



LARGE BANK

Comptroller of the Currency
Administrator of National Banks

Washington, DC 20219

PUBLIC DISCLOSURE

December 8, 2008

COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION

**TD Bank, N.A.
Charter Number: 24096**

**2035 Limestone Road
Wilmington, DE 19808**

Office of the Comptroller of the Currency

**Large Bank Division
250 E Street SW
Washington DC 20019**

NOTE: This document is an evaluation of this institution's record of meeting the credit needs of its entire community, including low- and moderate-income neighborhoods, consistent with safe and sound operation of the institution. This evaluation is not, and should not be construed as, an assessment of the financial condition of this institution. The rating assigned to this institution does not represent an analysis, conclusion, or opinion of the federal financial supervisory agency concerning the safety and soundness of this financial institution.

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Overall CRA Rating

Institution’s CRA Rating: This institution is rated “**Outstanding**”.

The following table indicates the performance level of **TD Bank, N.A.** with respect to the lending, investment, and service tests:

| Performance Levels | TD Bank, N.A. Performance Tests | | |
|---------------------------|------------------------------------|-----------------|--------------|
| | Lending Test* | Investment Test | Service Test |
| Outstanding | X | | |
| High Satisfactory | | X | X |
| Low Satisfactory | | | |
| Needs to Improve | | | |
| Substantial Noncompliance | | | |

* The lending Test is weighted more heavily than the investment and service tests when arriving at an overall rating.

The major factors that support this rating include:

- An excellent geographic distribution of home loans in most assessment areas.
- A very strong community development strategy linking financing and services to identified community needs.
- Establishment of effective public/private partnerships expanding credit availability to small businesses.
- Extensive development and delivery of home ownership education programs.

Definitions and Common Abbreviations

The following terms and abbreviations are used throughout this performance evaluation, including the CRA tables. The definitions are intended to provide the reader with a general understanding of the terms, not a strict legal definition.

Affiliate: Any company that controls, is controlled by, or is under common control with another company. A company is under common control with another company if the same company directly or indirectly controls both companies. A bank subsidiary is controlled by the bank and is, therefore, an affiliate.

Aggregate Lending: The number of loans originated and purchased by all reporting lenders in specified income categories as a percentage of the aggregate number of loans originated and purchased by all reporting lenders in the MA/assessment area.

Census Tract (CT): A small subdivision of metropolitan and other densely populated counties. Census tract boundaries do not cross county lines; however, they may cross the boundaries of metropolitan areas. Census tracts usually have between 2,500 and 8,000 persons, and their physical size varies widely depending upon population density. Census tracts are designed to be homogeneous with respect to population characteristics, economic status, and living conditions to allow for statistical comparisons.

Community Development (CD): Affordable housing (including multifamily rental housing) for low- or moderate-income individuals; community services targeted to low- or moderate-income individuals; activities that promote economic development by financing businesses or farms that meet the size eligibility standards of the Small Business Administration's Development Company or Small Business Investment Company programs (13 CFR 121.301) or have gross annual revenues of \$1 million or less; or, activities that revitalize or stabilize low- or moderate-income geographies.

Effective September 1, 2005, the Board of Governors of the Federal Reserve System, Office of the Comptroller of the Currency, and the Federal Deposit Insurance Corporation have adopted the following additional language as part of the revitalize or stabilize definition of community development. Activities that revitalize or stabilize-

- (i) Low- or moderate-income geographies;
- (ii) Designated disaster areas; or
- (iii) Distressed or underserved nonmetropolitan middle-income geographies designated by the Board, Federal Deposit Insurance Corporation, and Office of the Comptroller of the Currency, based on-
 - a. Rates of poverty, unemployment, and population loss; or
 - b. Population size, density, and dispersion. Activities that revitalize and stabilize geographies designated based on population size, density, and dispersion if they help to meet essential community needs, including needs of low- and moderate-income individuals.

Community Reinvestment Act (CRA): The statute that requires the OCC to evaluate a bank's record of meeting the credit needs of its local community, consistent with the safe and

sound operation of the bank, and to take this record into account when evaluating certain corporate applications filed by the bank.

Consumer Loan(s): A loan(s) to one or more individuals for household, family, or other personal expenditures. A consumer loan does not include a home mortgage, small business, or small farm loan. This definition includes the following categories: motor vehicle loans, credit card loans, home equity loans, other secured consumer loans, and other unsecured consumer loans.

Family: Includes a householder and one or more other persons living in the same household who are related to the householder by birth, marriage, or adoption. The number of family households always equals the number of families; however, a family household may also include non-relatives living with the family. Families are classified by type as either a married-couple family or other family, which is further classified into 'male householder' (a family with a male householder and no wife present) or 'female householder' (a family with a female householder and no husband present).

Full Review: Performance under the Lending, Investment, and Service Tests is analyzed considering performance context, quantitative factors (e.g., geographic distribution, borrower distribution, and total number and dollar amount of investments), and qualitative factors (e.g., innovativeness, complexity, and responsiveness).

Geography: A census tract delineated by the United States Bureau of the Census in the most recent decennial census.

Home Mortgage Disclosure Act (HMDA): The statute that requires certain mortgage lenders that do business or have banking offices in a metropolitan statistical area to file annual summary reports of their mortgage lending activity. The reports include such data as the race, gender, and the income of applications, the amount of loan requested, and the disposition of the application (e.g., approved, denied, and withdrawn). Beginning in 2004, the reports also include data on loan pricing, the lien status of the collateral, any requests for preapproval and loans for manufactured housing.

Home Mortgage Loans: Such loans include home purchase, home improvement and refinancings, as defined in the HMDA regulation. These include loans for multifamily (five or more families) dwellings, manufactured housing and one-to-four family dwellings other than manufactured housing.

Household: Includes all persons occupying a housing unit. Persons not living in households are classified as living in group quarters. In 100 percent tabulations, the count of households always equals the count of occupied housing units.

Limited Review: Performance under the Lending, Investment, and Service Tests is analyzed using only quantitative factors (e.g., geographic distribution, borrower distribution, total number and dollar amount of investments, and branch distribution).

Low-Income (LI): Individual income that is less than 50 percent of the area median income, or a median family income that is less than 50 percent, in the case of a geography.

Market Share: The number of loans originated and purchased by the institution as a percentage of the aggregate number of loans originated and purchased by all reporting lenders in the MA/assessment area.

Median Family Income (MFI): The median income determined by the U.S. Census Bureau every ten years and used to determine the income level category of geographies. Also, the median income determined by the Department of Housing and Urban Development annually that is used to determine the income level category of individuals. For any given area, the median is the point at which half of the families have income above it and half below it.

Metropolitan Area (MA): Any metropolitan statistical area or metropolitan division, as defined by the Office of Management and Budget, and any other area designated as such by the appropriate federal financial supervisory agency.

Metropolitan Division (MD): As defined by Office of Management and Budget, a county or group of counties within a Metropolitan Statistical Area that contains a population of at least 2.5 million. A Metropolitan Division consists of one or more counties that represent an employment center or centers, plus adjacent counties associated with the main county or counties through commuting ties.

Metropolitan Statistical Area (MSA): An area, defined by the Office of Management and Budget, as having at least one urbanized area that has a population of at least 50,000. The Metropolitan Statistical Area comprises the central county or counties, plus adjacent outlying counties having a high degree of social and economic integration with the central county as measured through commuting.

Middle-Income: Individual income that is at least 80 percent and less than 120 percent of the area median income, or a median family income that is at least 80 percent and less than 120 percent, in the case of a geography

Moderate-Income: Individual income that is at least 50 percent and less than 80 percent of the area median income, or a median family income that is at least 50 percent and less than 80 percent, in the case of a geography.

Multifamily: Refers to a residential structure that contains five or more units.

Other Products: Includes any unreported optional category of loans for which the institution collects and maintains data for consideration during a CRA examination. Examples of such activity include consumer loans and other loan data an institution may provide concerning its lending performance.

Owner-Occupied Units: Includes units occupied by the owner or co-owner, even if the unit has not been fully paid for or is mortgaged.

Qualified Investment: A qualified investment is defined as any lawful investment, deposit, membership share, or grant that has as its primary purpose community development.

Rated Area: A rated area is a state or multi-state metropolitan area. For an institution with domestic branches in only one state, the institution's CRA rating would be the state rating. If

an institution maintains domestic branches in more than one state, the institution will receive a rating for each state in which those branches are located. If an institution maintains domestic branches in two or more states within a multi-state metropolitan area, the institution will receive a rating for the multi-state metropolitan area.

Small Loan(s) to Business(es): A loan included in 'loans to small businesses' as defined in the Consolidated Report of Condition and Income (Call Report) and the Thrift Financial Reporting (TFR) instructions. These loans have original amounts of \$1 million or less and typically are either secured by nonfarm or nonresidential real estate or are classified as commercial and industrial loans.

Small Loan(s) to Farm(s): A loan included in 'loans to small farms' as defined in the instructions for preparation of the Consolidated Report of Condition and Income (Call Report). These loans have original amounts of \$500,000 or less and are either secured by farmland, or are classified as loans to finance agricultural production and other loans to farmers.

Tier One Capital: The total of common shareholders' equity, perpetual preferred shareholders' equity with non-cumulative dividends, retained earnings and minority interests in the equity accounts of consolidated subsidiaries.

Upper-Income: Individual income that is at least 120 percent of the area median income, or a median family income that is at least 120 percent, in the case of a geography.

Description of Institution

TD Bank, N.A. is a wholly owned subsidiary of TD Banknorth Inc., a \$123 billion bank holding company. In 2008, TD Banknorth, N.A. was merged with the banks acquired by TD Banknorth Inc. from the Commerce Bancorp, Inc. acquisition. The TD Banknorth, N.A. charter survived, although the bank's main office was moved to Wilmington, DE. In addition, the bank was renamed TD Bank, N.A. All of the lending activity considered during this review period was conducted prior to the Commerce Bancorp merger, and assesses only those loans made by TD Banknorth, N.A. through 2007. Therefore, the remainder of this institutional description and the subsequent assessment area descriptions that follow apply only to legacy bank TD Banknorth, N.A. as it existed on December 31, 2007.

As of December 31, 2007, TD Banknorth, N. A. (TD Banknorth) was a federally chartered financial institution headquartered in Portland, Maine, with assets of \$45 billion and Tier 1 Capital of \$2.98 billion. TD Banknorth operated in Connecticut, Maine, Massachusetts, New Hampshire, New York, New Jersey, Pennsylvania, and Vermont.

A summary of TD Banknorth acquisitions and mergers for the period January 1, 2004 through December 31, 2007, is as follows:

- **Foxborough Savings Bank** – On April 30, 2004, Foxborough Savings Bank (Foxborough) was merged into Banknorth, N.A. Foxborough, a state-chartered savings bank headquartered in Foxborough, Massachusetts, had four branch offices in the Norfolk and Bristol Counties of Massachusetts.
- **Cape Cod Bank and Trust Company, N.A.** – On April 30, 2004, CCBT Financial Companies, Inc., was acquired by Banknorth Group, Inc. and Cape Cod Bank and Trust, N.A. (CCBT) was merged into Banknorth, N.A. CCBT, a national bank headquartered in Hyannis, Massachusetts, had 38 banking offices offering full and limited service, located principally in Barnstable County on Cape Cod.
- **Boston Federal Savings Bank** – On January 17, 2005, BostonFed Bancorp, Inc. was acquired by Banknorth Group, Inc. and Boston Federal Savings Bank (Boston Federal) was merged into Banknorth, N.A. Boston Federal was a \$1.3 billion federal savings bank headquartered in Burlington, Massachusetts with 14 branch offices in the North Shore and Metro West areas of Boston, Massachusetts.
- **Acquired by Toronto Dominion Bank** – On March 1, 2005, Toronto Dominion Bank acquired majority stock ownership of Banknorth Group, Inc. On April 20, 2007, Toronto Dominion Bank acquired 100% of TD Banknorth Group, Inc. and changed its name to TD Banknorth Inc., a Delaware holding company.
- **Name Change** – On May 23, 2005, Banknorth, N.A. changed its name to TD Banknorth, N.A., a federally chartered financial institution and the wholly owned banking subsidiary of TD Banknorth Group, Inc.

- **Hudson United Bank** – On January 31, 2006, Hudson Bancorp, Inc. was acquired by TD Banknorth Group, Inc. and Hudson United Bank (Hudson) was merged into TD Banknorth, N.A. Hudson, an \$8.7 billion state-chartered savings bank headquartered in Mahwah, New Jersey, had 213 branch offices in the mid-Atlantic regional from southern Connecticut to Philadelphia.
- **Interchange Bank** – On January 1, 2007, Interchange Financial Services Corporation was acquired by TD Banknorth Group, Inc. and Interchange Bank (Interchange) was merged into TD Banknorth, N.A. Interchange, a \$1.5 billion state chartered bank headquartered in Saddlebrook, New Jersey, had 31 full service branch offices located in Bergen County, New Jersey.

As of December 31, 2007, TD Banknorth operated 611 branches and 707 ATMs.

TD Banknorth offered a comprehensive array of financial services to 1.4 million households within its market footprint. TD Banknorth offered banking services and products to individuals, business and governments including commercial and consumer services. Through its TD Banknorth Wealth Management Group division, it provided trust and investment management services. TD Banknorth also operated divisions in government banking, mortgage banking, private banking, asset-based lending and merchant services.

In December 2002, the TD Banknorth Charitable Foundation (Foundation), formerly the Banknorth Charitable Foundation, was formed to manage charitable giving for TD Banknorth. The charitable gifts made by the Foundation have been considered as part of the bank's performance during this review.

There are no known legal, financial, or other factors impeding the bank's ability to help meet the credit needs of its communities. The bank received a Satisfactory rating in its previous CRA exam dated 12/30/2004.

Scope of the Evaluation

Evaluation Period/Products Evaluated

We reviewed home mortgage and small business loans for the time period January 1, 2004 through December 31, 2007. The mortgage loans reviewed were home purchase loans, home improvement loans, home refinance loans and multifamily loans. Small farm lending is incidental to the Bank's business strategy and is not a primary loan product. Therefore, due to the low number of small farm loans, we did not analyze this product during the review. Community development loans were reviewed from January 1, 2005 through December 31, 2007. Community development investments and services were reviewed from January 1, 2005 through December 31, 2008.

Data Integrity

Prior to this CRA evaluation, TD Banknorth's publicly filed information on home mortgage loans and small loans to businesses was tested for accuracy. The data we reviewed was collected and reported by the Bank over the assessment period. The testing indicated no substantive inaccuracies in this data. Therefore, it was concluded that the home mortgage loans and small loans to businesses data could be relied on for this examination. Additionally, community development loans, investments and services made or rendered during the assessment period were reviewed to determine their eligibility for consideration. These activities were found to meet the definition of community development. Finally, the Bank's process of collecting and reporting home mortgage and small business loan data, along with community development activities, was reviewed for appropriateness. No substantive deficiencies were found in these processes.

Selection of Areas for Full-Scope Review

We conducted full scope reviews for each of the Metropolitan Divisions within each Multi-State Assessment Area. For each state, we selected at least one area for full scope review, and sometimes more than one. Generally, full scope areas were chosen because they represented a significant portion of the bank's deposit base and lending business in that state or multistate area.

Ratings

The bank's overall rating is a blend of the multistate metropolitan area ratings and state ratings. There were a total of ten rating areas. Three were multistate rating areas and seven were state rating areas. We placed the most weight on the Boston-Cambridge-Quincy and the New York-Northern New Jersey-Long Island multistate areas and on the Maine, Massachusetts and Connecticut state rating areas. These five areas were weighted most heavily due to the bank's larger concentration of loans and deposits there, as well as the presence of an extensive, established branch network. We placed the least amount of weight on the New Jersey state rating area due to the bank's very limited presence in the non-multistate portion of New Jersey. Additionally, when evaluating the bank's performance under the lending test, we generally placed a higher value on the distribution of home loans (both by geography and by borrower income) than the distribution of small business loans. We placed

this emphasis on home loans primarily due to the expressed community needs in all assessment areas to address the critical shortage of affordable housing. In addition to geographical distribution, we also considered market share for each loan category. Where the bank's market share performance contributed significantly to the rating, we discussed it in the performance evaluation. For the same reason, we placed the greatest value on community development services targeted to supporting low- and moderate-income housing.

The multistate metropolitan area ratings and state ratings are based primarily on those areas that received full-scope reviews. Refer to the Scope section under each State and Multistate Metropolitan Area Rating section for details regarding how the areas were weighted in arriving at the respective ratings.

Other Information

Assessment Areas – We determined that all assessment areas consisted of whole geographies and met the requirements of the regulation. The areas reasonably reflected the different trade areas that the bank's branches could service and did not arbitrarily exclude any low- or moderate-income areas.

Inside/Outside Ratio – We considered the volume of loans made inside TD Banknorth's assessment areas a generally positive factor in our evaluation of lending performance. We analyzed the volume of bank loan originations and purchases within the bank's assessment areas versus those made outside the bank's assessment areas at both the state and bank level. Our conclusions in this area were based solely on bank originations and purchases and did not include any affiliate data. In each state and for each loan product considered, the percentage of loans inside the bank's assessment areas exceeded 70%. In most instances, the number was between 95% and 100%. This performance was repeated at the bank level as well.

Community Contacts – We conducted community contacts with a number of organizations throughout the bank's assessment areas to identify community needs. The results of this outreach consistently indicated a need for affordable housing finance and development, first time home buyer assistance, both pre- and post-purchase, and for the expansion of credit to small businesses. Most recently, an increasing need for foreclosure prevention strategies is being identified as a strong community need. We also reviewed data from other recently conducted community outreach meetings in the assessment areas and found them to be consistent with previously identified needs.

Fair Lending or Other Illegal Credit Practices Review

We found no evidence of discriminatory or other illegal credit practices inconsistent with helping to meet community credit needs.

Multistate Metropolitan Area Rating

Boston-Cambridge-Quincy (MA-NH) multistate MSA

CRA rating for the Boston-Cambridge-Quincy (MA-NH) multistate MSA¹:
Outstanding

The lending test is rated: Outstanding
The investment test is rated: High Satisfactory
The service test is rated: High Satisfactory

The major factors that support this rating include:

- Excellent geographic distribution of all mortgage loan products across low- and moderate-income geographies.
- A very strong record of making responsive community development loans.
- A good level of community development investments responsive to identified credit needs.
- An excellent level of community development services enhancing the overall service test rating.

Description of Institution's Operations in the Boston-Cambridge-Quincy (MA-NH) multistate MSA

The Boston-Cambridge-Quincy MA-NH (Boston Multi-State) assessment area (AA) consists of 920 census tracts. In Massachusetts, the AA encompasses the counties of Essex, Middlesex, Norfolk, Plymouth and Suffolk; and in New Hampshire, the counties of Rockingham and Strafford. The Boston Multi-State AA is located in eastern Massachusetts and extends into the New Hampshire seacoast region. The AA includes 69 LI census tracts and 207 MI census tracts. Consistent with its ongoing branch expansion in this market in 2007, TD Banknorth expanded its AA delineation to include entire counties in the multistate MSA. The delineation expansion increased the number of census tracts by 424 (an additional 44 LI and 130 MI geographies) in Middlesex, Suffolk, and Plymouth Counties. This incorporated the entire City of Boston where its delineation had been more constricted in the past.

In 2006, TD Banknorth was fourth (4th) with respect to deposit market rank with 3.46% deposit market share in the Boston Multi-State AA. The Boston market is very heavily banked; competitors include Bank of America, Citizens Bank and Sovereign Bank. As of December 31, 2007, TD Banknorth had 106 branches in the AA, with 3 branches in LI census tracts and 17 branches in MI census tracts.

¹ This rating reflects performance within the multistate metropolitan area. The statewide evaluations do not reflect performance in the parts of those states contained within the multistate metropolitan area.

Area financial institution competitors include Fleet Bank (now Bank of America), Citizens Bank, Sovereign Bank, and Eastern Bank.

Refer to the market profile for the Boston Multi-State AA in Appendix C for detailed demographics and other performance context information.

Scope of Evaluation in the Boston Multi-State AA

In the Boston Multi-State AA, we performed full scope reviews on each of the four Metropolitan Divisions in the assessment area. These four Metropolitan Divisions are the Peabody MD, the Boston-Quincy MD, the Cambridge-Newton-Framingham MD and the Rockingham County NH MD. Performance in the Boston-Quincy MD received the least weight as it contained only twelve percent of the Bank's deposits in the assessment area. Each of the other three MDs had at least twenty five percent of the area's deposits, and performance among those areas was weighted equally.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in the Boston Multi-State AA is rated "Outstanding". Based on full-scope reviews, the bank's performance in the Peabody MD, the Boston-Quincy MD, and the Cambridge-Newton-Framingham MD is excellent. Performance in the Rockingham County NH MD is good.

Lending Activity

Refer to Table 1 Lending Volume in the Boston Multi-State Area section of Appendix D for the facts and data used to evaluate the bank's lending activity.

Lending activity is adequate, considering the bank's history of growth through small acquisitions in this market and the strong competition for all types of loans in this marketplace. The bank's solid performance in originating small business loans when compared to its local bank competitors further supports this conclusion. Based on 2006 Peer Data, TD Banknorth ranked 65th with respect to overall home mortgage lending in the Boston Multi-State AA, with 0.4% market share. With respect to home mortgage loans to low- and moderate-income (LMI) borrowers, TD Banknorth ranked 21st in loans to low income borrowers with 0.9% market share and 36th in loans to moderate income borrowers with 0.6% market share. In 2006, competition from national mortgage companies continued to dominate the market and included Countrywide Home Loans, Washington Mutual, GMAC Mortgage, and Wells Fargo. Considering only area bank competitors, TD Banknorth ranked 7th with respect to overall home mortgage lending in the AA, ranked 5th with respect to both LMI borrowers. This performance to LMI borrowers was slightly below the TD Banknorth deposit ranking and is consistent with the bank's recent entry into the market.

Area financial institution competitors included Fleet Bank (now Bank of America) and Citizens Bank. Other non-bank competitors include the Neighborhood Assistance Corporation of America (NACA) which operates an aggressive lending program in this market targeted at low- and moderate-income borrowers.

Based on 2006 Peer Data, small business lending in the Boston Multi-State AA was dominated by national credit card lenders, such as American Express, Citibank, JP Morgan Chase and Capital One. With respect to overall small business lending performance within the AA, TD Banknorth ranked 12th with 1.4% market share; and ranked 9th with respect to loans to businesses with gross annual revenues of \$1 million or less, with 2.4% market share. Among local bank competitors, TD Banknorth ranked 2nd in small business loans in the AA by volume (number of loans); 2nd to businesses with gross annual revenues of \$1 million or less; 2nd by loan size (loan amount less than \$100,000); 4th to businesses located in LI census tracts; and 2nd to businesses located in MI census tracts. This performance exceeded the TD Banknorth deposit ranking.

TD Banknorth participated in Massachusetts Housing Partnership's (MHP) Soft Second Loan Program, a program for first-time homebuyers providing below market interest rates, low down payment requirements, no points, reduced closing costs, and the waiver mortgage insurance. During the exam period, TD Banknorth originated more than \$31.3 million to first-time homebuyers across Massachusetts under the Soft Second Loan Program

TD Banknorth, and four other banks, partnered with the Federal Reserve Bank of Boston to set up the Mortgage Relief Fund - one of the first pools set up to assist homeowners to refinance their subprime mortgages into a conventional product.

Area financial institution competitors for small business lending include Fleet Bank (now Bank of America), Citizens Bank, Sovereign Bank, and Eastern Bank.

TD Banknorth continues to be a significant originator of small business loans across Massachusetts. Massachusetts Community and Banking Council (MCBC) listed TD Banknorth as the 3rd largest lender in the Boston Multi-State AA in their 2006 "Patterns of Small Business Lending" report. The report notes that the overall market share of small business lending by Massachusetts banks was declining due primarily to deep market penetration by credit card lenders.

TD Banknorth, in partnership with the State of Massachusetts, created a loan program named Beaches to Berkshires, which provided financing for businesses with \$10 million or less in annual revenues and financing needs from \$5,000 to \$1.5 million. In 2005, TD Banknorth committed to lend \$75 million over five years to companies whose business plans demonstrate the potential to create jobs. As of November 2007, TD Banknorth wrote 602 loans under this program for over \$76 million creating 1,479 new jobs.

Also addressing the availability of credit, TD Banknorth was an active SBA Preferred Lenders Program (PLP) lender. According to SBA, TD Banknorth ranked 3rd in number of loans and 1st in dollar volume in Massachusetts in 2008. For the period September 2004 through September 2007, TD Banknorth originated 369 SBA loans throughout the state; 313 in amounts less \$250,000 and primarily in the 7(a) and SBA Express programs.

The SBA Community Express Loan Program is a pilot program developed in collaboration with the National Community Reinvestment Coalition (NCRC) and its member organizations. The program is designed to process loans similar to the SBA Express program (maximum loan amount is \$250,000); is available to businesses located in low- and moderate-income areas,

women-owned, minority-owned and veteran-owned businesses; and provides an 85% guaranty on each loan. The goal of the program is to offer small businesses the opportunity to obtain financing while at the same time obtaining technical and management assistance with a partner community-based organization. This also requires TD Banknorth to work with "Technical Assistance Providers" who will help the potential borrower prepare initial business/action plans and provide counseling post-closing. The program requires that TD Banknorth enter into a formal, written 'Referral Agreement' with each technical assistance provider. TD Banknorth has partnered the Massachusetts Association of Community Development Corporations (MACDC) to offer SBA Community Express to MACDC members and associate member organizations. This program was implemented in Massachusetts in January 2006.

Distribution of Loans by Income Level of the Geography

Home Mortgage Loans

Refer to Tables 2 through 5 in the "Boston Multi-State Area" section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

The geographic distribution of home purchase loans by income level of geography is excellent, exceeding the area's demographics in each loan category in each of the four full scope assessment areas. The distribution of home improvement, home refinance and multi family loans is also excellent, generally exceeding or meeting the area's demographics in each loan category in each assessment area, with the exception of multifamily loans, which were below demographics for moderate-income geographies in the Rockingham County NH MD, and below demographics for low-income geographies in the Boston-Quincy MD. This is particularly exceptional performance in a high cost area such as this multistate MSA, and we gave strong emphasis to this performance in forming conclusions for the overall lending test rating in this multistate MSA. The bank's market share of home mortgage loans either met or exceeded its overall market share for moderate-income demographics in each loan category in each MD, with the exception of home improvement loans in the Peabody MA MD and home refinance loans in the Rockingham County NH MD, where moderate-income market share performance was somewhat below the bank's overall market share. There are no low-income geographies in the Rockingham County NH MD, and in the other MDs the bank's market share of home mortgage loans in low-income geographies is generally below its overall market share. Market share distribution of multifamily loans showed a similar pattern, exceeding overall market share in moderate-income tracts in each of the MDs with the exception of the Cambridge-Newton-Framingham MD where it was somewhat below, and being below its over all market share in low-income geographies. There were some geographic lending gaps identified in the Boston-Quincy MA MD, but these gaps occurred across all geographies and were not concentrated in low- or moderate-income areas; they result primarily from the recent expansion of the assessment area and the distribution of acquired bank branch networks.

Small Loans to Businesses

Refer to Table 6 in the "Boston Multi-State Area" section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

The geographic distribution of small business loans is adequate, with distribution of loans being somewhat below the area demographics for low- and moderate-income tracts with the exception of the Cambridge-Newton-Framingham MA MD, where the bank's performance slightly exceeded the demographics for low-income tracts.

Distribution of Loans by Income Level of the Borrower

Home Mortgage Loans

Refer to Tables 8, 9, and 10 in the "Boston Multi-State Area" section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

The distribution of home mortgage loans by income level of borrower is excellent. The distribution of home purchase, home improvement and home refinance loans to moderate-income borrowers significantly exceeds the area demographics in each loan category in each assessment area, with the exception of the Boston-Quincy MA MD, where home improvement lending is below demographics. Although the rate of lending to low-income borrowers is below the demographics in each MD, we placed the most emphasis on moderate-income borrowers given the inability of many low-income borrowers to qualify for home mortgages in this high cost area.

Small Loans to Businesses

Refer to Table 11 in the "Boston Multi-State Area" section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

The distribution of small business loans to businesses with annual revenues less \$1 million is good, meeting the demographics for the Peabody MA MD and the Rockingham County NH MD and being somewhat below the demographics in the Boston-Quincy MA MD and the Cambridge-Newton-Framingham MA MD. Additionally, the number of small business loans originated has been highly concentrated in loan sizes of under \$100 thousand through each of the MDs.

Community Development Lending

Refer to Table 1 Lending Volume in the "Boston Multi-State Area" section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all community development loans, including multifamily loans that also qualify as community development loans. In addition, Table 5 includes geographic lending data on all

multifamily loans, including those that also qualify as community development loans. Table 5 does not separately list community development loans, however.

Community development lending had a positive impact on the overall lending test rating for this multistate MSA. For the period 2005-2007, TD Banknorth provided 45 community development loans totaling over \$85 million, providing over 1,100 units of affordable housing. The community development loans ranged from infrastructure, acquisition, and/or construction loans, lines of credit for community development corporations, and financing for affordable housing. Many of the bank's construction loans supported Chapter 40B affordable housing construction, which allows developers to supersede certain community zoning restrictions if the development has affordable housing set-asides. Twenty seven of these loans were made in the Peabody MA MD, which is the largest MD by rated area deposits. The remaining loans were roughly equally distributed throughout the other MDs.

TD Banknorth's primary community development lending partners in this AA includes: Massachusetts Housing Investment Corporation (MHIC), Massachusetts Housing Partnership Fund (MHP), and The Housing Partnership (THP). Highlights of CD Lending in this multistate MSA include:

- TD Banknorth renewed and increased its participation in a \$25 million line of credit to a community development financing organization. TD Banknorth's portion in the participation was \$12.1 million. The line financed the organization's mortgage loan portfolio and timing gaps between the project monies advanced and the investment monies received.
- A real estate development firm received a \$3.5 million revolving LOC to fund capital improvements to a low-income neighborhood property located in the Lawrence Urban Renewal Community as designated by HUD.
- A Housing Partnership organization received a \$1.3 million commercial real estate mortgage loan for the refinancing the capital improvements to three affordable housing projects with 54 total units. This organization also received a \$250 thousand discretionary LOC for short-term and the partial funding of costs associated with new projects.
- A real estate firm received a \$4.5 million construction loan to finance 61 units of affordable senior housing in Peabody. TD Banknorth was also a Low Income Housing Tax Credit (LIHTC) investor in this project.
- An affordable housing association received a \$1.7 million loan for the purchase and rehab of two properties (5 buildings) used as group homes for homeless children.
- A development company received \$1.2 million in additional financing to a construction project originally funded in 2004. The proceeds covered cost overruns. TD Banknorth also refinanced the original permanent financing in the amount of \$2.1 million. The project was located in the Mattapan section of Dorchester and was developed into 45 units of affordable housing.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in the Boston Multi-State AA is rated "High Satisfactory". Based on full-scope reviews, the bank's performance in the Peabody MA MD, Boston-Quincy MA MD and the Cambridge-Newton-Framingham MA MD is good while performance the Rockingham County NH MD is adequate.

Refer to Table 14 in the Boston Multi-State Area section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

During the evaluation period in the Boston Multi-State AA, TD Banknorth made approximately 370 investments totaling over \$29 million. Forty one percent of all of the assessment area investment dollars went to the Peabody MA MD. Twenty percent were located in the Cambridge-Newton-Framingham MA MD, twenty five percent in the Boston-Quincy MA MD, and only six percent in the Rockingham County NH MD. The Peabody MA MD covers largely suburban communities north of Boston and has far fewer urban areas than either the Boston-Quincy MA MD or the Cambridge-Newton-Framingham MA MD; there are corresponding fewer investment opportunities in the Peabody MA MD than there are in the other Massachusetts Metropolitan Divisions in the Assessment Area. It should also be noted that a portion of the unallocated "statewide" investments discussed in the State of New Hampshire section of this Performance Evaluation would most likely have benefited the Rockingham County NH MD.

Approximately \$3.9 million were invested in low-income housing tax credits to create safe, affordable housing units. This included a \$3 million investment into a low-income, age-restricted housing project in Peabody, MA that resulted in 61 affordable units. Also, in Exeter NH, nearly \$1.0 million was invested in a mixed use project that generated 16 low-income affordable units and 14 market units. There were an additional 3 LIHTC commitments during this evaluation period totaling \$2.6 million and 4 prior period Small Business Investment Company (SBIC) investments with \$855 thousand still outstanding.

Also, in partnership with the Massachusetts Development Finance Authority, TD Banknorth invested over \$21.5 million in tax exempt bonds. Some of these funds assisted in the expansion of a high school located in a moderate-income census tract with 65% of the students in the district from low-income families as well as providing for the acquisition and capital improvements to a property with 46 units of affordable housing in Framingham, MA.

The TD Banknorth Charitable Foundation is the charitable giving arm of TD Banknorth. All CRA-qualified grants are issued through the Foundation. In 2006, the "*Housing for Everyone*" grant competition, a program of the TD Banknorth Charitable Foundation, was introduced in eight states. The annual competition solicits applications from eligible, tax exempt, 501(c)(3) affordable housing associated organizations. The non-profits are required to address the housing needs of low- and moderate-income individuals and families, and must be located in a TD Banknorth CRA AA. The grant competition is themed annually. Community partner organizations play a significant role in identifying the needs to be addressed each year by the "*Housing for Everyone*" grant competition. In 2006, the grant competition focused on predevelopment lending needs of organizations across the

TD Banknorth market. Affordable housing projects requiring upfront funding that might not have been available from other sources and addressed the housing needs of LMI individuals and families were the focus of the competition. Projects were required to address the housing needs of very low- and LMI individuals and families; demonstrate a measurable increase in the availability of new units or the rehabilitation of existing transitional housing or homeless shelter space; and be in development/construction and not placed in service. Six awards totaling \$90,000 benefited non-profits in the Boston Multi-State AA under this competition.

In 2007, this grant competition focused on the creation and preservation of transitional housing and homeless shelters and resulted in eight grants totaling \$130,000 for this AA.

In 2008, this grant competition focused on providing operating capital to affordable housing organizations. Given the weakening economic climate, many organizations required funding to expand capacity to address the multitude of affordable housing issues (availability, affordability, foreclosure counseling) impacting LMI individuals and families. Organizations were required to demonstrate their impact in the affordable housing landscape of their community and demonstrate fiscal soundness and responsibility. Five grants totaling \$200,000 were awarded.

TD Banknorth Charitable Foundation's Non-Profit Training Resource Fund was launched in December 2007. This unique program awards \$100 thousand annually to non-profit organizations with funding for educational, training, and learning opportunities for their employees. In recognition of the budget constraints often encountered by community-based organizations that rely on federal, state, and local government funding, this program was created to award eligible organizations with grants of up to \$1,000 per calendar year for employees to attend professional development classes/courses to enhance their job performance. Criteria required that eligible organizations be a 501(c)(3) and, have a mission/focus of affordable housing for LMI individuals or performance activities that promote economic development of small businesses. There were 4 recipients in this multistate AA during the evaluation period.

In total, 359 CRA qualified grants totaling over \$3.1 million were awarded in the Boston Multi-State AA during this evaluation period. These grants benefited affordable housing projects that required upfront funding that might not have been available from other sources and addressed the housing needs of LMI individuals and families. They also focused on the creation and preservation of transitional housing and homeless shelters as well as providing operating capital to affordable housing organizations.

Nearly all investments and grants were associated with affordable housing for LMI individuals as well as economic development which showed excellent responsiveness to the identified needs in the AA.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in the Boston Multi-State AA is rated "High Satisfactory". Based on full-scope reviews, the bank's performance in the Peabody MD, the Boston-Quincy MD, the Cambridge-Newton-Framingham MD and the Rockingham County NH MD is good.

Retail Banking Services

Refer to Table 15 in the Boston Multi-State AA section of Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system.

TD Banknorth's delivery systems are reasonably accessible to geographies and individuals of different income levels in the full-scope AAs. 106 branch offices are located within the AA. 31 are located in the Peabody MA MD, 29 in the Cambridge-Newton-Framingham MA MD, 27 in the Rockingham County NH MD and 19 in the Boston-Quincy MA MD. The distribution of TD Banknorth's offices throughout both low- and moderate-income geographies is lower than the distribution of the population living in such geographies in each of the metropolitan divisions, with the exception of in the Cambridge-Newton-Framingham MA MD, where it meets the demographics for low-income census tracts. However; several branches located in adjacent geographies serve the population in low- and moderate-income geographies. The branches located on Manchester Road, Central Avenue and Woodbury Avenue in the Rockingham County NH MD and the Broadway branch in the Boston-Quincy MA MD, each in a middle-income geography, are adjacent to and serve the population in eight surrounding moderate-income geographies. Additionally, the area is served by a well-developed mass transit system. Massachusetts Bay Transportation Authority (MBTA) provides relatively easy access throughout the area via a system of bus, subway, and light rail lines.

TD Banknorth's hours and services offered throughout the Boston Multi-State AA are good. Services offered are comparable among locations regardless of the income level of the geography. Substantially all branch offices offered extended hours on various days of the week including Saturday hours. There were two branch openings and one branch closing during the evaluation period, both the openings and the closing took place in upper-income geographies in the Boston-Quincy MA MD.

TD Banknorth offers alternative delivery systems in the form of ATMs. The geographic distribution of the bank's ATMs in the various categories of income geographies is similar to its branch distribution. Customers and non-customers alike can access their accounts through TD Banknorth ATMs. TD Banknorth also offers alternative delivery systems of on-line banking, bank-by-phone, and bank-by-mail. These services allow customers to obtain deposit and loan account information, make payments on TD Banknorth loans, transfer funds, and pay other household bills. We did not place particular weight on the alternative delivery systems when drawing our service test conclusions because no performance data regarding how these services specifically supported low- or moderate-income populations or geographies was available.

Community Development Services

During the evaluation period in the Boston Multi-State AA, TD Banknorth has demonstrated an excellent level of providing financial expertise to homebuyers and small businesses, and in providing financial services to community development partners. The bank's proactive approach had a positive impact on the service test performance. TD Banknorth employees participated in 469 events throughout the Boston Multi-State AA. Over 100 employees in the Boston Multi-State AA served in leadership positions with CRA-qualified community organizations, including several Senior Vice Presidents of TD Banknorth who served on the Boards of various non profit housing investment corporations providing necessary financial expertise. These community development services were spread through each metropolitan division, with the largest concentration being in the Peabody MA MD. Most of the educational outreach offered in conjunction with the bank's community development partners served populations spanning the metropolitan divisions in the assessment area. Similarly, most of the organizations supported by the bank's financial leadership services have not defined or limited their constituencies based upon metropolitan division census designations. Therefore, we positively considered the bank's extensive financial service activities in each the Assessment Area's MDs.

TD Banknorth's primary community development service partners in the Boston Multi-State AA were Lawrence CommunityWorks, SCORE, The Housing Partnership, Gloucester Housing Authority, Merrimack Valley Housing Partnership and the Salem Harbor CDC.

The TD Banknorth website (www.tdbanknorth.com) also offered numerous on-line small business development workshops at no cost. Starting Your Business workshop topics included: Conducting a Market Analysis, Developing a Business Plan, Targeting Your Market, Maintaining an Agile Company, Creating a Strategic Plan, Analyzing Your Competition, Creating a Competitive Advantage, Pricing Your Products and Services, Determining Your Company's Legal Structure, and Protecting Your Business with Patents, Copyrights, and Trademarks. Managing Your Finance topics included: Preparing a Balance Sheet, Managing Your Cash Flow, Running a Profitable Company, Creating a Profit and Loss Statement, Preparing a Cash Budget, Analyzing Your Financial Ratios, Assessing Your Company's Financial Needs, Partners and Investors, and Valuing a Business. Marketing topics included: Personalization Strategies to Attract and Retain Customers, Identifying Your Sales Strategy, Building Your Brand, Promoting Your Business, Advertising Your Business and Building a Web Site. In partnership with the Service Corps of Retired Executives (SCORE), small business owners could take advantage of "Ask the Expert", a link sponsored by SCORE with over 1,200 counselors available to assist.

Each year the Federal Home Loan Bank of Boston (FHLBB) sets aside 10% of its net profits to provide grants and subsidized, below market-rate loans for the creation and preservation of affordable housing. Through a competitive scoring process under its Affordable Housing Program (AHP), two competitive rounds are offered each year. As a member of the FHLBB, TD Banknorth takes advantage of this competition by sponsoring the applications of community-based organizations in their AAs. During the exam cycle, four applications were submitted for projects in this AA and all four were approved for funding. TD Banknorth's service to community development resulted in a project in a low-income tract that was awarded funds for a 5-unit homeownership development and a \$100 thousand direct subsidy that was awarded to provide 37 single-room occupancy units serving homeless individuals with incomes

below 30 percent of area median income. Supportive services include financial planning, transportation, and the establishment of a residents' council; a \$165 thousand grant and subsidy was approved for construction of 21 units of permanent housing for low income, homeless individuals, with priority given to homeless elderly. As the sponsor, TD Banknorth will also help residents form a residents' council and provide employment training, financial literacy classes, and job placement; and a \$175 thousand grant will benefit nine one-bedroom units and one two-bedroom apartment targeted toward low-income families. The city will donate the property through a long-term ground lease.

TD Banknorth's Mortgage Group also participated in foreclosure workshops held at Gillette Stadium in Foxborough in the spring of 2008. These workshops provided one-on-one counseling with loan officers for households delinquent on their mortgages. In the fall of 2008, TD Banknorth also sponsored the Foreclosure Symposium hosted by Citizen's Housing and Planning Association and the Warren group.

Multistate Metropolitan Area Rating

New York-North Jersey-Long Island (NY-NJ-PA) MSA

CRA rating for the New York-North Jersey-Long Island (NY-NJ-PA) multistate MSA²: Satisfactory

| | |
|--------------------------------------|--------------------------|
| The lending test is rated: | High Satisfactory |
| The investment test is rated: | Low Satisfactory |
| The service test is rated: | Low Satisfactory |

The major factors that support this rating include:

- A good distribution of home mortgage loans across moderate-income geographies and borrowers.
- An adequate level of responsive community development investments.
- A adequate branch distribution network.

Description of Institution’s Operations in the New York-North Jersey-Long Island (NY-NJ-PA) multistate MSA

The New York-North New Jersey-Long Island NY-NJ (New York Multi-State) AA consists of 1,833 census tracts. In New York, the AA encompasses the counties of New York, Putnam, Rockland and Westchester; and in New Jersey, the counties of Middlesex, Monmouth, Ocean, Somerset, Essex, Hunterdon, Morris, Bergen, Hudson and Passaic. The AA included 168 LI census tracts and 328 MI census tracts

The New York Multi-State AA spans across (2) two states; New York and New Jersey and (14) fourteen counties. This large and diverse AA is divided into three MDs: Edison MD (20764) contains Middlesex, Somerset and Ocean Counties; Newark-Union MD (35084) contains Essex, Hunterdon and Morris Counties; and the New York–Wayne–White Plains MD (35644) in New York – Putnam, Rockland, Westchester and New York Counties – in New Jersey – Bergen, Passaic and Hudson Counties.

With the acquisition of Hudson United, TD Banknorth entered this market in January 2006. This acquisition provided a limited retail presence throughout New Jersey. In 2007, Bergen County-based Interchange Bank was merged with TD Banknorth, giving the bank a recognizable presence in Bergen County and making it the primary market in NJ.

² This rating reflects performance within the multistate metropolitan area. The statewide evaluations do not reflect performance in the parts of those states contained within the multistate metropolitan area.

In 2006, TD Banknorth was 13th with respect to deposit market rank, with 0.38% deposit market share in the New York Multi-State AA. This is one of the most highly banked areas in the country. Competitors include Bank of America, Wachovia, JP Morgan Chase, PNC and Bank of New York; all have less than ten percent market share. As of December 31, 2007, TD Banknorth had 90 branches in the AA, with 3 branches in LI census tracts and 12 branches in MI census tracts; only two branches were in Manhattan.

Refer to the market profile for the New York-North Jersey-Long Island (NY-NJ-PA) multistate MSA in Appendix C for detailed demographics and other performance context information for assessment areas that received full-scope reviews.

Scope of Evaluation in the New York Multi-State AA

In the New York Multi-State AA, we performed a full scope reviews in each of the three metropolitan divisions in which the bank has a branch presence. The full scope reviews were conducted in the New York-White Plains-Wayne NY NJ MD, the Edison NJ MD and the Newark-Union MD. We gave the greatest weight to the bank's performance in the New-York-White Plains-Wayne NY NJ MD because eighty six percent of the bank's deposits for the rated area were in that metropolitan division.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in New York Multi-State MSA is rated "High Satisfactory". Based on full-scope reviews, the bank's performance in the New York-White Plains-Wayne NY NJ MD, the Edison NJ MD and the Newark-Union MD is good.

Lending Activity

Refer to Table 1 Lending Volume in the "New York Multistate Area" section of Appendix D for the facts and data used to evaluate the bank's lending activity.

Lending activity is adequate considering the bank's limited presence in this highly competitive market. Based on 2006 Peer Data, TD Banknorth ranked 148th with respect to overall home mortgage lending in the New York Multi-State AA, with 0.06% market share. With respect to home mortgage loans to LMI borrowers; TD Banknorth ranked 59th in loans to LI borrowers (0.4% market share) and 68th in loans to MI borrowers (0.2% market share). In 2006, competition from national mortgage companies continued to dominate the market. National mortgage lenders included Countrywide Home Loans and HSBC Mortgage Corporation. Considering AA bank competitors, TD Banknorth ranked: 30th with respect to overall home mortgage lending, 20th with respect to LI borrowers, and 16th with respect to MI borrowers. This performance was below the TD Banknorth deposit ranking in this AA.

Local bank competitors include Bank of America, Washington Mutual, Citibank, and Hudson City Savings Bank.

Many banks operating in the State of New Jersey have negotiated LMI product offerings for mortgages, small business loans, community development loans and investments based on relationships with New Jersey Citizens Action and Housing and Community Development Network of New Jersey and their members. The environment is very competitive.

Based on 2006 Peer Data, small business lending in the New York Multi-State AA was dominated by national credit card lenders, such as American Express, Citibank, Chase and Capital One. With respect to overall small business lending performance within the AA, TD Banknorth ranked 33rd with 0.06% market share; and ranked 33rd with respect to loans to businesses with gross annual revenues of \$1 million or less, with 0.1% market share. Among area bank competitors, TD Banknorth ranked 18th in small business loans in the AA by volume (number of loans); 19th to businesses with gross annual revenues of \$1 million or less; 19th by loan size (loan amount less than \$100,000); 17th to businesses located in LI census tracts; and 16th to businesses located in MI census tracts. Area financial institution competitors include Bank of America, North Fork Bank, Citibank, PNC Bank and Wachovia. This performance was below the TD Banknorth's deposit ranking.

TD Banknorth was an active SBA Preferred Lenders Program (PLP) lender. From September 2007 to September 2008, TD Banknorth ranked 3rd overall and 1st in dollars originated with over \$74.5 million in New Jersey. In New York, for the same period, TD Banknorth ranked 10th. For the period September 2004 to September 2007, TD Banknorth originated 172 SBA loans throughout the state; 83 in amount less \$500,000.

The SBA Community Express Loan Program is a pilot program developed in collaboration with the National Community Reinvestment Coalition (NCRC) and its member organizations. The program is designed to process loans similar to the SBA Express program (maximum loan amount is \$250,000); is available to businesses located in LMI areas, women-owned, minority-owned and veteran-owned businesses; and provides an 85% guaranty on each loan. The goal of the program is to offer small businesses the opportunity to obtain financing while at the same time obtaining technical and management assistance with a partner community-based organization. This also requires TD Banknorth to work with "Technical Assistance Providers" who will help the potential borrower prepare initial business/action plans and provide counseling post-closing. The program requires that TD Banknorth enter into a formal, written 'Referral Agreement' with each technical assistance provider. This program was implemented in New Jersey in August 2007. With the assistance of their partners, they have made 4 loans to date. TD Banknorth partners primarily with the New Jersey Association of Business Women Owners.

Distribution of Loans by Income Level of the Geography

Home Mortgage Loans

Refer to Tables 2, 3, 4, and 5 in the New York Multi-State section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

The geographic distribution of home mortgage loans in the New York-White Plains-Wayne NY NJ MD and in the Newark-Union MD is excellent. The distribution of home purchase, home improvement, and home refinance loans significantly exceeds the demographics in both low-

and moderate-income tracts across each loan category, with the exception of home improvement loans in moderate-income tracts in the Newark-Union MD, which are slightly below demographics and home improvement loans in the New York-White Plains-Wayne NY NJ MD where the bank made no home improvement loans in low-income geographies. Overall, this is particularly exceptional performance in a high cost area such as this multistate MSA, and we gave strong emphasis to this performance in forming conclusions for the overall lending test rating in this multistate MSA. In the Edison NJ MD, the bank's performance is good, with distribution of home purchase, home improvement and home refinance loans significantly exceeding the moderate-income demographics and being generally below the low-income demographics. Only two of the bank's 25 multifamily loans in the metropolitan divisions were in low-income census tracts. There were some geographic lending gaps identified in the New York-White Plains-Wayne NY NJ MD, but these gaps occurred across all geographies and were not concentrated in low- or moderate-income areas.

Small Loans to Businesses

Refer to Table 6 in the New York Multi-State section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

The geographic distribution of small business loans is adequate, with distribution of loans being somewhat below the area demographics for moderate-income tracts in the Newark-Union NJ MD and the New York-White Plains-Wayne NY NJ MD and significantly above the moderate-income demographics in the Edison NJ MD. Loans to small businesses were below the demographics in low-income tracts in each metropolitan division.

Distribution of Loans by Income Level of the Borrower

Home Mortgage Loans

Refer to Tables 8, 9, and 10 in the New York Multi-State section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

The distribution of home mortgage loans by income level of the borrower in the New York-White Plains-Wayne NY NJ MD is good. The distribution of home purchase and home refinance loans to moderate-income borrowers exceeds the area demographics in both loan categories. Borrower distribution of home improvement loans in that MD is below the moderate-income demographics. The distribution of home purchase, home improvement and home refinance loans in both the Edison NJ MD and the Newark-Union MD is excellent, significantly exceeding the moderate-income demographics in all loan categories. Although the rate of lending to low-income borrowers is below the demographics for each loan category in each metropolitan division, we placed the most emphasis on moderate-income borrowers given the inability of many low-income borrowers to qualify for home mortgages in this high cost area.

Small Loans to Businesses

Refer to Table 11 in the New York Multi-State section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

The distribution of small business loans to businesses with annual revenues less \$1 million is adequate, but below the demographics for each metropolitan division. However, the number of small business loans originated was heavily concentrated in loan size amounts of under \$100 thousand.

Community Development Lending

Refer to Table 1 Lending Volume in the New York Multi-State section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all community development loans, including multifamily loans that also qualify as community development loans. In addition, Table 5 includes geographic lending data on all multifamily loans, including those that also qualify as community development loans. Table 5 does not separately list community development loans, however.

Community development lending had a neutral impact on the overall lending test rating for this assessment area. Although the bank's CD loans were responsive to identified needs, the dollar amount and number of loans was relatively low. For the exam period, TD Banknorth originated 12 community development loans totaling \$6.9 million in community development initiatives throughout the New York Multi-State AA, many in support of affordable housing. The great majority of these CD loans (10 totaling \$6.2 million) were in the New York-White Plains-Wayne NY NJ MD. The remaining loans were in the Newark-Union NJ MD. There was no CD lending in the Edison NJ MD. Community development lending highlights in this MMSA include:

- A \$1 million working capital line of credit to an affordable housing fund which uses the proceeds to provide loans for the development of affordable housing, child daycare, and other facilities serving LI people.
- A \$1 million line of credit to a services agency to aide them in their ability to develop affordable housing and temporary housing for the homeless or temporary transitional housing. In assessing the market for lending opportunity; there was a clear need for acquisition/pre-development loan funds at or below \$1 million.
- A \$675 thousand commercial mortgage to a community organization that will use the proceeds to finance the acquisition of property located in Cliffside Park, NJ. This property will provide 14 permanent LMI housing units.
- A \$630 thousand commercial mortgage was provided to an urban renewal organization to refinance a 12-unit low-income apartment building in Newark, NJ after renovation cost overruns.

- An \$850 thousand revolving construction loan to a development company for the creation of 11 2-family units of affordable housing in Paterson, NJ.
- A \$1 million line of credit to a Community Development Financial Institution to provide pre-development assistance to developers of LMI housing in Dutchess, Ulster, and Orange Counties of New York.
- A \$100 thousand working capital line of credit to a non-profit to acquire residential lots in Newark, Essex County NJ for the construction of affordable housing development.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in the New York Multi-State AA is rated "Low Satisfactory". Based on full-scope reviews, the bank's performance in the Newark-Union NJ MD is excellent. Performance in the New York-White Plains-Wayne NY NJ MD and the Edison NJ MD is adequate.

Refer to Table 14 in the New York Multi-State section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

During this evaluation period in the New York Multi-State AA, TD Banknorth made 209 investments totaling \$31.8 million. Approximately \$13 million were invested in LIHTCs to create safe, affordable housing units. An additional \$15.4 million was committed to LIHTCs during this evaluation period. Investments were made in various funds with direct benefit to this multistate AA. Fifty three percent of those investments were made in the New York-White Plains-Wayne NY NJ MD, and, as noted earlier, we gave the most weight to that area in arriving at the overall multistate rating. Forty six percent of the investments were made in the Newark-Union NJ MD, and only one percent was made in the Edison NJ MD. It should be noted, however, that a significant proportion of the unallocated "statewide" investments discussed in the State of New Jersey section of this performance evaluation most likely benefited these highly urbanized portions of the state.

Additionally, in the New York-White Plains-Wayne NY NJ MD, TD Banknorth invested over \$1.8 million in SBICs whose mission is to improve and stimulate the national economy and small businesses by supplementing the flow of private capital and long term funds for sound financing, growth, expansion, and modernization of small business operations while ensuring the maximum participation of private financing sources.

During the evaluation period, TD Banknorth made 198 grants totaling \$2 million in the New York Multi-State AA. Through the "*Housing for Everyone*" grant competition (refer to the Boston Multi-State AA for more details regarding this unique program), 24 grants totaling \$860 thousand were awarded during the evaluation period for this multistate AA. There were also seven grant recipients as part of the TD Banknorth Charitable Foundation's Non-Profit Training Resource Fund. These and other grants benefited affordable housing projects that required upfront funding that might not have been available from other sources and addressed the

housing needs of LMI individuals and families. These also focused on the creation and preservation of transitional housing and homeless shelters as well as providing operating capital to affordable housing organizations. Nearly all investments and grants were associated with affordable housing for low- and moderate-income individuals as well as economic development and financial education which showed excellent responsiveness to the identified needs in the AA.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in the New York Multi-State AA is rated "Low Satisfactory." Based on full-scope reviews, the bank's performance in the New York-White Plains-Wayne NY NJ MD, the Edison NJ MD and the Newark-Union MD is adequate.

Retail Banking Services

Refer to Table 15 in the New York Multi-State section of Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

TD Banknorth's delivery systems are reasonably accessible to geographies and individuals of different income levels in the full-scope AAs. 90 branch offices are located within the AA, with 71 in the New York-White Plains-Wayne NY NJ MD, 3 in the Edison NJ MD and 16 in the Newark-Union NJ MD. There was one branch opening and four branch closings during the evaluation period, all branch openings and closing took place in middle- and upper-income geographies in the New York-White Plains-Wayne NY NJ MD.

The distribution of TD Banknorth's offices throughout low-income and throughout moderate-income geographies is lower than the distribution of the population living in such geographies in each of the metropolitan divisions, except in the Edison NJ MD, where the branch network exceeds the demographics in moderate-income geographies. However, branches located in adjacent geographies serve the population in low- and moderate-income geographies. The Spring Valley Market and Garibaldi Avenue branches located in middle-income geographies in the New York-White Plains-Wayne NY NJ MD are adjacent to and serve the population in three surrounding moderate-income geographies. Additionally, the city has a well developed and inexpensive mass transportation system which allows for easy access throughout the area.

TD Banknorth's hours and services offered throughout the New York Multi-State AA are good. Services offered are comparable among locations regardless of the income level of the geography. Substantially all branch offices offered extended hours on various days of the week including Saturday hours.

TD Banknorth offers alternative delivery systems in the form of ATMs. The geographic distribution of the bank's ATMs in the various categories of income geographies is similar to its branch distribution. Customers and non-customers alike can access their accounts through TD Banknorth ATMs. TD Banknorth also offers alternative delivery systems of on-line banking,

bank-by-phone and bank-by-mail. These services allow customers to obtain deposit and loan account information, make payments on TD Banknorth loans, transfer funds and pay other household bills. We did not place particular weight on the alternative delivery systems when drawing our service test conclusions because no performance data regarding how these services specifically supported low- or moderate-income populations or geographies was available.

Community Development Services

During the evaluation period in the New York Multi-State AA, TD Banknorth has provided a good level of financial expertise to homebuyers, small businesses, and other financial literacy community development service activities. The bank's performance had a positive impact on the service test rating. TD Banknorth employees participated in 89 events in the New York Multi-State AA. In 2007, Bergen County-based Interchange Bank was acquired, giving TD Banknorth a recognizable presence here. Attributable to the sizeable increase in staff with this acquisition, there was an increase in service activity (i.e. financial literacy and board seats delivered within the market were germane to providing leadership within the County). Most of the educational outreach offered in conjunction with the bank's community development partners served populations spanning the metropolitan divisions in the assessment area. Similarly, most of the organizations supported by the bank's financial leadership services have not defined or limited their constituencies based upon metropolitan division census designations. Therefore, we positively considered the bank's financial service activities in each the assessment area's MDs, with the exception of the Edison NJ MD, where very few community development services were provided.

TD Banknorth also partnered with neighborhood housing organization, who primarily serves low-income families, to support their programming by teaching financial literacy, volunteering with single, unwed mothers to coach them to self-sufficiency and working with troubled teens. TD Banknorth, through the local leadership of senior staff members provided financial expertise and resources that benefited the low- and moderate-income market.

The TD Banknorth website (www.tdbanknorth.com) offered a number of 24/7 on-line small business development workshops at no cost. Refer to investment section of the Boston Multi-State AA for details on various workshops.

TD Banknorth partnered with a local organization within the AA to provide low- and moderate-income individuals and families with free high quality tax preparation services. Within the last two years, the NJCA VITA program, with the help of dedicated volunteers, has prepared over 3,500 free tax returns. In 2008, TD Banknorth loaned two branch managers, on a rotational basis, as volunteers in this program.

Multistate Metropolitan Area Rating

Philadelphia-Camden-Wilmington (PA-NJ-DE-MD) MSA

**CRA rating for the Philadelphia-Camden-Wilmington (PA-NJ-DE-MD) MSA³:
Satisfactory**

The lending test is rated: High Satisfactory
The investment test is rated: Outstanding
The service test is rated: Low Satisfactory

The major factors that support this rating include:

- A good distribution of home mortgage lending across low- and moderate-income areas.
- An excellent level of responsive community development investments.
- An adequate network of branches serving all income populations.

Description of Institution's Operations in Philadelphia-Camden-Wilmington (PA-NJ-DE-MD) MSA

The Philadelphia-Camden-Wilmington PA-NJ-DE-MD assessment area ("Philadelphia Multi-State AA") consists of 1,193 census tracts. In Pennsylvania, the AA encompasses the counties of Chester, Delaware, Montgomery and Philadelphia; in New Jersey, the counties of Burlington, Camden, Gloucester and Salem. Included in the AA are 142 LI census tracts and 235 MI census tracts; nearly one-third of the entire AA is LMI geographies. In 2007, TD Banknorth expanded its AA delineations to include entire counties. The delineation expansion increased the number of census tracts by 696; 31 additional LI and 80 MI.

In 2006, TD Banknorth was seventh (7th) with respect to deposit market rank with 0.9% deposit market share in the Philadelphia Multi-State AA. Area competitors include Wachovia, Citizens Bank, PNC, Commerce Bank, Bank of America, and Sovereign Bank. TD Banknorth had a limited branch presence in this AA with 41 branches, three branches in LI census tracts and six branches in MI census tracts. The 41 branches represented 2.9% of the AA's branch market share.

TD Banknorth entered this market January 2006 with the acquisition of Hudson United Bank (Hudson). There were five short-distance branch consolidations in the City of Philadelphia during the first year following the Hudson acquisition; one consolidation was within the same MI census tract, the remaining four were in upper-income census tracts.

³ This rating reflects performance within the multistate metropolitan area. The statewide evaluations do not reflect performance in the parts of those states contained within the multistate metropolitan area.

Refer to the market profile for the Philadelphia-Camden-Wilmington Multistate MSA in Appendix C for detailed demographics and other performance context information for assessment areas that received full-scope reviews.

Scope of Evaluation in the Philadelphia Multi-State AA

In the Philadelphia Multi-State AA, we performed full scope reviews on each of the three Metropolitan Divisions in the assessment area. These three Metropolitan Divisions are the Philadelphia PA MD, the Camden NJ MD and the Wilmington NJ MD. Performance in the Philadelphia PA MD was weighted most heavily as it represented nearly sixty percent of the rated area's deposits. Performance in the Wilmington NJ MD received the least weight as it contained only three percent of the Bank's deposits in the assessment area.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in the Philadelphia Multi-State AA is rated "High Satisfactory." Based on full-scope reviews, the bank's performance in the Philadelphia PA MD is excellent and performance in the Wilmington NJ MD is good. Performance in the Camden NJ MD is adequate.

Lending Activity

Refer to Table 1 Lending Volume in the Philadelphia Multi-State AA section of Appendix D for the facts and data used to evaluate the bank's lending activity.

Lending activity is adequate good considering the bank's recent entry into this market and the highly competitive banking landscape. Based on 2006 Peer Data, TD Banknorth ranked 67th with respect to overall home mortgage lending in the Philadelphia Multi-State AA, with 0.3% market share. With respect to home mortgage loans, TD Banknorth ranked 28th in loans to LI borrowers (0.9% market share) and 42nd in loans to MI borrowers (0.6% market share). In 2006, competition from national mortgage companies continued to dominate the market. Considering only AA bank competitors TD Banknorth ranked: 11th in overall home mortgage lending, 4th with LI borrowers, and 6th with MI borrowers. This level of performance is below the bank's deposit market share.

Local competitors include Bank of America and Sovereign. In New Jersey many financial institutions have negotiated affordable mortgage products. Other competitors include Pennsylvania Housing Finance Agency (PAHFA) and New Jersey Housing Mortgage Finance Agency (NJHMFA) preferred lenders, which offer end loan products for development projects that have received state Choice funding. Federal Home Loan Bank first-time home buyer programs also are available.

Based on 2006 Peer Data, small business lending in the Philadelphia Multi-State AA was dominated by national credit card lenders, such as American Express, Citibank, Chase, and Capital One. With respect to overall small business lending performance within the AA, TD Banknorth ranked 28th with a 0.14% market share; and ranked 31st with respect to loans to

businesses with gross annual revenues of \$1 million or less, with a 0.2% market share. Among local bank competitors, TD Banknorth ranked 12th in small business loans in the AA by volume (number of loans); 17th to businesses with gross annual revenues of \$1 million or less; 15th by loan size (loan amount less than \$100,000); 9th to businesses located in LI census tracts; and 15th to businesses located in MI census tracts. This level of activity is below the level of the bank's deposit market share

This market's local area financial institution competitors include Wachovia, Citizens, PNC, Commerce Bank (now TD Bank), Sovereign, and Bank of America. There are also a number of small business community based micro-lenders including: the Women's Opportunity Resource Center and the Women's Business Development Center.

Also addressing the availability of credit, TD Banknorth was an active SBA Preferred Lenders Program (PLP) lender. From September 2007 to September 2008, TD Banknorth ranked 8th overall and 3rd in dollars originated with over \$4.4 million in Pennsylvania and 3rd overall and 1st in dollars originated with \$74.5 million in New Jersey. TD Banknorth also was 1st in 504 dollars originated in New Jersey during this period. For the period October 2006 through September 2007, TD Banknorth originated 74 SBA loans throughout the state; 26 in amounts less than \$250,000 and primarily in the 7(a) program.

The SBA Community Express Loan Program is a pilot program developed in collaboration with the National Community Reinvestment Coalition (NCRC) and its member organizations. The program is designed to process loans similar to the SBA Express program (maximum loan amount is \$250,000); is available to businesses located in LMI areas, women-owned, minority-owned, and veteran-owned businesses; and provides an 85% guaranty on each loan. The goal of the program is to offer small businesses the opportunity to obtain financing while at the same time obtaining technical and management assistance with a partner community-based organization. This also requires TD Banknorth to work with "Technical Assistance Providers" who will help the potential borrower prepare initial business/action plans and provide counseling post-closing. The program requires that TD Banknorth enter into a formal, written 'Referral Agreement' with each technical assistance provider.

TD Banknorth partnered with Turning Point Business Solutions (Philadelphia) and New Jersey Association of Women Business Owners (NJAWBO) Women's Business Center (New Jersey) to offer SBA Community Express. This program was implemented in July 2007 in PA and November 2006 in NJ.

Distribution of Loans by Income Level of the Geography

Home Mortgage Loans

Refer to Tables 2, 3, 4, and 5 in the Philadelphia Multi-State MSA section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

The distribution of home purchase loans across low- and moderate-income geographies is excellent, exceeding low- and moderate-income market demographics in each metropolitan division with the exception of loans in low-income geographies in the Camden NJ MD. The

distribution of home refinance loans is good, exceeding moderate-income market demographics in each metropolitan division, and being below market demographics for low-income geographies in the Wilmington NJ MD, significantly below demographics in the Camden NJ MD, and exceeding demographics in the Philadelphia PA MD. Overall, this is considered strong performance for a marketplace this competitively banked. Home improvement loan performance was more mixed, exceeding low-income demographics in the Philadelphia PA MD and Wilmington NJ MD, but falling significantly below demographics in the Camden NJ MD. Multifamily loans were only made in the Philadelphia PA MD, where the bank's performance exceeded both low- and moderate-income demographics. There were some geographic lending gaps identified in the Philadelphia PA MD and the Camden NJ MD, but these gaps resulted from a relatively limited branch presence, occurred across all geographies and were not concentrated in low- or moderate-income areas.

Small Loans to Businesses

Refer to Table 6 in the Philadelphia Multi-State section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

The geographic distribution of small business loans is adequate. The distribution of small business loans exceeds the low-income demographics in the Wilmington NJ MD, and is below or slightly below the demographics in the other metropolitan divisions.

Distribution of Loans by Income Level of the Borrower

Home Mortgage Loans

Refer to Tables 8, 9, and 10 in the Philadelphia Multi-State MSA section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

The borrower distribution of home mortgage loans by income level of borrower is excellent. The distribution of home purchase, home refinance, and home improvement loans to moderate-income borrowers significantly exceeds the demographics in each loan category in each metropolitan division with the exception of the Wilmington NJ MD, where home improvement loans are somewhat below the demographics. Home purchase loans and home refinance loans to low-income borrowers exceeds or nearly meets the demographics in each metropolitan division, with the exception of home purchase loans in the low-income geographies of the Wilmington NJ MD, where the bank's performance is below demographics. Home improvement loans are generally below the low-income demographics, except in the Wilmington NJ MD, where the demographics are exceeded. We placed the most emphasis on moderate-income borrowers given the inability of many very low-income borrowers to qualify for mortgages in this AA.

Small Loans to Businesses

Refer to Table 11 in the Philadelphia Multi-State section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination/purchase of small loans to businesses.

The distribution of small business loans to businesses with annual revenues under \$1 million is adequate, being somewhat below the area demographics in each metropolitan division, but also being concentrated in loan size of under \$100,000.

Community Development Lending

Refer to Table 1 Lending Volume in the Philadelphia Multi-State section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all community development loans, including multifamily loans that also qualify as community development loans. In addition, Table 5 includes geographic lending data on all multifamily loans, including those that also qualify as community development loans. Table 5 does not separately list community development loans, however.

Community development lending had a positive impact on the overall lending test rating for this AA. TD Banknorth originated 6 community development loans totaling over \$5 million in support of community and economic development initiatives in the AA. Four of these loans totaling \$4.8 million were in the Philadelphia PA MD, 2 loans totaling \$1.4 million were in the Camden NJ MD and none were in the Wilmington NJ MD. Highlights include:

- A \$350 thousand revolving LOC to a community development financing company to support ongoing lending initiatives including below market rate loans, micro loans, and participation loans with lenders for small business located in the City of Camden and surrounding counties in southern New Jersey (Camden, Gloucester and Salem Counties).
- Renewed a \$500 thousand working capital line of credit to a community development Fund. This represents TD Banknorth's participation in a \$30.3 million revolving line of credit managed by JP Morgan Chase Bank ultimately used to fund construction loans for affordable housing in Philadelphia.
- A \$3 million revolving line of credit to a reinvestment fund supporting community development lending in the Greater Philadelphia market. This fund is providing pre-development, acquisition and early flexible funding to support projects.
- Provided a \$1.5 million working capital line of credit to a community services organization in southern New Jersey. This LOC will serve to provide education, job training, and employment services to prepare LMI individuals with disabilities and welfare dependency for employment.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in Philadelphia Multi-State AA is rated "Outstanding". Based on full-scope reviews, the bank's performance in the Philadelphia PA MD is excellent and the Camden NJ MD is good. Performance in the Wilmington NJ MD is poor.

Refer to Table 14 in the Philadelphia Multi-State section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

During the evaluation period, TD Banknorth originated 143 community development investments totaling nearly \$30 million with \$3.8 million in support of affordable housing through LIHTCs; \$2.8 million in SBICs, \$10 million tax exempt bonds, and \$5.1 million in mortgage back securities in the AA. An additional \$6.6 million was committed in LIHTC investments during this evaluation period. Ninety seven percent of the investment dollars in this assessment area have been allocated to the Philadelphia PA MD, which, as noted above, received the most weight in our analysis. Three percent of the investment dollars, and approximately one third of the number of investments, have been allocated to the Camden NJ MD. There were two investments, both grants, allocated in the Wilmington NJ MD, but it should be noted that the unallocated "statewide" investments discussed in the State of New Jersey section of the is performance evaluation likely benefited these areas of the state. Investments resulted in a scattered-site 40 unit rehabilitation and construction project as well as the acquisition and substantial rehabilitation of 89 rental housing units. This project is considered to be a critical component of the North Camden revitalization plan, which is a low-income area. Through a local SBIC Fund, TD Banknorth invested over \$2 million in revenue bonds that benefited low- and moderate-income individuals and families throughout this AA.

During the evaluation period, 134 grants totaling over \$1.4 million were awarded in this multistate AA. Through the "*Housing for Everyone*" grant competition, 12 grants totaling \$375 thousand were awarded during the evaluation period for this multistate AA. There were also 13 grant recipients as part of the TD Banknorth Charitable Foundation's Non-Profit Training Resource Fund. Refer to the Boston Multi-State AA for more details regarding these unique grant programs. These and other grants benefited affordable housing projects that required upfront funding that might not have been available from other sources and addressed the housing needs of LMI individuals and families. It also focused on the creation and preservation of transitional housing and homeless shelters as well as providing operating capital to affordable housing organizations. Nearly all investments and grants were associated with affordable housing for low- and moderate-income individuals as well as economic development and financial education which showed excellent responsiveness to the identified needs in the AA.

Notable grants highlight the benefit to various low- and moderate-income geographies and address a variety of CD needs. A \$25 thousand grant to a local CDC dedicated to promoting the strategic revitalization of West Philadelphia communities through social services and housing activities for homeless families help provide six units of permanent housing for special needs emancipated youth. An organization that provides housing and services to chronically homeless men and women in Philadelphia was awarded a grant to assist with fifteen units of affordable housing; and a \$75 thousand grant was awarded to help provide 70 units of affordable housing that serves chronically homeless families.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in the Philadelphia Multi-State AA is rated "Low Satisfactory." Based on full-scope reviews, the bank's performance in the Philadelphia PA MD, the Camden NJ MD and Wilmington NJ MD is adequate.

Retail Banking Services

Refer to Table 15 in the Philadelphia Multi-State section of Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

TD Banknorth's delivery systems are reasonably accessible to geographies and individuals of different income levels in the full-scope AAs. There are 41 branches throughout the AA. Twenty three are in the Philadelphia PA MD, 15 are in the Camden NJ MD and 3 are in the Wilmington NJ MD. There was one branch closing and no branch openings during the evaluation period. The branch closing took place in a middle-income geography in the Philadelphia PA MD. TD Banknorth's delivery systems are accessible to essentially all portions of the full-scope AA. The distribution of TD Banknorth's offices throughout low-income geographies is lower than the distribution of the population living in those areas for the Philadelphia PA MD and the Camden NJ MD, and significantly exceeds the demographics in the Wilmington NJ MD. In moderate-income geographies, the distribution of branches is somewhat higher than demographics in the Camden NJ MD, somewhat lower than demographics in the Philadelphia PA MD and lower than demographics in the Wilmington NJ MD. Additionally, four of the branches located in either middle or upper-income geographies in the Philadelphia PA MD are adjacent to and service the population in five low or moderate-income geographies. The City of Philadelphia is also served by a well developed and inexpensive mass transportation system which allows for easy access operated by the Southeastern Pennsylvania Transportation Authority (SEPTA).

TD Banknorth's hours and services offered throughout the Philadelphia Multi-State AA are good. Services offered are comparable among locations regardless of the income level of the geography. Management generally set branch hours based on customer needs and traffic patterns in each area. Most branch offices offered extended hours on various days of the week including Saturday hours. No Saturday hours are available at two downtown Philadelphia branches due to their location in predominately commercial areas that have little weekend activity.

TD Banknorth offers alternative delivery systems in the form of ATMs. The geographic distribution of the bank's ATMs in the various categories of income geographies is similar to its branch distribution. Customers and non-customers alike can access their accounts through TD Banknorth ATMs. TD Banknorth also offers alternative delivery systems of on-line banking, bank-by-phone, and bank-by-mail. These services allow customers to obtain deposit and loan account information, make payments on loans, transfer funds, and pay other household bills. We did not place particular weight on the alternative delivery systems when drawing our service test conclusions because no performance data regarding how these services specifically supported low- or moderate-income populations or geographies was available.

Community Development Services

For the evaluation period, TD Banknorth employees participated in 89 community development service events in the Philadelphia Multi-State AA and provided a positive impact on the service test. TD Banknorth conducted and/or participated in programs that educate first-time homebuyers in the process of obtaining a loan. Small business seminars were provided in partnership with local non profit organizations. In addition, the TD Banknorth website (www.tdbanknorth.com) offered a number of 24/7 on-line small business development workshops at no cost. Refer to investment section of the Boston Multi-State AA for details on various workshops.

Also, TD Banknorth worked with the Federal Reserve Bank of Philadelphia and the Greater Philadelphia Urban Affairs Coalition to identify solutions to help address the consumer's need at all stages of foreclosure. The resulting Task Force, co-chaired by TD Banknorth's Community Development Manager identified the following seven missions:

- Identify existing programmatic and educational opportunities for member institutions to respond to this problem.
- Identify the gaps in existing programmatic responses.
- Identify potential, new programmatic responses.
- Create new programmatic responses.
- Mobilize bank, community, and public resources to support effective existing and new responses.
- Identify public policy responses to the problem.
- Advocate on behalf of responsive public policies.

The Task Force created a document of the foreclosure process in Pennsylvania and readily available resources from the federal, state, and city governments. Banks, community-based organizations, and servicers were invited to Philadelphia to a day of workout resolutions with customers. Participating banks provided a list of products available to refinance residents in foreclosure.

State of Connecticut

CRA Rating for Connecticut⁴: Outstanding

The lending test is rated: Outstanding
The investment test is rated: High Satisfactory
The service test is rated: High Satisfactory

The major factors that support this rating include:

- An excellent distribution of home mortgage loans across low- and moderate-income geographies.
- A good level of responsive community development investments.
- A good level of CD services enhancing the service test rating.

Description of Institution’s Operations in Connecticut

Refer to the market profiles for the State of Connecticut in Appendix C for detailed demographics and other performance context information for assessment areas that received full-scope reviews.

TD Banknorth had five AAs within Connecticut during the evaluation period. They are the Hartford AA, the New Haven-Milford AA, the Norwich-New London AA, the Bridgeport-Stamford-Norwalk AA and the Non-MSA Litchfield County AA. There were 80 branches in the State. The Hartford AA consists of 283 census tracts which encompass Hartford, Middlesex, and Tolland counties in central Connecticut. Included in the AA are 40 low-income census tracts (Hartford and New Britain) and 44 moderate-income census tracts (East Hartford, Hartford, and New Britain). In 2007 TD Banknorth expanded its AA delineations in this, and other AAs, to include whole counties. The delineation expansion increased the number of census tracts by 91 (1 additional LI and 9 additional MI geographies) and included the entire counties of Hartford, Middlesex, and Tolland. In 2006, TD Banknorth was fifth (5th) with respect to deposit market rank with 6.5% deposit market share in the Hartford AA. Competitors include Bank of America, Webster Bank, Peoples Bank, and New Alliance Bank. TD Banknorth has 30 branches in the AA, with three branches in LI census tracts (in Hartford and New Britain) and two branches in MI census tracts (in East Hartford and Hartford).

The New Haven-Milford assessment area consists of 185 census tracts which encompass New Haven County in south central Connecticut. Included in the AA are 23 low-income census tracts (predominantly in New Haven and Waterbury) and 36 moderate-income census tracts (predominantly in New Haven, Waterbury, and West Haven). In 2007, TD Banknorth

⁴ For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation does not reflect performance in the parts of this state contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institution’s performance in that area.

expanded its AA delineations in this, and other AAs, to include whole counties. The delineation expansion increased the number of census tracts by 27 (2 additional MI geographies) and included the entire county of New Haven. In 2006, TD Banknorth was fifth (5th) with respect to deposit market rank with 6.4% deposit market share in the New Haven AA. Competitors include Bank of America, Webster Bank, Peoples Bank, and Wachovia. TD Banknorth has 28 branches in the AA, with three branches in LI census tracts (in Meriden and Waterbury) and two branches in MI census tracts (in New Haven and Waterbury).

Scope of Evaluation in Connecticut

In Connecticut, there were two full scope reviews. These were the Hartford MSA and the New Haven-Milford MSA. These two assessment areas were selected for full scope reviews because they represent a large portion of the bank's deposit and loan activities in the state. Hartford had 50 percent of the rated area's deposits. New Haven-Milford had 30 percent of its deposits. We gave the heaviest weight to the Hartford performance as that AA contains most of the bank's deposits and loans in Connecticut, and also represents the greatest area of need for community development investments and services. Limited scope reviews were conducted in the Norwich-New London AA, the Bridgeport-Stamford-Norwalk AA and the Non-MSA portion of Litchfield County AA.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in Connecticut is rated "Outstanding". Based on full-scope reviews, the bank's performance in the Hartford AA is excellent and in the New Haven-Milford AA is excellent.

Lending Activity

Refer to Table 1 Lending Volume in the State of Connecticut section of Appendix D for the facts and data used to evaluate the bank's lending activity.

The level of lending activity is good. Based on 2006 Peer Data, TD Banknorth ranked 50th with respect to overall home mortgage lending in the Hartford AA, with 0.51% market share. With respect to home mortgage loans to LMI borrowers, TD Banknorth ranked 23rd in loans to LI borrowers (1.25% market share) and 35th in loans to MI borrowers (0.88% market share). Competition from national mortgage companies continued to dominate the market until the increased level of mortgage foreclosures in late 2007 adversely impacted mortgage banking activity. National mortgage lender competitors include Countrywide Home Loans, Washington Mutual, and Wells Fargo Home Mortgage.

Local financial institution competitors include Webster Bank and Bank of America. Considering only local bank competitors, TD Banknorth ranked 8th with respect to overall home mortgage lending in the AA and ranked 5th with respect to both LI and MI borrowers. This performance was in line with TD Banknorth's deposit performance.

Based on 2006 Peer Data, small business lending in the Hartford AA was dominated by national credit card lenders, such as American Express, Citibank, Chase, and Capital One. With respect to overall small business lending performance within the AA, TD Banknorth ranked 12th with 1.45% market share; and ranked 9th with respect to loans to businesses with gross annual revenues of \$1 million or less, with 2.09% market share. Among local bank competitors which include Bank of America, Webster Bank, and Citizens Bank, TD Banknorth ranked 2nd in small business loans in the AA by volume (number of loans); 2nd to businesses with gross annual revenues of \$1 million or less; 2nd by loan size (loan amount less than \$100,000); 3rd to businesses located in LI census tracts; and 3rd to businesses located in MI census tracts. This performance exceeded the TD Banknorth's deposit ranking.

Based on 2006 Peer Data, TD Banknorth ranked 53rd with respect to overall home mortgage lending in the New Haven AA, with 0.5% market share. With respect to home mortgage loans to LMI borrowers; TD Banknorth ranked 21st in loans to LI borrowers (1.5% market share) and 24th in loans to MI borrowers (1.3% market share). Competition from national mortgage companies continued to dominate the market until the increased level of mortgage foreclosures in late 2007 adversely impacted mortgage banking activity. National mortgage lender competitors include Countrywide Home Loans, Washington Mutual, and Wells Fargo Home Mortgage.

Local financial institution competitors include Webster Bank and Bank of America. Considering only local bank competitors, TD Banknorth ranked 9th with respect to overall home mortgage lending in the AA, ranked 5th with respect to LI borrowers, and ranked 6th with respect to MI borrowers. TD Banknorth's LMI lending performance was in line with its deposit ranking.

Based on 2006 Peer Data, small business lending in the New Haven AA was dominated by national credit card lenders, such as American Express, Citibank, Chase, and Capital One. With respect to overall small business lending performance within the AA, TD Banknorth ranked 14th with 1.1% market share; and ranked 12th with respect to loans to businesses with gross annual revenues of \$1 million or less, with 1.81% market share. Among local bank competitors, which include Bank of America, Webster Bank, and Citizens Bank, TD Banknorth ranked 4th in small business loans in the AA by volume (number of loans); 4th to businesses with gross annual revenues of \$1 million or less; 5th by loan size (loan amount less than \$100,000); 8th to businesses located in LI census tracts; and 3rd to businesses located in MI census tracts. This performance was in line with TD Banknorth's deposit ranking.

Also addressing the availability of credit, TD Banknorth was an active SBA Preferred Lenders Program (PLP) lender in Connecticut. According to SBA, TD Banknorth rose from being ranked 11th in 2003 to 8th overall in volume with an average loan amount of \$150,000 for the period of October 2007 through September 2008. As of September 2006, TD Banknorth ranked 5th in originations in Connecticut of the Small Business Administration's (SBA) flagship 7(a) loan guaranty program, up from 20th in 2002.

For the period 9/1/2004 through 9/1/2007, TD Banknorth originated 188 SBA loans throughout the state; 166 in amount less \$250,000 and primarily in the 7(a) and SBA Express programs.

Distribution of Loans by Income Level of the Geography

Home Mortgage Loans

Refer to Tables 2, 3, 4, and 5 in the State of Connecticut section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations/purchases.

The overall geographic distribution of home mortgage loans was excellent in both full scope AAs. In Hartford, the bank's lending record exceeded the demographics for both low- and moderate-income census tracts for all product categories but two, where it was below the demographics in home improvement loans in low-income geographies and only met the demographics in moderate-income geographies for multifamily loans. In New Haven, the bank significantly exceeded the low- and moderate-income demographics in each loan category.

Small Loans to Businesses

Refer to Table 6 in the State of Connecticut section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

The overall geographic distribution of small business loans is good in the Hartford AA and excellent in the New Haven AA. The bank's small business lending distribution met or nearly met the demographics in all instances, except where it significantly exceeded the moderate income demographics in New Haven. Additionally, for both full scope AAs, the bank's small business loan market share in both low- and moderate-income geographies exceeded its overall market share in the assessment area.

Lending Gap Analysis

We evaluated loan distribution in the Hartford and New Haven AAs to determine if any unexplained conspicuous gaps existed. None were identified.

Distribution of Loans by Income Level of the Borrower

Home Mortgage Loans

Refer to Tables 8, 9 and 10 in the State of Connecticut section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

The overall distribution of home purchase loans by borrower is excellent. In both full scope AAs, the distribution of all product types significantly exceeded moderate-income demographics. The distribution for all product types in low-income geographies was lower than the demographics but was considered to be good performance based upon the inability of very low-income borrowers to afford home purchases in this marketplace. We placed the most weight on moderate income performance given the high housing costs in Connecticut.

Small Loans to Businesses

Refer to Table 11 in the State of Connecticut section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination and purchase of small loans to businesses.

The overall distribution of loans to small business borrowers is good. In both full scope areas, the loan distribution was somewhat below the demographics, but was significantly weighted to small loans of under \$100 thousand.

Community Development Lending

Refer to Table 1 Lending Volume in the State of Connecticut section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all community development loans, including multifamily loans that also qualify as community development loans. In addition, Table 5 includes geographic lending data on all multifamily loans, including those that also qualify as community development loans. Table 5 does not separately list community development loans, however.

Community development lending had a positive influence on the overall lending test rating in Connecticut. During the evaluation period, TD Banknorth originated 18 community development loans totaling over \$32 million and creating 421 units of affordable housing in the Hartford AA. In the New Haven AA, TD Banknorth originated 14 community development loans totaling over \$16 million and creating 245 units of affordable housing. The loans ranged from supporting neighborhood revitalization zones to development of housing or economic growth in distressed communities. Opportunities to finance affordable housing projects in Connecticut that include public subsidies have been limited; generally requiring 24-36 months lead time to obtain the public subsidies and thereby limiting the number of projects in development at any one time. The majority of community development lending originated by TD Banknorth during the exam period was financed without using public subsidies. Highlights include:

- A \$50 thousand increase to a working capital LOC for a services agency providing residential and day care services to LMI mental health consumers.
- TD Banknorth financed the purchase of 24 units of housing in six buildings in New Britain. Of the total units 14, or 58%, were subsidized Section 8 rents through the City of New Britain.
- A \$2.3 million loan to a community development center for leasehold improvements to its 16-bed emergency shelter with 18 units of transitional and supportive housing for LMI domestic violence victims in New Britain.
- With TD Banknorth's support, a community development organization took over several properties from a now defunct non-profit and with the proceeds of a \$2.5 million construction to permanent commercial real estate mortgage, renovated 69 units maintaining the affordability and improving the quality of the units.

- A \$1.3 million loan to a local developer for the purchase of an 116,000 sq. ft. warehouse in a low-income neighborhood of a Hartford redevelopment district identified by the city for the creation of a new retail shopping center.
- A \$900 thousand commercial real estate mortgage loan to a developer for the purchase and renovation of a 12-unit apartment building in LMI geography in Hartford into 23 units of affordable rental housing.
- A \$3.1 million commercial real estate mortgage loan to a real estate company. Proceeds of the loan were used to refinance existing bank debt, payoff a seller note, and complete building improvements on the office building. The properties are located in a low-income area in the City of Hartford's Neighborhood Revitalization Zone.
- A \$330 thousand commercial real estate mortgage loan to a developer for the purchase and renovation of a 6-unit apartment building for LMI tenants.
- A \$5.9 million construction loan was written to fund the conversion of a vacant office building into 13 units of housing. The property is located in a low-income area identified as an Empowerment Zone and is located within the City of New Haven's Development Plan for Downtown Municipal Development Program. The property meets the guidelines of the Development Plan and will assist in the revitalization of the area.
- A \$200 thousand LOC to a housing agency to bridge monthly rental payments from HUD for Section 8 housing units managed by the agency. It manages 350 units of affordable housing, many of them supportive housing units, throughout the Greater New Haven area.
- TD Banknorth renewed its \$1.4 million LOC to a housing fund which provides construction and/or permanent financing for the purchase, construction, and rehabilitation of LMI housing with the City of Waterbury.
- A \$1.5 million construction loan was provided for the development of a 21-unit LI residential apartment complex in Waterbury. TD Banknorth also provided grants and invested in the LIHTCs for the project.
- TD Banknorth provided a \$5.5 million revolving LOC to a realty corporation. The customer is a non-profit provider of small, non-institutional, community-based independent living for LMI disabled persons. The LOC was used to bridge financing for the acquisition and renovation of single family residences throughout CT into group homes for its clients.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the lending test in the Bridgeport-Stamford and Non-MSA Litchfield County AAs is not inconsistent with the bank's overall "Outstanding" performance under the lending test in Connecticut. Performance in the Norwich-New London AA was weaker than performance in the full scope areas, but this weaker performance did not significantly impact the overall "Outstanding" lending test rating.

Refer to the Tables 1 through 6 and 8 through 11 in the State of the Connecticut section of Appendix D for the facts and data that support these conclusions.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in State of Connecticut is rated "High Satisfactory". Based on full-scope reviews, the bank's performance in the Hartford-West Hartford-East Hartford AA and in the New Haven-Milford AA is good.

Refer to Table 14 in the State of Connecticut section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

During the evaluation period, TD Banknorth made 122 investments totaling \$9.5 million in the Hartford-West Hartford-East Hartford AA. TD Banknorth made a \$5.5 million LIHTC and \$2.5 million in SBIC investments, and an additional \$4.9 million was committed in LIHTC projects. In the New Haven AA, TD Banknorth made \$5.4 million in investments including 3 LIHTCs totaling over 4.7MM, and \$2.7 million was committed to additional LIHTC projects. The LIHTC specifically funded affordable housing projects such as 12 units of affordable rental housing for the homeless in Waterbury, CT and 17 units of affordable rental housing for low-income seniors in Branford, CT.

TD Banknorth provided a \$300,000 equity investment to a Community Loan Fund which provides loans to developers for the acquisition, pre-development, rehabilitation, and construction of affordable housing and community facilities.

During the evaluation period, grants totaling \$1.5 million and \$363 thousand were awarded to the Hartford AA and New Haven AA, respectively. Through the "*Housing for Everyone*" grant competition, 12 grants totaling \$325 thousand were awarded during the evaluation period for the Hartford AA and 4 grants totaling \$70 thousand were awarded to the New Haven AA. There were also 3 grant recipients as part of the TD Banknorth Charitable Foundation's Non-Profit Training Resource Fund in the Hartford AA and 5 recipients in the New Haven AA. Refer to the Boston Multi-State AA for more details regarding these unique grant programs. These and other grants benefited affordable housing projects that required upfront funding that might not have been available from other sources and addressed the housing needs of LMI individuals and families. It also focused on the creation and preservation of transitional housing and homeless shelters as well as providing operating capital to affordable housing organizations. Nearly all investments and grants were associated with affordable housing for low- and moderate-income individuals as well as economic development and financial education which showed excellent responsiveness to the identified needs in both full scope AAs.

In 2006, the TD Banknorth Charitable Foundation provided NeighborWorks® America with a grant in the amount of \$195 thousand to develop a series of three (3) comprehensive training modules on anti-predatory financial services and lending practices. This important educational program was piloted to the public by four local community-based NeighborWorks® organizations in four of TD Banknorth's AAs (New Haven CT, Worcester MA, Manchester NH,

and Rutland VT). Building on and strengthening this partnership, TD Banknorth employees worked closely with the local pilot organization in planning and presenting the new material. This comprehensive program was the first of its kind to be developed and now provides valuable education to the sector of the public most vulnerable to predatory practices across the country. Additionally, in 2007 TD Banknorth sponsored NeighborWorks®' annual Leadership Conference in Boston MA. The Leadership Conference brings together Executive Directors and Board Members of affiliate organizations to discuss challenges in the community development field and develop strategic plans to address those challenges. Over 150 attendees participated in the four day event. In addition to sponsoring the event, TD Banknorth provided \$100,000 to award organizations with the most innovative strategic plans. The winners were selected by NeighborWorks® America staff and TD Banknorth management. Fifty organizations received awards ranging from \$500 to \$5,000. Two scholarships were awarded in the Hartford AA and New Haven AA.

Additionally, TD Banknorth provided an in-kind contribution of office furniture valued at \$2 thousand to the Housing Authority of the Town of Mansfield.

We also considered investments made at the larger statewide and regional areas that have potential to benefit both AAs. Nearly half of the bank's investments in Connecticut were statewide investments not allocated to either full scope assessment area, and we gave significant weight to these investments in reaching our investment test conclusion. There were 2 prior period investments for \$1.25 million and six current period investments for \$17.4 million in the larger statewide area. These investments had a positive influence on the investment test in the Hartford-West Hartford-East Hartford AA and New Haven-Milford AA.

Nearly all investments and grants were associated with affordable housing for low- and moderate-income individuals as well as economic development which showed excellent responsiveness to the identified needs in the AA.

Conclusions for Area Receiving Limited-Scope Reviews

Refer to the Table 14 in the State of Connecticut section of Appendix D for the facts and data that support these conclusions.

Based on limited-scope reviews, the bank's performance under the investment test in the Bridgeport AA is not inconsistent with the bank's overall high satisfactory performance under the investment test in State of Connecticut. In the Norwich AA and Non MSA CT AA, the bank's performance is weaker than the bank's overall performance in state due to lower volume of investment activity. The bank's performance in the limited-scope AAs with weaker performance did not significantly impact the overall investment test performance.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in Connecticut is rated "High Satisfactory". Based upon full scope reviews, the bank's performance in the Hartford-West Hartford-East Hartford AA and in the New Haven-Milford AA is good.

Retail Banking Services

Refer to Table 15 in the State of Connecticut section of Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

TD Banknorth's delivery systems are reasonably accessible to geographies and individuals of different income levels in the full-scope AAs. Within the Hartford MSA AA, the distribution of TD Banknorth's offices throughout low-income geographies exceeds and throughout moderate-income geographies is lower than the distribution of the population living in such geographies. However, there are three branches that are located less than .75 miles from adjacent moderate-income geographies. The Broad Street branch located in a middle-income geography and the South Main Street branch located in an upper-income geography both serve the population in adjacent moderate-income geographies. Additionally, the area is served by a well-developed and inexpensive mass transit system. Connecticut Transit Hartford, the largest division of Connecticut Transit, provides service on 43 local routes throughout 27 towns in Hartford County. Service is provided seven days a week, with routes centered on Hartford.

Within the New Haven MSA AA, the distribution of TD Banknorth's offices throughout low-income geographies exceeds and throughout moderate-income geographies is lower than the distribution of the population living in such geographies. However, there are two branches located in middle-income geographies and one branch in an upper-income geography that are located less than .50 miles from six adjacent moderate-income geographies. The North Main Street and Dixwell Avenue branches are located in middle-income geographies but are adjacent to and serve the population in five surrounding moderate-income geographies, the Middletown Avenue branch is located in an upper-income geography and serves the population in an adjacent moderate-income geography. As with the Hartford AA, this area is also served by a well-developed and inexpensive mass transit system. Connecticut Transit New Haven is the second largest division of Connecticut Transit, providing service on 24 routes in 19 towns within the Greater New Haven and Lower Naugatuck River Valley areas. Service is operated seven days a week.

There was a net increase of two full service branches during the review period, both in moderate-income areas. There were two branch openings and one branch closure in the Hartford AA during the evaluation period, both the openings and the closing took place in moderate-income geographies. In the New Haven AA there was a branch opening in a moderate-income geography, there were no branch closures.

TD Banknorth's hours and services offered throughout the Hartford AA are good. Services offered are comparable among locations regardless of the income level of the geography. Thirty branch offices are located within the AA. Most branch offices offered extended hours on various days of the week including Saturday hours. TD Banknorth's hours and services offered throughout the New Haven AA are adequate. Services offered are comparable among locations regardless of the income level of the geography. Twenty-eight branch offices are located within the AA. Management generally set branch hours based on customer needs and traffic patterns in each area. Many branch offices offered extended hours on various days of

the week including Saturday hours. However, the hours offered in some low- and moderate-income offices generally had more limited hours such as no extended or Saturday hours.

TD Banknorth offers alternative delivery systems in the form of ATMs. The geographic distribution of the bank's ATMs in the various categories of income geographies is similar to its branch distribution. Customers and non-customers alike can access their accounts through TD Banknorth ATMs. TD Banknorth also offers alternative delivery systems of on-line banking, bank-by-phone and bank-by-mail. These services allow customers to obtain deposit and loan account information, make payments on TD Banknorth loans, transfer funds, and pay other household bills. We did not place particular weight on the alternative delivery systems when drawing our service test conclusions because no performance data regarding how these services specifically supported low- or moderate-income populations or geographies was available.

Community Development Services

TD Banknorth's performance in providing community development services in the Hartford and New Haven AAs was good and had a positive impact on the service test performance. The community development services in both full scope AAs were responsive to local community development needs and the volume of services was good. Bank management was involved in community development programs targeted to low- and moderate-income individuals, financial education, and small business seminars. During the evaluation period, a total of 178 community development service activities were held in the Hartford AA. In the New Haven MSA, TD Banknorth employees participated in 197 community development service activities. A total of 55 employees in the Hartford AA and 31 in the New Haven AA served in leadership positions with CRA-qualified community organizations

In the fall of 2005, TD Banknorth co-sponsored a Train the Trainer series in collaboration with NeighborWorks® America and Connecticut Housing Finance Authority. A group of 25 housing counselors from the state participated in a two day training on combating predatory lending. TD Banknorth participated in the Anti-Predatory Lending Task Force serving on the Task Force and the Education Committee.

In addition, the TD Banknorth website (www.tdbanknorth.com) offered a number of 24/7 on-line small business development workshops at no cost. Refer to investment section of the Boston Multi-State AA for details on various workshops.

Conclusions for Areas Receiving Limited-Scope Reviews

Refer to Table 15 in the State of Connecticut section of Appendix D for the facts and data that support these conclusions.

Based on limited-scope reviews, the bank's performance under the service test in the Bridgeport-Stamford-Norwalk MSA was stronger than the bank's overall "High Satisfactory" performance under the service test in Connecticut. The stronger performance is based upon the distribution of TD Banknorth's branches throughout moderate-income geographies. The bank's performance in the Non-MSA Litchfield County AA was weaker than the bank's overall

performance under the service test. The weaker performance is based upon the distribution of TD Banknorth's branches throughout moderate-income geographies. There are no low- or moderate-income geographies in the Norwich-New London MSA AA. The performance differences noted did not have an impact on the service test conclusions or rating due to the bank's limited presence in these areas.

State of Maine

| | |
|--|--------------------------|
| CRA Rating for Maine⁵: | Outstanding |
| The lending test is rated: | Outstanding |
| The investment test is rated: | High Satisfactory |
| The service test is rated: | High Satisfactory |

The major factors that support this rating include:

- An excellent distribution of all loans types across low- and moderate-income geographies.
- An excellent distribution of loans across low- and moderate-income borrowers.
- A good level of community development investments responsive to identified needs.
- A good branching system enhanced by meaningful community development services.

Description of Institution's Operations in Maine

Refer to the market profiles for the State of Maine in Appendix C for detailed demographics and other performance context information for assessment areas that received full-scope reviews.

The Non-MSA ME Partial (Non-MSA) assessment area consists of 115 census tracts which encompass Franklin, Hancock, Kennebec, Knox, Lincoln, Oxford, Somerset and Waldo counties. The AA extends from the mid-Maine seacoast north to the Canadian border. There are no low-income areas and only six moderate-income census tracts in the AA.

In 2006, TD Banknorth was fourth (4th) with respect to deposit market rank with a 10.2% deposit market share in the Non-MSA ME Partial AA. Competitors include Key Bank, Bangor Savings Bank, and Gardiner Savings. TD Banknorth has 15 branches in the AA, with two (2) branches in MI census tracts (in Augusta and Waterville).

The Portland-South Portland-Biddeford ME assessment area (Portland AA) consisted of 108 census tracts which encompassed the counties of Cumberland, Sagadahoc, and York located along the southern coast of Maine. Included in the AA were three LI census tracts (in Portland) and 15 MI census tracts (in Baldwin, Biddeford, Brunswick, Cornish, Harrison, Lebanon, Naples, Parsonfield, Portland, Sanford, Sebago, and Westbrook).

⁵ For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation does not reflect performance in the parts of this state contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

In 2006, TD Banknorth was 1st with respect to deposit market rank with 22.7% deposit market share in the Portland AA. Competitors include Key Bank and Bank of America. TD Banknorth had 32 branches in the AA, with one branch in a LI census tract in Portland and three branches in MI census tracts in Biddeford and Portland.

Scope of Evaluation in Maine

In Maine, there were two full scope reviews. These were the Non-MSA ME Partial and the Portland-South Portland-Biddeford MSA. These two assessment areas were selected for full scope reviews because they represent a large portion of the bank's deposit and loan activities in the state. The Non-MSA AA had 18 percent of the rated area's deposits. The Portland-South Portland-Biddeford MSA AA had 63 percent of its deposits. Limited scope reviews were conducted in the Aroostook County, Bangor and Lewiston-Auburn AAs. In reaching our overall ratings for the state, we placed greater emphasis on the Portland AA as that is where the majority of the state's residents live, and where the need for community development investments and services is greatest.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in the State of Maine is rated "Outstanding". Based on full-scope reviews, the bank's performance in both the Non-MSA AA and the Portland AA is excellent.

Lending Activity

Refer to Table 1 Lending Volume in the State of Maine section of Appendix D for the facts and data used to evaluate the bank's lending activity.

The bank's level of lending in both full scope AAs is good. Based on 2006 Peer Data, TD Banknorth ranked 12th with respect to overall home mortgage lending in the Non-MSA AA, with 2.4% market share. With respect to home mortgage loans to LMI borrowers; TD Banknorth ranked 9th in loans to LI borrowers (3.7% market share) and 8th in loans to MI borrowers (3.4% market share). In 2006, national mortgage companies continued to dominate the market. Considering only area bank competitors, TD Banknorth ranked 5th with respect to overall home mortgage lending in the AA, ranked 5th with respect to LI borrowers, and ranked 3rd with respect to MI borrowers. This performance was comparable to its deposit ranking.

Mortgage lending competitors include Camden National Bank, Bank of America, Skowhegan Savings Bank, and Bangor Savings Bank, as well as, national mortgage lenders Countrywide Home Loans, Wells Fargo Bank, and GMAC Mortgage.

Based on 2006 Peer Data, small business lending in the Non-MSA AA was dominated by national credit card lenders, such as American Express, Citibank, Capital One, and Chase. With respect to overall small business lending performance within the AA, TD Banknorth

ranked 10th with 3.9% market share; and ranked 6th with respect to loans to businesses with gross annual revenues of \$1 million or less, with 5.82% market share. Among local bank competitors, TD Banknorth ranked 3rd in small business loans in the AA by volume (number of loans); 3rd to businesses with gross annual revenues of \$1 million or less; 3rd by loan size (loan amount less than \$100,000); and 1st to businesses located in MI census tracts (there are no LI geographies in this AA). Local financial institution competitors include Camden National Bank, The First, N.A., Bangor Savings Bank, Bar Harbor Bank & Trust, Northeast Bank, Norway Savings Bank, and Key Bank. This performance exceeds the TD Banknorth deposit ranking.

Based on 2006 Peer Data, TD Banknorth ranked 17th with respect to overall home mortgage lending in the Portland AA, with 1.9% market share. With respect to home mortgage loans to LMI borrowers; TD Banknorth ranked 7th in loans to LI borrowers (3.4% market share) and 8th in loans to MI borrowers (3.2% market share). In 2006, competition from national mortgage companies continued to dominate the market. Considering only local bank competitors, TD Banknorth ranked 2nd with respect to overall home mortgage lending in the AA, ranked 3rd with respect to home mortgages to LI borrowers, and ranked 2nd with respect to home mortgages to MI borrowers. This performance was in line with TD Banknorth's deposit ranking.

Based on 2006 Peer Data, small business lending in the Portland AA was dominated by national credit card lenders, such as American Express, Citibank, and JP Morgan Chase. With respect to overall small business lending performance within the AA, TD Banknorth ranked 4th with 7.2% market share; and ranked 3rd with respect to loans to businesses with gross annual revenues of \$1 million or less, with 11.7% market share. Among local bank competitors, TD Banknorth ranked 1st in small business loans in the AA by volume (number of loans); 1st to businesses with gross annual revenues of \$1 million or less; 1st by loan size (loan amount less than \$100,000); 1st to businesses located in LI census tracts; and 1st to businesses located in MI census tracts. Local financial institution competitors include Kennebunk Savings Bank, Bangor Savings Bank, Norway Savings Bank, and Key Bank. This performance was in line with TD Banknorth's deposit ranking.

TD Banknorth was an active participant in the Finance Authority of Maine (FAME) loan program. FAME, established as Maine's business finance agency in 1983, supports the start up, expansion and growth plans of Maine's business community. FAME offers a wide array of business assistance programs, ranging from traditional loan insurance programs for both small and large businesses, to tax credits for investments that individuals make in dynamic, growth-oriented, manufacturing or export-related firms. FAME also has established taxable and tax-exempt bond financing programs at favorable rates and terms. During the exam cycle TD Banknorth originated 43 loans throughout the State of Maine totaling over \$10.4 million; all but one of those loans met the definition of a small business loan under CRA; 23 (53%) were in amounts less than \$100,000.

Distribution of Loans by Income Level of the Geography

Home Mortgage Loans

Refer to Tables 2, 3, 4, and 5 in the State of Maine section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations/purchases.

The geographic distribution of home loans in both assessment areas is excellent. There are no low-income geographies in the Non-MSA full scope AA. The geographic distribution of home purchase, home improvement, home mortgage refinance and multifamily loans either meets or exceeds the demographics in all low- and moderate-income geographies.

Small Loans to Businesses

Refer to Table 6 in the State of Maine section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

The geographic distribution of small loans to businesses is excellent. In both assessment areas, the geographic distribution of these loans met or exceeded the demographics in low- and moderate income geographies. Additionally, the bank's market share of small loans to businesses in low- and moderate-income geographies significantly exceeded its overall market share of these loans.

Lending Gap Analysis

We evaluated loan distribution in the Non-MSA and Portland AAs to determine if any unexplained conspicuous gaps existed. None were identified.

Distribution of Loans by Income Level of the Borrower

Home Mortgage Loans

Refer to Tables 8, 9 and 10 in the State of Maine section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

The distribution of home loans to borrowers across income levels is excellent. Although loan distribution is below demographics for all low-income borrowers, we put the greatest weight on distribution among moderate-income borrowers due to the inability of very low income borrowers to generally afford housing, especially in the Portland MSA full scope AA. Also, the bank's market share of loans to low-income borrowers is higher than its overall market share for all evaluated products in both AAs. The distribution of home purchase, home improvement, and home refinance loans exceeds the moderate-income demographics in each category and in both AAs, with the exception of home improvement loans in the Non-MSA area where it nearly meets the demographics.

Small Loans to Businesses

Refer to Table 11 in the State of Maine section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination and purchase of small loans to businesses.

The borrower distribution of small loans to businesses is excellent, with the percentage of the bank's loans to businesses with revenues of less than \$1 million exceeding the area's

demographics in both AAs. Additionally, the vast majority of these loans in both AAs were for less than \$100 thousand.

Community Development Lending

Refer to Table 1 Lending Volume in the State of Maine section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all community development loans, including multifamily loans that also qualify as community development loans. In addition, Table 5 includes geographic lending data on all multifamily loans, including those that also qualify as community development loans. Table 5 does not separately list community development loans, however.

Community development lending had a positive influence on the overall lending test rating in Maine. During the evaluation period, in the Non-MSA AA, TD Banknorth originated 19 community development loans totaling over \$9.8 million in support of both affordable housing and community services to LMI people. In the Portland MSA AA TD Banknorth originated 20 community development loans totaling over \$29 million and creating 232 units of affordable housing in this AA. A substantial number of these loans provided community services to LMI people. Highlights include:

- TD Banknorth provided construction financing in the amount of \$2.8 million to a YMCA for the development of a 32-unit SRO (single-room occupancy) apartment property in Portland. Occupants must be at or below 60% of the area median income.
- TD Banknorth served as the lead bank in a participation loan which provided construction financing for the development of 30 units of LMI housing for visually impaired or blind individuals. TD Banknorth's portion of the loan was \$1.9 million.
- TD Banknorth provided construction financing for the development of a 34-unit, LI housing project in Westbrook.
- TD Banknorth provided financing totaling \$2.7 million for the development of 20 new units of affordable housing in Portland and Westbrook.
- Construction financing in the amount of \$6.6 million for 44 units of LI housing in South Portland.
- Construction financing for the development of 24 units of LI housing in Portland, and extended and renewed a line of credit with the housing authority totaling \$450 thousand.
- A \$10,000 construction loan for roof repairs to a non-profit providing residential group homes for LMI mental health consumers.
- A construction loan for the acquisition and renovation of a 36-unit apartment building in Wells, of which 30 units are subsidized. This project was originally financed by Rural Development's Section 515 program.
- A \$150 thousand loan to a social service agency for the purchase of four new vehicles to transport disabled employees. This agency provides employment, residential,

education, and support services to LMI disabled people and is headquartered in Portland, ME.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the lending test in the Aroostook County and Bangor AAs is weaker than the full scope areas. Performance in the Lewiston-Auburn AA is not inconsistent with the bank's overall "Outstanding" performance under the lending test in the State of Maine. The weaker performance in limited scope AAs did not significantly impact the overall lending test rating. Refer to the Tables 1 through 11 in the State of Maine section of Appendix D for the facts and data that support these conclusions.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in the State of Maine is rated "High Satisfactory". Based on the full-scope reviews, the bank's performance in the Portland AA is good and performance in the Non-MSA AA is excellent.

During the evaluation period, TD Banknorth made 114 investments totaling \$5.9 million in the Portland AA. TD Banknorth invested \$3.4 million in LIHTCs and New Market Tax Credits (NMTC). There were 3 unfunded commitments during this evaluation period totaling \$6 million. Additionally, there were 3 prior period investments still outstanding totaling \$5 million in the Portland AA. Performance in the Portland AA was good. One hundred nine grants totaling over \$2.5 million were awarded in the Portland AA during the evaluation period.

In the Non-MSA ME Partial, TD Banknorth made a \$1.1 million SBIC investment to provide venture capital to small businesses in this AA. The bank also made 18 grants totaling \$149 thousand during the evaluation period. Performance in the Non-MSA ME Partial was adequate.

Through the "*Housing for Everyone*" grant competition, 5 grants totaling \$136 thousand were awarded during the evaluation period for the Portland AA and 1 grant for \$20 thousand was awarded to the Non-MSA AA. There were also 4 grant recipients as part of the TD Banknorth Charitable Foundation's Non-Profit Training Resource Fund in both full scope AAs. Refer to the Boston Multi-State AA for more details regarding these unique grant programs. These and other grants benefited affordable housing projects that required upfront funding that might not have been available from other sources and addressed the housing needs of LMI individuals and families. It also focused on the creation and preservation of transitional housing and homeless shelters as well as providing operating capital to affordable housing organizations. Nearly all investments and grants were associated with affordable housing for low- and moderate-income individuals as well as economic development and financial education which showed excellent responsiveness to the identified needs in both full scope AAs.

We also considered investments made at the larger statewide areas that have potential to benefit both full-scope AAs. Over half the community development investments made by the

bank in the State of Maine were in state-wide investments not allocated to either full scope assessment area; we gave these investments significant weight in reaching our overall investment test conclusions. There were 5 prior period investments for \$3.5 million, 10 current period investments for \$18.5 million, and 1 unfunded commitment for \$2.7 million in the larger statewide area which has the potential to benefit both full-scope AAs. These investments had a positive influence on the investment test in the Portland MSA and Non-MSA.

Nearly all investments and grants were associated with affordable housing for low- and moderate-income individuals as well as economic development, which showed excellent responsiveness to the identified needs in the AA.

Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the investment test in the Aroostook County AA, Bangor AA, and Lewiston-Auburn AA was weaker than the bank's overall high satisfactory performance under the investment test in the State of Maine due to lower volume of investment activity. The bank's performance in the limited-scope AAs with weaker performance did not significantly impact the overall Investment test performance.

Refer to the Table 14 in the State of Maine section of Appendix D for the facts and data that support these conclusions.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in the State of Maine is rated "High Satisfactory". Based on full-scope reviews, the bank's performance in the Non-MSA AA is excellent and the Portland AA is good.

Retail Banking Services

Refer to Table 15 in the State of Maine section of Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

TD Banknorth's delivery systems are accessible to geographies and individuals of different income levels in the full-scope AAs. In the Non-MSA AA the distribution of TD Banknorth's offices throughout moderate-income geographies exceeds the distribution of the population living in such geographies. There are no low-income geographies. In the Portland AA the distribution of TD Banknorth's offices throughout low-income geographies exceeds and throughout moderate-income geographies is slightly lower than the population living in such geographies. However; two branches located in middle-income geographies serve individuals in moderate-income geographies. The Main Street branches in Westbrook and Sanford are both located adjacent to and serve individuals in moderate-income geographies.

There was one branch opening in each of the two full-scope AAs. Both branches were located in middle-income geographies. There were no branch closings during the evaluation period.

TD Banknorth's hours and services offered throughout the Non-MSA AA are good. Services offered are comparable among locations regardless of the income level of the geography. Fifteen branch offices are located within the Non-MSA AA. Branch offices offered extended hours on various days of the week including Saturday hours. TD Banknorth's hours and services offered throughout the Portland MSA AA are also good. Services offered are comparable among locations regardless of the income level of the geography. There are thirty-two branch offices are located within the AA. Management generally set branch hours based on customer needs and traffic patterns in each area. Most branch offices offered extended hours on various days of the week including Saturday hours. However, due to the location of the branch in Portland Square, which is commercial in nature with little evening or weekend traffic, there are no extended or Saturday hours at this branch.

TD Banknorth offers alternative delivery systems in the form of ATMs. The geographic distribution of the bank's ATMs in the various categories of income geographies is similar to its branch distribution. Customers and non-customers alike can access their accounts through TD Banknorth ATMs. TD Banknorth also offers alternative delivery systems of on-line banking, bank-by-phone, and bank-by-mail. These services allow customers to obtain deposit and loan account information, make payments on TD Banknorth loans, transfer funds, and pay other household bills. We did not place particular weight on the alternative delivery systems when drawing our service test conclusions because no performance data regarding how these services specifically supported low- or moderate-income populations or geographies was available.

Community Development Services

TD Banknorth was proactive in providing financial, homebuyer, and small business education in both full scope AAs in the State of Maine and these services had a positive impact on the service test performance. The community development services in both full scope AAs were responsive to local community development needs and the volume of services provided was good. During the evaluation period, TD Banknorth employees participated in a total of 170 and 76 community development service seminars in the Portland AA and Non MSA, respectively. Over 100 employees in the Portland AA and 11 in the Non MSA served in leadership positions with CRA-qualified community organizations.

TD Banknorth conducts and/or participates in programs that educate first-time homebuyers in the process of obtaining a loan. Small business seminars are provided in partnership with the local non profit organizations. Other financial literacy partners included local elementary, middle, and high schools. These services involved providing credit counseling to low- and moderate-income individuals, financial literacy and small business seminars, as well as technical expertise to non-profit or government organizations.

Each year the Federal Home Loan Bank of Boston (FHLBB) sets aside 10% of its net profits to provide grants and subsidized, below market-rate loans for the creation and preservation of affordable housing. Through a competitive scoring process under its Affordable Housing Program (AHP), two competitive rounds are offered each year. As a member of the FHLBB, TD Banknorth takes advantage of this competition by sponsoring the applications of community-based organizations in its AAs. During the exam cycle, six applications were submitted for projects in this AA and four were approved for funding. TD Banknorth's

sponsorship resulted in a project in a low-income tract being awarded \$280 thousand in direct subsidy for a 29-unit rental housing development; a \$400 thousand direct subsidy was awarded to convert an historic, vacant elementary school converted to 28 units of affordable housing; a \$400 thousand in direct subsidy was approved for construction of 54 units of permanent housing for low-income seniors; and a \$400 thousand direct subsidy will benefit chronically homeless women with 40 units of energy-efficient, supportive housing rental units.

In 2006 TD Banknorth established a three year partnership with the statewide network of 10 Community Action Programs to create awareness and raise money to supplement emergency fuel programs through out the State of Maine. The Keep ME Warm program was directed out of the Governor's office. The program raises funds that augment LIHEAP (Low-Income Heat and Energy Assistance Program) funding across the state. Rising fuel prices have greatly impacted the ability of low- and low- to moderate-income Maine residents to heat their homes.

TD Banknorth branches accept Keep ME Warm deposits on a year round basis and the Call Center accepts and records contributions on behalf of the program. TD Banknorth Charitable Foundation has contributed over \$100 thousand in donations to the program since its inception.

Additionally, the TD Banknorth website (www.tdbanknorth.com) offered a number of 24/7 on-line small business development workshops at no cost. Refer to investment section of the Boston Multi-State AA for details on various workshops.

Conclusions for Areas Receiving Limited-Scope Reviews

Refer to Table 15 in the State of Maine section of Appendix D for the facts and data that support these conclusions.

Based on limited-scope reviews, the bank's performance under the service test in the Bangor MSA AA was not inconsistent with the bank's overall "High Satisfactory" performance in the State of Maine. The performance in the Non-MSA Aroostook County and Lewiston-Auburn MSA AAs was weaker than the bank's overall performance under the service test. The weaker performance is based upon the distribution of TD Banknorth's branches throughout moderate-income geographies. These performance differences did not have a significant impact on the service test conclusions or rating given the bank's limited presence in these areas.

State Rating

State of Massachusetts

CRA Rating for Massachusetts⁶: Outstanding

| | |
|--------------------------------------|--------------------------|
| The lending test is rated: | Outstanding |
| The investment test is rated: | High Satisfactory |
| The service test is rated: | Outstanding |

The major factors that support this rating include:

- An excellent record of making home loans in low- and moderate-income geographies.
- A good level of qualifying community development investment and grants responsive to community needs.
- A readily accessible branch network.
- A strong record of performing community development services in the community.

Description of Institution's Operations in Massachusetts

Refer to the market profiles for the State of Massachusetts in Appendix C for detailed demographics and other performance context information for assessment areas that received full-scope reviews.

The Springfield MA assessment area consists of 140 census tracts, which encompasses the counties of Franklin, Hampden, and Hampshire in their entirety. The AA lies between the west and central regions of the state and runs the length of the state from north to south. Included in the AA are 17 low-income census tracts (in Holyoke and Springfield) and 23 moderate-income census tracts (predominantly in Greenfield, Holyoke, and Springfield).

In 2006, TD Banknorth was second (2nd) with respect to deposit market rank with 10.6% deposit market share in the Springfield AA. Competitors include Bank of America and Citizens Bank. TD Banknorth has 28 branches in the AA, with three (3) branches in LI census tracts (in Springfield) and six (6) branches in MI census tracts (in Chicopee, Greenfield, Holyoke, Springfield, and Westfield).

⁶ For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation does not reflect performance in the parts of this state contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

Scope of Evaluation in Massachusetts

In Massachusetts, there was one full scope review conducted in the Springfield MSA AA. This AA was selected for a full scope review because it represents 41% of the bank's deposits in the rated area. Limited scope reviews were conducted in the Providence MSA, the Barnstable MSA, the Pittsfield MSA, and the Worcester MSA.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in Massachusetts is rated "Outstanding". Based on full-scope reviews, the bank's performance in the Springfield MSA is excellent.

Lending Activity

Refer to Table 1 Lending Volume in the State of Massachusetts section of Appendix D for the facts and data used to evaluate the bank's lending activity.

The bank's level of lending in the Springfield MSA is good. Based on 2006 Peer Data, TD Banknorth ranked 19th with respect to overall home mortgage lending in the Springfield AA, with 1.2% market share. With respect to home mortgage loans to LMI borrowers; TD Banknorth ranked 5th in loans to LI borrowers (4.8% market share) and 10th in loans to MI borrowers (2% market share).

In 2006, competition from national mortgage companies continued to dominate the market. There was stiff competition from national mortgage lenders such as Countrywide Home Loans and Wells Fargo. Local financial institution competitors such as Fleet Bank (now Bank of America) and Charter One Bank offered competition on a comparable level. Considering only local bank competitors, TD Banknorth ranked 5th with respect to overall home mortgage lending in the AA and ranked 3rd with respect to LMI borrowers. Other non-bank competitors include the Neighborhood Assistance Corporation of America (NACA) which operates a lending program in this market. This performance was slightly below the TD Banknorth deposit ranking.

Based on 2006 Peer Data, small business lending in the Springfield AA was dominated by national credit card lenders, such as American Express, Citibank, Chase, and Capital One. With respect to overall small business lending performance within the AA, TD Banknorth ranked 7th with 3.61% market share; and ranked 6th with respect to loans to businesses with gross annual revenues of \$1 million or less, with 5.51% market share. Local bank competitors include Fleet Bank (now Bank of America), Bank of Western Mass, Westfield Bank, and Westbank. TD Banknorth ranked 1st in small business loans in the AA by volume (number of loans); 1st to businesses with gross annual revenues of \$1 million or less; 1st by loan size (loan amount less than \$100,000); 1st to businesses located in LI census tracts; and 1st to businesses located in MI census tracts. This performance exceeded the TD Banknorth deposit ranking.

TD Banknorth, in partnership with the State of Massachusetts, created a loan program Beaches to Berkshires to provide financing for businesses with \$10 million or less in annual revenues and financing needs from \$5,000 to \$1.5 million. In 2005 TD Banknorth committed \$75 million over five years to companies with business plans demonstrating the potential to create jobs. As of November 2007, TD Banknorth had written 602 of these loans throughout Massachusetts totaling \$76 million and creating 1,479 new jobs.

Also addressing the availability of credit, TD Banknorth was an active SBA Preferred Lenders Program (PLP) lender in Massachusetts. According to the SBA, TD Banknorth ranked 3rd in overall volume and 1st in dollars originated for the period of October 2007 through September 2008.

For the period September 2004 through September 2007, TD Banknorth originated 369 SBA loans throughout the state; 313 in amounts less \$250,000 and primarily in the 7(a) and SBA Express programs.

The SBA Community *Express* Loan Program is a pilot program developed in collaboration with the National Community Reinvestment Coalition (NCRC) and its member organizations. The program is designed to process loans similar to the SBA Express program (maximum loan amount is \$250,000); is available to businesses located in LMI areas, women-owned, minority-owned, and veteran-owned businesses; and provides an 85% guaranty on each loan. The goal of the program is to offer small businesses the opportunity to obtain financing while at the same time obtaining technical and management assistance with a partner community-based organization. This also requires TD Banknorth to work with "Technical Assistance Providers" who will help the potential borrower prepare initial business/action plans and provide counseling post-closing. The program requires that TD Banknorth enter into a formal, written 'Referral Agreement' with each technical assistance provider. TD Banknorth has partnered with the Massachusetts Association of Community Development Corporations (MACDC) to offer SBA Community Express to MACDC members and associate member organizations. This program was implemented in Massachusetts in January 2006.

TD Banknorth partners with Western Mass Enterprise Fund (WMEF) on micro-lending and mainstream lending to small businesses that do not meet traditional standards but have potential. Applicants not meeting traditional bank loan criteria are referred to the Western Mass Enterprise Fund for alternative financing. TD Banknorth Charitable Foundation awarded a grant to the Fund in the amount of \$15,000 in 2005 to enable WMEF to lend more money, leverage additional financing, create or retain jobs, support start-up businesses, and increase their portfolio.

Distribution of Loans by Income Level of the Geography

Home Mortgage Loans

Refer to Tables 2, 3, 4, and 5 in the State of Massachusetts section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations/purchases.

The geographic distribution of home loans in the Springfield MSA is excellent. Home purchase, home improvement, and home refinance loans exceed the demographics in both low- and moderate-income geographies. The geographic distribution of multifamily loans met the demographics for moderate income geographies and was slightly below the demographics for low-income geographies.

Small Loans to Businesses

Refer to Table 6 in the State of Massachusetts section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

The geographic distribution of small loans to businesses is good. The geographic distribution of these loans exceeded the low-income demographics and was somewhat lower than the moderate-income demographics. The bank's market share of loans in both low- and moderate-income geographies exceeded its overall market share.

Lending Gap Analysis

We conducted an evaluation of loan distribution in the Springfield MSA to determine if any unexplained conspicuous gaps existed. None were identified.

Distribution of Loans by Income Level of the Borrower

Home Mortgage Loans

Refer to Tables 8, 9 and 10 in the State of Massachusetts section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

The distribution of home loans to borrowers across income levels is excellent. The bank's loans to moderate-income borrowers significantly exceed the area's demographics for each loan category. Although the bank's loans to low-income borrowers for each loan category are below the area demographics, its market share of loans to low-income borrowers exceeds its overall market share for each loan product. Due to the difficulty of very low-income borrowers to afford homes in this marketplace, we placed the greatest weight in our analysis on the distribution among moderate-income borrowers.

Small Loans to Businesses

Refer to Table 11 in the State of Massachusetts section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination and purchase of small loans to businesses.

The borrower distribution of small loans to businesses is good. The percentage of its loans to businesses with revenues of less than \$1 million is somewhat below the area demographics, but its loans are generally originated in amounts under \$100 thousand and its market share of loans to businesses with revenues under \$1 million exceeds its overall market share.

Community Development Lending

Refer to Table 1 Lending Volume in the State of Massachusetts section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all community development loans, including multifamily loans that also qualify as community development loans. In addition, Table 5 includes geographic lending data on all multifamily loans, including those that also qualify as community development loans. Table 5 does not separately list community development loans, however.

Community development lending had a neutral impact on the overall lending test rating. During the review period, TD Banknorth provided 7 community development loans totaling over \$16.6 million. The community development loans ranged from infrastructure, acquisition, and/or construction loans to revitalization efforts. Many of the bank's construction loans supported affordable housing development under the state's Chapter 40B program, which allows developers to supersede certain community zoning restrictions if the development has affordable housing set-asides.

TD Banknorth's primary community development lending partners in this AA include: the City of Springfield, the Springfield Redevelopment Authority, and the Springfield Riverfront Development Corporation. Highlights include:

- A \$1.5 million line of credit to a neighborhood collaborative to acquire properties for renovation and resale to LMI households in the Old Hill neighborhood of Springfield.
- A \$9.9 million construction to permanent commercial real estate mortgage for the conversion of an abandoned industrial building into new medical offices located in Springfield's Renewal Community/ Urban Empowerment Zone/Enterprise Community.
- A \$2.2 million for the refinancing of five properties located in Holyoke's targeted Suffolk-Dwight Economic Opportunity Area providing affordable housing for LMI households.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the lending test in the Barnstable MSA, Providence MSA, Pittsfield MSA and Worcester MSA AAs is not inconsistent with the bank's overall "Outstanding" performance under the lending test in the State of Massachusetts. Refer to the Tables 1 through 6 and 8 through 11 in the State of Massachusetts section of Appendix D for the facts and data that support these conclusions.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in the State of Massachusetts is rated "High Satisfactory". Based on full-scope review, the bank's performance in the Springfield AA is good.

Refer to Table 14 in the State of Massachusetts section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

During the evaluation period, TD Banknorth made 96 investments totaling \$9.2 million. A substantial majority (\$8.4 million) of this was invested in a tax exempt bond for the purchase of a school building in a moderate-income geography where 85% of the students are from low- and moderate-income families. TD Banknorth also made 95 grants totaling \$818,000 in the Springfield AA. Through the *“Housing for Everyone”* grant competition, 6 grants totaling \$75 thousand were awarded during the evaluation period for the Springfield AA. There were also 7 grant recipients as part of the TD Banknorth Charitable Foundation’s Non-Profit Training Resource Fund in the Springfield AA. Refer to the Boston Multi State AA for more details regarding these unique grant programs. These and other grants benefited affordable housing projects that required upfront funding that might not have been available from other sources and addressed the housing needs of LMI individuals and families. It also focused on the creation and preservation of transitional housing and homeless shelters as well as providing operating capital to affordable housing organizations. Nearly all investments and grants were associated with affordable housing for low- and moderate-income individuals as well as economic development and financial education which showed excellent responsiveness to the identified needs in the full scope AAs.

In addition, we considered investments made at the larger statewide area that have the potential to benefit the Springfield AA. These investments had a positive influence on the investment test performance in the Springfield AA. There were 7 prior period investments with \$4.6 million outstanding, 20 current period investments for \$76.5 million and 7 unfunded commitments for \$6.2 million which has the potential to benefit the full scope Springfield AA.

Conclusions for Area Receiving Limited-Scope Reviews

Refer to the Table 14 in the State of Massachusetts section of Appendix D for the facts and data that support these conclusions.

Based on limited-scope reviews, the bank’s performance under the investment test in the Providence, Barnstable, Pittsfield, and Worcester AA is weaker than the bank’s overall high satisfactory performance under the investment test in the State of Massachusetts due to lower volume of investment activity. The bank’s performance in the limited-scope AAs with weaker performance did not significantly impact the overall investment test performance primarily due to the extensive nature of the unallocated statewide investment which also had the potential to benefit those assessment areas and which were considered positively in the rating.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank’s performance under the service test in the State of Massachusetts is rated “Outstanding”. Based on full-scope reviews, the bank’s performance in the Springfield MA AA is excellent.

Retail Banking Services

Refer to Table 15 in the State of Massachusetts section of Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

TD Banknorth's delivery systems are readily accessible to geographies and individuals of different income levels in the full-scope AA. The distribution of TD Banknorth's offices throughout both low- and moderate-income geographies exceeds the distribution of the population living in such geographies. The branch network throughout the Springfield MSA AA was unchanged during the evaluation period.

TD Banknorth's hours and services offered throughout the AA are adequate. Services offered are comparable among locations regardless of the income level of the geography. Twenty-eight branch offices are located within the full-scope AA. Management generally set branch hours based on customer needs and traffic patterns in each area. Many branch offices offered extended hours on various days of the week including Saturday hours. However, the hours offered in the low- and moderate-income offices generally had more limited hours such as no extended or Saturday hours or lack of drive-up facilities.

TD Banknorth offers alternative delivery systems in the form of ATMs. The geographic distribution of the bank's ATMs in the various categories of income geographies is similar to its branch distribution. Customers and non-customers alike can access their accounts through TD Banknorth ATMs. TD Banknorth also offers alternative delivery systems of on-line banking, bank-by-phone and bank-by-mail. These services allow customers to obtain deposit and loan account information, make payments on TD Banknorth loans, transfer funds, and pay other household bills. We did not place particular weight on the alternative delivery systems when drawing our service test conclusions because no performance data regarding how these services specifically supported low- or moderate-income populations or geographies was available.

Community Development Services

In the full scope Springfield AA in the State of Massachusetts, TD Banknorth recorded 207 community development service activities which had a positive impact on the service test performance. TD Banknorth conducts and/or participates in programs that educate first-time homebuyers in the process of obtaining a loan. A homebuyer education partner in this AA was Housing Assistance Corp. Small business seminars partners included local Community Development Corporations. Financial literacy partners have included local elementary, middle, and high schools. Annually TD Banknorth employees participate in the Savings Make Cents/Step Up Springfield financial literacy program. The program combines financial literacy, character building and a savings program all targeted at low-and moderate-income students. In 2007 TD Banknorth received the Education Partner Award from the School Volunteer Association Education. Over 85 employees in the Springfield AA served in leadership positions with CRA-qualified community organizations.

The TD Banknorth website (www.tdbanknorth.com) also offered a number of 24/7 on-line small business development workshops at no cost. Refer to investment section of the Boston Multi-State AA for details on various workshops.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the service test in the Providence; Barnstable Town; Pittsfield; and Worcester AAs was not inconsistent with the bank's overall "Outstanding" performance under the service test in the State of Massachusetts. Refer to Table 15 in the State of Massachusetts section of Appendix D for the facts and data that support these conclusions.

State Rating

State of New Hampshire

CRA Rating for New Hampshire⁷: Satisfactory

The lending test is rated: Outstanding
The investment test is rated: Low Satisfactory
The service test is rated: High Satisfactory

The major factors that support this rating include:

- An excellent distribution of home loans in low- and moderate-income geographies and an excellent distribution among moderate-income borrowers.
- A strong record of providing community development loans responsive to identified needs.
- An adequate level of qualifying community development investments.
- An accessible branch network.
- A strong record of providing community development services supporting low- and moderate-income homebuyers.

Description of Institution's Operations in New Hampshire

Refer to the market profiles for the State of New Hampshire in Appendix C for detailed demographics and other performance context information for assessment areas that received full-scope reviews.

The Manchester-Nashua NH assessment area consists of 81 census tracts which encompass Hillsborough County. The AA is located in the south central part of New Hampshire adjacent to the Massachusetts border and includes two low-income census tracts in Manchester and Nashua and 19 moderate-income census tracts in Manchester and Nashua.

In 2006, TD Banknorth was second (2nd) with respect to deposit market rank with 16.7% deposit market share in the Manchester-Nashua AA. Area competitors included Citizens Bank, Bank of America, Sovereign Bank, and Ocean Bank, a division of Chittenden Bank. TD Banknorth had 24 branches in the AA, with five branches in MI census tracts in Manchester and Nashua.

⁷ For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation does not reflect performance in the parts of this state contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

Scope of Evaluation in New Hampshire

In New Hampshire there was one full scope review area. This was the Manchester-Nashua MSA; it was chosen for a full scope review because it represented 48% of the bank's deposits in the rated area. Although the one limited scope review area in New Hampshire – the Non-MSA Partial – had a slightly higher percentage of deposits, the low-income geographies and borrowers are more highly concentrated in the Manchester-Nashua MSA.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in New Hampshire is rated "Outstanding". Based on a full-scope review, the bank's performance in the Manchester-Nashua MSA is excellent.

Lending Activity

Refer to Table 1 Lending Volume in the State of New Hampshire section of Appendix D for the facts and data used to evaluate the bank's lending activity.

The level of lending activity in New Hampshire is good. Based on 2006 Peer Data, TD Banknorth ranked 29th with respect to overall home mortgage lending in the Manchester-Nashua AA, with 1.0% market share. With respect to home mortgage loans to LMI borrowers; TD Banknorth ranked 9th in loans to LI borrowers (2.7% market share) and 14th in loans to MI borrowers (2.0% market share). In 2006, national mortgage companies continued to dominate the market. Considering only area bank competitors, TD Banknorth ranked 3rd with respect to overall home mortgage lending in the AA, ranked 2nd with respect to LI borrowers, and ranked 3rd with respect to MI borrowers. Local competitors include Citizens Bank and Bank of America. This performance was slightly below the TD Banknorth deposit ranking.

Based on 2006 Peer Data, small business lending in the Manchester AA was dominated by national credit card lenders, such as American Express, Citibank, JP Morgan Chase, and Capital One. With respect to overall small business lending performance within the AA, TD Banknorth ranked 6th with 5.3% market share; and ranked 5th with respect to loans to businesses with gross annual revenues of \$1.0 million or less, with 8.3% market share. Among area bank competitors which include Bank of America and Citizens Bank, TD Banknorth ranked 1st in small business loans in the AA by volume (number of loans); 1st to businesses with gross annual revenues of \$1.0 million or less; 1st by loan size (loan amount less than \$100,000); 1st to businesses located in LI census tracts; and 2nd to businesses located in MI census tracts. This performance exceeded the TD Banknorth deposit ranking.

Also addressing the availability of credit, TD Banknorth was an active SBA Preferred Lenders Program (PLP) lender. From September 2007 to September 2008, TD Banknorth ranked 4th in loan volume in New Hampshire. For the period September 2004 through September 2007, TD

Banknorth originated 243 SBA loans throughout the state; 179 in amounts less \$250,000 and primarily in the 7(a) and Express programs.

The SBA Community *Express* Loan Program is a pilot program developed in collaboration with the National Community Reinvestment Coalition (NCRC) and its member organizations. As discussed earlier, the program is designed to process loans similar to the SBA Express program (maximum loan amount is \$250,000); is available to businesses located in LMI areas, women-owned, minority-owned, and veteran-owned businesses; and provides an 85% guaranty on each loan. The goal of the program is to offer small businesses the opportunity to obtain financing while at the same time obtaining technical and management assistance with a partner community-based organization. This also requires TD Banknorth to work with “Technical Assistance Providers” who will help the potential borrower prepare initial business/action plans and provide counseling post-closing. The program requires that TD Banknorth enter into a formal, written ‘Referral Agreement’ with each technical assistance provider. In New Hampshire, SCORE has signed on to be the technical assistance providers; rather than negotiate separate agreements with each local SCORE chapter, a master agreement was negotiated and executed with the national SCORE office in Washington, DC; which now allows any local chapter SCORE chapter to work with TD Banknorth as a technical assistance provider. There are five (5) SCORE chapters in New Hampshire: Merrimack Valley (covering Manchester, Nashua, Concord and Salem); Monadnock Region (covering Keene); Mt. Washington Valley (covering Conway and the Lakes Region); Seacoast (covering Portsmouth); and Upper Valley (covering Lebanon). Each local SCORE chapter has been assigned a primary bank contact who works with the counselors on potential loans.

Distribution of Loans by Income Level of the Geography

Home Mortgage Loans

Refer to Tables 2, 3, 4, and 5 in the State of New Hampshire section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank’s home mortgage loan originations/purchases.

The geographic distribution of home loans in New Hampshire is good. The geographic distribution of all loan types generally either meets or exceeds the area demographics for moderate-income geographies, with the exception of home improvement loans, which are slightly below the demographics. Multifamily loans significantly exceed the moderate-income demographics and are below the low-income demographics.

Small Loans to Businesses

Refer to Table 6 in the State of New Hampshire section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank’s origination/purchase of small loans to businesses.

The borrower distribution of small loans to businesses is good. The percentage of loans exceeds the low-income demographics and nearly meets the moderate-income demographics. Market share for low- and moderate-income geographies both exceed the bank’s overall market share.

Lending Gap Analysis

We evaluated loan distribution in the AA to determine if any unexplained and conspicuous gaps existed. None were identified.

Distribution of Loans by Income Level of the Borrower

Home Mortgage Loans

Refer to Tables 8, 9, and 10 in the State of New Hampshire section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

The distribution of home loans to borrowers across income levels is excellent. The distribution of home mortgage, home improvement, and home refinance exceeds the demographics for moderate-income borrowers, and is only somewhat below the demographics for low-income borrowers. We placed the heaviest weight on the performance with of moderate-income borrowers due to the high housing cost of this area and the difficulty of many very low-income borrowers to obtain financing.

Small Loans to Businesses

Refer to Table 11 in the State of New Hampshire section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination and purchase of small loans to businesses.

The borrower distribution of small loans to businesses is good, with the percentage of the bank's loans to businesses with revenues less than \$1 million being just below the borrower demographics, and the bank's originations are heavily weighted to loan amounts under \$100 thousand.

Community Development Lending

Refer to Table 1 Lending Volume in the State of New Hampshire section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all community development loans, including multifamily loans that also qualify as community development loans. In addition, Table 5 includes geographic lending data on all multifamily loans, including those that also qualify as community development loans. Table 5 does not separately list community development loans, however.

Community development lending had a strongly positive impact on the overall lending test rating in New Hampshire. During the review period, TD Banknorth originated 7 community development loans totaling over \$90.0 million and creating 97 units of affordable housing in this AA.

TD Banknorth's primary community development lending partners in this AA include: Families in Transition, New Hampshire Housing Finance Authority (NHHFA), and the Manchester Neighborhood Housing Services (MNHS). Highlights include:

- A \$50,000 working capital line of credit to a social services agency. This line of credit will support unanticipated delays in the receipt of federal, state, or other grant funding sources. The agency provides transitional housing and comprehensive support services to LMI homeless women with and without children, and homeless single fathers in Manchester and Concord; affordable rental housing; case management; support groups, employment, and computer training, workshops, and child and youth services.
- TD Banknorth renewed and increased a line of credit to a housing finance agency in the amount of \$35 million. This is a statewide public benefit corporation, whose mission is, “to help create housing which is affordable to LMI people.” They accomplish this through multifamily housing development and through homeownership with their single-family mortgage programs. This line of credit was increased to \$40 million in 2006. The line will also be used to fund multifamily construction.
- TD Banknorth renewed a \$5 million line of credit used to support short-term working capital needs of a housing agency.
- A \$1.5 million commitment to the recapitalization of a loan pool. The pool is operated by a non-profit organization whose mission is to provide access to quality housing services, revitalize neighborhoods, and support opportunities for personal empowerment. They accomplish this through affordable housing development (both for sale and rent), homeownership education and counseling, and tenant services. It currently has 184-units of rental housing in Manchester, with 90-units in development. Funds from the pool are used to provide second mortgages to income-eligible individuals and families purchasing their first home in New Hampshire; funds may be used for down payment or closing cost assistance. For the exam period, TD Banknorth directly funded 18 loans, totaling \$757,250

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank’s performance under the lending test in the Non-MSA NH Partial AA is weaker than the bank’s overall “Outstanding” performance under the lending test in the State of New Hampshire. The weaker performance was due primarily to a neutral consideration for community development lending and did not significantly impact the overall lending test rating. Refer to Tables 1 through 6 and 8 through 11 in the State of New Hampshire section of Appendix D for the facts and data that support these conclusions.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank’s performance under the investment test in State of New Hampshire is rated “Low Satisfactory”. Based on full-scope reviews, the bank’s performance in the Manchester-Nashua AA is adequate.

Refer to Table 14 in the State of New Hampshire section of Appendix D for the facts and data used to evaluate the bank’s level of qualified investments.

During the evaluation period, TD Banknorth made 98 grants totaling over \$2 million targeted specifically to the Manchester-Nashua AA. Through the “*Housing for Everyone*” grant competition, 5 grants totaling \$85 thousand were awarded during the evaluation period for the Manchester AA. Refer to the Boston Multi State AA for more details regarding this unique grant program. These and other grants benefited affordable housing projects that required upfront funding that might not have been available from other sources and addressed the housing needs of LMI individuals and families. It also focused on the creation and preservation of transitional housing and homeless shelters as well as providing operating capital to affordable housing organizations. Nearly all investments and grants were associated with affordable housing for low- and moderate-income individuals as well as economic development and financial education which showed excellent responsiveness to the identified needs in the full scope AA.

In 2006, the TD Banknorth Charitable Foundation provided NeighborWorks® America with a grant in the amount of \$195 thousand to develop a series of three (3) comprehensive training modules on anti-predatory financial services and lending practices. This important educational program was piloted to the public by four local community-based NeighborWorks® organizations in four of TD Banknorth’s AAs (New Haven CT, Worcester MA, Manchester NH, and Rutland VT). Building on and strengthening this partnership, TD Banknorth employees worked closely with the local pilot organization in planning and presenting the new material. This comprehensive program was the first of its kind to be developed and now provides valuable education to the sector of the public most vulnerable to predatory practices across the country. Additionally, in 2007 TD Banknorth sponsored NeighborWorks®’ annual Leadership Conference in Boston MA. The Leadership Conference brings together Executive Directors and Board Members of affiliate organizations to discuss challenges in the community development field and develop strategic plans to address those challenges. Over 150 attendees participated in the four day event. In addition to sponsoring the event, TD Banknorth provided \$100,000 to award organizations with the most innovative strategic plans. The winners were selected by NeighborWorks® America staff and TD Banknorth management. Fifty organizations received awards ranging from \$500 to \$5,000. One scholarship for \$1500 was awarded to the full scope AA.

In addition, we considered investments made at the larger statewide area that have the potential to benefit the Manchester-Nashua AA. 90% of the bank’s investments in New Hampshire were state-wide investments not allocated to any assessment area. We took this into consideration when assigning an overall investment test rating. TD Banknorth sponsored a local educational advancement program in New Hampshire. This was a 10-year multi-faceted program that provided scholarships to students from low- and moderate-income families, summer internships to scholarship recipients, outreach to NH elementary schools and a special College Certificate of Deposit account. Seventy-five thousand dollars was awarded to these students during this exam cycle. There were 5 prior period investments with \$2.8 million outstanding, 7 current period investments totaling \$31.3 million and 2 unfunded commitments for \$2.6 million. These investments had a positive influence on the investment test performance in this full scope AA.

Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the investment test in the non MSA NH Partial AA is not inconsistent with the bank's overall low satisfactory performance under the investment test in the State of New Hampshire.

Refer to the Table 14 in the State of New Hampshire section of Appendix D for the facts and data that support these conclusions.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in the State of New Hampshire is rated "High Satisfactory". Based on full-scope reviews, the bank's performance in the Manchester-Nashua AA is good.

Retail Banking Services

Refer to Table 15 in the State of New Hampshire section of Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

TD Banknorth's delivery systems are accessible to geographies and individuals of different income levels in the full-scope AA. The distribution of TD Banknorth's offices throughout moderate-income geographies exceeds the distribution of the population living in such geographies. The distribution of TD Banknorth's offices throughout low-income geographies is significantly lower than the distribution of the population living in such geographies, however; a small percentage (less than three percent) of the population lives in low-income geographies. Two Main Street branches in Nashua and the Franklin Street branch in Manchester are each less than a quarter-mile from the adjacent low-income geography.

There were no branch openings or closings during the evaluation period.

TD Banknorth's hours and services offered throughout the Manchester-Nashua AA are good. Services offered are comparable among locations regardless of the income level of the geography. Twenty-four branch offices are located within the AA. Most branch offices offered extended hours on various days of the week including Saturday hours.

TD Banknorth offers alternative delivery systems in the form of ATMs. The geographic distribution of the bank's ATMs in the various categories of income geographies is similar to its branch distribution. Customers and non-customers alike can access their accounts through TD Banknorth ATMs. TD Banknorth also offers alternative delivery systems of on-line banking, bank-by-phone, and bank-by-mail. These services allow customers to obtain deposit and loan account information, make payments on TD Banknorth loans, transfer funds, and pay other household bills. We did not place particular weight on the alternative delivery systems when drawing our service test conclusions because no performance data regarding how these services specifically supported low- or moderate-income populations or geographies was available.

Community Development Services

In the full scope Manchester-Nashua AA in the State of New Hampshire, 65 TD Banknorth employees participated in a total of 143 community development service activities which had a positive impact on the service test performance. Small business seminars are provided in partnership with local CDCs. Other financial literacy partners have included local elementary, middle, and high schools. The TD Banknorth website (www.tdbanknorth.com) offered a number of 24/7 on-line small business development workshops at no cost. Refer to investment section of the Boston Multi-State AA for details on various workshops.

Conclusions for Areas Receiving Limited-Scope Reviews

Refer to Table 15 in the State of New Hampshire section of Appendix D for the facts and data that support these conclusions.

Based on limited-scope reviews, the bank's performance under the service test in the Non MSA NH Partial AA was stronger than the bank's overall "High Satisfactory" performance under the Service Test in New Hampshire. The stronger performance is based upon the distribution of TD Banknorth's branches throughout moderate-income geographies. This stronger performance difference did not have a significant impact on the service test conclusions.

State Rating

State of New Jersey

CRA Rating for New Jersey⁸: Outstanding

The lending test is rated: High Satisfactory

The investment test is rated: Outstanding

The service test is rated: Outstanding

The major factors that support this rating:

- An adequate level of lending in the AA with generally good distribution of lending to low- and moderate-income geographies.
- A strong volume of qualifying community development investments.
- A readily accessible branch network.
- A strong record of providing responsive community development services.

Description of Institution's Operations in New Jersey

Refer to the market profiles for the State of New Jersey in Appendix C for detailed demographics and other performance context information for assessment areas that received full-scope reviews.

The Vineland-Millville-Bridgeton NJ (Vineland) assessment area consists of 34 census tracts, which encompasses Cumberland County, in its entirety, in southern New Jersey. Included in the AA are two low-income census tracts in Bridgeton and Vineland and seven moderate-income census tracts in Bridgeton, Millville and Vineland.

In 2006, TD Banknorth was first with respect to deposit market rank with 7.42% deposit market share in the Vineland AA. Competitor banks included Sun National Bank, Susquehanna Patriot Bank, Colonial Bank and Bank of America. TD Banknorth had six branches in the AA, with one branch located in a low-income census tract in Vineland and two branches located in moderate-income census tracts in Bridgeton and Millville.

⁸ For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation does not reflect performance in the parts of this state contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

TD Banknorth entered this AA in January 2006 with the acquisition of Hudson United Bank. There were five short-distance consolidations in this AA during the first year following the merger: one LI location in Bridgeton consolidated into the MI Bridgeton location, three middle-income, and one upper-income.

Scope of Evaluation in New Jersey

In New Jersey, there was one full scope review area. The full scope review area was the Vineland-Millville-Bridgeton NJ MSA AA. This area was selected for a full scope review because it represents 89.7% of the bank's deposits in the rated area. A limited scope review was conducted in the Brigantine NJ AA.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in New Jersey is rated "High Satisfactory". Based on full-scope reviews, the bank's performance in the Vineland-Millville-Bridgeton MSA is good.

Lending Activity

Refer to Table 1 Lending Volume in the State of New Jersey section of Appendix D for the facts and data used to evaluate the bank's lending activity.

Considering its recent entry into this market, the bank's level of lending in the AA is adequate. Based on 2006 Peer Data, TD Banknorth ranked 21st with respect to overall home mortgage lending in the Vineland AA, with 1.3% market share. TD Banknorth captured more of the market with respect to home mortgage loans to LMI borrowers; ranking 3rd with respect to LI borrowers (4.7% market share) and 6th with respect to MI borrowers (3.7% market share). In 2006, competition from national mortgage companies continued to dominate the market. Considering only local bank competitors, TD Banknorth ranked 4th with respect to overall home mortgage lending in the AA and ranked 1st with respect to both LI and MI borrowers. Lending volume has been generally below deposit market performance.

Based on 2006 Peer Data, small business lending in the Vineland AA was dominated by national credit card lenders, such as American Express, Citibank, Chase, and Capital One. With respect to overall small business lending performance within the AA, TD Banknorth ranked 19th with 0.5% market share; and ranked 14th with respect to loans to businesses with gross annual revenues of \$1 million or less, with a 1.1% market share. Among local bank competitors, TD Banknorth ranked 6th in loans to small businesses in the AA by volume (number of loans); 4th to businesses with gross annual revenues of \$1 million or less; 6th by loan size (loan amount less than \$100,000); 6th to businesses located in LI census tracts; and 5th to businesses located in MI census tracts. This performance is also below deposit market share.

Local competitors included Bank of America, Sun Bank, and Commerce Bank (now part of TD Banknorth Inc.).

TD Banknorth was an active SBA Preferred Lenders Program (PLP) lender. In 2007, TD Banknorth ranked 3rd in loan volume and 1st in dollars of loans in New Jersey for the Small Business Administration's lending. For the period October 2006 through September 2008, TD Banknorth originated 61 SBA loans throughout the state; 20 in amounts less \$250,000 and primarily in the 504 program.

The SBA Community *Express* Loan Program is a pilot program developed in collaboration with the National Community Reinvestment Coalition (NCRC) and its member organizations. The program is designed to process loans similar to the SBA Express program (maximum loan amount is \$250,000); is available to businesses located in LMI areas, women-owned, minority-owned, and veteran-owned businesses; and provides an 85% guaranty on each loan. The goal of the program is to offer small businesses the opportunity to obtain financing while at the same time obtaining technical and management assistance with a partner community-based organization. This also requires TD Banknorth to work with "Technical Assistance Providers" who will help the potential borrower prepare initial business/action plans and provide counseling post-closing. The program requires that TD Banknorth enter into a formal, written 'Referral Agreement' with each technical assistance provider.

In this AA, TD Banknorth partnered primarily with the New Jersey Association of Business Women Owners. This program was implemented in November 2006 in New Jersey.

Distribution of Loans by Income Level of the Geography

Home Mortgage Loans

Refer to Tables 2, 3, and 4 in the State of New Jersey section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations/purchases.

The geographic distribution of home loans is good. The geographic distribution of home purchase and home refinance loans significantly exceeded the demographics for moderate-income geographies. The geographic distribution of home improvement loans and home refinance loans exceeded the demographics for low-income geographies. Performance was below the demographics for home purchase loans in low-income geographies and for home improvement loans in moderate income geographies

Small Loans to Businesses

Refer to Table 6 in the State of New Jersey section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

The geographic distribution of small loans to businesses is adequate, with performance slightly below the demographics for moderate-income geographies and significantly below the demographics for low-income geographies. The bank's market share of these loans in moderate-income geographies matches its overall market share.

Lending Gap Analysis

We evaluated loan distribution in the Vineland-Millville-Bridgeton NJ MSA AA to determine if any unexplained conspicuous gaps existed. None were identified.

Distribution of Loans by Income Level of the Borrower

Home Mortgage Loans

Refer to Tables 8, 9 and 10 in the State of New Jersey section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

The distribution of home loans to borrowers across income levels is excellent. Although loan distribution is below the demographics in each loan category for low-income individuals, the bank's lending significantly exceeded the demographics for moderate-income borrowers for each loan product. We placed the heaviest weight on our analysis of lending distribution to moderate-income borrowers given the inability of many very low-income families to afford housing in this marketplace.

Small Loans to Businesses

Refer to Table 11 in the State of New Jersey section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination and purchase of small loans to businesses.

The borrower distribution of small loans to businesses is good, with the percentage of the bank's loans to businesses with revenues with less than \$1 million nearly meeting the area's demographics. Additionally, the majority of the bank's loans are for less than \$100 thousand

Community Development Lending

Refer to Table 1 Lending Volume in the State of New Jersey section of Appendix D for the facts and data used to evaluate the bank's level of community development lending.

Community development lending had a neutral impact on the overall lending test rating. During the review period the bank had originated two community development loans including a \$500,000 working capital LOC to a regional community service provider to fund timing gaps between operating expenses and receipt of revenues.

Conclusions for Areas Receiving Limited-Scope Reviews

Refer to the Tables 1 through 4, 6, and 8 through 11 in the State of New Jersey section of Appendix D for the facts and data that support these conclusions.

Based on limited-scope reviews, the bank's performance under the lending test in the Brigantine NJ AA is weaker than the bank's overall "High Satisfactory" performance under the lending test in the State of New Jersey; this weaker performance did not have a significant impact on the overall rating.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in the State of New Jersey is rated "Outstanding". Based on the full-scope review, the bank's performance in the Vineland-Millville-Bridgeton AA is excellent.

Refer to Table 14 in the State of New Jersey section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

During the evaluation period, TD Banknorth made 14 investments totaling \$2.1 million in the Vineland-Millville-Bridgeton AA which included a \$2 million LIHTC and 13 grants for \$113 thousand. Through the "*Housing for Everyone*" grant competition, a grant for \$25 thousand was awarded during the evaluation period in the Vineland AA. Refer to the Boston-Multi-State AA for more details regarding this unique grant program. These and other grants benefited affordable housing projects that required upfront funding that might not have been available from other sources and addressed the housing needs of LMI individuals and families. It also focused on the creation and preservation of transitional housing and homeless shelters as well as providing operating capital to affordable housing organizations. Nearly all investments and grants were associated with affordable housing for low- and moderate-income individuals as well as economic development and financial education which showed excellent responsiveness to the identified needs in the full scope AAs.

In addition, we considered investments made at the larger statewide area that have the potential to benefit the Vineland AA. Eighty three percent of the bank's investments in New Jersey are state-wide investments not allocated to any assessment area; we took this into account when reaching our overall investment test rating. There were six current period investments totaling \$10 million in the larger statewide area, which had the potential to benefit the Vineland AA. These investments had a positive influence on the investment test performance in this full-scope AA.

Conclusions for Area Receiving Limited-Scope Reviews

Refer to the Table 14 in the State of New Jersey section of Appendix D for the facts and data that support these conclusions.

Based on limited-scope reviews, the bank's performance under the investment test in the Brigantine AA is weaker than the bank's overall outstanding performance under the investment test in State of New Jersey due to lower volume of investment activity. The bank's performance in the limited-scope AA with weaker performance did not significantly impact the overall investment test performance.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in the State of New Jersey is rated "Outstanding". Based on full-scope reviews, the bank's performance in the Vineland-Millville-Bridgeton MSA NJ AA is excellent.

Retail Banking Services

Refer to Table 15 in the State of New Jersey section of Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

TD Banknorth's delivery systems are readily accessible to geographies and individuals of different income levels in the full-scope AA. The distribution of TD Banknorth's offices throughout both low- and moderate-income geographies exceeds the distribution of the population living in such geographies. There were four branch closings in the AA during the evaluation period. One branch in an upper-income geography and three branches in middle-income geographies were closed.

TD Banknorth's hours and services offered throughout the AA are good. Services offered are comparable among locations regardless of the income level of the geography. Six branch offices are located within the full-scope AA. Management generally set branch hours based on customer needs and traffic patterns in each area. All branch offices offered extended hours on various days of the week including Saturday hours.

TD Banknorth offers alternative delivery systems in the form of ATMs. The geographic distribution of the bank's ATMs in the various categories of income geographies is similar to its branch distribution. Customers and non-customers alike can access their accounts through TD Banknorth ATMs. TD Banknorth also offers alternative delivery systems of on-line banking, bank-by-phone, and bank-by-mail. These services allow customers to obtain deposit and loan account information, make payments on TD Banknorth loans, transfer funds, and pay other household bills. We did not place particular weight on the alternative delivery systems when drawing our service test conclusions because no performance data regarding how these services specifically supported low- or moderate-income populations or geographies was available.

Community Development Services

In the full scope Vineland AA in the State of New Jersey, TD Banknorth employees participated in a 115 community development service activities in this AA which had a positive impact on the service test performance. TD Banknorth participated with Tri-County Community Action to educate first-time homebuyers in the process of obtaining a loan. TD Banknorth partnered with several local organizations. Additionally, the TD Banknorth website (www.tdbanknorth.com) offered a number of 24/7 on-line small business development workshops at no cost. Refer to investment section of the Boston Multi-State AA for details on various workshops.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the service test in the Brigantine AA was not inconsistent with the bank's overall "Outstanding" performance under the service test in New Jersey. The Brigantine AA consists entirely of middle-income geographies. Refer to Table 15 in the State of New Jersey section of Appendix D for the facts and data that support these conclusions.

State Rating

State of New York

| | |
|---|-------------------------|
| CRA Rating for New York⁹: | Outstanding |
| The lending test is rated: | Outstanding |
| The investment test is rated: | Low Satisfactory |
| The service test is rated: | Outstanding |

The major factors that support this rating include:

- An excellent distribution of home purchase loans across both low- and moderate-income geographies and moderate-income borrowers.
- An adequate level of community development investments and grants.
- A readily accessible branch network.
- A strong record of providing responsive community development services.

Description of Institution's Operations in New York

Refer to the market profiles for the State of New York in Appendix C for detailed demographics and other performance context information for assessment areas that received full-scope reviews.

The Glens Falls NY assessment area consists of 33 census tracts which encompass Warren and Washington counties and is located mid-state adjacent to the Vermont Border. There are no low-income census tracts in the AA and only four moderate-income census tracts in Glens Falls and Warrensburg.

In 2006, TD Banknorth was second (2nd) with respect to deposit market rank with 29.9% deposit market share in the Glens Falls AA. Area competitors include Glens Falls Bank & Trust and Citizens Bank. TD Banknorth has twelve branches in the AA; two branches are in MI census tracts (Hudson Falls and Warrensburg).

The Poughkeepsie-Newburgh-Middletown NY (Poughkeepsie) assessment area consists of 133 census tracts which encompass Dutchess and Orange counties. Located in the south-east corner of New York, the AA includes ten low-income census tracts, predominantly in Middletown, Newburgh and Poughkeepsie, and 21 moderate-income census tracts.

⁹ For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation does not reflect performance in the parts of this state contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

In 2006, TD Banknorth was third (3rd) with respect to deposit market rank with 6.9% deposit market share in the Poughkeepsie AA. Competitors include Bank of New York and M & T. TD Banknorth has 20 branches in the AA, with two branches in LI census tracts (in Port Jervis and Poughkeepsie) and four branches in MI census tracts (in Middletown, Newburgh and Poughkeepsie).

Scope of Evaluation in New York

In New York, there are two full scope assessment areas. The Glens Falls AA was selected for scope review because its deposits represent 25% of the rated area's deposits, and the Poughkeepsie AA was selected for full scope review because its deposits represent 34% of the rated area's deposits. Limited scope reviews were conducted in the Albany-Schenectady-Troy AA, the Kingston AA, the Non-MSA Clinton County AA, the Non-MSA Columbia County AA, and the Non-MSA Sullivan County AA.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in the State of New York is rated "Outstanding". Based on full-scope reviews, the bank's performance in both the Glens Falls and Poughkeepsie AAs is excellent.

Lending Activity

Refer to Table 1 Lending Volume in the State of New York section of Appendix D for the facts and data used to evaluate the bank's lending activity.

TD Banknorth's level of lending in both full scope AAs is good. Based on 2006 Peer Data, TD Banknorth ranked 7th with respect to overall home mortgage lending in the Glens Falls AA, with 3.5% of the market share. With respect to home mortgage loans to LMI borrowers, TD Banknorth ranked 11th in loans to LI borrowers (2.5% market share) and 6th in loans to MI borrowers (4.2% market share). In 2006, the competition from national mortgage companies continued to dominate the market area. National mortgage lenders included Countrywide Home Loans and HSBC Mortgage Corporation. Considering AA bank competitors, TD Banknorth ranked: 2nd in overall home mortgage lending; 3rd with LI borrowers; and 1st with MI borrowers. Area mortgage lending competitors included Glens Falls National Bank and Citizens Bank. This performance was in line with the TD Banknorth's deposit ranking.

Based on 2006 Peer Data, TD Banknorth ranked 49th with respect to overall home mortgage lending in the Poughkeepsie AA, with 0.4% market share. With respect to home mortgage loans to LMI borrowers; TD Banknorth ranked 13th in loans to LI borrowers (2.0% market share) and 20th in loans to MI borrowers (1.7% market share). National mortgage lenders Countrywide, CitiMortgage, Wells Fargo, J P Chase, and Washington Mutual led the market for home mortgage loans. Considering only local bank competitors, TD Banknorth ranked 6th with respect to overall home mortgage lending in the AA, ranked 6th with respect to LI borrowers,

and ranked 7th with respect to MI borrowers. Local competitors were Hudson Valley Federal Credit Union, Citizens Bank, Bank of America, and M & T Bank. This performance was lower than the bank's deposit ranking.

Based on 2006 Peer Data, small business lending in the Glens Falls AA was dominated by national credit card lenders, such as American Express, Citibank, Chase, and Capital One. With respect to overall small business lending performance within the AA, TD Banknorth ranked 7th with 6.1% market share; and ranked 3rd with respect to loans to businesses with gross annual revenues of \$1 million or less with 9.9% market share. Among area bank competitors, TD Banknorth ranked 2nd in small business loans in the AA by volume (number of loans); 1st to businesses with gross annual revenues of \$1 million or less; 1st by loan size (loan amount less than \$100,000); and 1st to businesses located in MI census tracts. Area financial institution competitors include Glens Falls National Bank, Fleet Bank (now Bank of America), Citizens Bank, and HSBC. This performance exceeded the TD Banknorth deposit ranking.

Based on 2006 Peer Data, small business lending in the Poughkeepsie AA was dominated by national credit card lenders, such as American Express, Citibank, Chase and Capital One. With respect to overall small business lending performance within the AA, TD Banknorth ranked 24th with 0.3% market share; and ranked 20th with respect to loans to businesses with gross annual revenues of \$1 million or less, with 0.5% market share. Among local bank competitors, TD Banknorth ranked 11th in small business loans in the AA by volume (number of loans); 10th to businesses with gross annual revenues of \$1 million or less; 11th by loan size (loan amount less than \$100,000); 10th to businesses located in LI census tracts; and 9th to businesses located in MI census tracts. This performance was lower than the bank's deposit ranking.

Also addressing the availability of credit, TD Banknorth was an active SBA Preferred Lenders Program (PLP). From September 2007 through September 2008, TD Banknorth ranked 10th by dollar volume in New York. For the period September 2004 through September 2007, TD Banknorth originated 69 SBA loans throughout the state; 42 in amounts less \$250,000 and primarily in the Express programs.

The SBA Community *Express* Loan Program is a pilot program developed in collaboration with the National Community Reinvestment Coalition (NCRC) and its member organizations. The program is designed to process loans similar to the SBA Express program (maximum loan amount is \$250,000); is available to businesses located in LMI areas, women-owned, minority-owned, and veteran-owned businesses; and provides an 85% guaranty on each loan. The goal of the program is to offer small businesses the opportunity to obtain financing while at the same time obtaining technical and management assistance with a partner community-based organization. This also requires TD Banknorth to work with "Technical Assistance Providers" who will help the potential borrower prepare initial business/action plans and provide counseling post-closing. The program requires that TD Banknorth enter into a formal, written 'Referral Agreement' with each technical assistance provider. TD Banknorth has partnered with the SUNY Plattsburg Small Business Development Centers (SBDC) and SUNY Albany SBDC to offer SBA Community Express. This program was implemented in New York in August 2007.

Distribution of Loans by Income Level of the Geography

Home Mortgage Loans

Refer to Tables 2, 3, 4, and 5 in the State of New York section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations/purchases.

The geographic distribution of home loans in both full scope assessment areas is excellent. The geographic distribution of home purchase, home improvement, and home refinance loans exceeds the area demographics in nearly all low- and moderate-income geographies. The bank's loan distribution meets those demographics for refinance loans in moderate income geographies in Glens Falls and home improvement loans in low-income geographies in Poughkeepsie. The geographic distribution of multifamily loans is below the demographics for low- and moderate-income geographies.

Small Loans to Businesses

Refer to Table 6 in the State of New York section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

The geographic distribution of small loans to businesses is excellent. In both AAs the geographic distribution of these exceeded the demographics in moderate income geographies, and nearly met the demographics in low-income geographies in Poughkeepsie. Additionally, the bank's market share of small loans to businesses met or exceeded its overall market share for these loans.

Lending Gap Analysis

We evaluated loan distribution in both full scope AAs to determine if any unexplained conspicuous gaps existed. None were identified.

Distribution of Loans by Income Level of the Borrower

Home Mortgage Loans

Refer to Tables 8, 9 and 10 in the State of New York section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

The distribution of home loans across income levels is excellent. Although loan distribution is below demographics for all low-income borrowers in each AA, we put the greatest weight on loan distribution among moderate-income borrowers due to the inability of very low-income borrowers to afford to purchase housing in this marketplace. Also, the bank's market share of home purchase, home improvement, and home refinance loans to low-income borrowers in both AAs is greater than its overall market share for these loans. The bank significantly exceeded the moderate-income demographics for home purchase loans in both full scope AAs. It exceeded the moderate-income demographics for home improvement loans in Glens

Falls and exceeded the demographics for refinance loans in Poughkeepsie. It also exceeded moderate-income demographics for refinance loans in Glens Falls and for home improvement loans in Poughkeepsie.

Small Loans to Businesses

Refer to Table 11 in the State of New York section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination and purchase of small loans to businesses.

The borrower distribution of small loans to businesses is good, with the percentage of the bank's loans to businesses with revenues of less than \$1 million exceeding the demographics in Glens Falls, and being somewhat below the demographics in Poughkeepsie. Additionally, the majority of these loans in both full scope AAs were originated in amounts less than \$100 thousand. Also, the bank's market share of small loans originated to businesses with revenues under \$1 million exceeds its overall market share in both full scope areas.

Community Development Lending

Refer to Table 1 Lending Volume in the State of New York section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all community development loans, including multifamily loans that also qualify as community development loans. In addition, Table 5 includes geographic lending data on all multifamily loans, including those that also qualify as community development loans. Table 5 does not separately list community development loans, however.

Community development lending had a positive influence on the overall lending test rating in New York. During the review period in the Glens Falls AA, TD Banknorth originated 13 community development loans totaling over \$9.4 million and created 98 units of affordable housing. TD Banknorth's primary community development lending partners in this AA included: New York State Housing Trust Fund Corp. and Community Works and Independence. Highlights include:

- A \$1.5 million construction loan to a limited partnership for the development of 20 units of affordable housing for LI seniors in Kingsbury.
- TD Banknorth provided a \$3.9 million construction loan for the development of Cedars, a 62-unit affordable housing project for seniors in Queensbury. Additionally, TD Banknorth provided \$850,000 in permanent financing for this project.
- TD Banknorth provided a \$1.0 million working capital LOC in 2005 to a non-profit organization established to provide effective programs and services to enhance the quality of life for LMI people with disabilities or other barriers. These services and programs include clinic services, community services, day habitation services, day treatment, family support services, manufacturing services, employment services, individual residential services, and the transit connection.

During the review period in the Poughkeepsie AA, TD Banknorth originated 2 community development loans totaling over \$10.2 million in this AA including:

- A \$9.5 million loan for the construction of a new non-profit school in the Town of Monroe. The school district had outgrown its current leased facility. Upon completion of the construction the school will be leased to an organization as the home of its special educational program. Eighty percent of the students are LMI.
- A \$4 million commercial mortgage to take-out an existing construction mortgage which funded the construction of a senior housing project in Beacon, NY. This facility was the first rural development completed with New York State LIHTCs. The original commitment for permanent financing from Freddie Mac was voided due to Freddie Mac's newly revised underwriting guidelines. In addition, the project's timeline for compliance with LIHTC and the construction note payback did not allow for an extended application process with the state for alternate funding.

Conclusions for Areas Receiving Limited-Scope Reviews

Refer to the Tables 1 through 6 and 8 through 11 in the State of New York section of Appendix D for the facts and data that support these conclusions.

Based on limited-scope reviews, the bank's performance under the lending test in the Clinton County AA is weaker than the bank's overall performance in the state primarily due to weaker demographic performance in moderate-income geographies. In the Albany-Schenectady-Troy, Kingston, Columbia County, and Sullivan County AAs, the bank's performance under the lending test is not inconsistent with the bank's overall "Outstanding" lending test performance in New York. The weaker performance record in the limited scope AA did not significantly impact the overall lending test rating.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in New York is rated "Low Satisfactory". Based on full-scope reviews, the bank's performance in the Glens Falls AA is good and in the Poughkeepsie AA is adequate.

Refer to Table 14 in the State of New York section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

During this evaluation period, TD Banknorth made 16 investments totaling over \$3 million in LIHTCs and SBICs in the Glens Falls AA.

During the evaluation period, 13 grants totaling over \$120,000 were awarded in the Glens Falls AA that addressed the housing needs of LMI individuals and families and operating capital to affordable housing organizations. These grants supported local efforts to save 96 units of USDA Rural Development 515 family rental housing from foreclosure; as well as the rehabilitation of a motel into safe, temporary housing for low-income workers in Johnsbury (Warren County); and provided construction funds for a transitional living facility to house low-income pregnant and parenting youth.

In the Poughkeepsie AA, TD Banknorth made 31 investments totaling \$2.2 million and 31 grants totaling \$200 thousand. The grants in the Poughkeepsie AA addressed the housing needs of low- and moderate-income individuals and families and operating capital to affordable housing organizations including awards in support of a Pre-Development Loan Program in the AA. A CDFI located in Hawthorne, NY has been providing low cost, pre-development loans to the developers of affordable housing in Westchester County for 17 years.

A substantial majority of the grants were associated with affordable housing and economic development demonstrating excellent responsiveness to the needs of the community within this full scope AA.

In addition, we considered other community development investments made at the larger statewide area that have the potential to benefit the both full-scope AAs. There were 2 prior period investments with \$800 thousand outstanding and 6 current period investments totaling \$3.8 million that have the potential to benefit both full-scope AAs.

Conclusions for Area Receiving Limited-Scope Reviews

Refer to the Table 14 in the State of New York section of Appendix D for the facts and data that support these conclusions.

Based on limited-scope reviews, the bank's performance under the investment test in the Albany-Schenectady AA, Kingston AA, Clinton County AA, Columbia County AA, and Sullivan County AAs is weaker than the bank's initial overall "High Satisfactory" performance under the investment test in New York due to the lower volume of investment activity. The bank's performance in the limited-scope AAs with weaker performance significantly influenced the overall investment test performance and resulted in an overall low satisfactory investment test rating.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in State of New York is rated "Outstanding". Based on full-scope reviews, the bank's performance in the Glens Falls AA and the Poughkeepsie AA is excellent.

Retail Banking Services

Refer to Table 15 in the State of New York section of Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

TD Banknorth's delivery systems are readily accessible to geographies and individuals of different income levels in the full-scope AAs. In the Glens Falls MSA AA the distribution of TD Banknorth's offices throughout moderate-income geographies exceeds the distribution of the population living in such geographies. There are no low-income geographies in the Glens Falls MSA AA. In the Poughkeepsie MSA AA the distribution of TD Banknorth's offices

throughout both low- and moderate-income geographies exceeds the distribution of the population living in such geographies. There were no branch openings or closings throughout the full-scope AAs during the evaluation period.

TD Banknorth's hours and services offered throughout the Glens Falls AA are good. Services offered are comparable among locations regardless of the income level of the geography. Twelve branch offices are located within the AA. All branch offices offered extended hours on various days of the week including Saturday hours. TD Banknorth's hours and services offered throughout the Poughkeepsie AA were adequate during most of the review period, and are now considered good. Services offered are comparable among locations regardless of the income level of the geography. Twenty branch offices are located within the AA. Management generally set branch hours based on customer needs and traffic patterns in each area. Many branch offices offered extended hours on various days of the week including Saturday hours. However, during most of the review period, the hours offered in some low and moderate-income offices generally had more limited hours such as no extended or Saturday hours. The bank undertook an assessment of branch hours in this AA in 2008, and extended Saturday hours to all branches in November of that year.

TD Banknorth offers alternative delivery systems in the form of ATMs. The geographic distribution of the bank's ATMs in the various categories of income geographies is similar to its branch distribution. Customers and non-customers alike can access their accounts through TD Banknorth ATMs. TD Banknorth also offers alternative delivery systems of on-line banking, bank-by-phone, and bank-by-mail. These services allow customers to obtain deposit and loan account information, make payments on TD Banknorth loans, transfer funds, and pay other household bills. We did not place particular weight on the alternative delivery systems when drawing our service test conclusions because no performance data regarding how these services specifically supported low- or moderate-income populations or geographies was available.

Community Development Services

In the full scope Glens Falls and Poughkeepsie AAs in the State of New York, TD Banknorth employees participated in 54 and 31 community development service events, respectively, which had a positive impact on the service test performance.

TD Banknorth conducted and/or participated in programs that educate first-time homebuyers about the process of obtaining a loan. TD Banknorth provided small business seminars in partnership with the Warren County Local Development Corp. TD Banknorth provided loan management services for the Micro Business Loan Programs offered by the Warren County Local Development Corp. and the Washington County Local Development Corp. A small business resource/technical assistance provider in the Poughkeepsie and Newburgh markets that was started by a local college specializes in very small start-up businesses, especially bilingual entrepreneurs. TD Banknorth partnered with this organization in 2007 and in 2008 on their small business expo providing financial support and teaching small business workshops. Other financial literacy partners included local elementary, middle, and high schools. The TD Banknorth website (www.tdbanknorth.com) offered a number of 24/7 on-line small business development workshops at no cost. Refer to investment section of the Boston Multi-State AA for details on various workshops.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the service test in the Albany-Schenectady-Troy and the Kingston MSA AAs was not inconsistent with the bank's overall "Outstanding" performance under the service test in the State of New York. The performance in the Non-MSA Clinton County; Non-MSA Columbia County; and Non-MSA Sullivan County AAs is weaker than the bank's overall performance under the service test. The weaker performance is based upon the distribution of TD Banknorth's branches throughout low-income geographies and moderate-income geographies. These performance differences did not have a significant impact on the service test conclusions. Refer to Table 15 in the State of New York section of Appendix D for the facts and data that support these conclusions.

State Rating

State of Vermont

CRA Rating for Vermont¹⁰: Outstanding

The lending test is rated: Outstanding

The investment test is rated: Outstanding

The service test is rated: Outstanding

The major factors that support this rating include:

- An excellent distribution of home loans across low- and moderate-income geographies and borrowers.
- A very strong record of responsive community development loans.
- A high level of targeted community development investments.
- A strong level of services supporting low- and moderate-income home buyers.

Description of Institution's Operations in Vermont

Refer to the market profiles for the State of Vermont in Appendix C for detailed demographics and other performance context information for assessment areas that received full-scope reviews.

The Burlington-South Burlington VT (Burlington) assessment area consists of 43 census tracts, located in northwestern VT in the counties of Chittenden, Franklin, and Grand Isle. There is one low-income census tract in Burlington and eight moderate-income census tracts in the city of Burlington, and northern Franklin and Grand Isle counties.

In 2006, TD Banknorth was second (2nd) with respect to deposit market rank with 13.6% deposit market share in the Burlington AA. Area competitors include Chittenden Trust, Merchants Bank, Key Bank, and Citizens. TD Banknorth has 15 branches in the AA, with four (4) branches in MI census tracts (in Burlington, Enosburg Falls, Richford, and Winooski).

Scope of Evaluation in Vermont

¹⁰ For institutions with branches in two or more states in a multistate metropolitan area, this statewide evaluation does not reflect performance in the parts of this state contained within the multistate metropolitan area. Refer to the multistate metropolitan area rating and discussion for the rating and evaluation of the institution's performance in that area.

There was one full scope AA in Vermont. The Burlington-South Burlington VT MSA was selected for a full scope review because it represents 40% of the area's rated deposits. Limited scope reviews were conducted in the Non-MSA Northeast Kingdom, Bennington County, Rutland County, Windham County, and Windsor County AAs.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the lending test in Vermont is rated "Outstanding". Based on full-scope reviews, the bank's performance in the Burlington-South Burlington MSA AA is excellent.

Lending Activity

Refer to Table 1 Lending Volume in the State of Vermont section of Appendix D for the facts and data used to evaluate the bank's lending activity.

The bank's level of lending in Vermont is good. Based on 2006 Peer Data, TD Banknorth ranked 10th with respect to overall home mortgage lending in the Burlington AA, with 2.9% market share. With respect to home mortgage loans to LMI borrowers; TD Banknorth ranked 3rd in loans to LI borrowers (7.0% market share) and 6th in loans to MI borrowers (5.8% market share). In 2006, competition from national mortgage companies dominated the market. Considering only local bank competitors, TD Banknorth ranked 3rd with respect to overall home mortgage lending in the AA and ranked 3rd with respect to both LMI borrowers. Mortgage lending competitors include New England Federal Credit, Chittenden Bank, Merchant's Bank, and Citizens Bank, as well as national mortgage lenders Washington Mutual and Mortgage Financial Service. This performance was slightly below the TD Banknorth deposit ranking.

Based on 2006 Peer Data, small business lending in the Burlington AA was dominated by national credit card lenders such as, American Express, Citibank, and Capital One. With respect to overall small business lending performance within the AA, TD Banknorth ranked 7th with 4.9% market share; and ranked 6th with respect to loans to businesses with gross annual revenues of \$1 million or less with 8.1% market share. Among local bank competitors, TD Banknorth ranked 2nd in small business loans in the AA by volume (number of loans); 2nd to businesses with gross annual revenues of \$1 million or less; 2nd by loan size (loan amount less than \$100,000); 5th to businesses located in LI census tracts; and 2nd to businesses located in MI census tracts. Area financial institution competitors include Chittenden Bank, Merchants Bank, Citizens Bank, and Key Bank. This performance was in line with the TD Banknorth deposit performance.

Also addressing the availability of credit, TD Banknorth was an active SBA Preferred Lenders Program (PLP) lender. In 2007, TD Banknorth ranked 3rd in loan volume and 2nd in dollars of loans in Vermont for the Small Business Administration's (SBA) lending. For the period September 2004 through September 2007, TD Banknorth originated 70 SBA loans throughout the state; 42 in small business loans, primarily in the 7(a) and SBA Express programs.

The SBA Community *Express* Loan Program is a pilot program that was developed in collaboration with the National Community Reinvestment Coalition (NCRC) and its member organizations. The program is designed to process loans similar to the SBA Express program (maximum loan amount is \$250,000), is available to businesses located in LMI areas, women-owned, minority-owned, and veteran-owned businesses, and provides an 85% guaranty on each loan. The goal of the program is to offer small businesses the opportunity to obtain financing while at the same time obtaining technical and management assistance with a partner community-based organization. This program was implemented in Vermont in January 2006. TD Banknorth partners primarily with the Vermont Small Business Development Center to provide education to its participants.

TD Banknorth was also an active participant in the Vermont Economic Development Authority's (VEDA) Financial Access Program. VEDA, established as Vermont's economic development finance lender in 1974, supports the start up, expansion, and growth plans of Vermont's business community. Over the years, VEDA has provided over \$1.4 billion in financing assistance to thousands of eligible Vermont entrepreneurs, manufacturers, agricultural enterprises, and corporate citizens through their small business and incubator loan programs. During the review period TD Banknorth originated 23 loans totaling over \$748,000 in small business loans, a substantial majority (91%) in amounts less than \$100,000.

Distribution of Loans by Income Level of the Geography

Home Mortgage Loans

Refer to Tables 2, 3, 4, and 5 in the State of Vermont section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations/purchases.

The geographic distribution of home loans is excellent. The geographic distribution of home purchase, home improvement, and home refinance loans significantly exceeds the demographics in moderate-income geographies. The distribution of home purchase loans and home refinance loans exceeds the low-income demographics and the distribution of home improvement is somewhat below the low-income demographics. The geographic distribution of multifamily loans exceeded the demographics in both low- and moderate-income geographies.

Small Loans to Businesses

Refer to Table 6 in the State of Vermont section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's origination/purchase of small loans to businesses.

The geographic distribution of small loans to businesses is adequate, exceeding the demographics of moderate-income geographies and being significantly lower than the demographics for low-income geographies. The bank's market share of these loans in moderate-income geographies exceeds its overall market share for such loans, but is lower than demographics in low-income geographies.

Lending Gap Analysis

We evaluated loan distribution in the AA to determine if any unexplained conspicuous gaps existed. None were identified.

Distribution of Loans by Income Level of the Borrower

Home Mortgage Loans

Refer to Tables 8, 9 and 10 in the State of Vermont section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's home mortgage loan originations and purchases.

The distribution of home loans to borrowers across income levels is excellent. The distribution of home purchase, home improvement, and home refinance loans significantly exceeds the moderate-income borrower demographics. The distribution of these loans is only somewhat below the low-income demographics. Greater weight was placed on moderate-income performance due to the inability of very low-income borrowers to afford to purchase homes in this market.

Small Loans to Businesses

Refer to Table 11 in the State of Vermont section of Appendix D for the facts and data used to evaluate the borrower distribution of the bank's origination and purchase of small loans to businesses.

The borrower distribution of small loans to businesses is excellent, with the percentage of the bank's loans to businesses with revenues of less than \$1 million exceeding the area's demographics. Additionally, the vast majority of these loans were originated in amounts less than \$100 thousand.

Community Development Lending

Refer to Table 1 Lending Volume in the State of Vermont section of Appendix D for the facts and data used to evaluate the bank's level of community development lending. This table includes all community development loans, including multifamily loans that also qualify as community development loans. In addition, Table 5 includes geographic lending data on all multifamily loans, including those that also qualify as community development loans. Table 5 does not separately list community development loans, however.

Community development lending had a positive influence on the overall lending test rating. During the review period, TD Banknorth originated 23 community development loans totaling over \$30 million and creating 333 units of affordable housing in specific projects in this AA. The Bank's primary community development lending partners in this AA include the Vermont Housing Finance Agency (VHFA) and Housing Vermont, Inc.. Lending highlights include:

- TD Banknorth provided construction financing in the amount of \$750 thousand through the VHFA for a Senior Housing & Service Center in South Burlington. The center will be a four-story building with 63 senior apartments on the upper three floors. Forty two of

the units will have HUD 202 rental assistance meaning that households at or below 50% of area median income will be eligible occupants and will pay no more than 30% of their income for rent. The Bank also funded the project's housing construction loan in the amount of \$5.5 million.

- TD Banknorth was one of the founding investors in an equity fund formed by Housing Vermont, Inc. This fund pools investment activity and mitigates risk associated with direct investments in LIHTC projects. In 2005, TD Banknorth renewed its \$1 million line of credit.
- A line of credit in the amount of \$2 million to an affordable housing agency to meet temporary fund balance requirements pending receipt of capital calls per executed subscription agreements for its equity fund. This LOC was increased by \$500 thousand in 2006.
- A loan in the amount of \$595 thousand was provided for the purchase of the Leader Evaporator property to convert the property into 26-28 affordable housing units.
- TD Banknorth provided permanent financing in the amount of \$40,000 for the acquisition of a building in St. Albans used by a social service provider as a 6-bed transitional housing facility to provide assistance to male adolescents that are in the custody of the State of Vermont. The assistance includes education, employment, and training. The adolescents in the care of The Griffin House have lost the benefit of a stable, nurturing and educational environment due to the loss of a parent through death, abuse or neglect by a family member, parental substance abuse, or similar circumstances and are predominantly LMI.
- A \$15 million revolving, tax-exempt line of credit for affordable housing acquisition, rehabilitation, and construction to a housing finance agency.
- In 2006 TD Banknorth provided line of credit financing for operating costs in the amount of \$250,000 to a social service center located in Burlington. The line was increased to \$750,000 later in the year. The center provides a wide range of services to LI, at risk, and otherwise challenged households.
- TD Banknorth originated a bridge loan in the amount of \$1.2 million in support of a New Market Tax Credit project for the rehabilitation of a housing agency's main offices.
- TD Banknorth funded a development company for the creation of housing units with a \$1.8 million construction loan resulting in 12 units of affordable housing.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the bank's performance under the lending test in the Rutland County AA is weaker than the bank's overall performance in the state, primarily due to weaker performance in moderate income geographies. The bank's performance in the Non-MSA Northeast Kingdom, Bennington County, Windsor County, and Windham County AAs is not inconsistent with the bank's overall "Outstanding" performance under the lending test in

Vermont. Refer to the Tables 1 through 6 and 7 through 11 in the State of Vermont section of Appendix D for the facts and data that support these conclusions.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the investment test in Vermont is rated "Outstanding". Based on full-scope review, the bank's performance in the Burlington-South Burlington AA is excellent.

Refer to Table 14 in the State of Vermont section of Appendix D for the facts and data used to evaluate the bank's level of qualified investments.

During this exam period, TD Banknorth made 69 investments totaling \$12 million including a \$2.2 million LIHTC. The Bank's primary community development investment partners in this AA are the VHFA and Housing Vermont, Inc. TD Banknorth invested \$9.4 million in tax exempt bonds for the expansion of affordable housing in the Burlington area that benefit low- and moderate-income individuals. There were also 4 prior period investments with \$711 thousand outstanding as of the evaluation period.

During the evaluation period, TD Banknorth awarded 66 grants totaling over \$371,000 in the Burlington AA. The grants focused on predevelopment lending needs of organizations across the TD Banknorth market. Through the "*Housing for Everyone*" grant competition, 3 grants totaling \$40 thousand were awarded during the evaluation period for the Burlington AA. There were also 2 grant recipients as part of the TD Banknorth Charitable Foundation's Non-Profit Training Resource Fund in the Burlington AA. Refer to the Boston Multi-State AA for more details regarding these unique grant programs. These and other grants benefited affordable housing projects that required upfront funding that might not have been available from other sources and addressed the housing needs of LMI individuals and families. It also focused on the creation and preservation of transitional housing and homeless shelters as well as providing operating capital to affordable housing organizations. Nearly all investments and grants were associated with affordable housing for low- and moderate-income individuals as well as economic development and financial education which showed excellent responsiveness to the identified needs in the full scope AA.

Other notable grants that supported affordable housing projects requiring upfront funding that might not have been available from other sources and addressed the housing needs of LMI individuals and families include a project in the Burlington AA. Funds helped provide annual housing, as well as health and human service support, to over 4,000 low- and moderate-income people with mental health and substance abuse problems through the expansion to two permanent sites to house these core programs and services in Burlington.

In addition, we considered investments made at the larger statewide area that have the potential to benefit the Burlington AA. Over half of the bank's investments in Vermont were state-wide investments not allocated to any assessment area; we gave strong weight to these investments when reaching our overall investment test conclusions. There was one prior period investment with \$1 million outstanding and 11 current period investments for \$17.8

million which has the potential to benefit the full scope Burlington AA. These investments had a positive influence on the investment test performance in the Burlington AA.

Conclusions for Areas Receiving Limited-Scope Reviews

Refer to the Table 14 in the State of Vermont section of Appendix D for the facts and data that support these conclusions.

Based on limited-scope reviews, the bank's performance under the investment test in the non MSA Northeast Kingdom, Bennington, Rutland, Windham, and Windsor County AA, the bank's performance is weaker than the bank's overall outstanding performance in the state due to the lower volume of investment activity. The bank's performance in the limited-scope AAs with weaker performance did not significantly impact the overall investment test performance.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The bank's performance under the service test in the State of Vermont is rated "Outstanding". Based on full-scope reviews, the bank's performance in the Burlington-South Burlington MSA AA is good.

Retail Banking Services

Refer to Table 15 in the State of Vermont section of Appendix D for the facts and data used to evaluate the distribution of the bank's branch delivery system and branch openings and closings.

TD Banknorth's delivery systems are accessible to geographies and individuals of different income levels in the full-scope AA. The distribution of TD Banknorth's offices throughout moderate-income geographies exceeds than the distribution of the population living in such geographies. The distribution of TD Banknorth's offices throughout low-income geographies is lower than the distribution of the population living in such geographies, however; less than two percent of the population lives in low-income geographies.

There were no branch openings or closing during the evaluation period.

TD Banknorth's hours and services offered throughout the Burlington AA are adequate. Services offered are comparable among locations regardless of the income level of the geography. Fifteen branch offices are located within the AA. Management generally set branch hours based on customer needs and traffic patterns in each area. Many branch offices offered extended hours on various days of the week including Saturday hours. However, during most of the review period, the hours offered in the moderate-income offices generally had more limited hours such as no extended or Saturday hours. The bank undertook an assessment of branch hours in this AA in 2008, and extended Saturday hours to all branches in November of that year.

TD Banknorth offers alternative delivery systems in the form of ATMs. The geographic distribution of the bank's ATMs in the various categories of income geographies is similar to its branch distribution. Customers and non-customers alike can access their accounts through TD Banknorth ATMs. TD Banknorth also offers alternative delivery systems of on-line banking, bank-by-phone, and bank-by-mail. These services allow customers to obtain deposit and loan account information, make payments on TD Banknorth loans, transfer funds, and pay other household bills. We did not place particular weight on the alternative delivery systems when drawing our service test conclusions because no performance data regarding how these services specifically supported low- or moderate-income populations or geographies was available.

Community Development Services

During the evaluation period, TD Banknorth employees participated in a total of 53 community development service events in the Burlington AA with a positive impact on the service performance test. Senior managers also served on various Boards of local community development organizations providing financial expertise. TD Banknorth conducted and/or participated in programs that educate first-time homebuyers in the process of obtaining a loan. Small business seminars are provided in partnership with the local Small Business Development Center. The TD Banknorth website (www.tdbanknorth.com) offered a number of 24/7 on-line small business development workshops at no cost. Refer to investment section of the Boston Multi-State AA for details on various workshops.

Conclusions for Areas Receiving Limited-Scope Reviews

Refer to Table 15 in the State of Vermont section of Appendix D for the facts and data that support these conclusions.

Based on limited-scope reviews, the bank's performance under the service test in the Non-MSA Northeast Kingdom, Bennington County; Rutland County; Windham County, and Windsor County AAs was stronger than the bank's overall "High Satisfactory" performance in Vermont, based primarily on the distribution of branches, and contributed to raising the overall Service Test rating to "Outstanding".

Appendix A: Scope of Examination

The following table identifies the time period covered in this evaluation, affiliate activities that were reviewed, and loan products considered. The table also reflects the metropolitan and nonmetropolitan areas that received comprehensive examination review (designated by the term “full-scope”) and those that received a less comprehensive review (designated by the term “limited-scope”).

| | | |
|---|---|--------------------------|
| Time Period Reviewed | Lending Test (excluding CD Loans) : 01/01/2004 to 12/31/2007 Investment and Service Tests: (01/01/2005 to 12/31/2008) Community Development Loans: (01/01/2005 to 12/31/2007) | |
| Financial Institution | Products Reviewed | |
| TD Bank, N.A. Wilmington, DE | Home Purchase, Home Improvement, and Refinance loans, Multifamily loans, Small Business loans, Community Development loans, investments, and services. | |
| List of Assessment Areas and Type of Examination | | |
| Assessment Area | Type of Exam | Other Information |
| Multistate MSAs | | |
| Boston-Cambridge-Quincy (MA-NH) | | MSA 14460 |
| Peabody MA MD | Full Scope | MD 37764 |
| Boston-Quincy MA MD | Full Scope | MD14484 |
| Cambridge-Newton-Framingham MA MD | Full Scope | MD15764 |
| Rockingham County NH MD | Full Scope | MD 40484 |
| New York-North Jersey-Long Island (NY-NJ-PA) | | MSA 35620 |
| New York-White Plains-Wayne NY NJ MD | Full Scope | MD 35644 |
| Edison NJ MD | Full Scope | MD 20764 |
| Newark-Union NJ MD | Full Scope | MD 35084 |
| Philadelphia-Camden-Wilmington (PA-NJ-DE-MD) | | MSA 37980 |
| Philadelphia PA MD | Full Scope | MD 37964 |
| Camden NJ MD | Full Scope | MD15804 |
| Wilmington NJ MD | Full Scope | MD 48864 |
| Connecticut | | |
| Hartford AA | Full Scope | MSA 25540 |
| New Haven-Milford AA | Full Scope | MSA 35300 |
| Norwich-New London AA | Limited Scope | MSA 35980 |
| Bridgeport-Stamford-Norwalk AA | Limited Scope | MSA 14860 |
| Non-MSA Litchfield County AA | Limited Scope | Non-metropolitan |
| Maine | | |
| Non-MSA ME Partial | Full Scope | Non-metropolitan |
| Portland-S Portland-Biddeford AA | Full Scope | MSA 38860 |
| Non-MSA Aroostook County AA | Limited Scope | Non-metropolitan |
| Bangor AA | Limited Scope | MSA 12620 |
| Lewiston-Auburn AA | Limited Scope | MSA 30340 |

| List of Assessment Areas and Type of Examination | | |
|--|---|---|
| Assessment Area | Type of Exam | Other Information |
| Massachusetts Springfield AA Providence AA Barnstable Town AA Pittsfield AA Worcester AA | Full Scope Limited Scope Limited Scope Limited Scope Limited Scope | MSA 44140 MSA 39300 MSA 12700 MSA 38340 MSA 49340 |
| New Hampshire Manchester-Nashua AA Non MSA NH Partial AA | Full Scope Limited Scope | MSA 31700 Non-metropolitan |
| New Jersey Vineland-Milleville-Bridgeton AA Brigantine AA | Full Scope Limited Scope | MSA 47220 MSA 12100 |
| New York Glens Falls AA Poughkeepsie-Newburgh-Middletown AA Albany-Schenectady-Troy AA Kingston AA Non MSA Clinton County AA Non MSA Columbia County AA Non MSA Sullivan County AA | Full Scope Full Scope Limited Scope Limited Scope Limited Scope Limited Scope Limited Scope | MSA 24020 MSA 39100 MSA 10580 MSA 28740 Non-metropolitan Non-metropolitan Non-metropolitan |
| Vermont Burlington-South Burlington AA Non MSA Northeast Kingdom AA Non MSA Bennington County AA Non MSA Rutland County AA Non MSA Windham County AA Non MSA Windsor County AA | Full Scope Limited Scope Limited Scope Limited Scope Limited Scope Limited Scope | MSA 15540 Non-metropolitan Non-metropolitan Non-metropolitan Non-metropolitan Non-metropolitan |

Appendix B: Summary of Multistate Metropolitan Area and State Ratings

| RATINGS TD Bank, N.A. | | | | |
|--|----------------------|--------------------------|--------------------------|--------------------------------------|
| Overall Bank: | Lending Test Rating* | Investment Test Rating | Service Test Rating | Overall Bank/State/Multistate Rating |
| TD Bank, N.A. | Outstanding | High Satisfactory | High Satisfactory | Outstanding |
| Multistate Metropolitan Area or State: | | | | |
| Boston-Cambridge-Quincy (MA-NH) MSA | Outstanding | High Satisfactory | High Satisfactory | Outstanding |
| New York-North New Jersey-Long Island (NY-NJ-PA) MSA | High Satisfactory | Low Satisfactory | Low Satisfactory | Satisfactory |
| Philadelphia-Camden-Wilmington (PA-NJ-DE-MD) MSA | High Satisfactory | Outstanding | Low Satisfactory | Satisfactory |
| Connecticut | Outstanding | High Satisfactory | High Satisfactory | Outstanding |
| Maine | Outstanding | High Satisfactory | High Satisfactory | Outstanding |
| Massachusetts | Outstanding | High Satisfactory | Outstanding | Outstanding |
| New Hampshire | Outstanding | Low Satisfactory | High Satisfactory | Satisfactory |
| New Jersey | High Satisfactory | Outstanding | Outstanding | Outstanding |
| New York | Outstanding | Low Satisfactory | Outstanding | Outstanding |
| Vermont | Outstanding | Outstanding | Outstanding | Outstanding |
| | | | | |

(*) The lending test is weighted more heavily than the investment and service tests in the overall rating.

Appendix C: Market Profiles for Full-Scope Areas

2007 MSA 14460 Boston-Cambridge-Quincy MA-NH

| Demographic Information for Full Scope Area: 2007 MSA 14460 Boston-Cambridge-Quincy MA-NH | | | | | | |
|--|-----------|------------------------|---|------------------|--------------|------------|
| Demographic Characteristics | # | Low % of # | Moderate % of # | Middle % of # | Upper % of # | NA* % of # |
| Geographies (Census Tracts/BNAs) | 920 | 7.50 | 22.50 | 45.76 | 24.02 | 0.22 |
| Population by Geography | 4,391,344 | 5.14 | 22.00 | 46.85 | 25.95 | 0.07 |
| Owner-Occupied Housing by Geography | 1,023,242 | 1.36 | 14.23 | 52.42 | 31.98 | 0.00 |
| Business by Geography | 346,445 | 6.08 | 16.08 | 46.26 | 31.57 | 0.01 |
| Farms by Geography | 5,890 | 1.36 | 9.39 | 54.47 | 34.79 | 0.00 |
| Family Distribution by Income Level | 1,083,400 | 20.24 | 17.82 | 22.50 | 39.44 | 0.00 |
| Distribution of Low and Moderate Income Families throughout AA Geographies | 412,339 | 9.00 | 31.65 | 45.00 | 14.34 | 0.00 |
| Median Family Income HUD Adjusted Median Family Income for 2007 Households Below Poverty Level | | 66,614 80,722 9% | Median Housing Value Unemployment Rate (2000 US Census) | 227,819 2.22% | | |

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2007 HUD updated MFI

Based on the 2000 Census, the population of the Boston Multi-State AA was 4.4 million. The AA's population was as follows: White 83%, Hispanic 6%, African American 6% and Asian 5%. On a statewide basis in Massachusetts, the Hispanic population grew approximately 1.2% since 2000 and continues to be the largest minority population. In the New Hampshire region of the AA, the largest minority population was Asian. Since 2000, New Hampshire experienced an outward migration of 22,000 young adults between the ages of 25 and 34 (a 7% decrease; 27% since 1990). For the same period, New Hampshire's population of 55-64 year olds increased by 35%; making New Hampshire the 6th oldest state in the nation, tied with Florida. This imbalance was already affecting housing, schools and the provision of essential services in smaller rural towns.

The 2007 HUD median family income for the Boston Multi-State AA was \$80,722. 20.24% of all families in the AA were LI, earning a median income of \$40,354 or less; 17.8% were MI, earning a median income of no more than \$64,570; 9% of all households had incomes below poverty level and 2.5% received public assistance.

Employment and Economic Factors

The 2000 unemployment rate for the Boston Multi-State AA was 2.2%, with 4.2% of the population unemployed. While the unemployment rate rose nationally, the Commonwealth of Massachusetts actually realized a decrease in the unemployment rate from December 2006 (4.6%) to December 2007 (4.3%). In New Hampshire, the 2006 unemployment rate

in Rockingham County was 3.3% and 2.7% in Strafford County, a modest increase since 2000. The July 2008 unemployment rate in Rockingham County was 4.1% and 3.7% in Strafford County. New Hampshire is not immune to economic downturns and the state has fared better recently than some of our neighbors, and the nation. For the same period, unemployment throughout the Northeast ranged from 4.5% in Vermont to 8.1% in Rhode Island, with most states in the 5-6% range.

In Massachusetts, the three leading industries (by employment) were education/healthcare services, professional/ scientific and retail. In the City of Boston and Essex and Plymouth counties, the largest employers were hospital and healthcare facilities; in Middlesex and Norfolk counties, the largest employers were financial and education/research companies. Education and health services added the most jobs in the state with an increase of 14,200 jobs. Employment was still growing although at less than 1% yet the unemployment rate was up by a percent and claims for joblessness benefits now are nearing 40,000 a month. Relief organizations face an increase in the number of families seeking support. The Greater Boston Food Bank released a recent survey of 163 food pantries and soup kitchens: 90% report a sharp increase in need.

In 2007, Boston and the metropolitan Boston area continued with a period of economic growth which began in 2003. A 2007 report issued by the City of Boston on the latest economic trends referenced an improved labor market, with falling initial and continuing unemployment claims, and a stabilized unemployment rate as evidence of strong economic conditions. The unemployment rate in metropolitan Boston was 4.1%, a slight decline from the 4.4% rate in 2006. This rate was above the unemployment rate for the City of Boston which was 4.4% in 2007. Total non-agricultural employment showed growth every month in 2007 when compared to the same month in 2006. The largest employment gains were in the professional & business services and education & health services industries which make up a large part of the economy for the region. The referenced report defines the metro Boston area as Essex, Middlesex, Norfolk, Plymouth and Suffolk counties in MA and Rockingham, & Strafford Counties in NH.

The leading industry sectors in Rockingham County NH were manufacturing, education and health/social services; the largest employers included Liberty Mutual Insurance, Portsmouth Naval Shipyard and Portsmouth Hospital. In Strafford County the leading industry sectors were education, health/social services and manufacturing; the largest employers included the University of New Hampshire (Durham) and Liberty Mutual. During the 2000-2003 recession, New Hampshire lost almost 20,000 jobs (about 3% of all jobs in NH; which was a moderate loss compared to a 6% loss in Massachusetts). By 2005, New Hampshire recovered most jobs lost; however, most of these jobs were in the lower-paying service sector. New Hampshire does not have a sales tax, which kept the retail trade strong in Rockingham County towns, along the New Hampshire-Massachusetts border. Manufacturing has not recovered as well; the production of computer and electronic products fared best, accounting for approximately 32% of all exports from the state. The development of the Pease International Tradeport and airport in Portsmouth helped international trade and exports, which contribute to the overall economy of the state, as well as in the immediate area.

The New Hampshire Business and Industry Association (BIA) polls its members each year to help frame the coming year's lobbying campaign. For 2008, the top issues of concern to

business leaders were the threat of a sales tax, high energy costs and, for the second year in a row, affordable housing for their workers. Other issues included a limited labor pool, telecommunications, inadequate public transportation, infrastructure and “green” concerns.

Housing

Within the Boston Multi-State AA, 15.6% of all owner-occupied units and 45% of all occupied rental units were located in LMI census tracts; 23.3% of the AA’s single family (1-4 units) homes and 40.7% of all multifamily (5+ units) housing were located in LMI census tracts. Throughout the AA, 14.3% of all households had rental costs that exceed 30% of income (based on 2000 Census data). Today, it is estimated that that figure has risen to over 50% for renters and to over 40% for homeowners.

“Value” as used in the U.S. Census data is defined as, “...the respondent’s estimate of how much the property (house and lot) would sell for if it were for sale.” The 2000 median housing value for the Boston Multi-State AA was \$227,819. Housing costs in the Massachusetts part of the Boston Multi-State AA were typically higher than the rest of the state. For 2006, median housing values were generally over \$400,000. Housing production declined in the Greater Boston area by about 25% through 2007.

In 2007, Massachusetts and its residents faced very tough economic conditions. Housing values declined and the foreclosure crisis continued. The Warren Group reported that tighter lending standards and discounts on sales of foreclosed properties were significant contributing factors to the contraction of the real estate market. Sales of single family homes fell 12.6% from 2006 to 2007 and median housing values fell 1.5% to \$330,000. Sales of condos fell only slightly less by 12%; however, the median price remained the same at \$279,000.

The number of properties foreclosed on in 2007 rose to 7,653, three times the number in 2006. The rise in foreclosures produced a corresponding increase in bankruptcy filings as well. Bankruptcies rose 22% from 2006 to 13,255. The leading cause was acknowledged to be the housing crisis - purchases financed by sub-prime mortgages and declining home values reducing owner’s equity.

A 2006 mortgage lending report issued by the Massachusetts Community & Banking Council (MCBC) demonstrated the increased use of sub-prime loans for home mortgage. In Massachusetts, the percentage of sub-prime loans (defined as high-APR loans or HALs) used to purchase properties jumped from 7% in 2004 to 19.4% and 19% in 2005 and 2006 respectively. Further, HALs accounted for a larger share of lending in neighborhoods with LI household levels and high concentrations of minority households. Licensed mortgage lenders had the largest share of all home mortgage lending (48.6%) and the largest share of HALs (70.6%).

The median rent in the Massachusetts part of the Boston Multi-State AA was \$1,055; this was about 20% higher than the statewide median. Expiring use and the conversion of affordable units into condos was reducing the supply of affordable rental housing; it was estimated that for every two households, there was one affordable unit available.

New Hampshire does not have a sales tax or an income tax, which makes the state attractive to live in. Even though New Hampshire residents working in Massachusetts still have to pay Massachusetts state income tax, New Hampshire remains less expensive. As a result, towns in southern New Hampshire have become bedroom communities to the Greater Boston area, with many people opting to live in New Hampshire and commute to work in Massachusetts. Daily AMTRAK train service between Exeter (Rockingham County) and Dover (Strafford County) and Boston makes this area even more attractive to members of the Boston workforce. In 2008, the median home price in Rockingham County dropped about 11% to \$270,000 (from \$305,000 in September 2007); sales in Q3-2008 dropped 6%. In 2008, the median home price in Strafford County dropped 9% to \$205,000 (from \$225,000 in September 2007); sales in Q3-2008 dropped approximately 16%.

The 2008 median monthly rent for a two bedroom unit in Rockingham County is \$1,182 (the highest in the state); this represents a 17.1% increase since 2003. In Strafford County, the median rent is \$965, which is 12.6% higher than in 2003. Again, high rents were reflective of the influence of the Boston area labor force.

October 2008 HUD estimated foreclosure rates (by county) in Massachusetts were: Essex 3.7%, Middlesex 2.7%, Norfolk 3.0%, Plymouth 4.9% and Suffolk 5.0%; and in New Hampshire, Rockingham 3.1% and Strafford 3.9%.

2007 MSA 35620 NY-No NJ-Long Island NY-NJ

| Demographic Information for Full Scope Area: 2007 MSA 35620 NY-No NJ-Long Island NY-NJ | | | | | | |
|--|-----------|-------------------------|---|---------------|------------------|------------|
| Demographic Characteristics | # | Low % of # | Moderate % of # | Middle % of # | Upper % of # | NA* % of # |
| Geographies (Census Tracts/BNAs) | 1,833 | 9.17 | 17.89 | 28.26 | 43.64 | 1.04 |
| Population by Geography | 8,384,997 | 7.51 | 17.37 | 28.05 | 47.01 | 0.06 |
| Owner-Occupied Housing by Geography | 1,719,481 | 2.26 | 9.46 | 28.96 | 59.32 | 0.00 |
| Business by Geography | 750,523 | 4.55 | 10.25 | 22.42 | 62.04 | 0.74 |
| Farms by Geography | 9,976 | 0.97 | 5.51 | 27.95 | 65.55 | 0.02 |
| Family Distribution by Income Level | 2,066,293 | 19.38 | 14.85 | 17.97 | 47.79 | 0.00 |
| Distribution of Low and Moderate Income Families throughout AA Geographies | 707,459 | 15.71 | 29.39 | 31.41 | 23.49 | 0.00 |
| Median Family Income HUD Adjusted Median Family Income for 2007 Households Below Poverty Level | | 54,419 65,755 10% | Median Housing Value Unemployment Rate (2000 US Census) | | 243,059 3.04% | |

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2007 HUD updated MFI

Based on the 2000 Census, the population of the New York Multi-State AA was 8.4 million. The AA population was as follows: White 66%, Hispanic 15%, African American 13% and Asian 5%. There was a steady population increase in Manhattan since the events of September 11 with a notable 2% increase in Asian populations. The African American population decreased 1.5%. Bergen County NJ experienced a similar increase in Asian population while the State of New Jersey had a notable increase in the Middle Eastern population.

The Edison MD population as of the 2000 census was 1.6 million with 73% of the AA White, 9% Hispanic, 8% Asian and 6% African American. In regards to census tract make up; 8.5% of the census tracts were in LI geographies; 30.5% in MI geographies.

Newark-Union MD – the population as of the 2000 census was 1,385,834 with 54% of the AA White, 11% Hispanic, 4% Asian and 24% African America; 39.4% were located in LI geographies; 32.35% in MI geographies.

In the New York–Wayne–White Plains MD, the population as of the 2000 census was 4.8 million with 60% of the AA White, 21% Hispanic, 7% Asian and 12% African American. 3.7% of the AA population were located in LI geographies; 22.63% in MI geographies.

The 2007 HUD median family income for the New York Multi-State AA was \$65,755. 19.4% were LI, earning a median income of \$32,871 or less; 14.9% were MI, earning a median income of no more than \$52,597; 10.2% households with incomes below poverty level and 3.4% received public assistance. In northern New Jersey, family incomes ranged from

\$51,406 (Hudson County) to \$79,917 (Bergen County) within the New York–Wayne–White Plains MD to \$101,556 (Somerset County) within the Edison MD. Incomes throughout the region were increasing at a much slower rate than the cost of living within the states; taxes and land costs remained the heaviest burdens.

Employment and Economic Factors

The 2000 unemployment rate for the New York Multi-State AA was 3%, with 6% of the population unemployed. In 2006, the unemployment rate in New York averaged 4.9%; in February 2008, this rate dropped to approximately 4.1%. In New Jersey, the 2007 unemployment rate ranged from 4.1% - 4.6%.

Since 2000, the State of New Jersey lost about 130,000 jobs in the highest paying job sectors and added about the same number in the lowest paying sectors, namely service jobs.

According to the Federal Reserve Bank of New York, economic activity in New York and New Jersey began to slow in the second half of 2007 and further weakened through the summer of 2008. Job growth in the region slowed in 2007 and the deceleration continued through August 2008. Within the AA, employment in New Jersey was relatively flat through most of 2007 and fell modestly in the first eight months of 2008. Job counts in New York City leveled off in early 2008 and as of August were unchanged. The course of employment in New York City and particularly in the finance sector will be determined largely by the depth and duration of the turmoil in the financial markets. This turmoil began in the summer of 2007 with the sharp increases in mortgage delinquencies and foreclosures that depressed the market for financial instruments tied to housing and mortgages. The uncertainty created by home price declines and financial market stress created a great deal of risk for the regional and especially the New York City economy. Other factors influencing employment include the degree of slack in the markets for housing and office space, and trends in key local industries other than finance in the NYC area.

The leading employment sectors in the New York–Wayne–White Plains Metropolitan Division include government, financial services, retail, telecommunications, tourism, healthcare and higher education. The largest employers include the City of New York, New York Presbyterian Healthcare, Citigroup, JP Morgan Chase, Verizon Communications and Federated Department Stores. In the Newark-Union MD the leading employment sectors include retail, telecommunications, financial services, shipping and pharmaceuticals. The largest employers include AT&T, Lucent Technologies, Verizon Communications, Prudential Financial, UPS, Pathmark Stores (supermarket chain), Federated Department Stores and Johnson & Johnson. In the Edison MD, the leading employment sectors are educational services, healthcare and retail. The largest employers include Robert Wood Johnson Hospital, Bristol-Myers Squibb, Merrill Lynch, and Prudential Insurance Company.

Housing

Within the New York Multi-State AA, 11.7% of all owner-occupied units and 36.5% of all occupied rental units were located in LMI census tracts; 18.4% of the AA's single family (1-4 units) homes and 32.5% of all multifamily (5+ units) housing were located in LMI census tracts. Throughout the AA, 17.6% of all households had rental costs that exceed 30% of income.

“Value” as used in the U.S. Census data is defined as, “...the respondent’s estimate of how much the property (house and lot) would sell for if it were for sale.” The 2000 median housing value for the New York Multi-State AA was \$243,059. The median housing value today is \$496,000. The median housing value in New Jersey is \$469,700.

The median rent in New York for a family of four is \$1,645. In this AA, there is a shrinking supply of land and high cost associated with land purchase hindering the ability to increase the affordable housing stock. New Jersey rental costs are steadily trending upward, attributable to low vacancy rates and the migration of New York City residents to northern New Jersey in search of more affordable housing options.

In New Jersey, there was a lending gap between pre-development financing and acquisition financing for affordable housing and community services to assist for-profit and not-for-profit community development lending below \$1 million. In addition, the greatest challenge to providing affordable mortgages within the market was the cost of real estate. Plots of land in the City of Newark sold anywhere from \$250,000 to \$500,000. This phenomenon has made it difficult to find qualified, eligible first-time home buyers who were ready to purchase. In Bergen County, for example, LMI individuals needed to prove eligibility for 5-6 different subsidies to bring the cost of a home down to about \$250,000 and then still stretch to achieve affordability. The high prices can be partially attributed to Northern New Jersey evolving into a suburb to New York City.

The New York Multi-State foreclosure rate was not an issue. Only two (2) county rates exceeded 5% with Essex County, NJ highest at an estimated rate of 6.9%. The October 2008 HUD estimated foreclosure rates for the MDs: Edison MD – 3.35%; Newark-Union MD – 4.27%; New York – Wayne – White Plains MD – 2.88%

2007 MSA 37980 Philadelphia-Camden-Wilmington PA-NJ-DE-MD

| Demographic Information for Full Scope Area: 2007 MSA 37980 Philadelphia-Camden-Wilmington PA-NJ-DE-MD | | | | | | |
|--|-----------|-------------------------|---|---------------|------------------|------------|
| Demographic Characteristics | # | Low % of # | Moderate % of # | Middle % of # | Upper % of # | NA* % of # |
| Geographies (Census Tracts/BNAs) | 1,193 | 11.90 | 19.70 | 38.31 | 28.16 | 1.93 |
| Population by Geography | 4,503,296 | 12.12 | 20.49 | 37.89 | 29.37 | 0.14 |
| Owner-Occupied Housing by Geography | 1,168,404 | 8.30 | 17.96 | 40.37 | 33.38 | 0.00 |
| Business by Geography | 270,747 | 8.71 | 16.33 | 35.24 | 39.00 | 0.71 |
| Farms by Geography | 5,190 | 1.45 | 6.78 | 43.22 | 48.54 | 0.02 |
| Family Distribution by Income Level | 1,136,551 | 22.73 | 17.88 | 21.38 | 38.01 | 0.00 |
| Distribution of Low and Moderate Income Families throughout AA Geographies | 461,570 | 21.32 | 29.30 | 35.28 | 14.10 | 0.00 |
| Median Family Income HUD Adjusted Median Family Income for 2007 Households Below Poverty Level | | 58,264 71,127 12% | Median Housing Value Unemployment Rate (2000 US Census) | | 117,914 3.21% | |

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2007 HUD updated MFI

Based on the 2000 Census, the population of the Philadelphia Multi-State AA was 4.5 million. The AA's population composition was as follows: White 69%, African American 22%, Hispanic 5%, and Asian 4%. Since 2000, the Philadelphia population experienced a 4.6% decrease; attributable to an increase in crime, a decrease in the quality of education, and urban sprawl. Most notable was a decrease in the White population of Philadelphia County by 80,000. In New Jersey, the AA has experienced a 4.7% increase in population since 2000 as families move from Philadelphia to the suburbs of New Jersey. The tax base of the City of Philadelphia continues to erode as more and more families move to the suburbs.

The 2007 HUD median family income for the Philadelphia Multi-State AA was \$71,127. Of all families in the Philadelphia Multi-State AA, 22.7% were LI earning a median income of \$35,556 or less; 17.9% were MI earning a median income of no more than \$56,894; 11.8% of all households had incomes below poverty level and 4.4% received public assistance.

The Philadelphia Multi-State area, known as the Delaware Valley, spans two states and is comprised of two distinct regions: southern New Jersey and the Greater Philadelphia area. The AA is economically, geographically and culturally diverse. Philadelphia is the 5th largest city in the country; Salem County, NJ, by comparison, is a small, rural, sparsely populated, and one of the poorest counties in the state. As a result, TD Banknorth had to design a strategy to address the dichotomy of diverse needs within this region.

Employment and Economic Factors

The 2000 unemployment rate for the Philadelphia Multi-State AA was 3.2%, with 6.6% of the population unemployed. In February 2008, the unemployment rate for Philadelphia was 4.9%, a slight increase from 2007.

The leading employment sectors in the Philadelphia area include government (federal and city), higher education, financial services, retail, tourism, healthcare, and pharmaceuticals. The largest employers include the Federal Government, City of Philadelphia, University of Pennsylvania, and Jefferson Health System. The leading employment sectors in the New Jersey part of the AA include higher education, government, healthcare, retail, manufacturing, food product, and farming. The largest employers include Fort Dix (military), Lockheed Martin, Commerce Bank (now TD Bank, N.A.), Cooper Health System, and Virtual Health.

Housing

Within the Philadelphia Multi-State AA, 26.3% of all owner-occupied units and 45.1% of all occupied rental units are located in LMI census tracts; 35.2% of the AA's single family (1-4 units) homes and 30.9% of all multifamily (5+ units) housing are located in LMI census tracts. Throughout the AA, 12.1% of all households have rental costs that exceed 30% of income. The homeownership rate in Philadelphia is 59.3%.

"Value" as used in the U.S. Census data is defined as, "...the respondent's estimate of how much the property (house and lot) would sell for if it were for sale." The 2000 median housing value for the Philadelphia Multi-State AA was \$117,914. Over the past year, existing home sales fell about 25%; the median sale price fell about 2.5% over the same period to \$220,000. The Philadelphia area did not experience the "housing bubble" that affected surrounding states (NJ and NY) and the housing market remains relatively stable with moderate growth.

The average rental cost for a family of four is \$1,314 in Philadelphia. Cost and availability of land to develop additional housing units remain the primary challenges.

Community-based organizations in the Philadelphia Multi-State AA have identified the following concerns relative to affordable housing: education, down payment and closing cost assistance, affordable quality rental housing, more flexible underwriting, and homeownership counseling.

The HUD October 2008 foreclosure rates for Pennsylvania (by county) are: Chester County 1.1%, Delaware 3%, Montgomery 1.6%, and Philadelphia County 5.7%; and the New Jersey counties: Burlington 3.7%, Camden 5.3%, Gloucester 3.9%, and Salem 5%.

State of Connecticut

2007 MSA 25540 Hartford-W Hartford-E Hartford CT

| Demographic Information for Full Scope Area: 2007 MSA 25540 Hartford-W Hartford-E Hartford CT | | | | | | |
|--|-----------|------------------------|---|------------------|--------------|------------|
| Demographic Characteristics | # | Low % of # | Moderate % of # | Middle % of # | Upper % of # | NA* % of # |
| Geographies (Census Tracts/BNAs) | 283 | 14.13 | 15.55 | 45.23 | 24.38 | 0.71 |
| Population by Geography | 1,148,618 | 9.56 | 13.97 | 48.25 | 28.14 | 0.08 |
| Owner-Occupied Housing by Geography | 295,785 | 2.33 | 9.56 | 53.21 | 34.90 | 0.00 |
| Business by Geography | 88,439 | 9.65 | 12.06 | 48.79 | 29.11 | 0.38 |
| Farms by Geography | 2,300 | 1.57 | 6.96 | 51.57 | 39.91 | 0.00 |
| Family Distribution by Income Level | 298,162 | 20.19 | 17.69 | 23.41 | 38.71 | 0.00 |
| Distribution of Low and Moderate Income Families throughout AA Geographies | 112,948 | 17.55 | 21.00 | 45.68 | 15.78 | 0.00 |
| Median Family Income HUD Adjusted Median Family Income for 2007 Households Below Poverty Level | | 64,156 80,300 8% | Median Housing Value Unemployment Rate (2000 US Census) | 144,727 2.95% | | |

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2007 HUD updated MFI

Based on the 2000 Census, the population of the Hartford AA was 1.1 million. The AA's population composition was: White 81%, Hispanics 9%, and African Americans 9%. Over the last decade, the City of Hartford experienced a decrease in population of about 5.5%; this was in contrast to the region as a whole, which had an increase of about 2.3%. Since 2000, the minority population of the region increased from 18% to about 24%, mostly in urban areas. Like the rest of New England, the region experienced a migration of young adults out of the region.

The 2007 HUD median family income for the Hartford AA was \$80,300. Of all families in the AA, 20.2% were LI, earning a median income of \$40,142 or less; 17.7% were MI, earning a median income of no more than \$64,231; 8.2% of all households had incomes below poverty level and 3.9% received public assistance. The current poverty rate for the region is 9.3%, which is higher than a statewide rate of 7.9%. The regional rate is skewed by high unemployment in urban areas, such as Hartford (30.6%), New Britain (16.5%), and East Hartford (10.3%). Median family incomes in the urban centers is considerably less than for the region; \$29,000 in Hartford, \$41,000 in New Britain, and \$49,000 in East Hartford.

Employment and Economic Factors

The 2000 unemployment rate for the Hartford AA was 2.9%, with 5.6% of the population unemployed. Since then the rate has risen to 5.4% in the Hartford market which is higher than a statewide rate of 4.8%.

The three leading industries in the AA were services, trade, and construction. The largest employers included United Technologies, Aetna Insurance, and Hartford Financial Services.

Respondents to a recent survey conducted by the CT Business & Industry Association (CBIA) have experienced difficulty in finding qualified workers within their respective industries; identified reasons include the high cost of living in the state (83% of respondents), high housing costs (73%), and the emigration of young, educated workers from the state (38%). While transportation issues were a significant problem in attracting workers, the #1 issue was housing affordability.

Projections by the Connecticut Department of Labor indicate that the Connecticut job market will grow by 8.5% by 2014, adding 150,000 new jobs; however, an additional 420,000 workers will be needed to replace those that retire or leave the workforce for other reasons.

Hartford, the state capital, has been struggling to retain centers of business. Recent decisions by ING and CIGNA to relocate their operations to a suburban town have hurt the city, although Aetna is consolidating operations and will be moving some of their jobs currently located in Middletown back into their Hartford facility. Efforts to complete development around the convention center have been stalled as developers drop out of the picture due to an inability to find financing or complete pre-development of projects. In August of 2008 the City of Hartford announced an \$8 million budget shortfall and is expected to lay off more than 100 employees to balance the budget.

Housing

Within the Hartford AA, 11.9% of all owner-occupied units and 47.7% of all occupied rental units were located in LMI census tracts; 19.4% of the AA's single family (1-4 units) homes and 48.3% of all multifamily (5+ units) housing was located in low- or moderate-income census tracts. Throughout the AA, 11.9% of all households had rental costs that exceed 30% of income.

"Value" as used in the U.S. Census data is defined as, "...the respondent's estimate of how much the property (house and lot) would sell for if it were for sale." The 2000 median housing value for the Hartford AA was \$144,727. The median home sales price in the region was \$234,900; which was lower than a statewide price of \$275,000. This was due to much lower prices in the urban areas of Hartford (\$164,000), New Britain (\$168,000), and East Hartford (\$182,000). From 2000 to 2005, housing costs have risen in the state by about 63%; unfortunately, this was 3.5 times faster than the growth in wages.

In June 2007, the HOMEACT statute was passed. This law allows towns to enact overlay zones that allow for higher density and mixed-income housing. The state offers municipalities technical assistance and planning money. Upon enactment of the zoning overlays, the state

can pay \$2,000 per housing unit possible in the zone, with another potential \$2,000 per unit upon issuance of building permits.

An average two bedroom apartment rents for \$1,029; requiring an income of \$41,160 if no more than 30% of income goes to housing costs. This puts many rental units out of reach, especially in the urban centers.

The disparity between the urban centers and suburban towns continues to be an issue in the Hartford area. The disparity is reflected in the incomes, home prices, and the demographics. Urban areas have a higher percentage of minority and LI households. Urban areas are suffering from a higher number of foreclosures, partially due to sub-prime lending. House prices in the Hartford AA have dropped 25% leaving many highly leveraged borrowers upside down with no ability to refinance. The state has provided funding to non-profit agencies that provide loss mitigation and foreclosure counseling. The funding, which ends in December of 2008, provided some relief to agencies which completed additional training for staff and added additional counselors to address the demand for services. Several agencies availed themselves of TD Charitable Foundation's Non-profit Training Resource Fund to pay for the training (see *Community Development Investments*).

There are more than 4,300 subprime loans in the cities of Hartford and New Britain alone, with 800 plus already foreclosed on. As of June 2008, Connecticut had more than 16,000 foreclosure actions; this is more than double the rate of 2007. October 2008 HUD foreclosure estimates for the AA by county: Hartford 3.9%, Middlesex 2.2%, and Tolland 2.1%.

State of Connecticut

2007 MSA 35300 New Haven-Milford CT

| Demographic Information for Full Scope Area: 2007 MSA 35300 New Haven-Milford CT | | | | | | |
|--|---------|-------------------------|---|---------------|------------------|------------|
| Demographic Characteristics | # | Low % of # | Moderate % of # | Middle % of # | Upper % of # | NA* % of # |
| Geographies (Census Tracts/BNAs) | 185 | 12.43 | 19.46 | 43.24 | 24.32 | 0.54 |
| Population by Geography | 824,008 | 9.45 | 19.46 | 45.77 | 25.31 | 0.01 |
| Owner-Occupied Housing by Geography | 201,349 | 3.04 | 12.33 | 52.39 | 32.24 | 0.00 |
| Business by Geography | 64,556 | 8.67 | 18.51 | 42.62 | 30.18 | 0.02 |
| Farms by Geography | 1,294 | 1.78 | 10.12 | 41.65 | 46.45 | 0.00 |
| Family Distribution by Income Level | 211,878 | 20.85 | 17.34 | 22.55 | 39.26 | 0.00 |
| Distribution of Low and Moderate Income Families throughout AA Geographies | 80,907 | 16.50 | 26.95 | 42.83 | 13.72 | 0.00 |
| Median Family Income HUD Adjusted Median Family Income for 2007 Households Below Poverty Level | | 60,512 72,600 10% | Median Housing Value Unemployment Rate (2000 US Census) | | 143,946 3.02% | |

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2007 HUD updated MFI

Based on the 2000 Census, the population of the New Haven AA was 824,008. The AA's population composition is: White 79%, Hispanics 10% and African Americans 11%. New Haven and Waterbury have experienced a 5.5% decline in population over the last decade. Like the rest of New England, the region has experienced a migration of young adults out of the region. From 1990-2000 the 35-59 year old age group has increased by 15%, while the 20-34 year old age group has declined by over 20%.

The 2007 HUD median family income for the New Haven AA was \$72,600. 20.9% of the families were LI earning a median income of \$36,292 or less; 17.3% of families were MI earning a median income of no more than \$58,073; 9.7% of all households had incomes below poverty level and 4.7% received public assistance. While the poverty rate for the AA was about 10%, there were wide fluctuations within the area; urban centers have unusually high poverty rates – New Haven 24%, Waterbury 16%, and Meriden 11% – while suburban towns average poverty rates in the 3 – 5% range. The median income in Waterbury and New Haven was significantly below regional and statewide levels, at \$41,470 and \$33,841 respectively.

Employment and Economic Factors

The 2000 unemployment rate for the New Haven AA was 3.0%, with 5.9% of the population unemployed. Today, regional unemployment at 5.4% is higher than the statewide rate of 4.8%; Waterbury has one of the highest unemployment rates in the entire state at 7.2%.

The three leading industry sectors are trade, services, and construction. The largest employers in the area include SBC (telecommunications) and Yale University.

Respondents to a recent survey conducted by the CT Business & Industry Association (CBIA) have experienced difficulty in finding qualified workers within their respective industries; identified reasons include the high cost of living in the state (83% of respondents), high housing costs (73%) and the emigration of young, educated workers from the state (38%). While transportation issues were a significant problem in attracting workers, the #1 issue was housing affordability.

Projections by the Connecticut Department of Labor indicate that the Connecticut job market will grow by 8.5% by 2014, adding 150,000 new jobs; however, an additional 420,000 workers will be needed to replace those that retire or leave the workforce for other reasons.

Housing

Within the New Haven AA, 15.4% of all owner-occupied units and 51.2% of all occupied rental units are located in LMI census tracts; 25.4% of the AA's single family (1-4 units) homes and 49.8% of all multifamily (5+ units) housing are located in LMI census tracts. Throughout the AA, 14.3% of all households have rental costs that exceed 30% of income.

"Value" as used in the U.S. Census data is defined as, "...the respondent's estimate of how much the property (house and lot) would sell for if it were for sale." The 2000 median housing value for the New Haven AA is \$143,946. Today, the median sales price is \$253,275 compared to a statewide median of \$275,000; sales prices are generally running about 10% lower than 2006 levels. In Waterbury, the median sales price is considerably lower at \$159,900.

The average two bedroom apartment rents for \$1,065; requiring an income of \$42,600 if no more than 30% of income goes to housing costs. This puts many rental units out of reach, especially in the urban centers.

The State of Connecticut is experiencing an economic recession along with the rest of the country, driven by the increased mortgage foreclosures, due in part to subprime lending. In March 2008, Connecticut homes sold for a median of \$268,250, down 7% from \$288,500; while in New Haven County the median price was \$240,000. In the New Haven AA, residential foreclosure filings have increased by over 130%, mostly owner-occupied homes and disproportionately within the City of New Haven's most vulnerable neighborhoods. A high percentage of the loans were subprime, adjustable rate mortgages with rates scheduled to reset between spring 2008 and December 2009. In the past year, New Haven has experienced a 63% increase in vacant and abandoned properties. In anticipation of the rise in foreclosures and subsequent destabilization of city neighborhoods, the Mayor convened a task force to address the foreclosure issue. In the summer of 2008, The Real Options Overcoming

Foreclosure (ROOF) Project was announced. ROOF will focus on both prevention and intervention by helping borrowers before foreclosures are filed, providing essential assistance to borrowers in foreclosure, and returning foreclosed properties to responsible use as quickly as possible.

In response to the increase in foreclosures, efforts were underway in the state to advocate for public policy changes on housing particularly in local land use and zoning policies, especially in the area of permitted densities. The Partnership for Strong Communities HOME CT efforts continued with legislation passed in 2007; the Connecticut Housing Program for Economic Growth; to foster housing and economic growth based on responsible planning and local control. The bill includes incentives for municipalities that create zones allowing higher density housing and dollars for technical assistance and planning grants to towns. Oxford, Wallingford and Beacon Falls were some of the first municipalities to avail themselves of the planning grants.

The State Department of Banking established a foreclosure assistance hot line in August 2007 that has received more than 5,000 calls. The state also established a refinance mortgage assistance program through Connecticut Housing Finance Authority and provided funding to non-profit agencies providing loss mitigation and foreclosure counseling. The funding which ends in December of 2008 provided resources to agencies enabling additional training for staff and addition of new counselors to address the demand for services.

There are more than 6,000 subprime loans in the cities of Waterbury and New Haven alone. As of June 2008 Connecticut had more than 16,000 foreclosure actions; this is more than double the rate of 2007. The City of New Haven reported 700 empty homes and 1,000 pending in November; this accounts for nearly one-fifth of the 5,000 foreclosed properties in the country. The October 2008 HUD foreclosure rate estimate for New Haven County is 4.8%.

State of Maine

2007 Non-MSA ME Partial

| Demographic Information for Full Scope Area: 2007 Non-MSA ME Partial | | | | | | |
|--|---------|-------------------------|---|---------------|-----------------|------------|
| Demographic Characteristics | # | Low % of # | Moderate % of # | Middle % of # | Upper % of # | NA* % of # |
| Geographies (Census Tracts/BNAs) | 115 | 0.00 | 5.22 | 79.13 | 15.65 | 0.00 |
| Population by Geography | 413,529 | 0.00 | 4.11 | 83.72 | 12.18 | 0.00 |
| Owner-Occupied Housing by Geography | 128,403 | 0.00 | 3.38 | 83.94 | 12.68 | 0.00 |
| Business by Geography | 40,826 | 0.00 | 4.55 | 81.53 | 13.91 | 0.00 |
| Farms by Geography | 1,091 | 0.00 | 3.30 | 81.21 | 15.49 | 0.00 |
| Family Distribution by Income Level | 113,366 | 17.39 | 18.31 | 23.20 | 41.10 | 0.00 |
| Distribution of Low and Moderate Income Families throughout AA Geographies | 40,464 | 0.00 | 5.66 | 85.45 | 8.89 | 0.00 |
| Median Family Income HUD Adjusted Median Family Income for 2007 Households Below Poverty Level | | 40,084 49,100 12% | Median Housing Value Unemployment Rate (2000 US Census) | | 92,137 2.59% | |

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2007 HUD updated MFI

Based on the 2000 Census, the population of the Non-MSA ME AA was 413,529. The AA's population composition was White 98%, Hispanic 0.6% and Asian 0.4%.

The 2007 HUD updated median family income for the Non-MSA ME AA was \$49,100. 17.4% of the families in the AA were LI, earning a median income of \$24,545 or less; 18.3% were MI, earning a median income of no more than \$39,275; 12.3% of all households had incomes below the poverty level and 4.9% received public assistance.

Employment and Economic Factors

The 2000 unemployment rate for the Non-MSA ME AA was 2.6%, with 5.1% of the population unemployed. In September 2008, the unemployment rate ranged from 4.3% in Lincoln County to 7% in Somerset County; the statewide rate was 4.9%. Three counties had unemployment rates considerably higher than the state average: Franklin County at 6.7%, Oxford County at 6.6%, and Somerset County at 7%. These counties are in the northwest part of the state, away from major population centers and major highways.

Within Kennebec County, the leading industry sectors are educational, health and social services, and retail. Over the last decade, the Augusta area has experienced a loss of jobs through plant closings, the sale of Central Maine Power, and a decrease in the number of state government jobs. Despite these losses, the area has shown an overall increase in jobs, with about 4,000 jobs added in the retail and service sectors. The largest individual employer in Augusta is Maine General Medical Center with 2,100 employees. Central Maine (Kennebec and Somerset Counties) wages are the second highest in the state, trailing southern Maine.

Franklin and Oxford Counties have the third lowest average annual wages in the state. Western Maine continued to lose jobs with the manufactured housing sectors falling as the latest victim. Efforts to attract jobs to this region with a casino have been voted down in the most recent election.

The Mid-Coast region, Knox, Lincoln and Waldo Counties, has experienced in-migration from other states with out-of-state individuals purchasing prime coastal real estate as second homes. The Mid-Coast area has seen several industries depart (including the sale of MBNA to Bank of America with operations subsequently downsized). The impending closure of Brunswick Naval Air Station in neighboring Sagadahoc County (Mid-Coast but Portland MSA) will affect small businesses in the area. The first squadrons departed November 2008.

Downeast Maine, Hancock, and Washington Counties, have the lowest average annual wage in the state.

Housing

Within the Non-MSA ME AA, 3.4% of all owner-occupied units and 7.7% of all occupied rental units are located in MI census tracts; 3.7% of the AA's single family (1-4 units) homes and 9.5% of all multifamily (5+ units) housing is located in MI census tracts. Throughout the AA, 7.9% of all households have rental costs that exceed 30% of income.

“Value” as used in the U.S. Census data is defined as, “...the respondent’s estimate of how much the property (house and lot) would sell for if it were for sale.” The 2000 median housing value for the Non-MSA ME AA was \$92,137.

On the rental side, the median rent for a 2-bedroom unit in 2007 by County was:

| County | 2-bedroom Unit Costs | Renter Household Median Income | Income Needed to Afford |
|---------------|-----------------------------|---------------------------------------|--------------------------------|
| Franklin | \$735 | \$23,652 | \$29,391 |
| Hancock | \$856 | \$28,585 | \$34,244 |
| Kennebec | \$708 | \$26,034 | \$28,301 |
| Knox | \$827 | \$29,756 | \$33,077 |
| Lincoln | \$880 | \$27,863 | \$35,216 |
| Oxford | \$687 | \$26,009 | \$27,487 |
| Somerset | \$658 | \$24,733 | \$26,328 |
| Waldo | \$743 | \$26,006 | \$29,739 |

Affordable rental housing is out of reach to the area’s median income earner. In Franklin, Hancock, Kennebec, and Oxford Counties the median 2-bedroom rent has increased more than 40% in the past 7 years.

According to HUD’s October 2008 report on foreclosures, estimated foreclosure rates in this AA are among some of the highest in the state with Franklin County at 7.3%, Hancock County

at 5.5%, Kennebec County at 6%, Knox County at 3.3%, Lincoln County at 3.8%, Oxford County at 6.7%, Somerset County at 8.3%, and Waldo County at 5.7%.

State of Maine

2007 MSA 38860 Portland-S Portland-Biddeford ME

| Demographic Information for Full Scope Area: 2007 MSA 38860 Portland-S Portland-Biddeford ME | | | | | | |
|--|---------|------------------------|---|---------------|------------------|------------|
| Demographic Characteristics | # | Low % of # | Moderate % of # | Middle % of # | Upper % of # | NA* % of # |
| Geographies (Census Tracts/BNAs) | 108 | 2.78 | 13.89 | 70.37 | 12.96 | 0.00 |
| Population by Geography | 487,568 | 1.33 | 11.65 | 73.75 | 13.26 | 0.00 |
| Owner-Occupied Housing by Geography | 136,405 | 0.32 | 8.72 | 75.71 | 15.26 | 0.00 |
| Business by Geography | 43,500 | 1.79 | 15.16 | 71.20 | 11.85 | 0.00 |
| Farms by Geography | 953 | 0.84 | 8.71 | 72.61 | 17.84 | 0.00 |
| Family Distribution by Income Level | 128,775 | 17.58 | 19.29 | 25.12 | 38.01 | 0.00 |
| Distribution of Low and Moderate Income Families throughout AA Geographies | 47,478 | 1.78 | 16.11 | 73.88 | 8.23 | 0.00 |
| Median Family Income HUD Adjusted Median Family Income for 2007 Households Below Poverty Level | | 52,773 64,500 8% | Median Housing Value Unemployment Rate (2000 US Census) | | 131,222 1.91% | |

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2007 HUD updated MFI

Based on the 2000 Census, the population of the Portland AA was 487,568; this area had a 9.5% increase in population since the 1990 Census, which was considerably higher than the statewide increase of 3.7% for the same period. The AA’s population composition was: White 96%, Asian 1%, Hispanic and African American less than 1% each.

The 2007 HUD median family income for the Portland AA was \$64,500. 17.6% of all families in the AA were LI and earned a median income of \$32,243 or less; 19.3% were MI and earned a median income of no more than \$51,594; 8.3% of all households had incomes below poverty level and 3.8% received public assistance.

Employment and Economic Factors

The 2000 unemployment rate for the Portland AA was 1.9%, with 3.5% of the population unemployed. For September 2008, the unemployment rate was 4% in Cumberland County, 4.3% in Sagadahoc County, and 4.1% in York County; all less than the statewide rate of 4.9%.

Within the Portland AA, the leading industry sectors were education, health and insurance services, and retail. Manufacturing positions, as a percent of the total economic base, comprised only 5.4% of total employment positions and continued to experience job losses. Most job growth had been in lower paying service sector positions related to call centers and

seasonal/tourism industries. The greater Portland area experienced the greatest growth in jobs in the state but the labor force has not kept pace.

The largest employers in the Portland AA included Maine Medical Center (Portland), LL Bean (Freeport), Unum Provident (Portland), Hannaford Brothers (Greater Portland), Anthem Blue Cross Blue Shield (Greater Portland), University of Southern Maine (Portland), Verizon Communications (Portland), and TD Banknorth (Greater Portland).

Another important factor of the Maine economy is the small business sector. About 96% of the state's private employers have fewer than 50 employees and more than 100,000 individuals are self-employed.

The Portland AA contends with the issues that most large metropolitan areas deal with: Portland is the largest population center in the state; Portland has the largest minority population in the state; the greater Portland area is a major job center and has experienced the greatest degree of job growth in the state; housing development has not kept pace with the growth in jobs; there is no affordable housing stock; and affordable housing development is hindered by high land costs, high development costs, local zoning and permitting processes, and local resistance (NIMBY-ism). Increasingly, there is movement of population north along the Maine Turnpike corridor (I-95) towards the Lewiston-Auburn area, where land is less costly and development opportunities are greater. Additional population movement is occurring in a northeasterly direction (I-295) through the Brunswick-Topsham corridor where land is less expensive and more available.

Housing

Within the Portland AA, 9% of all owner-occupied units and 25.2% of all occupied rental units are located in LMI census tracts; 11.2% of the AA's single family (1-4 units) homes and 31% of all multifamily (5+ units) housing are located in LMI census tracts. Throughout the AA, 10.7% of all households have rental costs that exceed 30% of income.

"Value" as used in the U.S. Census data is defined as, "...the respondent's estimate of how much the property (house and lot) would sell for if it were for sale." The 2000 median housing value for the Portland AA was \$131,222. In 2007, the median home price was \$235,000; this was a 179% increase in seven years. The income necessary to purchase that median priced home was \$76,251; well out of reach of over 70% of households. Seven of the top 10 least affordable communities in Maine were in the Portland AA.

On the rental side, the median rent for a two bedroom unit in 2007 was \$1,000; this represented approximately a 9% increase over the past five years. The income necessary to afford that median priced rental was \$40,005; an income that only 42% of the population can afford.

According to HUD's October 2008 report on foreclosures, estimated foreclosure rates are among the lowest in the state at 2.3% in Cumberland County, 2.8% in Sagadahoc County, and 3.3% in York County.

State of Massachusetts

2007 MSA 44140 Springfield MA

| Demographic Information for Full Scope Area: 2007 MSA 44140 Springfield MA | | | | | | |
|--|---------|-------------------------|---|---------------|------------------|------------|
| Demographic Characteristics | # | Low % of # | Moderate % of # | Middle % of # | Upper % of # | NA* % of # |
| Geographies (Census Tracts/BNAs) | 140 | 12.14 | 16.43 | 45.71 | 25.00 | 0.71 |
| Population by Geography | 680,014 | 8.43 | 17.83 | 48.62 | 25.13 | 0.00 |
| Owner-Occupied Housing by Geography | 164,620 | 2.29 | 11.06 | 56.42 | 30.22 | 0.00 |
| Business by Geography | 42,871 | 11.30 | 16.62 | 46.51 | 25.57 | 0.00 |
| Farms by Geography | 1,162 | 1.55 | 7.66 | 54.13 | 36.66 | 0.00 |
| Family Distribution by Income Level | 168,966 | 21.40 | 17.35 | 22.20 | 39.05 | 0.00 |
| Distribution of Low and Moderate Income Families throughout AA Geographies | 65,476 | 15.11 | 23.30 | 47.26 | 14.33 | 0.00 |
| Median Family Income HUD Adjusted Median Family Income for 2007 Households Below Poverty Level | | 51,150 61,800 13% | Median Housing Value Unemployment Rate (2000 US Census) | | 119,209 2.74% | |

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2007 HUD updated MFI

Based on the 2000 Census, the population of the Springfield AA was 680,014. The AA's population is: 84% White, 11% Hispanic, and 6% African American. The population of the AA has remained stable since 2000, with less than a one percentage point increase. 55% of the City of Springfield population was minority and 25% was under 18 years of age.

The 2007 HUD median family income for the Springfield AA was \$61,800. 21.4% of the families in the AA were LI, earning a median income of \$30,894 or less; 17.4% were MI, earning a median income of no more than \$49,434; 12.8% of all households had incomes below poverty level and 4.5% received public assistance. The LMI population of the AA was concentrated in the city of Springfield.

Employment and Economic Factors

The 2000 unemployment rate for the Springfield AA was 2.7%, with 5.4% of the population unemployed. The December 2007 unemployment rate was 4.6%, unchanged from 2006, and slightly below a national rate of 4.8%.

The leading industry sectors in the area include healthcare and education. The largest employers include Baystate Medical Center and Massachusetts Mutual Life Insurance.

One positive economic condition was the employment picture. While the nation's unemployment rate rose, the state's moved down. The December 2007 unemployment rate was 4.3% down from 4.6% in December of 2006. Massachusetts saw an overall job growth of 9,500. Education and health services added the most jobs with an increase of 14,200 jobs.

The City of Springfield is no longer under the receivership of the state; Massachusetts officials returned control of the city finances back to the city. Since then the city has embarked on a several economic development projects including Chapman Valve, Court Square, South End Revitalization, Smith & Wesson, and State Street Redevelopment.

In 2007, Massachusetts and its residents faced very difficult economic conditions. Housing values declined and the foreclosure crisis continued unabated throughout the year. The Warren Group reported tighter lending standards and discounts on sales of foreclosed properties were significant contributing factors to the contraction of the real estate market. Sales of single family homes fell 12.6% from 2006 to 2007 and median housing values fell 1.5% to \$330,000. Sales of condos fell only slightly less, by 12%; however, the median price remained the same at \$279,000.

Housing

Within the Springfield AA, 13.4% of all owner-occupied units and 45.3% of all occupied rental units are located in LMI census tracts; 21.3% of the AA's single family (1-4 units) homes and 48.9% of all multifamily (5+ units) housing is located in LMI census tracts. Throughout the AA, 13.8% of all households have rental costs that exceed 30% of income.

"Value" as used in the U.S. Census data is defined as, "...the respondent's estimate of how much the property (house and lot) would sell for if it were for sale." The 2000 median housing value for the Springfield AA was \$119,209. In December 2007, the median sales price was \$206,400; this was an increase from a 2006 median of \$199,400.

The median rent in the Springfield area is \$705. While this is below both the state and national median, more than 50% of renters now pay more than 30% of their income toward housing.

A 2006 mortgage lending report issued by the Massachusetts Community & Banking Council (MCBC) demonstrates the increased use of sub-prime loans for home mortgage. In, Massachusetts, the percentage of sub-prime loans used to purchase properties jumped from 7% in 2004 to 19.4% and 19% in 2005 and 2006 respectively. Further, sub-prime accounted for a larger share of lending in neighborhoods with high LI levels and high concentrations of minority households. Licensed mortgage lenders had the largest share of all home mortgage lending (48.6%) and the largest share of sub-prime loans (70.6%).

The number of properties foreclosed on in 2007 rose to 7,653, three times the number in 2006. The rise in foreclosures produced a corresponding increase in bankruptcy filings as well. Bankruptcies rose 22% from 2006 to 13,255. The state awarded \$1.5 million in grants to fund 11 foreclosure education centers in targeted communities hardest hit by the foreclosure crisis. Western Mass Foreclosure Prevention Education Center operating out of HAP (affordable housing partnership in western Massachusetts) offices is the regional office. Additionally, Springfield has been allocated \$2.5 million under the Neighborhood Stabilization Fund.

State of New Hampshire

2007 MSA 31700 Manchester-Nashua NH

| Demographic Information for Full Scope Area: 2007 MSA 31700 Manchester-Nashua NH | | | | | | |
|--|---------|------------------------|---|---------------|------------------|------------|
| Demographic Characteristics | # | Low % of # | Moderate % of # | Middle % of # | Upper % of # | NA* % of # |
| Geographies (Census Tracts/BNAs) | 81 | 2.47 | 23.46 | 51.85 | 22.22 | 0.00 |
| Population by Geography | 380,841 | 2.68 | 17.41 | 52.62 | 27.29 | 0.00 |
| Owner-Occupied Housing by Geography | 93,820 | 0.73 | 8.76 | 56.63 | 33.88 | 0.00 |
| Business by Geography | 31,076 | 2.18 | 18.57 | 52.31 | 26.93 | 0.00 |
| Farms by Geography | 678 | 0.59 | 7.67 | 61.50 | 30.24 | 0.00 |
| Family Distribution by Income Level | 99,448 | 16.82 | 18.82 | 26.62 | 37.74 | 0.00 |
| Distribution of Low and Moderate Income Families throughout AA Geographies | 35,448 | 4.74 | 26.94 | 52.65 | 15.67 | 0.00 |
| Median Family Income HUD Adjusted Median Family Income for 2007 Households Below Poverty Level | | 62,255 77,300 6% | Median Housing Value Unemployment Rate (2000 US Census) | | 132,097 1.87% | |

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2007 HUD updated MFI

Based on the 2000 Census, the population of the Manchester AA was 380,841. The AA's population was as follows: White 94%; Hispanic 3%; Asian 2%; and African American 1%. Manchester is the most ethnically and culturally diverse city in the state. As a designated relocation center, 73% of the state's refugee resettlement population is in Manchester (2002-2006); the majority of refugees are from Bosnia, the Sudan and Somalia. Since 2000, New Hampshire has experienced an outward migration of 22,000 young adults between the ages of 25 and 34 (a 7% decrease; 27% since 1990). For the same period, the state's population of 55-64 year olds increased by 35%; making New Hampshire the 6th oldest state in the nation, tied with Florida. This imbalance already is affecting housing, schools, and the provision of essential services in smaller rural towns.

The 2007 HUD median family income for the Manchester AA was \$77,300. Of all families in the AA, 16.8% were LI, earning a median income of \$38,642 or less; 18.8% were MI, earning a median income of no more than \$61,832; 6.4% of all households had incomes below poverty level and 3.2% received public assistance.

Employment and Economic Factors

The 2000 unemployment rate for the Manchester AA was 1.9%; with 3.4% of the population unemployed. The July 2008 unemployment rate in the Manchester area was 3.8%; slightly higher than the statewide rate of 3.7%. New Hampshire is not immune to economic downturns and the state has fared better recently than some of its neighbors and the nation. For the

same period, unemployment throughout the Northeast ranged from 4.5% in Vermont to 8.1% in Rhode Island, with most states in the 5-6% range.

The leading industry sectors in the AA were manufacturing, retail trade, healthcare/social services, and government (2006). The largest employers in the area included Fidelity Investments, Eliot Hospital (Manchester), St. Joseph Hospital (Nashua), Catholic Medical Center (Manchester) and PC Connections (computer sales). The four largest hospitals in Manchester and Nashua have all completed major expansions within the last five years.

Historically, industry in New Hampshire was centered on agriculture and manufacturing. Ongoing rehabilitation of the old textile mills in Manchester created new space for incoming and relocating businesses. Through the early 2000's, the economy of Manchester continued to experience growth. The opening of the Verizon Wireless Arena in 2001 proved to be a catalyst for the rehabilitation and revitalization of downtown Manchester; attracting new restaurants and businesses and serving as a springboard for new downtown re-development projects. The most notable of these projects was the construction of a new minor league baseball stadium along the Merrimack River – the ballpark opened in April 2005. This 6,900-seat stadium is home to the NH Fisher Cats, an AA Eastern League affiliate of the Toronto Blue Jays. The ability of each of these venues to bring events of national acclaim to the city continued to bolster the local economy. In 2008, the State of New Hampshire and the City of Manchester completed the Granite Street Interchange (Granite Street is the main access road into the downtown area, the road was widened and access from the interstate was improved) which is expected to greatly improve access to the City.

High tech and electronic manufacturing companies in this AA experienced tremendous economic downturns and it is estimated that over 10,000 jobs were lost statewide since 2001; about 50% of these jobs were related to the technology/electronic industry which was concentrated in the Nashua and Portsmouth areas. While manufacturing has not recovered to pre-recession levels, production of computer and electronic products has fared better. Healthcare is becoming increasingly important to the Nashua economy. New Hampshire does not have a sales tax, which kept the retail trade strong along the New Hampshire-Massachusetts border. South Nashua is predominantly shopping malls of all sizes and 'big box' stores which attracted customers from Massachusetts (an estimated 50% - 60% of customers).

The New Hampshire Business and Industry Association (BIA) polls its members each year to help frame the coming year's lobbying campaign. For 2008, the top issues of concern to business leaders were the threat of a sales tax, high energy costs, and, for the second year in a row, affordable housing for their workers. Other issues included a limited labor pool, telecommunications, inadequate public transportation, infrastructure, and "green" concerns.

Housing

Within the Manchester AA, 9.5% of all owner-occupied units and 46.6% of all occupied rental units were located in LMI census tracts; 17.9% of the AA's single family (1-4 units) homes and 44.6% of all multifamily (5+ units) housing were located in LMI census tracts. It should be noted that less than one percent (0.7%) of the AA's owner-occupied units were in LI census tracts. Throughout the AA, 11.4% of all households had rental costs that exceed 30% of income.

“Value” as used in the U.S. Census data is defined as, “...the respondent’s estimate of how much the property (house and lot) would sell for if it were for sale.” The 2000 median housing value for the Manchester AA was \$132,097. For 2007, the median home mortgage price in Hillsborough County was \$243,000; that represents about an 81% increase since 2000. From a low in 1994, median home prices had increased steadily each year. New Hampshire does not have a sales tax or an income tax and this makes the southern part of the state attractive to many Boston area workers as a community

The 2008 median monthly rent for a two bedroom unit in Hillsborough County is \$1,082, the second highest in the state. Rents in 2008 have increased about 7.4% from 2007. Again, the high rents are reflective of the influence of the Boston area labor force.

October 2008 HUD estimated foreclosure rate is 3.7% in Hillsborough County.

State of New Jersey
2007 MSA 47220 Vineland-Millville-Bridgeton NJ

| Demographic Information for Full Scope Area: 2007 MSA 47220 Vineland-Millville-Bridgeton NJ | | | | | | |
|--|---------|-------------------------|---|------------------|-----------------|---------------|
| Demographic Characteristics | # | Low % of # | Moderate % of # | Middle % of # | Upper % of # | NA* % of # |
| Geographies (Census Tracts/BNAs) | 34 | 5.88 | 20.59 | 44.12 | 20.59 | 8.82 |
| Population by Geography | 146,438 | 5.07 | 17.50 | 54.11 | 23.32 | 0.00 |
| Owner-Occupied Housing by Geography | 33,392 | 1.56 | 10.01 | 59.09 | 29.35 | 0.00 |
| Business by Geography | 6,768 | 8.79 | 17.80 | 44.81 | 28.59 | 0.00 |
| Farms by Geography | 244 | 0.41 | 3.69 | 47.13 | 48.77 | 0.00 |
| Family Distribution by Income Level | 35,373 | 21.78 | 17.56 | 20.35 | 40.31 | 0.00 |
| Distribution of Low and Moderate Income Families throughout AA Geographies | 13,915 | 5.12 | 23.84 | 55.33 | 15.70 | 0.00 |
| Median Family Income HUD Adjusted Median Family Income for 2006 Households Below Poverty Level | | 45,377 56,400 14% | Median Housing Value Unemployment Rate (2000 US Census) | | 87,791 4.43% | |

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2007 HUD updated MFI

Based on the 2000 Census, the population of the Vineland AA is 146,438. The AA's population composition is: 66% White, 19% Hispanic, and 19% African American. Attributable to the outmigration from Philadelphia, the Vineland AA has experienced a growth in population as families search for more affordable housing. The population of the Vineland-Millville-Bridgeton, NJ MSA rose from 138,053 in 1990 to 146,438 in 2000, a 6.1 percent increase. During the same period, the State of New Jersey experienced an 8.9 percent increase in population, while the City of Vineland's population increased 2.7 percent according to the US Census. According to the Census' 2005-7 estimates, the population increased to 154,086 or another 5.22%.

The 2007 HUD median family income for the AA was \$56,400: 21.8% of families in the AA were considered to be LI, earning a median income of \$28,194 or less; 17.6% were considered MI, earning a median income of no more than \$45,114; 13.7% of all households have incomes below poverty level and 5.31% receive public assistance.

Employment and Economic Factors

The 2000 unemployment rate for the Vineland AA was 4.3%, with 9.9% of the population unemployed. In 2006, the unemployment rate had increased to 6.9%, compared to a statewide rate of 4.6%; in January 2008, the rate had jumped to 8.1%.

The leading industries in the AA are government, healthcare, retail, manufacturing, and farming. The largest employers include South Jersey Hospital System, Gerresheimer Glass (research and pharmaceutical), Alcan (aluminum manufacturing), Elwyn New Jersey (human service), and Durand Glass Manufacturing Company.

Cumberland County experienced a decrease in managerial jobs but had an increase in lower paying service, healthcare, manufacturing, and farming jobs. That increase was partially attributed to manufacturing jobs moving further and further away from the three cities (Vineland, Millville, and Bridgeton). This resulted in transportation challenges for the employment base working evenings and early mornings. Public transportation has been limited to 9am – 5pm.

This AA is very rural, with large agriculture and manufacturing industries, and small municipalities. This market also has limited community-based organizations serving the LMI.

Housing

Within the Vineland AA, 11.6% of all owner-occupied units and 36.4% of all occupied rental units were located in LMI census tracts; 19.8% of the AA's single family (1-4 units) homes and 31.1% of all multifamily (5+ units) housing were located in LMI census tracts. Throughout the AA, 13.7% of all households had rental costs that exceeded 30% of income.

"Value" as used in the U.S. Census data is defined as, "...the respondent's estimate of how much the property (house and lot) would sell for if it were for sale." The 2000 median housing value for the Vineland AA is \$87,791. The 2006 median housing value was \$161,800; this was about an 84% increase. The increase in population has resulted in a need for more housing; over 3,100 new residential housing units were built from 2000 - 2006. Despite the recent subprime mortgage debacle, new building in 2007 has kept pace with 2006.

In 2007, the average rent for a family of two was \$889; this was an increase from \$616 in 2000.

Cumberland County became one of the last counties in New Jersey to experience a high degree of urban sprawl. This migration explains both the growth in population and in the number of residential housing units over the last several years. Families moved to this area from Northern New Jersey and from Greater Philadelphia. However, the availability of affordable housing opportunities for the LMI has not kept pace with the demand.

With a limited number of community-based organizations operating in this AA, limited community and economic development has occurred. TD Banknorth partnered with the following community-based organizations in this AA: Tri-County Community Action Partnership (serving Cumberland, Salem, and Gloucester Counties), Inter-Agency (serving Cumberland County), and Rural Opportunities, Inc. (Pathstone-serving the entire states of NJ, PA, and NY). These organizations have been stretched to serve geographical areas beyond Cumberland County.

The following barriers to affordable housing were identified: land use restrictions, rising cost of land, high cost of housing, limited down payment and closing cost assistance, lack of quality rental housing, inflexible underwriting standards, and an increasing need for homeownership counseling

State of New York

2007 MSA 24020 Glens Falls NY

| Demographic Information for Full Scope Area: 2007 AA 24020 Glens Falls NY | | | | | | |
|--|---------|------------------------|---|------------------|-----------------|---------------|
| Demographic Characteristics | # | Low % of # | Moderate % of # | Middle % of # | Upper % of # | NA* % of # |
| Geographies (Census Tracts/BNAs) | 33 | 0.00 | 12.12 | 78.79 | 9.09 | 0.00 |
| Population by Geography | 124,345 | 0.00 | 10.39 | 74.77 | 14.84 | 0.00 |
| Owner-Occupied Housing by Geography | 34,670 | 0.00 | 7.87 | 76.58 | 15.56 | 0.00 |
| Business by Geography | 9,537 | 0.00 | 11.96 | 68.59 | 19.45 | 0.00 |
| Farms by Geography | 434 | 0.00 | 2.30 | 86.87 | 10.83 | 0.00 |
| Family Distribution by Income Level | 33,048 | 17.50 | 19.41 | 24.45 | 38.65 | 0.00 |
| Distribution of Low and Moderate Income Families throughout AA Geographies | 12,196 | 0.00 | 14.37 | 74.46 | 11.17 | 0.00 |
| Median Family Income HUD Adjusted Median Family Income for 2007 Households Below Poverty Level | | 45,141 55,700 9% | Median Housing Value Unemployment Rate (2000 US Census) | 91,276 2.50% | | |

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2007 HUD updated MFI

Based on the 2000 Census, the population of the Glens Falls AA was 124,345. The AA's population composition was: White 96%, African American 2%, and Hispanic 2%. For the period 2000–2006, the population grew by 4.1% as compared to the statewide rate of 1.7%. The growth was attributable to the outmigration from the capital area in search of reasonable housing costs and an increase in the number of retirees relocating to the area.

The 2007 HUD median family income for the Glens Falls AA was \$55,700. 17.5% of families in the AA were LI, earning a median income of \$27,844 or less; 19.4% were MI, earning a median income of no more than \$44,554; 9.3% of all household incomes were below poverty level and 2.7% received public assistance.

Employment and Economic Factors

The 2000 unemployment rate for the Glens Falls AA was 2.5%, with 5.1% of the population unemployed. In 2006, the unemployment rate increased to 4.4%. The Glenn Falls area lost 100 private-sector jobs since October 2007. Several companies downsized including Navilyst and Ayco Co., a subsidiary of Goldman Sachs.

The leading industries in the AA include government, healthcare/social service, retail, and manufacturing. The five largest employers in the area were Glens Falls Hospital, C.R. Bard (medical devices), Finch, Pruyn & Co. (paper manufacturing), Namic/VA (medical devices), and Community Work and Independence (disability services). Finch, Pruyn & Co. worked with

the local government to obtain Empire Zone incentives to complete \$80 million in plant improvements and energy efficiencies.

Housing

Within the Glens Falls AA, 7.9% of owner-occupied units and 21.3% of occupied rental units were located in MI census tracts; 9.2% of the AA's single family (1-4 units) homes and 29.9% of all multifamily (5+ units) housing is located in LMI census tracts. Throughout the AA, 10.2% of all households have rental costs that exceed 30% of income.

"Value" as used in the U.S. Census data is defined as, "...the respondent's estimate of how much the property (house and lot) would sell for if it were for sale." The 2000 median housing value for the Glens Falls AA was \$91,276. Median home prices in the area have dropped from a high of \$220,000 in 2007 down to approximately \$182,000 in 2008.

The median monthly rent for a two-bedroom unit in Glens Falls AA saw a 2% increase from 2002 to 2004 (\$584 to \$596) as compared to a 28% increase from 2006 (\$605) to 2008 (\$776) in 2008.

According to October 2008 HUD data, foreclosure rates are estimated at 3.3% for Warren County and 4.6% for Washington County.

State of New York

2007 MSA 39100 Poughkeepsie-Newburgh-Middletown NY

| Demographic Information for Full Scope Area: 2007 MSA 39100 Poughkeepsie-Newburgh-Middletown NY | | | | | | |
|--|---------|------------------------|---|---------------|------------------|------------|
| Demographic Characteristics | # | Low % of # | Moderate % of # | Middle % of # | Upper % of # | NA* % of # |
| Geographies (Census Tracts/BNAs) | 133 | 7.52 | 15.79 | 58.65 | 16.54 | 1.50 |
| Population by Geography | 621,517 | 7.18 | 11.97 | 62.07 | 18.75 | 0.04 |
| Owner-Occupied Housing by Geography | 145,576 | 2.07 | 8.38 | 66.59 | 22.96 | 0.00 |
| Business by Geography | 46,718 | 7.51 | 12.39 | 61.35 | 18.74 | 0.01 |
| Farms by Geography | 1,581 | 0.95 | 7.72 | 63.88 | 27.45 | 0.00 |
| Family Distribution by Income Level | 154,804 | 19.14 | 18.04 | 24.40 | 38.41 | 0.00 |
| Distribution of Low and Moderate Income Families throughout AA Geographies | 57,563 | 12.10 | 18.04 | 57.97 | 11.89 | 0.00 |
| Median Family Income HUD Adjusted Median Family Income for 2007 Households Below Poverty Level | | 61,652 76,400 8% | Median Housing Value Unemployment Rate (2000 US Census) | | 147,062 2.60% | |

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2007 HUD updated MFI

Based on the 2000 Census, the population of the Poughkeepsie AA was 621,517. The AA's population composition was: 84% White, 9% Hispanic and 8% African American. Since 1990, the population in this area grew by 8% attributable to an increase in the number of New York City and Westchester County workers who relocated to the area in search of lower housing costs. The minority population continued to increase (20% in 2005); with the cities having a disproportionate percentage of minorities – Poughkeepsie 47%, Newburgh 58%, and Middletown 30%. Dutchess County has been experiencing a substantial decline in the young adult population; the numbers of older adults and children are increasing

The 2007 HUD median family income for the Poughkeepsie AA was \$76,400. Of all families in the AA, 19.14% were LI, earning a median income of \$38,192 or less; 18% were MI, earning a median income of no more than \$61,112; 8.4% of all households had incomes below poverty level and 2.6% received public assistance. In 2006, the poverty rate for the AA had increased to 9.3%. The urban areas had much higher poverty rates, such as 22.7% in Poughkeepsie, 24% in Newburgh, and 25% in Middletown; this skews the overall rate for the area. In 2007, the poverty rate dropped to 8.0%.

Employment and Economic Factors

The 2000 unemployment rate for the Poughkeepsie AA was 2.6%, with 5.3% of the population unemployed. Today, the unemployment rate is 4.9%; this is below the statewide rate of 5.6%.

The three leading industries in the area were higher education, manufacturing, and trade. The largest employers included IBM Computers-Electronics, Vassar Hospital, and Dutchess

County. Since 1990, the percentage of residents commuting out of the area has increased from 4% to 15%; it was estimated that the percentage in Orange County was as high as 30%.

The Poughkeepsie AA crosses two counties, Dutchess and Orange. The AA includes three major cities: Newburgh, Middletown and Poughkeepsie. Each of these cities is hampered by their small geographic size and lack of regionalization. The cost of home rule is more significant where the concentration of distressed housing stock, flight of business, and LI population generate demand for more services and government intervention.

Housing

Within the Poughkeepsie AA, 10.5% of all owner-occupied units and 37.5% of all occupied rental units were located in LMI census tracts; 17.8% of the AA's single family (1-4 units) homes and 36.5% of all multifamily (5+ units) housing were located in LMI census tracts. Throughout the AA, 12.4% of all households have rental costs that exceed 30% of income.

"Value" as used in the U.S. Census data is defined as, "...the respondent's estimate of how much the property (house and lot) would sell for if it were for sale." The 2000 median housing value for the Poughkeepsie AA was \$147,062. In 2005, the median value was \$306,000. The housing market in this area has been and is expected to remain tight due to rising prices and a market influenced by people employed in New York City and its immediate suburbs moving into the area. Because of this high demand, there have been no market incentives for the construction of affordable units. This influx of higher income commuters also affected house size of new construction; from 2000 to 2006, the median square footage has increased 37%, to 2,633 sq. ft. Currently, housing prices have been dropping; news reports indicate anywhere from 20% to 40%, but this has not been verified at the AA level.

The average two-bedroom apartment rents for \$1,145 with a vacancy rate of 2.8% which was well below the norm, indicating a tight market.

The recent economic downturn impacted the Poughkeepsie AA with house prices dropping 13-15% in Dutchess County, the median house price dropped to \$317,000 down from \$367,000; and in Orange County the median house price dropped from \$342,000 to \$288,000.

According to HUD's October 2008 report on foreclosures, estimated foreclosure rates are 3.6% for Dutchess County and 4.3% for Orange County.

This AA is part of the greater New York region with interconnections with the northeast market to the central trade hub of New York City. The Mid-Hudson Valley region had the strongest growth in the state over the last few years. The growth coupled with out-migration from the New York City region resulted in major affordable housing issues in the region. Pattern for Progress, a regional planning organization convened a group of stakeholders to address the issue, convening annual educational conferences on the topic in order to close the "affordability gap" between people's financial capacity and the housing supply in the region.

The 2008 New York State Budget included \$25 million to help homeowners who had entered into a subprime or unconventional mortgage, by providing counseling and legal services. Grants were made to not-for-profit companies to provide financial counseling, mediation, legal representation, negotiation, and other support services to borrowers who face default or

foreclosure. Hudson River Housing and Rockland Housing Action Council received funds, and Dutchess County allocated additional county funds to Hudson River Housing for counseling services.

State of Vermont

2007 MSA 15540 Burlington-S Burlington VT

| Demographic Information for Full Scope Area: 2007 MSA 15540 Burlington-S Burlington VT | | | | | | |
|--|---------|------------------------|---|---------------|------------------|------------|
| Demographic Characteristics | # | Low % of # | Moderate % of # | Middle % of # | Upper % of # | NA* % of # |
| Geographies (Census Tracts/BNAs) | 43 | 2.33 | 18.60 | 55.81 | 23.26 | 0.00 |
| Population by Geography | 198,889 | 1.51 | 13.36 | 58.93 | 26.21 | 0.00 |
| Owner-Occupied Housing by Geography | 52,104 | 0.38 | 11.02 | 58.88 | 29.72 | 0.00 |
| Business by Geography | 18,725 | 1.67 | 18.32 | 51.71 | 28.30 | 0.00 |
| Farms by Geography | 665 | 0.30 | 13.83 | 62.56 | 23.31 | 0.00 |
| Family Distribution by Income Level | 49,628 | 17.48 | 19.50 | 24.68 | 38.34 | 0.00 |
| Distribution of Low and Moderate Income Families throughout AA Geographies | 18,353 | 2.11 | 21.61 | 60.43 | 15.84 | 0.00 |
| Median Family Income HUD Adjusted Median Family Income for 2007 Households Below Poverty Level | | 55,265 70,600 9% | Median Housing Value Unemployment Rate (2000 US Census) | | 129,391 2.20% | |

(*) The NA category consists of geographies that have not been assigned an income classification.

Source: 2000 US Census and 2007 HUD updated MFI

Based on the 2000 Census, the population of the Burlington AA was 198,889. The AA's population composition is: White 95%, Asian 2%, Hispanic 1% and African American 1%. The population of the area has grown by 3.2% for the period 2000 – 2005; this was higher than the statewide growth rate of 2.3%. Like its neighboring State of New Hampshire, Vermont has one of the oldest populations in the country. The population of residents age 55 and older continues to grow significantly. This was coupled with an out-migration of young adults. Chittenden County has the lowest proportion of residents age 55 and older in the state at 20.2%.

The 2007 HUD median family income for the Burlington AA was \$70,600. Over 17.5% of the families in the AA were LI, earning a median income of \$35,250 or less. Over 19.5% of the families were MI, earning a median income of no more than \$56,400. Approximately 8.9% of all households had incomes below poverty level and 4.1% received public assistance. Vermont had the highest rate of homelessness in New England. During the period from 2000 to 2007, the average shelter stay increased from 11 days to 33 days.

Employment and Economic Factors

The 2000 unemployment rate for the Burlington AA was 2.2%, with 3.9% of the population unemployed. In September 2008, the unemployment rate in Chittenden County was 4.4%. This is slightly lower than the statewide unemployment rate of 4.9%. Chittenden County plays a vital role in the overall economy of the state. It provides approximately one third of all jobs in the state in the retail, construction, manufacturing, and tourism sectors. Of late, the

manufacturing sector has experienced a decline. Replacement jobs have generally been in lower paying sectors, such as services and retail.

The leading industries include government, manufacturing, retail, and healthcare. The largest employers in the area include the Department of Homeland Security, Fletcher Allen Health Care, IBM, the State of Vermont, and University of Vermont.

While manufacturing jobs have been absorbed into the surrounding towns, there are a number of large service providers based in Burlington. Burlington is also considered to be a “college” town; Champlain College, St. Michael’s, and the University of Vermont are located here, with a total enrollment of about 13,000 students. This has a tremendous impact on the rental housing market in the area. The Burlington area has a low vacancy rate, with student needs eating up most of the available rental stock.

Housing

Within the Burlington AA, 11.4% of all owner-occupied units and 28.7% of all occupied rental units were located in LMI census tracts; 16.6% of the AA’s single family (1-4 units) homes and 28.2% of all multifamily (5+ units) housing were located in LMI census tracts. It should be noted that less than one percent (0.4%) of the AA’s owner-occupied units are in LI census tracts. Throughout the AA, 12.2% of all households have rental costs that exceed 30% of income.

“Value” as used in the U.S. Census data is defined as, “...the respondent’s estimate of how much the property (house and lot) would sell for if it were for sale.” The 2000 median housing value for the Burlington AA was \$129,391. In 2005, the median price ranged from \$163,780 (Franklin and Grand Isle counties) to \$237,106 (Chittenden County). According to the Vermont Housing Council (2007), a Vermont household would need annual income of \$65,000 and \$14,000 in cash on-hand to purchase a \$200,000 home. In Vermont 65% of all households have incomes below \$65,000.

Vermont has the lowest foreclosure rate in the country. This is in part, due to the state’s consumer protection laws which helped to minimize the number of sub-prime, adjustable rate mortgage loans. According to HUD’s October 2008 report on foreclosures, estimated foreclosure rates for Chittenden County is 1.0%, Franklin County is 2.8%, and Grand Isle County is 2.5%.

Appendix D: Tables of Performance Data

Content of Standardized Tables

A separate set of tables is provided for each state. All multistate metropolitan areas are presented in one set of tables. References to the “bank” include activities of any affiliates that the bank provided for consideration (refer to Appendix A: Scope of the Examination). For purposes of reviewing the lending test tables, the following are applicable: (1) purchased loans are treated as originations/purchases and market share is the number of loans originated and purchased by the bank as a percentage of the aggregate number of reportable loans originated and purchased by all lenders in the MA/assessment area; (2) Partially geocoded loans (loans where no census tract is provided) cannot be broken down by income geographies and, therefore, are only reflected in the Total Loans in Core Tables 2 through 7 and part of Table 13; and (3) Partially geocoded loans are included in the Total Loans and % Bank Loans Column in Core Tables 8 through 12 and part of Table 13. Deposit data are compiled by the FDIC and are available as of June 30th of each year. Tables without data are not included in this PE.

The following is a listing and brief description of the tables included in each set:

- Table 1. Lending Volume** - Presents the number and dollar amount of reportable loans originated and purchased by the bank over the evaluation period by MA/assessment area. Community development loans to statewide or regional entities or made outside the bank’s assessment area may receive positive CRA consideration. See Interagency Q&As __.12 (i) - 5 and - 6 for guidance on when a bank may receive positive CRA consideration for such loans. Refer to the CRA section of the Compliance Policy intranet page for guidance on table placement.
- Table 1. Other Products** - Presents the number and dollar amount of any unreported category of loans originated and purchased by the bank, if applicable, over the evaluation period by MA/assessment area. Examples include consumer loans or other data that a bank may provide, at its option, concerning its lending performance. This is a two-page table that lists specific categories.

- Table 2. Geographic Distribution of Home Purchase Loans** - Compares the percentage distribution of the number of loans originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies to the percentage distribution of owner-occupied housing units throughout those geographies. The table also presents market share information based on the most recent aggregate market data available.
- Table 3. Geographic Distribution of Home Improvement Loans** - See Table 2.
- Table 4. Geographic Distribution of Home Mortgage Refinance Loans** - See Table 2.
- Table 5. Geographic Distribution of Multifamily Loans** - Compares the percentage distribution of the number of multifamily loans originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies to the percentage distribution of multifamily housing units throughout those geographies. The table also presents market share information based on the most recent aggregate market data available.
- Table 6. Geographic Distribution of Small Loans to Businesses** - The percentage distribution of the number of small loans (less than or equal to \$1 million) to businesses originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies compared to the percentage distribution of businesses (regardless of revenue size) throughout those geographies. The table also presents market share information based on the most recent aggregate market data available. Because small business data are not available for geographic areas smaller than counties, it may be necessary to use geographic areas larger than the bank's assessment area.
- Table 7. Geographic Distribution of Small Loans to Farms** - The percentage distribution of the number of small loans (less than or equal to \$500,000) to farms originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies compared to the percentage distribution of farms (regardless of revenue size) throughout those geographies. The table also presents market share information based on the most recent aggregate market data available. Because small farm data are not available for geographic areas smaller than counties, it may be necessary to use geographic areas larger than the bank's assessment area.
- Table 8. Borrower Distribution of Home Purchase Loans** - Compares the percentage distribution of the number of loans originated and purchased by the bank to low-, moderate-, middle-, and upper-income borrowers to the percentage distribution of families by income level in each MA/assessment area. The table also presents market share information based on the most recent aggregate market data available.
- Table 9. Borrower Distribution of Home Improvement Loans** - See Table 8.

- Table 10. Borrower Distribution of Home Mortgage Refinance Loans** - See Table 8.
- Table 11. Borrower Distribution of Small Loans to Businesses** - Compares the percentage distribution of the number of small loans (less than or equal to \$1 million) originated and purchased by the bank to businesses with revenues of \$1 million or less to the percentage distribution of businesses with revenues of \$1 million or less. In addition, the table presents the percentage distribution of the number of loans originated and purchased by the bank by loan size, regardless of the revenue size of the business. Market share information is presented based on the most recent aggregate market data available.
- Table 12. Borrower Distribution of Small Loans to Farms** - Compares the percentage distribution of the number of small loans (less than or equal to \$500,000) originated and purchased by the bank to farms with revenues of \$1 million or less to the percentage distribution of farms with revenues of \$1 million or less. In addition, the table presents the percentage distribution of the number of loans originated and purchased by the bank by loan size, regardless of the revenue size of the farm. Market share information is presented based on the most recent aggregate market data available.
- Table 13. Geographic and Borrower Distribution of Consumer Loans (OPTIONAL)** - For geographic distribution, the table compares the percentage distribution of the number of loans originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies to the percentage distribution of households within each geography. For borrower distribution, the table compares the percentage distribution of the number of loans originated and purchased by the bank to low-, moderate-, middle-, and upper-income borrowers to the percentage of households by income level in each MA/assessment area.
- Table 14. Qualified Investments** - Presents the number and dollar amount of qualified investments made by the bank in each MA/AA. The table separately presents investments made during prior evaluation periods that are still outstanding and investments made during the current evaluation period. Prior-period investments are reflected at their book value as of the end of the evaluation period. Current period investments are reflected at their original investment amount even if that amount is greater than the current book value of the investment. The table also presents the number and dollar amount of unfunded qualified investment commitments. In order to be included, an unfunded commitment must be legally binding and tracked and recorded by the bank's financial reporting system.

A bank may receive positive consideration for qualified investments in statewide/regional entities or made outside of the bank's assessment area. See Interagency Q&As __.12 (i) - 5 and - 6 for guidance on when a bank may receive positive CRA consideration for such investments. Refer to the CRA section of the Compliance Policy intranet page for guidance on table placement.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings - Compares the percentage distribution of the number of the bank's branches in low-, moderate-, middle-, and upper-income geographies to the percentage of the population within each geography in each MA/AA. The table also presents data on branch openings and closings in each MA/AA.

Tables of Performance Data

Multistate Metropolitan Areas

Boston-Cambridge-Quincy (MA-NH) multistate MSA

Institution ID: TD BANKNORTH, N.A.

Table 1. Lending Volume

| LENDING VOLUME | | Geography: BOSTON MULTI | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | |
|---|------------------------------------|-------------------------|------------|---------------------------|------------|----------------------|------------|---|------------|----------------------|-----------|--------------------------------------|
| MA/Assessment Area : | % of Rated Area Loans (#) in MA/AA | Home Mortgage | | Small Loans to Businesses | | Small Loans to Farms | | Community Development Loans** | | Total Reported Loans | | % of Rated Area Deposits in MA/AA*** |
| | | # | \$ (000's) | # | \$ (000's) | # | \$ (000's) | # | \$ (000's) | # | \$(000's) | |
| Full Scope Review: | | | | | | | | | | | | |
| MD 37764 Peabody MA | 29.28 | 2,873 | 357,382 | 3,611 | 386,022 | 5 | 308 | 27 | 32,899 | 6,516 | 776,611 | 35.44 |
| MD 14484 Boston-Quincy MA | 11.15 | 1,138 | 267,477 | 1,333 | 248,871 | 1 | 430 | 5 | 18,818 | 2,477 | 535,596 | 11.70 |
| MD 15764 Cambridge-Newton-Framingham MA | 25.24 | 2,644 | 376,245 | 2,949 | 431,181 | 0 | 0 | 7 | 29,634 | 5,600 | 837,060 | 27.53 |
| MD 40484 Rockingham County NH | 34.33 | 3,162 | 339,264 | 4,445 | 533,516 | 1 | 28 | 6 | 3,750 | 7,614 | 876,558 | 25.33 |

* Loan Data as of December 31, 2007. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2008 to December 31, 2008.

*** Deposit Data as of April 22, 2009. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Institution ID: TD BANKNORTH, N.A.

Table 2. Geographic Distribution of Home Purchase Loans

| Geographic Distribution: HOME PURCHASE 31, 2007 | | Geography: BOSTON MULTI | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER | | | | | | | |
|--|---------------------------|-------------------------|------------------------|------------------|-----------------------------|--------------|---------------------------|--|--------------------------|--------------|-------------------------------|------|------|------|------|
| MA/Assessment Area: | Total Home Purchase Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography | | | | |
| | # | % of Total** | % Owner Occ Units*** | % BANK Loans**** | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| MD 37764 Peabody MA | 472 | 23.74 | 1.66 | 3.39 | 11.05 | 19.70 | 55.92 | 58.05 | 31.37 | 18.86 | 0.78 | 1.93 | 1.08 | 0.74 | 0.57 |
| MD 14484 Boston-Quincy MA | 357 | 17.96 | 1.97 | 3.08 | 14.35 | 17.93 | 46.50 | 42.30 | 37.18 | 36.69 | 0.26 | 0.00 | 0.24 | 0.24 | 0.35 |
| MD 15764 Cambridge-Newton-Framingham MA | 531 | 26.71 | 0.94 | 7.16 | 14.92 | 25.05 | 53.92 | 53.30 | 30.23 | 14.50 | 0.50 | 1.38 | 0.56 | 0.55 | 0.28 |
| MD 40484 Rockingham County NH | 628 | 31.59 | 0.00 | 0.00 | 16.82 | 21.66 | 63.78 | 62.58 | 19.40 | 15.76 | 1.69 | 0.00 | 2.23 | 1.70 | 1.16 |

* Based on 2007 Peer Mortgage Data (USPR)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: TD BANKNORTH, N.A.

Table 3. Geographic Distribution of Home Improvement Loans

| Geographic Distribution: HOME IMPROVEMENT 31, 2007 | | Geography: BOSTON MULTI | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER | | | | | |
|---|------------------------------|-------------------------|------------------------|------------------|-----------------------------|--------------|---------------------------|--------------|--------------------------|--|-------------------------------|------|------|------|------|
| MA/Assessment Area: | Total Home Improvement Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography | | | | |
| | # | % of Total** | % Owner Occ Units*** | % BANK Loans**** | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| MD 37764 Peabody MA | 1,068 | 31.30 | 1.66 | 1.87 | 11.05 | 10.11 | 55.92 | 59.18 | 31.37 | 28.84 | 4.92 | 3.08 | 4.12 | 4.65 | 5.95 |
| MD 14484 Boston-Quincy MA | 251 | 7.36 | 1.97 | 2.79 | 14.35 | 25.90 | 46.50 | 39.04 | 37.18 | 32.27 | 0.89 | 2.16 | 1.64 | 0.60 | 0.84 |
| MD 15764 Cambridge-Newton-Framingham MA | 871 | 25.53 | 0.94 | 2.64 | 14.92 | 21.81 | 53.92 | 57.41 | 30.23 | 18.14 | 2.72 | 1.69 | 3.51 | 2.95 | 1.70 |
| MD 40484 Rockingham County NH | 1,222 | 35.81 | 0.00 | 0.00 | 16.82 | 15.30 | 63.78 | 67.27 | 19.40 | 17.43 | 7.07 | 0.00 | 7.60 | 7.17 | 6.09 |

* Based on 2007 Peer Mortgage Data (USPR)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: TD BANKNORTH, N.A.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

| Geographic Distribution: HOME MORTGAGE REFINANCE DECEMBER 31, 2007 | | | Geography: BOSTON MULTI | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO | | | | |
|---|-------------------------------------|--------------|-------------------------|------------------|-----------------------------|--------------|---------------------------|--------------|--------------------------|--------------|---------------------------------------|------|------|------|------|
| MA/Assessment Area: | Total Home Mortgage Refinance Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography | | | | |
| | # | % of Total** | % Owner Occ Units*** | % BANK Loans**** | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| MD 37764 Peabody MA | 1,292 | 30.29 | 1.66 | 2.24 | 11.05 | 12.31 | 55.92 | 55.96 | 31.37 | 29.49 | 1.18 | 0.66 | 1.77 | 1.17 | 0.95 |
| MD 14484 Boston-Quincy MA | 484 | 11.35 | 1.97 | 3.51 | 14.35 | 23.35 | 46.50 | 35.95 | 37.18 | 37.19 | 0.30 | 0.07 | 0.58 | 0.21 | 0.27 |
| MD 15764 Cambridge-Newton-Framingham MA | 1,214 | 28.46 | 0.94 | 2.97 | 14.92 | 20.26 | 53.92 | 60.38 | 30.23 | 16.39 | 0.82 | 1.80 | 1.12 | 0.83 | 0.49 |
| MD 40484 Rockingham County NH | 1,276 | 29.91 | 0.00 | 0.00 | 16.82 | 14.66 | 63.78 | 66.46 | 19.40 | 18.89 | 1.94 | 0.00 | 1.67 | 1.99 | 2.00 |

* Based on 2007 Peer Mortgage Data (USPR)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: TD BANKNORTH, N.A.

Table 5. Geographic Distribution of Multifamily Loans

| Geographic Distribution: MULTIFAMILY 2007 | | Geography: BOSTON MULTI | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, | | | | | |
|--|-------------------------|-------------------------|------------------------|------------------|-----------------------------|--------------|---------------------------|--------------|--------------------------|--|-------------------------------|------|-------|------|-------|
| MA/Assessment Area: | Total Multifamily Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography | | | | |
| | # | % of Total** | % of MF Units*** | % BANK Loans**** | % MF Units*** | % BANK Loans | % MF Units*** | % BANK Loans | % MF Units*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| MD 37764 Peabody MA | 41 | 27.15 | 14.41 | 19.51 | 28.40 | 36.59 | 46.94 | 39.02 | 10.24 | 4.88 | 6.22 | 5.00 | 6.85 | 5.43 | 10.00 |
| MD 14484 Boston-Quincy MA | 46 | 30.46 | 13.39 | 8.70 | 29.57 | 39.13 | 31.06 | 32.61 | 25.97 | 19.57 | 3.39 | 2.78 | 7.24 | 1.22 | 1.10 |
| MD 15764 Cambridge-Newton-Framingham MA | 28 | 18.54 | 7.40 | 21.43 | 30.67 | 35.71 | 48.78 | 42.86 | 13.16 | 0.00 | 1.52 | 0.00 | 1.11 | 2.58 | 0.00 |
| MD 40484 Rockingham County NH | 36 | 23.84 | 0.00 | 0.00 | 30.35 | 27.78 | 64.88 | 61.11 | 4.78 | 11.11 | 11.36 | 0.00 | 12.50 | 9.26 | 20.00 |

* Based on 2007 Peer Mortgage Data (USPR)

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of Multi Family Units is the number of multi family units in a particular geography divided by the number of multifamily housing units in the area based on 2000 Census information.

**** Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

Institution ID: TD BANKNORTH, N.A.

Table 6. Geographic Distribution of Small Loans to Businesses

| Geographic Distribution: SMALL LOANS TO BUSINESSES DECEMBER 31, 2007 | | | Geography: BOSTON MULTI | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO | | | | |
|---|----------------------------|--------------|-------------------------|--------------|-----------------------------|--------------|---------------------------|--------------|--------------------------|--------------|---------------------------------------|------|------|------|------|
| MA/Assessment Area: | Total Small Business Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography* | | | | |
| | # | % of Total** | % of Business*** | % BANK Loans | % of Business*** | % BANK Loans | % of Business*** | % BANK Loans | % of Business*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| MD 37764 Peabody MA | 3,611 | 29.27 | 6.48 | 5.93 | 14.91 | 11.16 | 49.99 | 56.02 | 28.61 | 26.89 | 2.23 | 3.02 | 1.85 | 2.66 | 1.76 |
| 14484 Boston-Quincy MA | 1,333 | 10.80 | 9.86 | 5.40 | 15.15 | 13.50 | 35.36 | 33.91 | 39.62 | 47.19 | 0.43 | 0.40 | 0.45 | 0.38 | 0.49 |
| MD 15764 Cambridge-Newton-Framingham MA | 2,948 | 23.90 | 3.15 | 3.46 | 17.41 | 13.87 | 51.46 | 61.94 | 27.97 | 20.73 | 0.95 | 1.52 | 0.82 | 1.13 | 0.72 |
| MD 40484 Rockingham County NH | 4,445 | 36.03 | 0.00 | 0.00 | 17.16 | 13.27 | 67.32 | 73.07 | 15.52 | 13.66 | 3.97 | 0.00 | 3.77 | 4.46 | 3.16 |

* Based on 2007 Peer Small Business Data -- (NE, SE)

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2007).

Institution ID: TD BANKNORTH, N.A.

Table 8. Borrower Distribution of Home Purchase Loans

| Borrower Distribution: HOME PURCHASE | | Geography: BOSTON MULTI | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | |
|---|---------------------------|-------------------------|----------------------|------------------|---------------------------|------------------|-------------------------|------------------|------------------------|---|--------------|------|------|------|------|
| MA/Assessment Area: | Total Home Purchase Loans | | Low-Income Borrowers | | Moderate-Income Borrowers | | Middle-Income Borrowers | | Upper-Income Borrowers | | Market Share | | | | |
| | # | % of Total** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| MD 37764 Peabody MA | 472 | 23.74 | 20.76 | 10.26 | 17.43 | 41.27 | 21.99 | 21.83 | 39.82 | 26.64 | 0.94 | 2.84 | 2.72 | 0.49 | 0.33 |
| MD 14484 Boston-Quincy MA | 357 | 17.96 | 21.69 | 7.87 | 17.14 | 22.45 | 21.61 | 16.91 | 39.56 | 52.77 | 0.32 | 1.17 | 0.80 | 0.13 | 0.23 |
| MD 15764 Cambridge-Newton-Framingham MA | 531 | 26.71 | 19.32 | 17.97 | 18.26 | 39.20 | 22.74 | 19.69 | 39.69 | 23.14 | 0.58 | 2.30 | 1.36 | 0.33 | 0.23 |
| MD 40484 Rockingham County NH | 628 | 31.59 | 16.53 | 7.97 | 19.79 | 28.57 | 26.38 | 32.39 | 37.30 | 31.06 | 1.93 | 4.60 | 3.60 | 1.59 | 1.13 |

* Based on 2007 Peer Mortgage Data (USPR)

** As a percentage of loans with borrower income information available. No information was available for 3.1% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

Institution ID: TD BANKNORTH, N.A.

Table 9. Borrower Distribution of Home Improvement Loans

| Borrower Distribution: HOME IMPROVEMENT | | Geography: BOSTON MULTI | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | |
|---|------------------------------|-------------------------|----------------------|------------------|---------------------------|------------------|-------------------------|------------------|------------------------|---|---------------|-------|------|------|------|
| MA/Assessment Area: | Total Home Improvement Loans | | Low-Income Borrowers | | Moderate-Income Borrowers | | Middle-Income Borrowers | | Upper-Income Borrowers | | Market Share* | | | | |
| | # | % of Total** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| MD 37764 Peabody MA | 1,068 | 31.30 | 20.76 | 9.49 | 17.43 | 19.64 | 21.99 | 28.75 | 39.82 | 42.13 | 5.01 | 7.61 | 5.02 | 5.07 | 4.61 |
| MD 14484 Boston-Quincy MA | 251 | 7.36 | 21.69 | 6.61 | 17.14 | 14.88 | 21.61 | 35.12 | 39.56 | 43.39 | 0.87 | 0.79 | 0.92 | 0.77 | 0.92 |
| MD 15764 Cambridge-Newton-Framingham MA | 871 | 25.53 | 19.32 | 11.53 | 18.26 | 27.82 | 22.74 | 32.36 | 39.69 | 28.29 | 2.81 | 4.47 | 3.31 | 3.02 | 2.09 |
| MD 40484 Rockingham County NH | 1,222 | 35.81 | 16.53 | 10.32 | 19.79 | 21.73 | 26.38 | 32.21 | 37.30 | 35.74 | 7.00 | 11.79 | 6.11 | 8.24 | 5.66 |

* Based on 2007 Peer Mortgage Data (USPR)

** As a percentage of loans with borrower income information available. No information was available for 1.9% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

Institution ID: TD BANKNORTH, N.A.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

| Borrower Distribution: HOME MORTGAGE REFINANCE | | | | | | | | | | | | | | | Geography: BOSTON MULTI | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | |
|--|-------------------------------------|--------------|----------------------|------------------|---------------------------|------------------|-------------------------|------------------|------------------------|------------------|---------------|------|------|------|-------------------------|--|---|--|--|--|--|
| MA/Assessment Area: | Total Home Mortgage Refinance Loans | | Low-Income Borrowers | | Moderate-Income Borrowers | | Middle-Income Borrowers | | Upper-Income Borrowers | | Market Share* | | | | | | | | | | |
| | # | % of Total** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | Overall | Low | Mod | Mid | Upp | | | | | | |
| Full Review: | | | | | | | | | | | | | | | | | | | | | |
| MD 37764 Peabody MA | 1,292 | 30.29 | 20.76 | 11.21 | 17.43 | 29.57 | 21.99 | 26.79 | 39.82 | 32.43 | 1.42 | 3.92 | 3.19 | 1.04 | 0.72 | | | | | | |
| MD 14484 Boston-Quincy MA | 484 | 11.35 | 21.69 | 7.02 | 17.14 | 27.45 | 21.61 | 28.51 | 39.56 | 37.02 | 0.35 | 0.53 | 0.66 | 0.36 | 0.24 | | | | | | |
| MD 15764 Cambridge-Newton-Framingham MA | 1,214 | 28.46 | 19.32 | 15.38 | 18.26 | 36.22 | 22.74 | 23.78 | 39.69 | 24.62 | 0.98 | 1.65 | 2.40 | 0.58 | 0.50 | | | | | | |
| MD 40484 Rockingham County NH | 1,276 | 29.91 | 16.53 | 12.42 | 19.79 | 27.58 | 26.38 | 31.61 | 37.30 | 28.39 | 2.25 | 4.76 | 2.76 | 2.17 | 1.74 | | | | | | |

* Based on 2007 Peer Mortgage Data (USPR)

** As a percentage of loans with borrower income information available. No information was available for 2.5% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

Institution ID: TD BANKNORTH, N.A.

Table 11. Borrower Distribution of Small Loans to Businesses

| Borrower Distribution: SMALL LOANS TO BUSINESSES | | | | | Geography: BOSTON MULTI | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | |
|--|---------------------------------|--------------|---|------------|--|-------------------------|---------------------------|---|-------------------------|
| MA/Assessment Area: | Total Small Loans to Businesses | | Businesses With Revenues of \$1 million or less | | Loans by Original Amount Regardless of Business Size | | | Market Share* | |
| | # | % of Total** | % of Businesses*** | % BANK**** | \$100,000 or less | >\$100,000 to \$250,000 | >\$250,000 to \$1,000,000 | All | Rev\$ 1 Million or Less |
| Full Review: | | | | | | | | | |
| MD 37764 Peabody MA | 3,611 | 29.27 | 68.12 | 67.54 | 77.01 | 13.07 | 9.91 | 2.23 | 4.39 |
| MD 14484 Boston-Quincy MA | 1,333 | 10.80 | 66.68 | 54.09 | 60.32 | 17.70 | 21.98 | 0.43 | 0.65 |
| MD 15764 Cambridge-Newton-Framingham MA | 2,948 | 23.90 | 66.82 | 60.58 | 68.49 | 17.16 | 14.35 | 0.95 | 1.68 |
| MD 40484 Rockingham County NH | 4,445 | 36.03 | 64.53 | 65.04 | 71.02 | 17.01 | 11.97 | 3.97 | 6.89 |

* Based on 2007 Peer Small Business Data -- (NE, SE)

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2007).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 3.06% of small loans to businesses originated and purchased by the bank.

Institution ID: TD BANKNORTH, N.A.

Table 14. Qualified Investments

| QUALIFIED INVESTMENTS | | Geography: BOSTON MULTI | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2008 | | | |
|---|--------------------------|-------------------------|----------------------------|-----------|-------------------|---|------------|------------------------|-----------|
| MA/Assessment Area: | Prior Period Investments | | Current Period Investments | | Total Investments | | | Unfunded Commitments** | |
| | # | \$(000's) | # | \$(000's) | # | \$(000's) | % of Total | # | \$(000's) |
| Full Review: | | | | | | | | | |
| MD 37764 Peabody MA | 1 | 90 | 150 | 12,076 | 151 | 12,166 | 41% | 1 | 704 |
| MD 14484 Boston-Quincy MA | 2 | 745 | 100 | 6,528 | 102 | 7,273 | 25% | 0 | 0 |
| MD 15764 Cambridge-Newton-Framingham MA | 1 | 20 | 77 | 8,007 | 78 | 8,027 | 27% | 1 | 30 |
| MD 40484 Rockingham County NH | 0 | 0 | 40 | 1,893 | 40 | 1,893 | 6% | 1 | 1,868 |

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

| DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS | | | | | | | | Geography: BOSTON MULTI | | | | | | | | | |
|---|--------------------------------|--------------------|--------------------------------|---|-------|-------|-------|--------------------------|----------------------|---|-----|------------|-----|---------------------------------------|-------|-------|-------|
| Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | | | | | | | | | | | |
| MA/Assessment Area: | Deposits | Branches | | | | | | Branch Openings/Closings | | | | Population | | | | | |
| | % of Rated Area Deposits in AA | # of BANK Branches | % of Rated Area Branches in AA | Location of Branches by Income of Geographies (%) | | | | # of Branch Openings | # of Branch Closings | Net change in Location of Branches (+ or -) | | | | % of Population within Each Geography | | | |
| | | | | Low | Mod | Mid | Upp | | | Low | Mod | Mid | Upp | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | | | |
| MD 37764 Peabody MA | 35.44 | 31 | 29.25 | 3.23 | 16.13 | 64.52 | 16.13 | 0 | 0 | 0 | 0 | 0 | 0 | 6.49 | 18.99 | 49.28 | 25.25 |
| MD 14484 Boston-Quincy MA | 11.7 | 19 | 17.92 | 5.26 | 21.05 | 15.79 | 57.89 | 2 | 1 | 0 | 0 | 0 | 1 | 7.06 | 23.54 | 40.00 | 29.24 |
| MD 15764 Cambridge-Newton-Framingham MA | 27.53 | 29 | 27.36 | 3.45 | 13.79 | 55.17 | 27.59 | 0 | 0 | 0 | 0 | 0 | 0 | 3.46 | 22.32 | 49.69 | 24.54 |
| MD 40484 Rockingham County NH | 25.33 | 27 | 25.47 | 0 | 14.81 | 70.37 | 14.81 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 19.21 | 63.51 | 17.27 |

Institution ID: TD BANKNORTH, N.A.

Table 1. Lending Volume

| LENDING VOLUME | | Geography: NEW YORK MULTI | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | |
|--|------------------------------------|---------------------------|------------|---------------------------|------------|----------------------|------------|---|------------|----------------------|-----------|--------------------------------------|
| MA/Assessment Area: | % of Rated Area Loans (#) in MA/AA | Home Mortgage | | Small Loans to Businesses | | Small Loans to Farms | | Community Development Loans** | | Total Reported Loans | | % of Rated Area Deposits in MA/AA*** |
| | | # | \$ (000's) | # | \$ (000's) | # | \$ (000's) | # | \$ (000's) | # | \$(000's) | |
| Full Review: | | | | | | | | | | | | |
| MD 35644 New York-White Plains-Wayne NY-NJ | 65.44 | 879 | 178,265 | 924 | 158,064 | 0 | 0 | 10 | 6,155 | 1,813 | 342,484 | 85.69 |
| MD 20764 Edison NJ | 14.16 | 309 | 54,311 | 81 | 21,113 | 0 | 0 | 0 | 0 | 390 | 75,424 | 3.86 |
| MD 35084 Newark-Union NJ | 20.40 | 368 | 78,859 | 194 | 37,728 | 0 | 0 | 2 | 730 | 564 | 117,317 | 10.45 |

* Loan Data as of December 31, 2007. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2008 to December 31, 2008.

*** Deposit Data as of April 22, 2009. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Institution ID: TD BANKNORTH, N.A.

Table 2. Geographic Distribution of Home Purchase Loans

| Geographic Distribution: HOME PURCHASE | | Geography: NEW YORK MULTI | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | |
|--|---------------------------|---------------------------|------------------------|------------------|-----------------------------|--------------|---------------------------|---|--------------------------|--------------|--------------------------------|------|------|------|------|
| MA/Assessment Area: | Total Home Purchase Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography* | | | | |
| | # | % of Total** | % Owner Occ Units*** | % BANK Loans**** | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| MD 35644 New York-White Plains-Wayne NY-NJ | 179 | 51.44 | 0.68 | 4.47 | 5.09 | 52.51 | 13.86 | 13.97 | 80.38 | 29.05 | 0.16 | 0.41 | 0.81 | 0.12 | 0.07 |
| MD 20764 Edison NJ | 84 | 24.14 | 3.50 | 8.33 | 14.87 | 40.48 | 51.71 | 42.86 | 29.93 | 8.33 | 0.10 | 0.15 | 0.24 | 0.10 | 0.03 |
| MD 35084 Newark-Union NJ | 85 | 24.43 | 4.21 | 29.41 | 10.82 | 44.71 | 25.48 | 12.94 | 59.49 | 12.94 | 0.16 | 0.33 | 0.52 | 0.06 | 0.06 |

* Based on 2007 Peer Mortgage Data (USPR)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: TD BANKNORTH, N.A.

Table 3. Geographic Distribution of Home Improvement Loans

| Geographic Distribution: HOME IMPROVEMENT | | | Geography: NEW YORK MULTI | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | |
|--|------------------------------|--------------|---------------------------|------------------|-----------------------------|--------------|---------------------------|--------------|---|--------------|-------------------------------|------|------|------|------|
| MA/Assessment Area: | Total Home Improvement Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography | | | | |
| | # | % of Total** | % Owner Occ Units*** | % BANK Loans**** | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| MD 35644 New York-White Plains-Wayne NY-NJ | 233 | 68.73 | 0.68 | 0.00 | 5.09 | 9.44 | 13.86 | 26.18 | 80.38 | 64.38 | 0.92 | 0.00 | 1.53 | 1.15 | 0.81 |
| MD 20764 Edison NJ | 48 | 14.16 | 3.50 | 0.00 | 14.87 | 45.83 | 51.71 | 37.50 | 29.93 | 16.67 | 0.15 | 0.00 | 0.36 | 0.14 | 0.04 |
| MD 35084 Newark-Union NJ | 58 | 17.11 | 4.21 | 5.17 | 10.82 | 8.62 | 25.48 | 32.76 | 59.49 | 53.45 | 0.38 | 0.37 | 0.14 | 0.59 | 0.34 |

* Based on 2007 Peer Mortgage Data (USPR)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: TD BANKNORTH, N.A.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

| Geographic Distribution: HOME MORTGAGE REFINANCE | | | Geography: NEW YORK MULTI | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | Market Share (%) by Geography* | | | | |
|--|-------------------------------------|--------------|---------------------------|------------------|-----------------------------|--------------|---|--------------|--------------------------|--------------|---------|--------------------------------|------|------|------|--|
| MA/Assessment Area: | Total Home Mortgage Refinance Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Overall | Low | Mod | Mid | Upp | |
| | # | % of Total** | % Owner Occ Units*** | % BANK Loans**** | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | | | | | | |
| Full Review: | | | | | | | | | | | | | | | | |
| MD 35644 New York-White Plains-Wayne NY-NJ | 447 | 53.02 | 0.68 | 2.01 | 5.09 | 35.57 | 13.86 | 18.57 | 80.38 | 43.85 | 0.37 | 0.71 | 1.58 | 0.32 | 0.18 | |
| MD 20764 Edison NJ | 175 | 20.76 | 3.50 | 1.71 | 14.87 | 45.14 | 51.71 | 49.14 | 29.93 | 4.00 | 0.12 | 0.07 | 0.27 | 0.12 | 0.03 | |
| MD 35084 Newark-Union NJ | 221 | 26.22 | 4.21 | 26.70 | 10.82 | 33.03 | 25.48 | 21.27 | 59.49 | 19.00 | 0.31 | 1.05 | 0.48 | 0.26 | 0.10 | |

* Based on 2007 Peer Mortgage Data (USPR)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: TD BANKNORTH, N.A.

Table 5. Geographic Distribution of Multifamily Loans

| Geographic Distribution: MULTIFAMILY | | Geography: NEW YORK MULTI | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | |
|--|-------------------------|---------------------------|------------------------|------------------|-----------------------------|--------------|---------------------------|---|--------------------------|--------------|--------------------------------|------|------|------|------|
| MA/Assessment Area: | Total Multifamily Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography* | | | | |
| | # | % of Total** | % of MF Units*** | % BANK Loans**** | % MF Units*** | % BANK Loans | % MF Units*** | % BANK Loans | % MF Units*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| MD 35644 New York-White Plains-Wayne NY-NJ | 19 | 76.00 | 10.21 | 0.00 | 19.31 | 47.37 | 15.58 | 21.05 | 54.91 | 31.58 | 0.67 | 0.00 | 0.92 | 0.86 | 0.54 |
| MD 20764 Edison NJ | 2 | 8.00 | 7.81 | 0.00 | 24.08 | 0.00 | 53.46 | 100.00 | 14.66 | 0.00 | 1.14 | 0.00 | 0.00 | 2.63 | 0.00 |
| MD 35084 Newark-Union NJ | 4 | 16.00 | 31.07 | 50.00 | 29.21 | 25.00 | 23.26 | 25.00 | 16.46 | 0.00 | 0.95 | 0.86 | 0.74 | 2.08 | 0.00 |

* Based on 2007 Peer Mortgage Data (USPR)

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of Multi Family Units is the number of multi family units in a particular geography divided by the number of multifamily housing units in the area based on 2000 Census information.

**** Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

Institution ID: TD BANKNORTH, N.A.

Table 6. Geographic Distribution of Small Loans to Businesses

| Geographic Distribution: SMALL LOANS TO BUSINESSES | | | | | | | | | | | | Geography: NEW YORK MULTI | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | |
|--|----------------------------|--------------|------------------------|--------------|-----------------------------|--------------|---------------------------|--------------|--------------------------|--------------|--------------------------------|---------------------------|------|------|------|---|--|--|--|--|
| MA/Assessment Area: | Total Small Business Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography* | | | | | | | | | |
| | # | % of Total** | % of Business es*** | % BANK Loans | % of Business es*** | % BANK Loans | % of Business es*** | % BANK Loans | % of Business es*** | % BANK Loans | Overall | Low | Mod | Mid | Upp | | | | | |
| Full Review: | | | | | | | | | | | | | | | | | | | | |
| MD 35644 New York-White Plains-Wayne NY-NJ | 921 | 77.01 | 3.66 | 1.85 | 8.59 | 5.97 | 13.89 | 20.96 | 72.80 | 71.23 | 0.16 | 0.10 | 0.11 | 0.21 | 0.16 | | | | | |
| MD 20764 Edison NJ | 81 | 6.77 | 3.08 | 1.23 | 13.32 | 23.46 | 51.86 | 55.56 | 31.61 | 19.75 | 0.03 | 0.03 | 0.08 | 0.04 | 0.01 | | | | | |
| MD 35084 Newark-Union NJ | 194 | 16.22 | 11.28 | 6.19 | 14.25 | 11.34 | 23.20 | 20.62 | 51.27 | 61.86 | 0.13 | 0.10 | 0.15 | 0.13 | 0.13 | | | | | |

* Based on 2007 Peer Small Business Data -- (NE, SE)

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2007).

Institution ID: TD BANKNORTH, N.A.

Table 8. Borrower Distribution of Home Purchase Loans

| Borrower Distribution: HOME PURCHASE | | Geography: NEW YORK MULTI | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | |
|--|---------------------------|---------------------------|----------------------|------------------|---------------------------|------------------|-------------------------|------------------|------------------------|---|--------------|------|------|------|------|
| MA/Assessment Area: | Total Home Purchase Loans | | Low-Income Borrowers | | Moderate-Income Borrowers | | Middle-Income Borrowers | | Upper-Income Borrowers | | Market Share | | | | |
| | # | % of Total** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| MD 35644 New York-White Plains-Wayne NY-NJ | 180 | 51.58 | 18.51 | 0.57 | 12.72 | 13.64 | 15.23 | 16.48 | 53.55 | 69.32 | 0.18 | 0.65 | 1.27 | 0.43 | 0.13 |
| MD 20764 Edison NJ | 84 | 24.07 | 19.11 | 11.90 | 18.58 | 51.19 | 22.73 | 15.48 | 39.58 | 21.43 | 0.12 | 0.24 | 0.42 | 0.06 | 0.05 |
| MD 35084 Newark-Union NJ | 85 | 24.36 | 22.66 | 4.76 | 15.73 | 32.14 | 19.18 | 16.67 | 42.43 | 46.43 | 0.19 | 0.94 | 0.75 | 0.14 | 0.10 |

* Based on 2007 Peer Mortgage Data (USPR)

** As a percentage of loans with borrower income information available. No information was available for 1.4% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

Institution ID: TD BANKNORTH, N.A.

Table 9. Borrower Distribution of Home Improvement Loans

| Borrower Distribution: HOME IMPROVEMENT | | Geography: NEW YORK MULTI | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | |
|--|------------------------------|---------------------------|----------------------|------------------|---------------------------|------------------|-------------------------|------------------|------------------------|---|---------------|------|------|------|------|
| MA/Assessment Area: | Total Home Improvement Loans | | Low-Income Borrowers | | Moderate-Income Borrowers | | Middle-Income Borrowers | | Upper-Income Borrowers | | Market Share* | | | | |
| | # | % of Total** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| MD 35644 New York-White Plains-Wayne NY-NJ | 233 | 68.73 | 18.51 | 1.33 | 12.72 | 9.33 | 15.23 | 21.78 | 53.55 | 67.56 | 0.91 | 1.18 | 1.92 | 1.31 | 0.76 |
| MD 20764 Edison NJ | 48 | 14.16 | 19.11 | 8.33 | 18.58 | 27.08 | 22.73 | 31.25 | 39.58 | 33.33 | 0.15 | 0.22 | 0.22 | 0.19 | 0.07 |
| MD 35084 Newark-Union NJ | 58 | 17.11 | 22.66 | 9.43 | 15.73 | 24.53 | 19.18 | 28.30 | 42.43 | 37.74 | 0.37 | 0.38 | 0.68 | 0.33 | 0.30 |

* Based on 2007 Peer Mortgage Data (USPR)

** As a percentage of loans with borrower income information available. No information was available for 3.8% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

Institution ID: TD BANKNORTH, N.A.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

| Borrower Distribution: HOME MORTGAGE REFINANCE | | Geography: NEW YORK MULTI | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | |
|--|-------------------------------------|---------------------------|----------------------|------------------|---------------------------|------------------|-------------------------|---|------------------------|------------------|---------------|------|------|------|------|
| MA/Assessment Area: | Total Home Mortgage Refinance Loans | | Low-Income Borrowers | | Moderate-Income Borrowers | | Middle-Income Borrowers | | Upper-Income Borrowers | | Market Share* | | | | |
| | # | % of Total** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| MD 35644 New York-White Plains-Wayne NY-NJ | 447 | 53.02 | 18.51 | 3.20 | 12.72 | 19.91 | 15.23 | 17.85 | 53.55 | 59.04 | 0.43 | 2.20 | 2.58 | 0.60 | 0.30 |
| MD 20764 Edison NJ | 175 | 20.76 | 19.11 | 20.00 | 18.58 | 52.57 | 22.73 | 19.43 | 39.58 | 8.00 | 0.14 | 0.48 | 0.41 | 0.07 | 0.02 |
| MD 35084 Newark-Union NJ | 221 | 26.22 | 22.66 | 9.48 | 15.73 | 43.13 | 19.18 | 26.54 | 42.43 | 20.85 | 0.34 | 0.67 | 1.12 | 0.25 | 0.13 |

* Based on 2007 Peer Mortgage Data (USPR)

** As a percentage of loans with borrower income information available. No information was available for 2.4% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

Institution ID: TD BANKNORTH, N.A.

Table 11. Borrower Distribution of Small Loans to Businesses

| Borrower Distribution: SMALL LOANS TO BUSINESSES | | Geography: NEW YORK MULTI | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | |
|--|---------------------------------|---------------------------|---|------------|---|-------------------------|---------------------------|---------------|-------------------------|
| MA/Assessment Area: | Total Small Loans to Businesses | | Businesses With Revenues of \$1 million or less | | Loans by Original Amount Regardless of Business Size | | | Market Share* | |
| | # | % of Total** | % of Businesses*** | % BANK**** | \$100,000 or less | >\$100,000 to \$250,000 | >\$250,000 to \$1,000,000 | All | Rev\$ 1 Million or Less |
| Full Review: | | | | | | | | | |
| MD 35644 New York-White Plains-Wayne NY-NJ | 924 | 77.06 | 68.06 | 48.70 | 65.58 | 16.67 | 17.75 | 0.16 | 0.24 |
| MD 20764 Edison NJ | 81 | 6.76 | 70.97 | 50.62 | 50.62 | 18.52 | 30.86 | 0.03 | 0.05 |
| MD 35084 Newark-Union NJ | 194 | 16.18 | 72.18 | 54.64 | 62.37 | 13.40 | 24.23 | 0.13 | 0.23 |

* Based on 2007 Peer Small Business Data -- (NE, SE)

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2007).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 0.83% of small loans to businesses originated and purchased by the bank.

Institution ID: TD BANKNORTH, N.A.

Table 14. Qualified Investments

| QUALIFIED INVESTMENTS | | Geography: NEW YORK MULTI | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2008 | | | |
|--|--------------------------|---------------------------|----------------------------|-----------|-------------------|---|------------|------------------------|-----------|
| MA/Assessment Area: | Prior Period Investments | | Current Period Investments | | Total Investments | | | Unfunded Commitments** | |
| | # | \$(000's) | # | \$(000's) | # | \$(000's) | % of Total | # | \$(000's) |
| Full Review: | | | | | | | | | |
| MD 35644 New York-White Plains-Wayne NY-NJ | 0 | 0 | 104 | 16,917 | 104 | 16,917 | 53% | 1 | 15,454 |
| MD 20764 Edison NJ | 0 | 0 | 33 | 205 | 33 | 205 | 1% | 0 | 0 |
| MD 35084 Newark-Union NJ | 0 | 0 | 72 | 14,745 | 72 | 14,745 | 46% | 0 | 0 |

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Institution ID: TD BANKNORTH, N.A.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

| DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS | | | | | | | | Geography: NEW YORK MULTI | | | | | | | | | |
|---|--------------------------------|--------------------|--------------------------------|---|-------|-------|-------|---------------------------|----------------------|---|-----|------------|-----|---------------------------------------|-------|-------|-------|
| Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | | | | | | | | | | | |
| MA/Assessment Area: | Deposits | Branches | | | | | | Branch Openings/Closings | | | | Population | | | | | |
| | % of Rated Area Deposits in AA | # of BANK Branches | % of Rated Area Branches in AA | Location of Branches by Income of Geographies (%) | | | | # of Branch Openings | # of Branch Closings | Net change in Location of Branches (+ or -) | | | | % of Population within Each Geography | | | |
| | | | | Low | Mod | Mid | Upp | | | Low | Mod | Mid | Upp | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | | | |
| MD 35644 New York-White Plains-Wayne NY-NJ | 85.69 | 71 | 78.89 | 1.41 | 12.68 | 26.76 | 59.15 | 1 | 4 | 0 | 0 | -2 | -1 | 7.1 | 16.63 | 18.79 | 57.44 |
| MD 20764 Edison NJ | 3.86 | 3 | 3.33 | 0 | 33.33 | 33.33 | 33.33 | 0 | 0 | 0 | 0 | 0 | 0 | 3.91 | 17.2 | 51.81 | 26.93 |
| MD 35084 Newark-Union NJ | 10.45 | 16 | 17.78 | 12.5 | 12.5 | 25 | 50 | 0 | 0 | 0 | 0 | 0 | 0 | 14.6 | 20.19 | 23.01 | 42.2 |

Institution ID: TD BANKNORTH, N.A.

Table 1. Lending Volume

| LENDING VOLUME | | Geography: PHILADELPHIA MULTI | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | |
|----------------------------|------------------------------------|-------------------------------|------------|---------------------------|------------|----------------------|------------|---|------------|----------------------|-----------|--------------------------------------|
| MA/Assessment Area (2008): | % of Rated Area Loans (#) in MA/AA | Home Mortgage | | Small Loans to Businesses | | Small Loans to Farms | | Community Development Loans** | | Total Reported Loans | | % of Rated Area Deposits in MA/AA*** |
| | | # | \$ (000's) | # | \$ (000's) | # | \$ (000's) | # | \$ (000's) | # | \$(000's) | |
| Full Review: | | | | | | | | | | | | |
| MD 37964 Philadelphia PA | 52.22 | 847 | 96,531 | 388 | 84,868 | 0 | 0 | 4 | 4,750 | 1,239 | 186,149 | 57.70 |
| MD 15804 Camden NJ | 42.96 | 817 | 96,315 | 199 | 48,751 | 0 | 0 | 2 | 1,350 | 1,018 | 146,416 | 39.19 |
| MD 48864 Wilmington NJ | 4.82 | 96 | 9,062 | 18 | 5,358 | 0 | 0 | 0 | 0 | 114 | 14,420 | 3.11 |

* Loan Data as of December 31, 2007. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2008 to December 31, 2008.

*** Deposit Data as of April 22, 2009. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Institution ID: TD BANKNORTH, N.A.

Table 2. Geographic Distribution of Home Purchase Loans

| Geographic Distribution: HOME PURCHASE | | Geography: PHILADELPHIA MULTI | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | |
|--|---------------------------|-------------------------------|------------------------|------------------|-----------------------------|--------------|---------------------------|---|--------------------------|--------------|-------------------------------|------|------|------|------|
| MA/Assessment Area: | Total Home Purchase Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography | | | | |
| | # | % of Total** | % Owner Occ Units*** | % BANK Loans**** | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| MD 37964 Philadelphia PA | 336 | 55.17 | 10.45 | 24.40 | 21.36 | 59.52 | 30.80 | 13.10 | 37.38 | 2.98 | 0.18 | 0.47 | 0.45 | 0.13 | 0.02 |
| MD 15804 Camden NJ | 234 | 38.42 | 3.02 | 0.00 | 9.38 | 23.08 | 62.69 | 66.67 | 24.91 | 10.26 | 0.39 | 0 | 0.78 | 0.41 | 0.24 |
| MD 48864 Wilmington NJ | 39 | 6.40 | 3.80 | 30.77 | 14.42 | 30.77 | 81.78 | 38.46 | 0.00 | 0.00 | 1.2 | 6.74 | 2.33 | 0.48 | 0 |

* Based on 2006 Peer Mortgage Data (NE)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: TD BANKNORTH, N.A.

Table 3. Geographic Distribution of Home Improvement Loans

| Geographic Distribution: HOME IMPROVEMENT | | | Geography: PHILADELPHIA MULTI | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | Market Share (%) by Geography* | | | | |
|---|------------------------------|--------------|-------------------------------|------------------|-----------------------------|--------------|---|--------------|--------------------------|--------------|---------|--------------------------------|------|------|------|--|
| MA/Assessment Area: | Total Home Improvement Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Overall | Low | Mod | Mid | Upp | |
| | # | % of Total** | % Owner Occ Units*** | % BANK Loans**** | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | | | | | | |
| Full Review: | | | | | | | | | | | | | | | | |
| MD 37964 Philadelphia PA | 93 | 39.24 | 10.45 | 21.51 | 21.36 | 17.20 | 30.80 | 33.33 | 37.38 | 27.96 | 0.18 | 0.29 | 0.13 | 0.27 | 0.09 | |
| MD 15804 Camden NJ | 123 | 51.90 | 3.02 | 0.81 | 9.38 | 3.25 | 62.69 | 75.61 | 24.91 | 20.33 | 0.46 | 0.43 | 0.13 | 0.58 | 0.24 | |
| MD 48864 Wilmington NJ | 21 | 8.86 | 3.80 | 9.52 | 14.42 | 9.52 | 81.78 | 80.95 | 0.00 | 0.00 | 0.66 | 9.52 | 1.19 | 0.2 | 0 | |

* Based on 2006 Peer Mortgage Data (NE)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: TD BANKNORTH, N.A.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

| Geographic Distribution: HOME MORTGAGE REFINANCE | | | Geography: PHILADELPHIA MULTI | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | Market Share (%) by Geography | | | | |
|--|-------------------------------------|--------------|-------------------------------|------------------|-----------------------------|--------------|---|--------------|--------------------------|--------------|---------|-------------------------------|------|------|------|--|
| MA/Assessment Area: | Total Home Mortgage Refinance Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Overall | Low | Mod | Mid | Upp | |
| | # | % of Total** | % Owner Occ*** Units | % BANK Loans**** | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | | | | | | |
| Full Review: | | | | | | | | | | | | | | | | |
| MD 37964 Philadelphia PA | 401 | 44.75 | 10.45 | 13.72 | 21.36 | 48.88 | 30.80 | 25.19 | 37.38 | 12.22 | 0.21 | 0.42 | 0.41 | 0.16 | 0.08 | |
| MD 15804 Camden NJ | 459 | 51.23 | 3.02 | 0.65 | 9.38 | 18.95 | 62.69 | 64.27 | 24.91 | 16.12 | 0.47 | 0 | 0.91 | 0.46 | 0.33 | |
| MD 48864 Wilmington NJ | 36 | 4.02 | 3.80 | 2.78 | 14.42 | 38.89 | 81.78 | 58.33 | 0.00 | 0.00 | 0.59 | 0 | 2.27 | 0.28 | 0 | |

* Based on 2006 Peer Mortgage Data (NE)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: TD BANKNORTH, N.A.

Table 5. Geographic Distribution of Multifamily Loans

| Geographic Distribution: MULTIFAMILY | | Geography: PHILADELPHIA MULTI | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | |
|--------------------------------------|-------------------------|-------------------------------|------------------------|------------------|-----------------------------|--------------|---------------------------|--------------|--------------------------|---|-------------------------------|------|------|------|-----|
| MA/Assessment Area: | Total Multifamily Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography | | | | |
| | # | % of Total** | % of MF Units*** | % BANK Loans**** | % MF Units*** | % BANK Loans | % MF Units*** | % BANK Loans | % MF Units*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| MD 37964 Philadelphia PA | 16 | 100.00 | 8.83 | 31.25 | 21.65 | 31.25 | 36.58 | 25.00 | 32.94 | 12.50 | 2.03 | 6.67 | 1.04 | 1.48 | 1.1 |
| MD 15804 Camden NJ | 0 | 0.00 | 6.64 | 0.00 | 24.73 | 0.00 | 57.35 | 0.00 | 11.28 | 0.00 | 0 | 0 | 0 | 0 | 0 |
| MD 48864 Wilmington NJ | 0 | 0.00 | 28.57 | 0.00 | 27.82 | 0.00 | 43.61 | 0.00 | 0.00 | 0.00 | 0 | 0 | 0 | 0 | 0 |

* Based on 2006 Peer Mortgage Data (NE)

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of Multi Family Units is the number of multi family units in a particular geography divided by the number of multifamily housing units in the area based on 2000 Census information.

**** Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

Institution ID: TD BANKNORTH, N.A.

Table 6. Geographic Distribution of Small Loans to Businesses

| Geographic Distribution: SMALL LOANS TO BUSINESSES | | | Geography: PHILADELPHIA MULTI | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | |
|--|----------------------------|--------------|-------------------------------|--------------|-----------------------------|--------------|---------------------------|--------------|---|--------------|-------------------------------|------|------|------|------|
| MA/Assessment Area: | Total Small Business Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography | | | | |
| | # | % of Total** | % of Businesses*** | % BANK Loans | % of Businesses*** | % BANK Loans | % of Businesses*** | % BANK Loans | % of Businesses*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| MD 37964 Philadelphia PA | 388 | 64.56 | 10.47 | 7.99 | 18.25 | 17.78 | 27.13 | 26.03 | 43.29 | 48.20 | 0.18 | 0.17 | 0.22 | 0.17 | 0.18 |
| MD 15804 Camden NJ | 195 | 32.45 | 3.78 | 2.56 | 10.85 | 8.21 | 56.70 | 60.51 | 28.36 | 28.72 | 0.21 | 0.11 | 0.22 | 0.21 | 0.21 |
| MD 48864 Wilmington NJ | 18 | 3.00 | 4.86 | 5.56 | 14.73 | 11.11 | 80.42 | 83.33 | 0.00 | 0.00 | 0.55 | 1.89 | 0.74 | 0.51 | 0.00 |
| | | | | | | | | | | | | | | | |

* Based on 2006 Peer Small Business Data -- (NE)

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2007).

Institution ID: TD BANKNORTH, N.A.

Table 8. Borrower Distribution of Home Purchase Loans

| Borrower Distribution: HOME PURCHASE | | Geography: PHILADELPHIA MULTI | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | |
|--------------------------------------|---------------------------|-------------------------------|----------------------|------------------|---------------------------|------------------|-------------------------|------------------|------------------------|---|--------------|------|------|------|------|
| MA/Assessment Area: | Total Home Purchase Loans | | Low-Income Borrowers | | Moderate-Income Borrowers | | Middle-Income Borrowers | | Upper-Income Borrowers | | Market Share | | | | |
| | # | % of Total** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| MD 37964 Philadelphia PA | 336 | 55.08 | 24.22 | 28.27 | 17.58 | 34.65 | 20.06 | 16.11 | 38.14 | 20.97 | 0.21 | 0.74 | 0.46 | 0.07 | 0.08 |
| MD 15804 Camden NJ | 235 | 38.52 | 18.85 | 18.72 | 18.50 | 64.68 | 24.62 | 8.51 | 38.03 | 8.09 | 0.45 | 1.43 | 1.2 | 0.09 | 0.06 |
| MD 48864 Wilmington NJ | 39 | 6.39 | 22.65 | 17.95 | 20.90 | 58.97 | 24.60 | 12.82 | 31.85 | 10.26 | 1.37 | 6.45 | 2.66 | 0 | 0.26 |

* Based on 2006 Peer Mortgage Data (NE)

** As a percentage of loans with borrower income information available. No information was available for 1.1% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

Institution ID: TD BANKNORTH, N.A.

Table 9. Borrower Distribution of Home Improvement Loans

| Borrower Distribution: HOME IMPROVEMENT | | Geography: PHILADELPHIA MULTI | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | |
|---|------------------------------|-------------------------------|---------------------------|------------------------------|---------------------------|------------------------------|---------------------------|------------------------------|---------------------------|---|---------------------------|------|------|------|------|
| MA/Assessment Area: | Total Home Improvement Loans | | Low-Income Borrowers | | Moderate-Income Borrowers | | Middle-Income Borrowers | | Upper-Income Borrowers | | Market Share [*] | | | | |
| | # | % of Total ^{**} | % Families ^{***} | % BANK Loans ^{****} | % Families ^{***} | % BANK Loans ^{****} | % Families ^{***} | % BANK Loans ^{****} | % Families ^{***} | % BANK Loans ^{****} | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| MD 37964 Philadelphia PA | 94 | 39.50 | 24.22 | 14.46 | 17.58 | 20.48 | 20.06 | 19.28 | 38.14 | 45.78 | 0.17 | 0.17 | 0.26 | 0.14 | 0.15 |
| MD 15804 Camden NJ | 123 | 51.68 | 18.85 | 12.61 | 18.50 | 24.37 | 24.62 | 28.57 | 38.03 | 34.45 | 0.45 | 0.85 | 0.72 | 0.45 | 0.2 |
| MD 48864 Wilmington NJ | 21 | 8.82 | 22.65 | 28.57 | 20.90 | 14.29 | 24.60 | 33.33 | 31.85 | 23.81 | 0.67 | 1.69 | 1.33 | 0.63 | 0 |

^{*} Based on 2006 Peer Mortgage Data (NE)

^{**} As a percentage of loans with borrower income information available. No information was available for 6.3% of loans originated and purchased by bank.

^{***} Percentage of Families is based on the 2000 Census information.

^{****} Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

Institution ID: TD BANKNORTH, N.A.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

| Borrower Distribution: HOME MORTGAGE REFINANCE | | Geography: PHILADELPHIA MULTI | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | |
|--|-------------------------------------|-------------------------------|---------------------------|------------------------------|---------------------------|------------------------------|---------------------------|---|---------------------------|------------------------------|---------------------------|-----|------|------|------|
| MA/Assessment Area: | Total Home Mortgage Refinance Loans | | Low-Income Borrowers | | Moderate-Income Borrowers | | Middle-Income Borrowers | | Upper-Income Borrowers | | Market Share [*] | | | | |
| | # | % of Total ^{**} | % Families ^{***} | % BANK Loans ^{****} | % Families ^{***} | % BANK Loans ^{****} | % Families ^{***} | % BANK Loans ^{****} | % Families ^{***} | % BANK Loans ^{****} | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| MD 37964 Philadelphia PA | 401 | 44.75 | 24.22 | 20.31 | 17.58 | 41.90 | 20.06 | 20.31 | 38.14 | 17.48 | 0.23 | 0.5 | 0.43 | 0.18 | 0.1 |
| MD 15804 Camden NJ | 459 | 51.23 | 18.85 | 19.07 | 18.50 | 56.32 | 24.62 | 13.08 | 38.03 | 11.53 | 0.54 | 1.1 | 1.43 | 0.17 | 0.11 |
| MD 48864 Wilmington NJ | 36 | 4.02 | 22.65 | 26.47 | 20.90 | 35.29 | 24.60 | 29.41 | 31.85 | 8.82 | 0.63 | 1.7 | 1.01 | 0.68 | 0 |

^{*} Based on 2006 Peer Mortgage Data (NE)

^{**} As a percentage of loans with borrower income information available. No information was available for 2.5% of loans originated and purchased by bank.

^{***} Percentage of Families is based on the 2000 Census information.

^{****} Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

Institution ID: TD BANKNORTH, N.A.

Table 11. Borrower Distribution of Small Loans to Businesses

| Borrower Distribution: SMALL LOANS TO BUSINESSES | | Geography: PHILADELPHIA MULTI | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | |
|--|---------------------------------|-------------------------------|---|------------------------------|---|-------------------------|---------------------------|---------------------------|-------------------------|
| MA/Assessment Area: | Total Small Loans to Businesses | | Businesses With Revenues of \$1 million or less | | Loans by Original Amount Regardless of Business Size | | | Market Share [*] | |
| | # | % of Total ^{**} | % of Businesses ^{***} | % BANK Loans ^{****} | \$100,000 or less | >\$100,000 to \$250,000 | >\$250,000 to \$1,000,000 | All | Rev\$ 1 Million or Less |
| Full Review: | | | | | | | | | |
| MD 37964 Philadelphia PA | 388 | 64.13 | 66.63 | 52.58 | 56.70 | 18.56 | 24.74 | 0.18 | 0.29 |
| MD 15804 Camden NJ | 199 | 32.89 | 69.65 | 49.75 | 47.74 | 17.09 | 35.18 | 0.21 | 0.33 |
| MD 48864 Wilmington NJ | 18 | 2.98 | 69.30 | 22.22 | 33.33 | 22.22 | 44.44 | 0.55 | 0.27 |

^{*} Based on 2006 Peer Small Business Data -- (NE)

^{**} Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

^{***} Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2007).

^{****} Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 0.17% of small loans to businesses originated and purchased by the bank.

Institution ID: TD BANKNORTH, N.A.

Table 14. Qualified Investments

| QUALIFIED INVESTMENTS | | Geography: PHILADELPHIA MULTI | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2008 | | | |
|-----------------------------|--------------------------|-------------------------------|----------------------------|-----------|-------------------|---|------------|------------------------|-----------|
| MA/Assessment Area: | Prior Period Investments | | Current Period Investments | | Total Investments | | | Unfunded Commitments** | |
| | # | \$(000's) | # | \$(000's) | # | \$(000's) | % of Total | # | \$(000's) |
| Full Review: | | | | | | | | | |
| MD 37964 Philadelphia PA | 0 | 0 | 90 | 29,023 | 90 | 29,038 | 97% | 1 | 6,626 |
| MD 15804 Camden NJ | 0 | 0 | 51 | 936 | 51 | 936 | 3% | 0 | 1,508 |
| MD 48864 Wilmington NJ | 0 | 0 | 2 | 15 | 15 | 15 | 0 | 0 | 0 |

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Institution ID: TD BANKNORTH, N.A.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

| DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS | | | | | | | | | | Geography: PHILADELPHIA MULTI | | | | | | | |
|---|--------------------------------|--------------------|--------------------------------|---|-------|-------|-------|--------------------------|----------------------|---|-----|------------|-----|---------------------------------------|-------|-------|-------|
| Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | | | | | | | | | | | |
| MA/Assessment Area: | Deposits | Branches | | | | | | Branch Openings/Closings | | | | Population | | | | | |
| | % of Rated Area Deposits in AA | # of BANK Branches | % of Rated Area Branches in AA | Location of Branches by Income of Geographies (%) | | | | # of Branch Openings | # of Branch Closings | Net change in Location of Branches (+ or -) | | | | % of Population within Each Geography | | | |
| | | | | Low | Mod | Mid | Upp | | | Low | Mod | Mid | Upp | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | | | |
| MD 37964 Philadelphia PA | 57.7 | 23 | 56.1 | 4.35 | 17.39 | 34.78 | 43.48 | 0 | 1 | 0 | 0 | -1 | 0 | 14.43 | 23.53 | 29.27 | 32.59 |
| MD 15804 Camden NJ | 39.19 | 15 | 36.59 | 0 | 13.33 | 66.67 | 20 | 0 | 0 | 0 | 0 | 0 | 0 | 6 | 12.38 | 59.47 | 22.13 |
| MD 48864 Wilmington NJ | 3.11 | 3 | 7.32 | 66.67 | 0 | 33.33 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 8.09 | 16.5 | 75.41 | 0 |

State of Connecticut

Institution ID: TD BANKNORTH, N.A.

Table 1. Lending Volume

| LENDING VOLUME | | Geography: CONNECTICUT | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | |
|------------------------------------|-------------------------------------|------------------------|------------|---------------------------|------------|----------------------|------------|---|------------|----------------------|-----------|--------------------------------------|
| MA/Assessment Area (2007): | % of Rated Area Loans (#) in MA/AA* | Home Mortgage | | Small Loans to Businesses | | Small Loans to Farms | | Community Development Loans** | | Total Reported Loans | | % of Rated Area Deposits in MA/AA*** |
| | | # | \$ (000's) | # | \$ (000's) | # | \$ (000's) | # | \$ (000's) | # | \$(000's) | |
| Full Review: | | | | | | | | | | | | |
| Hartford- CT MSA | 59.50 | 4,229 | 458,602 | 2,690 | 443,346 | 0 | 0 | 18 | 32,107 | 6,937 | 934,055 | 50.26 |
| New Haven-Milford CT MSA | 26.40 | 1,872 | 226,216 | 1,424 | 213,031 | 1 | 64 | 14 | 16,472 | 3,311 | 455,783 | 29.62 |
| Limited Review: | | | | | | | | | | | | |
| Norwich-New London CT | 0.90 | 66 | 6,863 | 59 | 4,760 | 0 | 0 | 0 | 0 | 125 | 11,623 | 0.89 |
| Bridgeport-Stamford-Norwalk CT MSA | 6.70 | 475 | 93,881 | 477 | 109,624 | 0 | 0 | 4 | 19,680 | 956 | 223,185 | 14.92 |
| Non-MSA Litchfield County CT | 6.50 | 462 | 50,894 | 343 | 38,759 | 0 | 0 | 2 | 750 | 807 | 90,403 | 4.31 |

* Loan Data as of December 31, 2007. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2007 to December 31, 2007.

*** Deposit Data as of December 16, 2008. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Institution ID: TD BANKNORTH, N.A.

Table 2. Geographic Distribution of Home Purchase Loans

| Geographic Distribution: HOME PURCHASE | | Geography: CONNECTICUT | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | |
|--|---------------------------|------------------------|------------------------|------------------|-----------------------------|--------------|---------------------------|---|--------------------------|--------------|-------------------------------|------|------|------|------|
| MA/Assessment Area: | Total Home Purchase Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography | | | | |
| | # | % of Total** | % Owner Occ Units*** | % BANK Loans**** | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Hartford-W Hartford-E Hartford CT MSA | 886 | 56.80 | 2.33 | 3.72 | 9.56 | 13.66 | 53.21 | 60.16 | 34.90 | 22.46 | 0.90 | 0.90 | 1.11 | 1.05 | 0.59 |
| New Haven-Milford CT MSA | 440 | 28.20 | 3.04 | 7.50 | 12.33 | 27.73 | 52.39 | 52.05 | 32.24 | 12.73 | 0.93 | 0.57 | 1.28 | 1.11 | 0.46 |
| Limited Review: | | | | | | | | | | | | | | | |
| 2007 MSA 35980 Norwich-New London CT | 9 | 0.60 | 0.00 | 0.00 | 0.00 | 0.00 | 20.55 | 33.33 | 79.45 | 66.67 | 0.45 | 0.00 | 0.00 | 1.54 | 0.27 |
| Bridgeport-Stamford-Norwalk CT MSA | 121 | 7.80 | 3.34 | 11.57 | 16.53 | 41.32 | 39.53 | 35.54 | 40.60 | 11.57 | 0.30 | 0.53 | 0.51 | 0.35 | 0.07 |
| Non-MSA Litchfield County CT | 105 | 6.60 | 0.00 | 0.00 | 4.21 | 10.48 | 62.74 | 75.24 | 33.05 | 14.29 | 0.90 | 0.00 | 1.33 | 1.11 | 0.41 |

* Based on 2007 Peer Mortgage Data (Eastern)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: TD BANKNORTH, N.A.

Table 3. Geographic Distribution of Home Improvement Loans

| Geographic Distribution: HOME IMPROVEMENT | | Geography: CONNECTICUT | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | |
|---|------------------------------|------------------------|------------------------|------------------|-----------------------------|--------------|---------------------------|---|--------------------------|--------------|-------------------------------|------|------|------|------|
| MA/Assessment Area: | Total Home Improvement Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography | | | | |
| | # | % of Total** | % Owner Occ Units*** | % BANK Loans**** | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Hartford-W Hartford-E Hartford CT MSA | 1273 | 68.40 | 2.33 | 1.41 | 9.56 | 10.29 | 53.21 | 59.86 | 34.90 | 28.44 | 2.99 | 1.13 | 4.71 | 3.07 | 2.46 |
| New Haven-Milford CT MSA | 380 | 20.40 | 3.04 | 3.42 | 12.33 | 20.79 | 52.39 | 54.21 | 32.24 | 21.58 | 2.19 | 0.76 | 4.16 | 2.23 | 1.29 |
| Limited Review: | | | | | | | | | | | | | | | |
| 2007 MSA 35980 Norwich-New London CT | 24 | 1.30 | 0.00 | 0.00 | 0.00 | 0.00 | 20.55 | 33.33 | 79.45 | 66.67 | 3.45 | 0.00 | 0.00 | 3.85 | 3.33 |
| Bridgeport-Stamford-Norwalk CT MSA | 57 | 3.10 | 3.34 | 8.77 | 16.53 | 22.81 | 39.53 | 50.88 | 40.60 | 17.54 | 0.52 | 1.60 | 0.34 | 0.71 | 0.24 |
| Non-MSA Litchfield County CT | 128 | 6.80 | 0.00 | 0.00 | 4.21 | 4.69 | 62.74 | 70.31 | 33.05 | 25.00 | 2.58 | 0.00 | 0.00 | 2.46 | 3.23 |

* Based on 2007 Peer Mortgage Data (Eastern)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: TD BANKNORTH, N.A.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

| Geographic Distribution: HOME MORTGAGE REFINANCE | | | | Geography: CONNECTICUT | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | |
|--|-------------------------------------|--------------|------------------------|------------------------|-----------------------------|--------------|---------------------------|---|--------------------------|--------------|--------------------------------|------|------|------|------|
| MA/Assessment Area: | Total Home Mortgage Refinance Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography* | | | | |
| | # | % of Total** | % Owner Occ Units*** | % BANK Loans**** | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Hartford-W Hartford-E Hartford CT MSA | 2021 | 56.00 | 2.33 | 2.33 | 9.56 | 11.73 | 53.21 | 59.38 | 34.90 | 26.57 | 1.39 | 1.35 | 1.71 | 1.54 | 0.98 |
| New Haven-Milford CT MSA | 1032 | 28.60 | 3.04 | 6.01 | 12.33 | 24.22 | 52.39 | 52.13 | 32.24 | 17.64 | 1.32 | 1.58 | 2.06 | 1.33 | 0.78 |
| Limited Review: | | | | | | | | | | | | | | | |
| 2007 MSA 35980 Norwich-New London CT | 33 | 0.90 | 0.00 | 0.00 | 0.00 | 0.00 | 20.55 | 18.18 | 79.45 | 81.82 | 0.46 | 0.00 | 0.00 | 0.00 | 0.58 |
| Bridgeport-Stamford-Norwalk CT MSA | 293 | 8.10 | 3.34 | 7.51 | 16.53 | 33.45 | 39.53 | 40.96 | 40.60 | 18.09 | 0.56 | 0.82 | 0.73 | 0.65 | 0.30 |
| Non-MSA Litchfield County CT | 229 | 6.40 | 0.00 | 0.00 | 4.21 | 7.42 | 62.74 | 59.39 | 33.05 | 33.05 | 0.71 | 0.00 | 1.39 | 0.74 | 0.58 |

* Based on 2007 Peer Mortgage Data (Eastern)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: TD BANKNORTH, N.A.

Table 5. Geographic Distribution of Multifamily Loans

| Geographic Distribution: MULTIFAMILY | | Geography: CONNECTICUT | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | |
|---------------------------------------|-------------------------|------------------------|------------------------|------------------|-----------------------------|--------------|---------------------------|---|--------------------------|--------------|--------------------------------|------|------|------|-------|
| MA/Assessment Area: | Total Multifamily Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography* | | | | |
| | # | % of Total** | % of MF Units*** | % BANK Loans**** | % MF Units*** | % BANK Loans | % MF Units*** | % BANK Loans | % MF Units*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Hartford-W Hartford-E Hartford CT MSA | 49 | 67.10 | 26.86 | 46.94 | 21.47 | 20.41 | 39.96 | 22.45 | 11.71 | 10.20 | 2.37 | 0.63 | 0.95 | 7.81 | 12.50 |
| New Haven-Milford CT MSA | 20 | 27.40 | 20.52 | 35.00 | 29.27 | 35.00 | 42.05 | 25.00 | 8.16 | 5.00 | 2.29 | 0.00 | 2.41 | 2.86 | 11.11 |
| Limited Review: | | | | | | | | | | | | | | | |
| 2007 MSA 35980 Norwich-New London CT | 0 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 27.04 | 0.00 | 72.96 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Bridgeport-Stamford-Norwalk CT MSA | 4 | 5.50 | 20.80 | 50.00 | 42.87 | 25.00 | 29.03 | 25.00 | 7.31 | 0.00 | 1.56 | 3.64 | 0.00 | 0.00 | 0.00 |
| Non-MSA Litchfield County CT | 0 | 0.00 | 0.00 | 0.00 | 10.71 | 0.00 | 70.82 | 0.00 | 18.47 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |

* Based on 2007 Peer Mortgage Data (Eastern)

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of Multi Family Units is the number of multi family units in a particular geography divided by the number of multifamily housing units in the area based on 2000 Census information.

**** Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

Institution ID: TD BANKNORTH, N.A.

Table 6. Geographic Distribution of Small Loans to Businesses

| Geographic Distribution: SMALL LOANS TO BUSINESSES | | | Geography: CONNECTICUT | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | Market Share (%) by Geography* | | | | |
|--|----------------------------|--------------|------------------------|--------------|-----------------------------|--------------|---|--------------|--------------------------|--------------|---------|--------------------------------|------|------|------|--|
| MA/Assessment Area: | Total Small Business Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Overall | Low | Mod | Mid | Upp | |
| | # | % of Total** | % of Businesses*** | % BANK Loans | % of Businesses*** | % BANK Loans | % of Businesses*** | % BANK Loans | % of Businesses*** | % BANK Loans | | | | | | |
| Full Review: | | | | | | | | | | | | | | | | |
| Hartford-W Hartford-E Hartford CT MSA | 2689 | 53.90 | 9.65 | 8.14 | 12.06 | 12.16 | 48.79 | 60.13 | 29.11 | 19.56 | 1.28 | 1.77 | 1.67 | 1.60 | 0.73 | |
| New Haven-Milford CT MSA | 1424 | 28.50 | 8.67 | 7.23 | 18.51 | 22.75 | 42.62 | 41.85 | 30.18 | 28.16 | 1.12 | 1.56 | 1.63 | 1.11 | 0.92 | |
| Limited Review: | | | | | | | | | | | | | | | | |
| 2007 MSA 35980 Norwich-New London CT | 59 | 1.20 | 0.00 | 0.00 | 0.00 | 0.00 | 43.16 | 45.76 | 56.84 | 54.24 | 0.31 | 0.00 | 0.00 | 0.34 | 0.45 | |
| Bridgeport-Stamford-Norwalk CT MSA | 477 | 9.60 | 8.53 | 21.38 | 19.31 | 21.59 | 34.05 | 28.93 | 38.10 | 28.09 | 0.34 | 1.08 | 0.46 | 0.27 | 0.26 | |
| Non-MSA Litchfield County CT | 343 | 6.80 | 0.00 | 0.00 | 6.86 | 12.54 | 60.80 | 47.52 | 32.35 | 39.94 | 0.76 | 0.00 | 1.92 | 0.68 | 0.81 | |

* Based on 2007 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2007).

Institution ID: TD BANKNORTH, N.A.

Table 8. Borrower Distribution of Home Purchase Loans

| Borrower Distribution: HOME PURCHASE 2007 | | Geography: CONNECTICUT | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, | | | | | |
|--|---------------------------|------------------------|----------------------|------------------|---------------------------|------------------|-------------------------|------------------|------------------------|--|---------------|------|------|------|------|
| MA/Assessment Area: | Total Home Purchase Loans | | Low-Income Borrowers | | Moderate-Income Borrowers | | Middle-Income Borrowers | | Upper-Income Borrowers | | Market Share* | | | | |
| | # | % of Total** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Hartford-W Hartford-E Hartford CT MSA | 886 | 56.80 | 20.19 | 16.28 | 17.69 | 41.57 | 23.41 | 20.09 | 38.71 | 22.06 | 1.01 | 1.84 | 1.96 | 0.48 | 0.58 |
| New Haven-Milford CT MSA | 440 | 28.20 | 20.85 | 12.61 | 17.34 | 51.61 | 22.55 | 18.12 | 39.26 | 17.66 | 1.07 | 2.19 | 2.44 | 0.60 | 0.52 |
| Limited Review: | | | | | | | | | | | | | | | |
| 2007 MSA 35980 Norwich-New London CT | 9 | 0.60 | 11.32 | 0.00 | 14.45 | 33.33 | 23.03 | 22.22 | 51.20 | 44.44 | 0.54 | 0.00 | 1.82 | 0.00 | 0.50 |
| Bridgeport-Stamford-Norwalk CT MSA | 121 | 7.80 | 21.61 | 14.05 | 17.25 | 46.28 | 19.58 | 14.05 | 41.56 | 25.62 | 0.35 | 1.28 | 1.22 | 0.18 | 0.08 |
| Non-MSA Litchfield County CT | 105 | 6.60 | 14.09 | 15.24 | 17.23 | 34.29 | 25.90 | 25.71 | 42.79 | 24.76 | 1.03 | 2.35 | 1.88 | 0.69 | 0.68 |

* Based on 2007 Peer Mortgage Data (Eastern)

** As a percentage of loans with borrower income information available. No information was available for 2.9f loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

Institution ID: TD BANKNORTH, N.A.

Table 9. Borrower Distribution of Home Improvement Loans

| Borrower Distribution: HOME IMPROVEMENT | | Geography: CONNECTICUT | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | |
|---|------------------------------|------------------------|----------------------|------------------|---------------------------|------------------|-------------------------|------------------|------------------------|---|---------------|------|------|------|------|
| MA/Assessment Area: | Total Home Improvement Loans | | Low-Income Borrowers | | Moderate-Income Borrowers | | Middle-Income Borrowers | | Upper-Income Borrowers | | Market Share* | | | | |
| | # | % of Total** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Hartford-W Hartford-E Hartford CT MSA | 1273 | 68.40 | 20.19 | 10.64 | 17.69 | 24.62 | 23.41 | 32.64 | 38.71 | 32.09 | 3.02 | 3.80 | 3.17 | 3.20 | 2.54 |
| New Haven- Milford CT MSA | 380 | 20.40 | 20.85 | 9.04 | 17.34 | 23.56 | 22.55 | 32.88 | 39.26 | 34.52 | 2.05 | 3.03 | 2.55 | 2.12 | 1.60 |
| Limited Review: | | | | | | | | | | | | | | | |
| 2007 MSA 35980 Norwich-New London CT | 24 | 1.30 | 11.32 | 8.33 | 14.45 | 8.33 | 23.03 | 12.50 | 51.20 | 70.83 | 3.48 | 0.00 | 6.67 | 0.00 | 4.41 |
| Bridgeport- Stamford-Norwalk CT MSA | 57 | 3.10 | 21.61 | 18.87 | 17.25 | 24.53 | 19.58 | 20.75 | 41.56 | 35.85 | 0.55 | 1.42 | 1.05 | 0.28 | 0.29 |
| Non-MSA Litchfield County CT | 128 | 6.80 | 14.09 | 9.45 | 17.23 | 20.47 | 25.90 | 42.52 | 42.79 | 27.56 | 2.66 | 0.00 | 3.01 | 3.18 | 2.53 |

* Based on 2007 Peer Mortgage Data (Eastern)

** As a percentage of loans with borrower income information available. No information was available for 2.7% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

Institution ID: TD BANKNORTH, N.A.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

| Borrower Distribution: HOME MORTGAGE REFINANCE | | Geography: CONNECTICUT | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | |
|--|-------------------------------------|------------------------|----------------------|------------------|---------------------------|------------------|-------------------------|---|------------------------|------------------|--------------|------|------|------|------|
| MA/Assessment Area: | Total Home Mortgage Refinance Loans | | Low-Income Borrowers | | Moderate-Income Borrowers | | Middle-Income Borrowers | | Upper-Income Borrowers | | Market Share | | | | |
| | # | % of Total** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Hartford-W Hartford-E Hartford CT MSA | 2021 | 56.00 | 20.19 | 16.96 | 17.69 | 34.16 | 23.41 | 24.59 | 38.71 | 24.29 | 1.56 | 3.40 | 2.24 | 1.13 | 0.87 |
| New Haven- Milford CT MSA | 1032 | 28.60 | 20.85 | 15.43 | 17.34 | 40.16 | 22.55 | 22.35 | 39.26 | 22.06 | 1.49 | 3.89 | 2.80 | 1.15 | 0.63 |
| Limited Review: | | | | | | | | | | | | | | | |
| 2007 MSA 35980 Norwich-New London CT | 33 | 0.90 | 11.32 | 15.63 | 14.45 | 12.50 | 23.03 | 18.75 | 51.20 | 53.13 | 0.51 | 0.00 | 0.00 | 0.00 | 1.00 |
| Bridgeport- Stamford-Norwalk CT MSA | 293 | 8.10 | 21.61 | 20.00 | 17.25 | 46.21 | 19.58 | 18.62 | 41.56 | 15.17 | 0.66 | 2.16 | 1.77 | 0.38 | 0.14 |
| Non-MSA Litchfield County CT | 229 | 6.40 | 14.09 | 13.51 | 17.23 | 24.77 | 25.90 | 33.78 | 42.79 | 27.93 | 0.79 | 2.14 | 1.12 | 0.53 | 0.64 |

* Based on 2007 Peer Mortgage Data (Eastern)

** As a percentage of loans with borrower income information available. No information was available for 3.2% of loans originated and purchased by bank.

**** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

Institution ID: TD BANKNORTH, N.A.

Table 11. Borrower Distribution of Small Loans to Businesses

| Borrower Distribution: SMALL LOANS TO BUSINESSES | | Geography: CONNECTICUT | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | |
|--|---------------------------------|------------------------|---|------------|---|-------------------------|---------------------------|---------------|-------------------------|
| MA/Assessment Area: | Total Small Loans to Businesses | | Businesses With Revenues of \$1 million or less | | Loans by Original Amount Regardless of Business Size | | | Market Share* | |
| | # | % of Total** | % of Businesses*** | % BANK**** | \$100,000 or less | >\$100,000 to \$250,000 | >\$250,000 to \$1,000,000 | All | Rev\$ 1 Million or Less |
| Full Review: | | | | | | | | | |
| Hartford-W Hartford-E Hartford CT MSA | 2690 | 53.90 | 66.60 | 55.09 | 63.49 | 18.92 | 17.58 | 1.28 | 1.89 |
| New Haven-Milford CT MSA | 1424 | 28.50 | 67.83 | 58.92 | 67.70 | 16.64 | 15.66 | 1.12 | 1.73 |
| Limited Review: | | | | | | | | | |
| 2007 MSA 35980 Norwich-New London CT | 59 | 1.20 | 68.30 | 66.10 | 83.05 | 6.78 | 10.17 | 0.31 | 0.30 |
| Bridgeport-Stamford-Norwalk CT MSA | 477 | 9.60 | 68.43 | 44.23 | 46.54 | 21.59 | 31.87 | 0.34 | 0.41 |
| Non-MSA Litchfield County CT | 343 | 6.80 | 69.27 | 71.14 | 81.92 | 7.58 | 10.50 | 0.76 | 1.57 |

* Based on 2007 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2007).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 2.36% of small loans to businesses originated and purchased by the bank.

Institution ID: TD BANKNORTH, N.A.

Table 14. Qualified Investments

| QUALIFIED INVESTMENTS | | Geography: CONNECTICUT | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2008 | | | |
|--|---------------------------|------------------------|----------------------------|-----------|-------------------|---|------------|------------------------|-----------|
| MA/Assessment Area: | Prior Period Investments* | | Current Period Investments | | Total Investments | | | Unfunded Commitments** | |
| | # | \$(000's) | # | \$(000's) | # | \$(000's) | % of Total | # | \$(000's) |
| Full Review: | | | | | | | | | |
| Hartford-W Hartford-E Hartford CT MSA | 0 | 0 | 122 | 9,463 | 122 | 9,463 | 25% | 1 | 4,950 |
| New Haven-Milford CT MSA | 0 | 0 | 61 | 5,426 | 61 | 5,426 | 14% | 3 | 2,653 |
| Limited Review: | | | | | | | | | |
| 2007 MSA 35980 Norwich-New London CT | 0 | 0 | 1 | 8 | 1 | 8 | 0% | 0 | 0 |
| Bridgeport-Stamford- Norwalk CT MSA | 0 | 0 | 25 | 4,102 | 25 | 4,102 | 11% | 2 | 7,923 |
| Non-MSA Litchfield County CT | 0 | 0 | 12 | 65 | 12 | 65 | 0% | 0 | 0 |
| Statewide | 2 | 1,250 | 6 | 17,400 | 8 | 18,650 | 49% | 0 | 0 |

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Institution ID: TD BANKNORTH, N.A.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

| DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS | | | | | | | | Geography: CONNECTICUT | | | | | | | | | |
|---|--------------------------------|--------------------|--------------------------------|---|-------|--------|-------|--------------------------|----------------------|---|-----|------------|-----|---------------------------------------|-------|-------|-------|
| Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | | | | | | | | | | | |
| MA/Assessment Area: | Deposits | Branches | | | | | | Branch Openings/Closings | | | | Population | | | | | |
| | % of Rated Area Deposits in AA | # of BANK Branches | % of Rated Area Branches in AA | Location of Branches by Income of Geographies (%) | | | | # of Branch Openings | # of Branch Closings | Net change in Location of Branches (+ or -) | | | | % of Population within Each Geography | | | |
| | | | | Low | Mod | Mid | Upp | | | Low | Mod | Mid | Upp | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | | | |
| Hartford-W Hartford-E Hartford CT MSA | 50.26 | 30 | 38 | 10.00 | 6.67 | 63.33 | 20.00 | 2 | 1 | 0 | 1 | 0 | 0 | 9.56 | 13.97 | 48.25 | 28.14 |
| New Haven-Milford CT MSA | 29.62 | 28 | 36 | 10.71 | 7.14 | 60.71 | 21.43 | 1 | 0 | 0 | 1 | 0 | 0 | 9.45 | 19.46 | 45.77 | 25.31 |
| Limited Review: | | | | | | | | | | | | | | | | | |
| 2007 MSA 35980 Norwich-New London CT | 0.89 | 1 | 1 | 0.00 | 0.00 | 100.00 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 | 23.76 | 76.24 |
| Bridgeport-Stamford-Norwalk CT MSA | 14.92 | 17 | 22 | 11.76 | 29.41 | 23.53 | 35.29 | 0 | 0 | 0 | 0 | 0 | 0 | 10.24 | 22.80 | 33.16 | 33.80 |
| Non-MSA Litchfield County CT | 4.31 | 4 | 5 | 0.00 | 0.00 | 75.00 | 25.00 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 | 6.20 | 62.58 | 31.23 |

State of Maine

Institution ID: TD BANKNORTH, N.A.

Table 1. Lending Volume

| LENDING VOLUME | | Geography: MAINE | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | |
|--------------------------------------|-------------------------------------|------------------|------------|---------------------------|------------|----------------------|------------|---|------------|----------------------|-----------|--------------------------------------|
| MA/Assessment Area (2007): | % of Rated Area Loans (#) in MA/AA* | Home Mortgage | | Small Loans to Businesses | | Small Loans to Farms | | Community Development Loans** | | Total Reported Loans | | % of Rated Area Deposits in MA/AA*** |
| | | # | \$ (000's) | # | \$ (000's) | # | \$ (000's) | # | \$ (000's) | # | \$(000's) | |
| Full Review: | | | | | | | | | | | | |
| Non-MSA ME Partial | 23.00 | 3,069 | 275,852 | 2,578 | 324,229 | 70 | 4,953 | 19 | 9,841 | 5,736 | 614,875 | 18.39 |
| Portland-S Portland-Biddeford ME MSA | 50.00 | 5,625 | 700,702 | 6,811 | 896,842 | 18 | 1,059 | 20 | 29,601 | 12,474 | 1,628,204 | 63.39 |
| Limited Review: | | | | | | | | | | | | |
| Aroostook County ME Non-MSA | 10.00 | 1,109 | 69,835 | 1,140 | 108,342 | 206 | 21,476 | 0 | 0 | 2,455 | 199,653 | 4.12 |
| Bangor ME MSA | 9.00 | 1,461 | 122,684 | 856 | 121,116 | 8 | 2,031 | 0 | 0 | 2,325 | 245,831 | 5.37 |
| Lewiston-Auburn ME MSA | 8.00 | 973 | 92,289 | 1,068 | 158,993 | 4 | 362 | 7 | 3,038 | 2,052 | 254,682 | 8.73 |

* Loan Data as of December 31, 2007. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2007 to December 31, 2007.

*** Deposit Data as of December 15, 2008. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Institution ID: TD BANKNORTH, N.A.

Table 2. Geographic Distribution of Home Purchase Loans

| Geographic Distribution: HOME PURCHASE | | Geography: MAINE | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | Market Share (%) by Geography [*] | | | | |
|--|---------------------------|--------------------------|----------------------------------|------------------------------|----------------------------------|--------------|---|--------------|----------------------------------|--------------|---------|--|-------|-------|------|--|
| MA/Assessment Area: | Total Home Purchase Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Overall | Low | Mod | Mid | Upp | |
| | # | % of Total ^{**} | % Owner Occ Units ^{***} | % BANK Loans ^{****} | % Owner Occ Units ^{***} | % BANK Loans | % Owner Occ Units ^{***} | % BANK Loans | % Owner Occ Units ^{***} | % BANK Loans | | | | | | |
| Full Review: | | | | | | | | | | | | | | | | |
| Non-MSA ME Partial | 899 | 24.00 | 0.00 | 0.00 | 3.38 | 5.67 | 83.94 | 84.43 | 12.68 | 9.90 | 3.38 | 0.00 | 11.18 | 3.31 | 2.03 | |
| Portland-S Portland-Biddeford ME MSA | 1,657 | 45.00 | 0.32 | 1.63 | 8.72 | 11.04 | 75.71 | 74.29 | 15.26 | 13.04 | 3.12 | 9.88 | 4.27 | 3.09 | 2.12 | |
| Aroostook County ME Non-MSA | 330 | 9.00 | 0.00 | 0.00 | 12.85 | 6.36 | 87.15 | 93.64 | 0.00 | 0.00 | 13.01 | 0.00 | 9.52 | 13.34 | 0.00 | |
| Bangor ME MSA | 561 | 15.00 | 0.00 | 0.00 | 12.67 | 12.12 | 65.64 | 58.47 | 21.69 | 29.41 | 4.48 | 0.00 | 2.95 | 5.13 | 3.55 | |
| Lewiston-Auburn ME MSA | 274 | 7.00 | 1.34 | 8.03 | 7.96 | 10.22 | 75.02 | 64.60 | 15.69 | 17.15 | 2.14 | 7.50 | 1.56 | 2.15 | 1.75 | |

^{*} Based on 2007 Peer Mortgage Data (Eastern)

^{**} Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

^{***} Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

^{****} Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: TD BANKNORTH, N.A.

Table 3. Geographic Distribution of Home Improvement Loans

| Geographic Distribution: HOME IMPROVEMENT | | Geography: MAINE | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | |
|---|------------------------------|------------------|------------------------|------------------|-----------------------------|--------------|---------------------------|--------------|--------------------------|---|-------------------------------|------|-------|-------|-------|
| MA/Assessment Area: | Total Home Improvement Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography | | | | |
| | # | % of Total** | % Owner Occ Units*** | % BANK Loans**** | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Non-MSA ME Partial | 842 | 25.00 | 0.00 | 0.00 | 3.38 | 3.80 | 83.94 | 86.22 | 12.66 | 9.98 | 9.95 | 0.00 | 15.12 | 10.06 | 7.17 |
| Portland-S Portland-Biddeford ME MSA | 1,655 | 49.00 | 0.32 | 0.54 | 8.72 | 9.49 | 75.71 | 76.31 | 15.26 | 13.66 | 8.27 | 7.14 | 10.66 | 7.98 | 8.58 |
| Limited Review: | | | | | | | | | | | | | | | |
| Aroostook County ME Non-MSA | 303 | 9.00 | 0.00 | 0.00 | 12.85 | 7.92 | 87.15 | 92.08 | 0.00 | 0.00 | 28.35 | 0.00 | 7.32 | 32.27 | 0.00 |
| Bangor ME MSA | 333 | 10.00 | 0.00 | 0.00 | 12.67 | 12.31 | 65.64 | 66.07 | 21.69 | 21.62 | 8.26 | 0.00 | 5.75 | 8.77 | 7.95 |
| Lewiston-Auburn ME MSA | 278 | 8.00 | 1.34 | 1.08 | 7.96 | 5.04 | 75.02 | 70.86 | 15.69 | 23.02 | 8.78 | 0.00 | 10.53 | 7.54 | 13.39 |

* Based on 2007 Peer Mortgage Data (Eastern)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: TD BANKNORTH, N.A.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

| Geographic Distribution: HOME MORTGAGE REFINANCE | | Geography: MAINE | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | |
|--|-------------------------------------|------------------|------------------------|------------------|-----------------------------|--------------|---------------------------|--------------|--------------------------|---|--------------------------------|------|------|------|------|
| MA/Assessment Area: | Total Home Mortgage Refinance Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography* | | | | |
| | # | % of Total** | % Owner Occ Units*** | % BANK Loans**** | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Non-MSA ME Partial | 1,268 | 26.00 | 0.00 | 0.00 | 3.38 | 3.39 | 83.94 | 85.57 | 12.68 | 11.04 | 2.21 | 0.00 | 2.99 | 2.21 | 2.07 |
| Portland-S Portland-Biddeford ME MSA | 2,234 | 46.00 | 0.32 | 0.63 | 8.72 | 8.68 | 75.71 | 73.95 | 15.26 | 16.74 | 2.55 | 1.43 | 3.16 | 2.39 | 3.08 |
| Limited Review: | | | | | | | | | | | | | | | |
| Aroostook County ME Non-MSA | 462 | 9.00 | 0.00 | 0.00 | 12.85 | 8.23 | 87.15 | 91.77 | 0.00 | 0.00 | 4.67 | 0.00 | 4.60 | 4.67 | 0.00 |
| Bangor ME MSA | 555 | 11.00 | 0.00 | 0.00 | 12.67 | 10.63 | 65.64 | 61.44 | 21.69 | 27.93 | 1.93 | 0.00 | 2.27 | 1.85 | 1.92 |
| Lewiston-Auburn ME MSA | 386 | 8.00 | 1.34 | 0.78 | 7.96 | 8.03 | 75.02 | 71.24 | 15.69 | 19.95 | 2.52 | 0.00 | 4.69 | 2.36 | 2.40 |

* Based on 2007 Peer Mortgage Data (Eastern)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: TD BANKNORTH, N.A.

Table 5. Geographic Distribution of Multifamily Loans

| Geographic Distribution: MULTIFAMILY | | Geography: MAINE | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | Market Share (%) by Geography* | | | | |
|--------------------------------------|-------------------------|------------------|------------------------|------------------|-----------------------------|---|---------------------------|--------------|--------------------------|--------------|---------|--------------------------------|-------|-------|-------|--|
| MA/Assessment Area: | Total Multifamily Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Overall | Low | Mod | Mid | Upp | |
| | # | % of Total** | % of MF Units*** | % BANK Loans**** | % MF Units*** | % BANK Loans | % MF Units*** | % BANK Loans | % MF Units*** | % BANK Loans | | | | | | |
| Full Review: | | | | | | | | | | | | | | | | |
| Non-MSA ME Partial | 60 | 30.00 | 0.00 | 0.00 | 9.55 | 20.00 | 79.43 | 76.67 | 11.02 | 3.33 | 38.60 | 0.00 | 50.00 | 38.10 | 20.00 | |
| Portland-S Portland-Biddeford ME MSA | 79 | 40.00 | 6.36 | 11.39 | 24.62 | 27.85 | 64.22 | 55.70 | 4.79 | 5.06 | 15.15 | 14.29 | 18.18 | 14.55 | 0.00 | |
| Limited Review: | | | | | | | | | | | | | | | | |
| Aroostook County ME Non-MSA | 14 | 7.00 | 0.00 | 0.00 | 3.98 | 0.00 | 96.02 | 100.00 | 0.00 | 0.00 | 21.43 | 0.00 | 0.00 | 21.43 | 0.00 | |
| Bangor ME MSA | 12 | 6.00 | 0.00 | 0.00 | 40.03 | 33.33 | 39.91 | 58.33 | 20.07 | 8.33 | 8.33 | 0.00 | 28.57 | 0.00 | 0.00 | |
| Lewiston-Auburn ME MSA | 35 | 17.00 | 28.02 | 22.86 | 28.64 | 40.00 | 39.07 | 28.57 | 4.27 | 8.57 | 37.78 | 20.00 | 35.29 | 50.00 | 50.00 | |

* Based on 2007 Peer Mortgage Data (Eastern)

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of Multi Family Units is the number of multi family units in a particular geography divided by the number of multifamily housing units in the area based on 2000 Census information.

**** Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

Institution ID: TD BANKNORTH, N.A.

Table 6. Geographic Distribution of Small Loans to Businesses

| Geographic Distribution: SMALL LOANS TO BUSINESSES | | | | | | | | | | | | Geography: MAINE | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | |
|--|----------------------------|--------------|------------------------|--------------|-----------------------------|--------------|---------------------------|--------------|--------------------------|--------------|--------------------------------|------------------|-------|-------|------|---|--|--|--|--|
| MA/Assessment Area: | Total Small Business Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography* | | | | | | | | | |
| | # | % of Total** | % of Businesses*** | % BANK Loans | % of Businesses*** | % BANK Loans | % of Businesses*** | % BANK Loans | % of Businesses*** | % BANK Loans | Overall | Low | Mod | Mid | Upp | | | | | |
| Full Review: | | | | | | | | | | | | | | | | | | | | |
| Non-MSA ME Partial | 2577 | 21.00 | 0.00 | 0.00 | 4.55 | 7.49 | 81.53 | 80.48 | 13.91 | 12.03 | 3.65 | 0.00 | 6.63 | 4.06 | 2.56 | | | | | |
| Portland-S Portland-Biddeford ME MSA | 6811 | 55.50 | 1.79 | 2.28 | 15.16 | 15.02 | 71.20 | 68.20 | 11.85 | 14.51 | 5.83 | 12.14 | 6.81 | 5.82 | 6.15 | | | | | |
| Limited Review: | | | | | | | | | | | | | | | | | | | | |
| Aroostook County ME Non-MSA | 1140 | 9.00 | 0.00 | 0.00 | 8.29 | 11.49 | 91.71 | 88.51 | 0.00 | 0.00 | 11.73 | 0.00 | 17.14 | 11.86 | 0.00 | | | | | |
| Bangor ME MSA | 855 | 7.00 | 0.00 | 0.00 | 20.55 | 12.40 | 55.59 | 58.71 | 23.86 | 28.89 | 3.77 | 0.00 | 3.27 | 4.46 | 3.23 | | | | | |
| Lewiston-Auburn ME MSA | 1068 | 8.5 | 10.26 | 12.55 | 9.77 | 6.93 | 69.22 | 71.07 | 10.74 | 9.46 | 6.61 | 11.30 | 4.98 | 6.61 | 6.47 | | | | | |

* Based on 2007 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2007).

Institution ID: TD BANKNORTH, N.A.

Table 8. Borrower Distribution of Home Purchase Loans

| Borrower Distribution: HOME PURCHASE | | | | | | | | | | | | Geography: MAINE | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | |
|--------------------------------------|---------------------------|--------------|----------------------|------------------|---------------------------|------------------|-------------------------|------------------|------------------------|------------------|--------------|------------------|-------|-------|------|--|---|--|--|--|--|
| MA/Assessment Area: | Total Home Purchase Loans | | Low-Income Borrowers | | Moderate-Income Borrowers | | Middle-Income Borrowers | | Upper-Income Borrowers | | Market Share | | | | | | | | | | |
| | # | % of Total** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | Overall | Low | Mod | Mid | Upp | | | | | | |
| Full Review: | | | | | | | | | | | | | | | | | | | | | |
| Non-MSA ME Partial | 899 | 24.00 | 17.39 | 6.88 | 18.31 | 21.67 | 23.20 | 22.25 | 41.10 | 49.20 | 3.66 | 8.22 | 4.82 | 3.51 | 3.02 | | | | | | |
| Portland-S Portland-Biddeford ME MSA | 1657 | 45.00 | 17.58 | 7.26 | 19.29 | 27.80 | 25.12 | 24.05 | 38.01 | 40.89 | 3.48 | 4.55 | 6.29 | 2.80 | 2.61 | | | | | | |
| Limited Review: | | | | | | | | | | | | | | | | | | | | | |
| Aroostook County ME Non-MSA | 330 | 9.00 | 22.60 | 11.01 | 20.77 | 34.86 | 24.19 | 24.46 | 32.44 | 29.66 | 14.05 | 20.83 | 19.63 | 16.00 | 8.48 | | | | | | |
| Bangor ME MSA | 561 | 15.00 | 20.39 | 10.34 | 17.26 | 28.68 | 23.04 | 28.86 | 39.31 | 32.12 | 4.90 | 8.50 | 8.45 | 4.35 | 2.85 | | | | | | |
| Lewiston-Auburn ME MSA | 274 | 7.00 | 18.49 | 10.04 | 18.69 | 24.90 | 24.29 | 30.92 | 38.53 | 34.14 | 2.37 | 3.70 | 4.42 | 2.01 | 1.36 | | | | | | |

* Based on 2007 Peer Mortgage Data (Eastern)

** As a percentage of loans with borrower income information available. No information was available for 2.9% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

Institution ID: TD BANKNORTH, N.A.

Table 9. Borrower Distribution of Home Improvement Loans

| Borrower Distribution: HOME IMPROVEMENT | | Geography: MAINE | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | |
|---|------------------------------|------------------|----------------------|------------------|---------------------------|------------------|-------------------------|------------------|------------------------|---|---------------|-------|-------|-------|-------|
| MA/Assessment Area: | Total Home Improvement Loans | | Low-Income Borrowers | | Moderate-Income Borrowers | | Middle-Income Borrowers | | Upper-Income Borrowers | | Market Share* | | | | |
| | # | % of Total** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Non-MSA ME Partial | 842 | 25.00 | 17.39 | 9.88 | 18.31 | 15.66 | 23.20 | 29.88 | 41.10 | 44.58 | 10.09 | 11.18 | 6.23 | 10.19 | 11.36 |
| Portland-S Portland-Biddeford ME MSA | 1655 | 49.00 | 17.58 | 9.94 | 19.29 | 20.70 | 25.12 | 29.39 | 38.01 | 39.96 | 8.06 | 9.34 | 8.58 | 7.63 | 7.83 |
| Limited Review: | | | | | | | | | | | | | | | |
| Aroostook County ME Non-MSA | 303 | 9.00 | 22.60 | 9.40 | 20.77 | 19.13 | 24.19 | 29.19 | 32.44 | 42.28 | 28.13 | 13.33 | 18.75 | 26.98 | 39.39 |
| Bangor ME MSA | 333 | 10.00 | 20.39 | 7.90 | 17.26 | 23.10 | 23.04 | 32.83 | 39.31 | 36.17 | 8.37 | 8.96 | 9.94 | 10.71 | 5.90 |
| Lewiston-Auburn ME MSA | 278 | 8.00 | 18.49 | 7.57 | 18.69 | 17.93 | 24.29 | 31.87 | 38.53 | 42.63 | 8.17 | 6.25 | 7.27 | 9.78 | 7.82 |

* Based on 2007 Peer Mortgage Data (Eastern)

** As a percentage of loans with borrower income information available. No information was available for 2.7% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

Institution ID: TD BANKNORTH, N.A.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

| Borrower Distribution: HOME MORTGAGE REFINANCE | | Geography: MAINE | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | |
|--|-------------------------------------|--------------------------|---------------------------|------------------------------|---------------------------|------------------------------|---------------------------|---|---------------------------|------------------------------|---------------------------|------|------|------|------|
| MA/Assessment Area: | Total Home Mortgage Refinance Loans | | Low-Income Borrowers | | Moderate-Income Borrowers | | Middle-Income Borrowers | | Upper-Income Borrowers | | Market Share [*] | | | | |
| | # | % of Total ^{**} | % Families ^{***} | % BANK Loans ^{****} | % Families ^{***} | % BANK Loans ^{****} | % Families ^{***} | % BANK Loans ^{****} | % Families ^{***} | % BANK Loans ^{****} | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Non-MSA ME Partial | 1268 | 26.00 | 17.39 | 6.59 | 18.31 | 18.47 | 23.20 | 25.63 | 41.10 | 49.31 | 2.52 | 3.46 | 3.36 | 2.04 | 2.34 |
| Portland-S Portland- Biddeford ME MSA | 2234 | 46.00 | 17.58 | 10.71 | 19.29 | 23.89 | 25.12 | 26.69 | 38.01 | 38.71 | 2.91 | 5.66 | 4.44 | 2.25 | 2.19 |
| Limited Review: | | | | | | | | | | | | | | | |
| Aroostook County ME Non-MSA | 462 | 9.00 | 22.60 | 6.70 | 20.77 | 18.30 | 24.19 | 27.46 | 32.44 | 47.54 | 5.28 | 4.44 | 4.49 | 5.85 | 5.60 |
| Bangor ME MSA | 555 | 11.00 | 20.39 | 7.45 | 17.26 | 20.11 | 23.04 | 27.75 | 39.31 | 44.69 | 2.24 | 2.78 | 2.19 | 1.57 | 2.63 |
| Lewiston-Auburn ME MSA | 386 | 8.00 | 18.49 | 6.98 | 18.69 | 20.67 | 24.29 | 25.98 | 38.53 | 46.37 | 2.72 | 3.70 | 4.54 | 2.90 | 1.59 |

^{*} Based on 2007 Peer Mortgage Data (Eastern)

^{**} As a percentage of loans with borrower income information available. No information was available for 3.2% of loans originated and purchased by bank.

^{***} Percentage of Families is based on the 2000 Census information.

^{****} Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

Institution ID: TD BANKNORTH, N.A.

Table 11. Borrower Distribution of Small Loans to Businesses

| Borrower Distribution: SMALL LOANS TO BUSINESSES | | | | | Geography: MAINE | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | |
|--|---------------------------------|--------------|---|------------|--|-------------------------|---------------------------|---|-------------------------|
| MA/Assessment Area: | Total Small Loans to Businesses | | Businesses With Revenues of \$1 million or less | | Loans by Original Amount Regardless of Business Size | | | Market Share* | |
| | # | % of Total** | % of Businesses*** | % BANK**** | \$100,000 or less | >\$100,000 to \$250,000 | >\$250,000 to \$1,000,000 | All | Rev\$ 1 Million or Less |
| Full Review: | | | | | | | | | |
| Non-MSA ME Partial | 2577 | 21.00 | 50.69 | 69.27 | 73.03 | 15.21 | 11.76 | 3.65 | 5.76 |
| Portland-S Portland-Biddeford ME MSA | 6811 | 55.50 | 58.21 | 64.60 | 70.59 | 15.37 | 14.04 | 5.83 | 9.55 |
| Limited Review: | | | | | | | | | |
| Aroostook County ME Non-MSA | 1140 | 9.00 | 40.75 | 68.16 | 76.05 | 16.58 | 7.37 | 11.73 | 17.82 |
| Bangor ME MSA | 855 | 7.00 | 47.87 | 67.02 | 66.55 | 17.66 | 15.79 | 3.77 | 7.11 |
| Lewiston-Auburn ME MSA | 1068 | 8.5 | 47.14 | 51.59 | 63.95 | 19.29 | 16.76 | 6.61 | 7.35 |

* Based on 2007 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2007).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 2.36% of small loans to businesses originated and purchased by the bank.

Institution ID: TD BANKNORTH, N.A.

Table 14. Qualified Investments

| QUALIFIED INVESTMENTS | | Geography: MAINE | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2008 | | | |
|--------------------------------------|---------------------------|------------------|----------------------------|-----------|-------------------|---|------------|------------------------|-----------|
| MA/Assessment Area: | Prior Period Investments* | | Current Period Investments | | Total Investments | | | Unfunded Commitments** | |
| | # | \$(000's) | # | \$(000's) | # | \$(000's) | % of Total | # | \$(000's) |
| Full Review: | | | | | | | | | |
| Non-MSA ME Partial | 0 | 0 | 19 | 1,297 | 19 | 1,297 | 4% | 1 | 38 |
| Portland-S Portland-Biddeford ME MSA | 3 | 5,031 | 114 | 5,880 | 117 | 10,911 | 31% | 3 | 6,071 |
| Limited Review: | | | | | | | | | |
| Aroostook County ME Non-MSA | 0 | 0 | 3 | 20 | 3 | 20 | 0.00 | 0 | 0 |
| Bangor ME MSA | 0 | 0 | 12 | 90 | 12 | 90 | 0.00 | 0 | 0 |
| Lewiston-Auburn ME MSA | 1 | 228 | 7 | 82 | 8 | 310 | 1% | 0 | 0 |
| Statewide | 5 | 3,532 | 10 | 18,544 | 15 | 22,076 | 64% | 1 | 2,653 |

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Institution ID: TD BANKNORTH, N.A.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

| DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS | | | | | | | | Geography: MAINE | | | | | | | | | |
|---|--------------------------------|--------------------|--------------------------------|---|-------|--------|-------|--------------------------|----------------------|---|-----|------------|-----|---------------------------------------|-------|-------|-------|
| Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | | | | | | | | | | | |
| MA/Assessment Area: | Deposits | Branches | | | | | | Branch Openings/Closings | | | | Population | | | | | |
| | % of Rated Area Deposits in AA | # of BANK Branches | % of Rated Area Branches in AA | Location of Branches by Income of Geographies (%) | | | | # of Branch Openings | # of Branch Closings | Net change in Location of Branches (+ or -) | | | | % of Population within Each Geography | | | |
| | | | | Low | Mod | Mid | Upp | | | Low | Mod | Mid | Upp | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | | | |
| Non-MSA ME Partial | 18.39 | 15 | 24.00 | 0.00 | 13.33 | 80.00 | 6.67 | 1 | 0 | 0 | 0 | 1 | 0 | 0.00 | 4.11 | 83.72 | 12.18 |
| Portland-S Portland-Biddeford ME MSA | 63.39 | 32 | 51.00 | 3.13 | 9.38 | 75.00 | 12.50 | 1 | 0 | 0 | 0 | 1 | 0 | 1.33 | 11.65 | 73.75 | 13.26 |
| Aroostook County ME Non-MSA | 4.12 | 4 | 6.00 | 0.00 | 0.00 | 100.00 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 | 12.43 | 87.57 | 0.00 |
| Bangor ME MSA | 5.37 | 6 | 9.50 | 0.00 | 33.33 | 66.67 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 | 19.01 | 59.64 | 21.35 |
| Lewiston-Auburn ME MSA | 8.73 | 6 | 9.50 | 33.33 | 0.00 | 66.67 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0 | 6.13 | 14.25 | 66.93 | 12.69 |

State of Massachusetts

Institution ID: TD BANKNORTH, N.A.

Table 1. Lending Volume

| LENDING VOLUME | | Geography: MASSACHUSETTS | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | |
|----------------------------|------------------------------------|--------------------------|------------|---------------------------|------------|----------------------|------------|---|------------|----------------------|-----------|--------------------------------------|
| MA/Assessment Area (2007): | % of Rated Area Loans (#) in MA/AA | Home Mortgage | | Small Loans to Businesses | | Small Loans to Farms | | Community Development Loans** | | Total Reported Loans | | % of Rated Area Deposits in MA/AA*** |
| | | # | \$ (000's) | # | \$ (000's) | # | \$ (000's) | # | \$ (000's) | # | \$(000's) | |
| Full Review: | | | | | | | | | | | | |
| Springfield MA MSA | 44.10 | 4,424 | 430,692 | 3768 | 573,754 | 0 | 0 | 7 | 16,638 | 8,199 | 1,021,084 | 41.40 |
| Limited Review: | | | | | | | | | | | | |
| Providence MA MSA | 1.30 | 151 | 29,037 | 88 | 13,479 | 0 | 0 | 0 | 0 | 239 | 42,516 | 1.00 |
| Barnstable Town MA MSA | 19.40 | 1,327 | 276,108 | 2,260 | 278,996 | 0 | 0 | 13 | 17,541 | 3,600 | 572,645 | 22.90 |
| Pittsfield MA MSA | 8.40 | 600 | 65,823 | 960 | 122,965 | 1 | 9 | 1 | 150 | 1,562 | 188,947 | 8.50 |
| Worcester MA MSA | 26.8 | 2,051 | 246,912 | 2,915 | 498,951 | 7 | 1,490 | 10 | 9,563 | 4,983 | 756,916 | 26.20 |

* Loan Data as of December 31, 2007. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2005 to December 31, 2007.

*** Deposit Data as of December 16, 2008. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Institution ID: TD BANKNORTH, N.A.

Table 2. Geographic Distribution of Home Purchase Loans

| Geographic Distribution: HOME PURCHASE | | Geography: MASSACHUSETTS | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | |
|--|---------------------------|--------------------------|------------------------|------------------|-----------------------------|--------------|---------------------------|---|--------------------------|--------------|-------------------------------|------|------|------|------|
| MA/Assessment Area: | Total Home Purchase Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography | | | | |
| | # | % of Total** | % Owner Occ Units*** | % BANK Loans**** | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Springfield MA MSA | 1361 | 56.60 | 2.29 | 4.11 | 11.06 | 21.09 | 56.42 | 55.55 | 30.22 | 19.25 | 1.58 | 3.81 | 1.42 | 1.52 | 1.43 |
| Limited Review: | | | | | | | | | | | | | | | |
| Providence MA MSA | 40 | 1.70 | 0.00 | 0.00 | 0.00 | 0.00 | 22.11 | 22.50 | 77.89 | 77.50 | 0.26 | 0.00 | 0.00 | 0.33 | 0.24 |
| Barnstable Town MA MSA | 366 | 15.20 | 0.44 | 1.37 | 5.19 | 8.74 | 78.19 | 75.68 | 16.18 | 14.21 | 1.21 | 0.00 | 0.72 | 1.34 | 1.01 |
| Pittsfield MA MSA | 144 | 6.00 | 0.62 | 1.39 | 12.05 | 13.19 | 71.43 | 72.22 | 15.89 | 13.19 | 1.05 | 0.00 | 0.67 | 1.05 | 1.53 |
| Worcester MA MSA | 494 | 20.50 | 1.46 | 5.47 | 12.32 | 28.14 | 57.33 | 49.80 | 28.90 | 16.60 | 0.91 | 0.84 | 1.71 | 0.78 | 0.78 |

* Based on 2007 Peer Mortgage Data (Eastern)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: TD BANKNORTH, N.A.

Table 3. Geographic Distribution of Home Improvement Loans

| Geographic Distribution: HOME IMPROVEMENT | | Geography: MASSACHUSETTS | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | |
|---|------------------------------|--------------------------|------------------------|------------------|-----------------------------|--------------|---------------------------|---|--------------------------|--------------|-------------------------------|-------|------|------|------|
| MA/Assessment Area: | Total Home Improvement Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography | | | | |
| | # | % of Total** | % Owner Occ Units*** | % BANK Loans**** | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Springfield MA MSA | 1242 | 51.30 | 2.29 | 2.66 | 11.06 | 14.25 | 56.42 | 55.72 | 30.22 | 27.38 | 5.98 | 6.90 | 8.38 | 6.26 | 4.39 |
| Limited Review: | | | | | | | | | | | | | | | |
| Providence MA | 46 | 1.90 | 0.00 | 0.00 | 0.00 | 0.00 | 22.11 | 15.22 | 77.89 | 84.78 | 0.80 | 0.00 | 0.00 | 0.00 | 1.01 |
| Barnstable Town MA MSA | 271 | 11.20 | 0.44 | 0.37 | 5.19 | 6.27 | 78.19 | 81.55 | 16.18 | 11.81 | 3.73 | 25.00 | 3.03 | 3.77 | 3.25 |
| Pittsfield MA MSA | 170 | 7.00 | 0.62 | 2.35 | 12.05 | 11.76 | 71.43 | 74.12 | 15.89 | 11.76 | 3.55 | 0.00 | 4.00 | 4.11 | 0.78 |
| Worcester MA MSA | 693 | 28.60 | 1.46 | 2.89 | 12.32 | 18.04 | 57.33 | 60.32 | 28.90 | 18.76 | 2.65 | 3.51 | 2.45 | 3.05 | 1.65 |

* Based on 2007 Peer Mortgage Data (Eastern)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: TD BANKNORTH, N.A.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

| Geographic Distribution: HOME MORTGAGE REFINANCE | | | | Geography: MASSACHUSETTS | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | |
|--|-------------------------------------|--------------|------------------------|--------------------------|-----------------------------|--------------|---------------------------|---|--------------------------|--------------|--------------------------------|------|------|------|------|
| MA/Assessment Area: | Total Home Mortgage Refinance Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography* | | | | |
| | # | % of Total** | % Owner Occ Units*** | % BANK Loans**** | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Springfield MA MSA | 1775 | 49.30 | 2.29 | 3.10 | 11.06 | 14.03 | 56.42 | 55.77 | 30.22 | 27.10 | 2.09 | 1.75 | 2.31 | 2.02 | 2.17 |
| Limited Review: | | | | | | | | | | | | | | | |
| Providence MA | 60 | 1.70 | 0.00 | 0.00 | 0.00 | 0.00 | 22.11 | 20.00 | 77.89 | 80.00 | 0.42 | 0.00 | 0.00 | 0.13 | 0.52 |
| Barnstable Town MA MSA | 684 | 19.00 | 0.44 | 0.44 | 5.19 | 9.06 | 78.19 | 77.78 | 16.18 | 12.72 | 1.40 | 2.13 | 1.85 | 1.46 | 0.80 |
| Pittsfield MA MSA | 258 | 7.20 | 0.62 | 2.71 | 12.05 | 16.28 | 71.43 | 69.77 | 15.89 | 11.24 | 1.59 | 0.00 | 3.11 | 1.36 | 1.58 |
| Worcester MA MSA | 822 | 22.80 | 1.46 | 4.26 | 12.32 | 20.80 | 57.33 | 56.57 | 28.90 | 18.37 | 0.85 | 2.10 | 1.55 | 0.79 | 0.50 |

* Based on 2007 Peer Mortgage Data (Eastern)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: TD BANKNORTH, N.A.

Table 5. Geographic Distribution of Multifamily Loans

| Geographic Distribution: MULTIFAMILY | | Geography: MASSACHUSETTS | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | |
|--------------------------------------|-------------------------|--------------------------|------------------------|------------------|-----------------------------|--------------|---------------------------|---|--------------------------|--------------|--------------------------------|-------|-------|-------|-------|
| MA/Assessment Area: | Total Multifamily Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography* | | | | |
| | # | % of Total** | % of MF Units*** | % BANK Loans**** | % MF Units*** | % BANK Loans | % MF Units*** | % BANK Loans | % MF Units*** | % BANK Loans | Over all | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Springfield MA MSA | 46 | 36.20 | 26.23 | 21.74 | 22.69 | 21.74 | 38.81 | 47.83 | 12.28 | 8.70 | 11.68 | 22.22 | 2.70 | 10.34 | 20.00 |
| Limited Review: | | | | | | | | | | | | | | | |
| Providence MA | 5 | 4.00 | 0.00 | 0.00 | 0.00 | 0.00 | 32.32 | 40.00 | 67.68 | 60.00 | 11.11 | 0.00 | 0.00 | 0.00 | 25.00 |
| Barnstable Town MA MSA | 6 | 4.70 | 9.03 | 0.00 | 19.74 | 16.67 | 63.10 | 66.67 | 8.13 | 16.67 | 12.50 | 0.00 | 0.00 | 23.08 | 0.00 |
| Pittsfield MA MSA | 28 | 22.10 | 15.95 | 28.57 | 32.01 | 39.29 | 38.37 | 25.00 | 13.67 | 7.14 | 5.26 | 0.00 | 20.00 | 0.00 | 0.00 |
| Worcester MA MSA | 42 | 33.00 | 16.82 | 9.52 | 30.32 | 45.24 | 39.75 | 40.48 | 13.12 | 4.76 | 9.40 | 4.55 | 10.75 | 11.11 | 6.25 |

* Based on 2007 Peer Mortgage Data (Eastern)

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of Multi Family Units is the number of multi family units in a particular geography divided by the number of multifamily housing units in the area based on 2000 Census information.

**** Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

Institution ID: TD BANKNORTH, N.A.

Table 6. Geographic Distribution of Small Loans to Businesses

| Geographic Distribution: SMALL LOANS TO BUSINESSES | | | Geography: MASSACHUSETTS | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | |
|--|----------------------------|--------------|--------------------------|--------------|-----------------------------|--------------|---------------------------|--------------|---|--------------|--------------------------------|------|------|------|------|
| MA/Assessment Area: | Total Small Business Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography* | | | | |
| | # | % of Total** | % of Businesses*** | % BANK Loans | % of Businesses*** | % BANK Loans | % of Businesses*** | % BANK Loans | % of Businesses*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Springfield MA MSA | 3768 | 37.70 | 11.30 | 14.86 | 16.62 | 13.51 | 46.51 | 45.09 | 25.57 | 26.54 | 3.10 | 6.47 | 3.35 | 3.08 | 2.56 |
| Limited Review: | | | | | | | | | | | | | | | |
| Providence MA | 88 | 0.80 | 0.00 | 0.00 | 0.00 | 0.00 | 27.06 | 28.41 | 72.94 | 71.59 | 0.21 | 0.46 | 0.07 | 0.15 | 0.29 |
| Barnstable Town MA MSA | 2260 | 22.60 | 7.91 | 12.83 | 9.20 | 8.23 | 68.13 | 69.07 | 14.75 | 9.87 | 3.23 | 7.90 | 3.42 | 3.38 | 2.18 |
| Pittsfield MA MSA | 960 | 9.60 | 8.21 | 9.17 | 14.56 | 14.17 | 61.37 | 61.77 | 15.87 | 14.90 | 2.87 | 4.94 | 3.01 | 3.16 | 2.50 |
| Worcester MA MSA | 2909 | 29.10 | 6.11 | 8.66 | 19.07 | 21.76 | 47.98 | 47.16 | 26.57 | 22.41 | 1.91 | 4.12 | 2.20 | 2.00 | 1.52 |

* Based on 2007 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2007).

Institution ID: TD BANKNORTH, N.A.

Table 8. Borrower Distribution of Home Purchase Loans

| Borrower Distribution: HOME PURCHASE 2007 | | Geography: MASSACHUSETTS | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, | | | | | |
|--|---------------------------|--------------------------|----------------------|------------------|---------------------------|------------------|-------------------------|------------------|------------------------|--|---------------|------|------|------|------|
| MA/Assessment Area: | Total Home Purchase Loans | | Low-Income Borrowers | | Moderate-Income Borrowers | | Middle-Income Borrowers | | Upper-Income Borrowers | | Market Share* | | | | |
| | # | % of Total** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Springfield MA MSA | 1361 | 56.60 | 21.40 | 14.18 | 17.35 | 42.53 | 22.20 | 21.46 | 39.05 | 21.83 | 1.70 | 4.76 | 3.13 | 0.77 | 1.20 |
| Limited Review: | | | | | | | | | | | | | | | |
| Providence MA | 40 | 1.70 | 10.71 | 2.50 | 13.45 | 17.50 | 20.53 | 22.50 | 55.31 | 57.50 | 0.30 | 0.00 | 0.65 | 0.16 | 0.30 |
| Barnstable Town MA MSA | 366 | 15.20 | 17.31 | 3.08 | 19.45 | 24.65 | 23.97 | 17.65 | 39.26 | 54.62 | 1.46 | 4.59 | 4.48 | 1.51 | 0.89 |
| Pittsfield MA MSA | 144 | 6.00 | 18.39 | 16.55 | 19.87 | 33.81 | 23.55 | 17.27 | 38.18 | 32.37 | 1.13 | 1.71 | 2.66 | 0.48 | 0.71 |
| Worcester MA MSA | 494 | 20.50 | 20.29 | 10.56 | 17.67 | 37.50 | 22.54 | 22.63 | 39.50 | 29.31 | 0.99 | 2.25 | 2.14 | 0.48 | 0.60 |

* Based on 2007 Peer Mortgage Data (Eastern)

** As a percentage of loans with borrower income information available. No information was available for 2.9% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

Institution ID: TD BANKNORTH, N.A.

Table 9. Borrower Distribution of Home Improvement Loans

| Borrower Distribution: HOME IMPROVEMENT | | Geography: MASSACHUSETTS | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | |
|---|------------------------------|--------------------------|----------------------|------------------|---------------------------|------------------|-------------------------|------------------|------------------------|---|---------------|------|------|------|------|
| MA/Assessment Area: | Total Home Improvement Loans | | Low-Income Borrowers | | Moderate-Income Borrowers | | Middle-Income Borrowers | | Upper-Income Borrowers | | Market Share* | | | | |
| | # | % of Total** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Springfield MA MSA | 1242 | 51.30 | 21.40 | 9.34 | 17.35 | 23.10 | 22.20 | 32.44 | 39.05 | 35.11 | 5.98 | 6.79 | 6.59 | 6.13 | 5.43 |
| Limited Review: | | | | | | | | | | | | | | | |
| Providence MA | 46 | 1.90 | 10.71 | 8.70 | 13.45 | 10.87 | 20.53 | 28.26 | 55.31 | 52.17 | 0.83 | 0.00 | 0.00 | 2.04 | 0.56 |
| Barnstable Town MA MSA | 271 | 11.20 | 17.31 | 10.00 | 19.45 | 16.92 | 23.97 | 30.00 | 39.26 | 43.08 | 3.80 | 6.10 | 4.29 | 4.66 | 2.83 |
| Pittsfield MA MSA | 170 | 7.00 | 18.39 | 8.86 | 19.87 | 24.68 | 23.55 | 23.42 | 38.18 | 43.04 | 3.40 | 6.25 | 3.93 | 3.08 | 2.66 |
| Worcester MA MSA | 693 | 28.60 | 20.29 | 9.60 | 17.67 | 23.84 | 22.54 | 30.43 | 39.50 | 36.13 | 2.68 | 3.05 | 3.39 | 2.65 | 2.26 |

* Based on 2007 Peer Mortgage Data (Eastern)

** As a percentage of loans with borrower income information available. No information was available for 2.7% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

Institution ID: TD BANKNORTH, N.A.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

| Borrower Distribution: HOME MORTGAGE REFINANCE | | Geography: MASSACHUSETTS | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | |
|--|-------------------------------------|--------------------------|----------------------|------------------|---------------------------|------------------|-------------------------|---|------------------------|------------------|--------------|------|------|------|------|
| MA/Assessment Area: | Total Home Mortgage Refinance Loans | | Low-Income Borrowers | | Moderate-Income Borrowers | | Middle-Income Borrowers | | Upper-Income Borrowers | | Market Share | | | | |
| | # | % of Total** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Springfield MA MSA | 1775 | 49.30 | 21.40 | 12.31 | 17.35 | 26.89 | 22.20 | 27.93 | 39.05 | 32.87 | 2.33 | 4.12 | 3.55 | 1.63 | 1.91 |
| Limited Review: | | | | | | | | | | | | | | | |
| Providence MA | 60 | 1.70 | 10.71 | 5.08 | 13.45 | 18.64 | 20.53 | 18.64 | 55.31 | 57.63 | 0.48 | 2.15 | 0.82 | 0.00 | 0.54 |
| Barnstable Town MA MSA | 684 | 19.00 | 17.31 | 11.51 | 19.45 | 27.50 | 23.97 | 20.48 | 39.26 | 40.51 | 1.75 | 5.60 | 4.31 | 0.93 | 1.09 |
| Pittsfield MA MSA | 258 | 7.20 | 18.39 | 11.01 | 19.87 | 25.99 | 23.55 | 20.70 | 38.18 | 42.29 | 1.77 | 3.08 | 2.76 | 0.79 | 1.55 |
| Worcester MA MSA | 822 | 22.80 | 20.29 | 12.02 | 17.67 | 29.03 | 22.54 | 29.16 | 39.50 | 29.80 | 0.99 | 2.13 | 1.91 | 0.75 | 0.50 |

* Based on 2007 Peer Mortgage Data (Eastern)

** As a percentage of loans with borrower income information available. No information was available for 3.2% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

Institution ID: TD BANKNORTH, N.A.

Table 11. Borrower Distribution of Small Loans to Businesses

| Borrower Distribution: SMALL LOANS TO BUSINESSES | | Geography: MASSACHUSETTS | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | |
|--|---------------------------------|--------------------------|---|------------|---|-------------------------|---------------------------|---------------|-------------------------|
| MA/Assessment Area: | Total Small Loans to Businesses | | Businesses With Revenues of \$1 million or less | | Loans by Original Amount Regardless of Business Size | | | Market Share* | |
| | # | % of Total** | % of Businesses*** | % BANK**** | \$100,000 or less | >\$100,000 to \$250,000 | >\$250,000 to \$1,000,000 | All | Rev\$ 1 Million or Less |
| Full Review: | | | | | | | | | |
| Springfield MA MSA | 3768 | 37.70 | 64.06 | 59.45 | 63.51 | 18.37 | 18.13 | 3.10 | 4.64 |
| Limited Review: | | | | | | | | | |
| 2007 MSA 39300 Providence MA | 88 | 0.80 | 65.99 | 69.32 | 70.45 | 6.82 | 22.73 | 0.21 | 0.24 |
| Barnstable Town MA MSA | 2260 | 22.60 | 70.72 | 58.63 | 70.97 | 15.71 | 13.32 | 3.23 | 5.31 |
| Pittsfield MA MSA | 960 | 9.60 | 61.61 | 66.35 | 72.60 | 13.23 | 14.17 | 2.87 | 5.03 |
| Worcester MA MSA | 2915 | 29.10 | 66.18 | 54.61 | 60.79 | 18.63 | 20.58 | 1.91 | 2.64 |

* Based on 2007 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2007).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 2.36% of small loans to businesses originated and purchased by the bank.

Institution ID: TD BANKNORTH, N.A.

Table 14. Qualified Investments

| QUALIFIED INVESTMENTS | | Geography: MASSACHUSETTS | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2008 | | | |
|---------------------------------|---------------------------|--------------------------|----------------------------|-----------|-------------------|---|------------|------------------------|-----------|
| MA/Assessment Area: | Prior Period Investments* | | Current Period Investments | | Total Investments | | | Unfunded Commitments** | |
| | # | \$(000's) | # | \$(000's) | # | \$(000's) | % of Total | # | \$(000's) |
| Full Review: | | | | | | | | | |
| Springfield MA MSA | 0 | 0 | 96 | 9,218 | 96 | 9,218 | 10% | 0 | 0 |
| Limited Review: | | | | | | | | | |
| 2007 MSA 39300 Providence MA | 0 | 0 | 4 | 7 | 4 | 7 | 0% | 0 | 0 |
| Barnstable Town MA MSA | 1 | 98 | 43 | 521 | 44 | 619 | 1% | 1 | 131 |
| Pittsfield MA MSA | 1 | 37 | 47 | 428 | 48 | 465 | 1% | 0 | 0 |
| Worcester MA MSA | 0 | 0 | 127 | 962 | 127 | 962 | 1% | 0 | 0 |
| Statewide | 7 | 4,635 | 20 | 76,467 | 27 | 81,102 | 88% | 7 | 6,178 |

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Institution ID: TD BANKNORTH, N.A.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

| DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS | | | | | | | | Geography: MASSACHUSETTS | | | | | | | | | |
|---|--------------------------------|--------------------|--------------------------------|---|-------|-------|--------|--------------------------|----------------------|---|-----|------------|-----|---------------------------------------|-------|-------|-------|
| Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | | | | | | | | | | | |
| MA/Assessment Area: | Deposits | Branches | | | | | | Branch Openings/Closings | | | | Population | | | | | |
| | % of Rated Area Deposits in AA | # of BANK Branches | % of Rated Area Branches in AA | Location of Branches by Income of Geographies (%) | | | | # of Branch Openings | # of Branch Closings | Net change in Location of Branches (+ or -) | | | | % of Population within Each Geography | | | |
| | | | | Low | Mod | Mid | Upp | | | Low | Mod | Mid | Upp | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | | | |
| Springfield MA MSA | 41.40 | 28 | 35.00 | 10.71 | 21.43 | 50.00 | 17.86 | 0 | 0 | 0 | 0 | 0 | 0 | 8.43 | 17.83 | 48.62 | 25.13 |
| Limited Review: | | | | | | | | | | | | | | | | | |
| Providence MA MSA | 1.00 | 3 | 3.75 | 0.00 | 0.00 | 0.00 | 100.00 | 1 | 0 | 0 | 0 | 0 | 1 | 0.00 | 0.00 | 26.02 | 73.98 |
| Barnstable Town MA MSA | 22.90 | 23 | 28.75 | 4.35 | 13.04 | 78.26 | 4.35 | 0 | 1 | 0 | 0 | 0 | -1 | 1.55 | 7.25 | 76.21 | 14.98 |
| Pittsfield MA MSA | 8.50 | 9 | 11.25 | 11.11 | 22.22 | 44.44 | 22.22 | 0 | 0 | 0 | 0 | 0 | 0 | 2.72 | 16.73 | 65.66 | 14.90 |
| Worcester MA MSA | 26.20 | 17 | 21.25 | 11.76 | 35.29 | 52.94 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0 | 6.08 | 18.12 | 51.85 | 23.81 |

State of New Hampshire

Institution ID: TD BANKNORTH, N.A.

Table 1. Lending Volume

| LENDING VOLUME | | Geography: NEW HAMPSHIRE | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | |
|----------------------------|---|--------------------------|------------|---------------------------|------------|----------------------|------------|---|------------|----------------------|-----------|--|
| MA/Assessment Area (2007): | % of Rated Area Loans (#) in MA/AA [*] | Home Mortgage | | Small Loans to Businesses | | Small Loans to Farms | | Community Development Loans ^{**} | | Total Reported Loans | | % of Rated Area Deposits in MA/AA ^{***} |
| | | # | \$ (000's) | # | \$ (000's) | # | \$ (000's) | # | \$ (000's) | # | \$(000's) | |
| Full Review: | | | | | | | | | | | | |
| Manchester-Nashua NH MSA | 46.80 | 2,871 | 300,392 | 4,034 | 521,529 | 0 | 0 | 7 | 90,100 | 6,912 | 912,021 | 48.00 |
| Limited Review: | | | | | | | | | | | | |
| Non-MSA NH Partial | 53.20 | 3,853 | 397,408 | 3,980 | 492,087 | 7 | 832 | 11 | 8,624 | 7,851 | 898,951 | 52.00 |

^{*} Loan Data as of December 31, 2007. Rated area refers to either state or multi-state MA rating area.

^{**} The evaluation period for Community Development Loans is from January 01, 2005 to December 31, 2007.

^{***} Deposit Data as of December 16, 2008. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Institution ID: TD BANKNORTH, N.A..

Table 2. Geographic Distribution of Home Purchase Loans

| Geographic Distribution: HOME PURCHASE | | Geography: NEW HAMPSHIRE | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | Market Share (%) by Geography | | | | |
|--|---------------------------|--------------------------|------------------------|------------------|-----------------------------|--------------|---|--------------|--------------------------|--------------|---------|-------------------------------|------|------|------|--|
| MA/Assessment Area: | Total Home Purchase Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Overall | Low | Mod | Mid | Upp | |
| | # | % of Total** | % Owner Occ Units*** | % BANK Loans**** | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | | | | | | |
| Full Review: | | | | | | | | | | | | | | | | |
| Manchester-Nashua NH MSA | 550 | 36.50 | 0.73 | 0.55 | 8.76 | 12.55 | 56.63 | 66.91 | 33.88 | 20.00 | 1.61 | 0.00 | 1.88 | 1.93 | 1.04 | |
| Limited Review: | | | | | | | | | | | | | | | | |
| Non-MSA NH Partial | 959 | 63.50 | 0.00 | 0.00 | 5.17 | 3.13 | 82.41 | 88.74 | 12.42 | 8.13 | 2.22 | 0.00 | 2.38 | 2.42 | 0.95 | |

* Based on 2007 Peer Mortgage Data (Eastern)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: TD BANKNORTH, N.A.

Table 3. Geographic Distribution of Home Improvement Loans

| Geographic Distribution: HOME IMPROVEMENT | | Geography: NEW HAMPSHIRE | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | |
|---|------------------------------|--------------------------|------------------------|------------------|-----------------------------|--------------|---------------------------|--------------|--------------------------|---|--------------------------------|------|------|-------|------|
| MA/Assessment Area: | Total Home Improvement Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography* | | | | |
| | # | % of Total** | % Owner Occ Units*** | % BANK Loans**** | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Manchester-Nashua NH MSA | 1173 | 45.00 | 0.73 | 0.60 | 8.76 | 7.59 | 56.63 | 62.83 | 33.88 | 28.99 | 8.97 | 0.00 | 7.32 | 10.30 | 7.11 |
| Limited Review: | | | | | | | | | | | | | | | |
| Non-MSA NH Partial | 1440 | 55.00 | 0.00 | 0.00 | 5.17 | 2.50 | 82.41 | 85.63 | 12.42 | 11.88 | 11.02 | 0.00 | 5.04 | 12.10 | 6.39 |

* Based on 2007 Peer Mortgage Data (Eastern)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: TD BANKNORTH, N.A.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

| Geographic Distribution: HOME MORTGAGE REFINANCE | | Geography: NEW HAMPSHIRE | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | |
|--|-------------------------------------|--------------------------|------------------------|------------------|-----------------------------|--------------|---------------------------|--------------|--------------------------|---|--------------------------------|------|------|------|------|
| MA/Assessment Area: | Total Home Mortgage Refinance Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography* | | | | |
| | # | % of Total** | % Owner Occ Units*** | % BANK Loans**** | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Manchester-Nashua NH MSA | 1106 | 44.00 | 0.73 | 1.27 | 8.76 | 8.32 | 56.63 | 61.21 | 33.88 | 29.20 | 1.74 | 1.55 | 1.50 | 1.87 | 1.61 |
| Limited Review: | | | | | | | | | | | | | | | |
| Non-MSA NH Partial | 1406 | 56.00 | 0.00 | 0.00 | 5.17 | 2.92 | 82.41 | 86.98 | 12.42 | 10.10 | 2.04 | 0.00 | 2.01 | 2.12 | 1.44 |

* Based on 2007 Peer Mortgage Data (Eastern)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: TD BANKNORTH, N.A.

Table 5. Geographic Distribution of Multifamily Loans

| Geographic Distribution: MULTIFAMILY | | Geography: NEW HAMPSHIRE | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | |
|--------------------------------------|-------------------------|--------------------------|------------------------|------------------|-----------------------------|--------------|---------------------------|---|--------------------------|--------------|--------------------------------|------|-------|-------|-------|
| MA/Assessment Area: | Total Multifamily Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography* | | | | |
| | # | % of Total** | % of MF Units*** | % BANK Loans**** | % MF Units*** | % BANK Loans | % MF Units*** | % BANK Loans | % MF Units*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Manchester-Nashua NH MSA | 42 | 47.00 | 5.97 | 2.38 | 38.60 | 52.38 | 47.98 | 45.24 | 7.45 | 0.00 | 8.08 | 0.00 | 5.36 | 18.52 | 0.00 |
| Limited Review: | | | | | | | | | | | | | | | |
| Non-MSA NH Partial | 48 | 53.00 | 0.00 | 0.00 | 14.31 | 6.25 | 76.56 | 89.58 | 9.13 | 4.17 | 16.67 | 0.00 | 20.00 | 15.79 | 25.00 |

* Based on 2007 Peer Mortgage Data (Eastern)

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of Multi Family Units is the number of multi family units in a particular geography divided by the number of multifamily housing units in the area based on 2000 Census information.

**** Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

Institution ID: TD BANKNORTH, N.A.

Table 6. Geographic Distribution of Small Loans to Businesses

| Geographic Distribution: SMALL LOANS TO BUSINESSES | | | Geography: NEW HAMPSHIRE | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | |
|--|----------------------------|--------------|--------------------------|--------------|-----------------------------|--------------|---------------------------|--------------|---|--------------|--------------------------------|------|------|------|------|
| MA/Assessment Area: | Total Small Business Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography* | | | | |
| | # | % of Total** | % of Businesses*** | % BANK Loans | % of Businesses*** | % BANK Loans | % of Businesses*** | % BANK Loans | % of Businesses*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Manchester-Nashua NH MSA | 4034 | 50.34 | 2.18 | 3.17 | 18.57 | 17.15 | 52.31 | 52.68 | 26.93 | 27.00 | 4.29 | 5.20 | 5.03 | 4.58 | 3.69 |
| Limited Review: | | | | | | | | | | | | | | | |
| Non-MSA NH Partial | 3980 | 49.66 | 0.00 | 0.00 | 7.10 | 4.40 | 80.16 | 81.78 | 12.74 | 13.82 | 3.65 | 0.00 | 3.17 | 3.96 | 3.96 |

* Based on 2007 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2007).

Institution ID: TD BANKNORTH, N.A.

Table 8. Borrower Distribution of Home Purchase Loans

| Borrower Distribution: HOME PURCHASE | | Geography: NEW HAMPSHIRE | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | |
|--------------------------------------|---------------------------|--------------------------|---------------------------|------------------------------|---------------------------|------------------------------|---------------------------|---|---------------------------|------------------------------|---------------------------|------|------|------|------|
| MA/Assessment Area: | Total Home Purchase Loans | | Low-Income Borrowers | | Moderate-Income Borrowers | | Middle-Income Borrowers | | Upper-Income Borrowers | | Market Share [*] | | | | |
| | # | % of Total ^{**} | % Families ^{***} | % BANK Loans ^{****} | % Families ^{***} | % BANK Loans ^{****} | % Families ^{***} | % BANK Loans ^{****} | % Families ^{***} | % BANK Loans ^{****} | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Manchester-Nashua NH MSA | 550 | 36.50 | 16.82 | 11.13 | 18.82 | 33.21 | 26.62 | 28.49 | 37.74 | 27.17 | 1.88 | 4.15 | 3.53 | 1.17 | 1.17 |
| Limited Review: | | | | | | | | | | | | | | | |
| Non-MSA NH Partial | 959 | 63.50 | 16.00 | 8.00 | 19.42 | 23.14 | 25.99 | 28.54 | 38.59 | 40.32 | 2.55 | 6.25 | 4.19 | 2.22 | 1.95 |

^{*} Based on 2007 Peer Mortgage Data (Eastern)

^{**} As a percentage of loans with borrower income information available. No information was available for 2.9% of loans originated and purchased by bank.

^{***} Percentage of Families is based on the 2000 Census information.

^{****} Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

Institution ID: TD BANKNORTH, N.A.

Table 9. Borrower Distribution of Home Improvement Loans

| Borrower Distribution: HOME IMPROVEMENT | | Geography: NEW HAMPSHIRE | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | |
|---|------------------------------|--------------------------|----------------------|------------------|---------------------------|------------------|-------------------------|------------------|------------------------|---|---------------|-------|-------|-------|-------|
| MA/Assessment Area: | Total Home Improvement Loans | | Low-Income Borrowers | | Moderate-Income Borrowers | | Middle-Income Borrowers | | Upper-Income Borrowers | | Market Share* | | | | |
| | # | % of Total** | % Families** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Manchester-Nashua NH MSA | 1173 | 6.92 | 16.82 | 11.33 | 18.82 | 22.41 | 26.62 | 31.56 | 37.74 | 34.70 | 15.73 | 19.91 | 3.11 | 14.25 | 17.74 |
| Limited Review: | | | | | | | | | | | | | | | |
| Non-MSA NH Partial | 1440 | 55.00 | 16.00 | 10.14 | 19.42 | 21.27 | 25.99 | 34.33 | 38.59 | 34.26 | 10.96 | 16.31 | 11.79 | 12.66 | 8.45 |

* Based on 2007 Peer Mortgage Data (Eastern)

** As a percentage of loans with borrower income information available. No information was available for 2.7% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

Institution ID: TD BANKNORTH, N.A.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

| Borrower Distribution: HOME MORTGAGE REFINANCE | | Geography: NEW HAMPSHIRE | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | |
|--|-------------------------------------|--------------------------|----------------------|------------------|---------------------------|------------------|-------------------------|---|------------------------|------------------|--------------|------|------|------|------|
| MA/Assessment Area: | Total Home Mortgage Refinance Loans | | Low-Income Borrowers | | Moderate-Income Borrowers | | Middle-Income Borrowers | | Upper-Income Borrowers | | Market Share | | | | |
| | # | % of Total** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Manchester-Nashua NH MSA | 1106 | 44.00 | 16.82 | 13.76 | 18.82 | 27.70 | 26.62 | 28.84 | 37.74 | 29.70 | 1.99 | 3.94 | 2.66 | 1.61 | 1.57 |
| Limited Review: | | | | | | | | | | | | | | | |
| Non-MSA NH Partial | 1406 | 56.00 | 16.00 | 9.58 | 19.42 | 25.09 | 25.99 | 31.75 | 38.59 | 33.58 | 2.36 | 3.78 | 3.47 | 2.43 | 1.67 |

* Based on 2007 Peer Mortgage Data (Eastern)

** As a percentage of loans with borrower income information available. No information was available for 3.2% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

Institution ID: TD BANKNORTH, N.A.

Table 11. Borrower Distribution of Small Loans to Businesses

| Borrower Distribution: SMALL LOANS TO BUSINESSES | | Geography: NEW HAMPSHIRE | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | |
|--|---------------------------------|--------------------------|---|------------|---|-------------------------|---------------------------|---------------|-------------------------|
| MA/Assessment Area: | Total Small Loans to Businesses | | Businesses With Revenues of \$1 million or less | | Loans by Original Amount Regardless of Business Size | | | Market Share* | |
| | # | % of Total** | % of Businesses*** | % BANK**** | \$100,000 or less | >\$100,000 to \$250,000 | >\$250,000 to \$1,000,000 | All | Rev\$ 1 Million or Less |
| Full Review: | | | | | | | | | |
| Manchester-Nashua NH MSA | 4034 | 50.34 | 65.10 | 61.23 | 69.21 | 17.06 | 13.73 | 4.29 | 7.05 |
| Limited Review: | | | | | | | | | |
| Non-MSA NH Partial | 3980 | 49.66 | 63.41 | 63.29 | 70.90 | 16.18 | 12.91 | 3.65 | 5.81 |

* Based on 2007 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2007).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 2.36% of small loans to businesses originated and purchased by the bank.

Institution ID: TD BANKNORTH, N.A.

Table 14. Qualified Investments

| QUALIFIED INVESTMENTS | | Geography: NEW HAMPSHIRE | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2008 | | | |
|-----------------------------|---------------------------|--------------------------|----------------------------|-----------|-------------------|---|------------|------------------------|-----------|
| MA/Assessment Area: | Prior Period Investments* | | Current Period Investments | | Total Investments | | | Unfunded Commitments** | |
| | # | \$(000's) | # | \$(000's) | # | \$(000's) | % of Total | # | \$(000's) |
| Full Review: | | | | | | | | | |
| Manchester-Nashua NH MSA | 1 | 272 | 98 | 2,027 | 99 | 2,299 | 6% | 0 | 0 |
| Limited Review: | | | | | | | | | |
| Non-MSA NH Partial | 0 | 0 | 88 | 1438 | 88 | 1,438 | 4% | 0 | 0 |
| Statewide | 5 | 2,800 | 7 | 31,304 | 12 | 34,104 | 90% | 2 | 2,653 |

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Institution ID: TD BANKNORTH, N.A.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

| DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS | | | | | | | | Geography: NEW HAMPSHIRE | | | | | | | | | |
|---|--------------------------------|--------------------|--------------------------------|---|-------|-------|-------|--------------------------|----------------------|---|-----|------------|-----|---------------------------------------|-------|-------|-------|
| Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | | | | | | | | | | | |
| MA/Assessment Area: | Deposits | Branches | | | | | | Branch Openings/Closings | | | | Population | | | | | |
| | % of Rated Area Deposits in AA | # of BANK Branches | % of Rated Area Branches in AA | Location of Branches by Income of Geographies (%) | | | | # of Branch Openings | # of Branch Closings | Net change in Location of Branches (+ or -) | | | | % of Population within Each Geography | | | |
| | | | | Low | Mod | Mid | Upp | | | Low | Mod | Mid | Upp | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | | | |
| Manchester-Nashua NH MSA | 48.00 | 24 | 47.00 | 0.00 | 20.83 | 62.50 | 16.67 | 0 | 0 | 0 | 0 | 0 | 0 | 2.68 | 17.41 | 52.62 | 27.29 |
| Limited Review: | | | | | | | | | | | | | | | | | |
| Non-MSA NH Partial | 52.00 | 27 | 53.00 | 0.00 | 11.11 | 81.48 | 7.41 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 | 6.14 | 80.99 | 12.87 |

State of New Jersey

Institution ID: TD BANKNORTH, N.A.

Table 1. Lending Volume

| LENDING VOLUME | | Geography: NEW JERSEY | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | |
|-------------------------------------|------------------------------------|-----------------------|------------|---------------------------|------------|----------------------|------------|---|------------|----------------------|-----------|--------------------------------------|
| MA/Assessment Area (2007): | % of Rated Area Loans (#) in MA/AA | Home Mortgage | | Small Loans to Businesses | | Small Loans to Farms | | Community Development Loans** | | Total Reported Loans | | % of Rated Area Deposits in MA/AA*** |
| | | # | \$ (000's) | # | \$ (000's) | # | \$ (000's) | # | \$ (000's) | # | \$(000's) | |
| Full Review: | | | | | | | | | | | | |
| Vineland-Millville-Bridgeton NJ MSA | 95.00 | 272 | 24,786 | 54 | 5,178 | 3 | 816 | 2 | 2,000 | 331 | 32,780 | 89.74 |
| Limited Review: | | | | | | | | | | | | |
| Brigantine NJ AA | 5.00 | 14 | 1,132 | 3 | 300 | 0 | 0 | 0 | 0 | 17 | 1,432 | 10.26 |

* Loan Data as of December 31, 2007. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2005 to December 31, 2007.

*** Deposit Data as of December 15, 2008. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Institution ID: TD BANKNORTH, N.A..

Table 2. Geographic Distribution of Home Purchase Loans

| Geographic Distribution: HOME PURCHASE | | Geography: NEW JERSEY | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | Market Share (%) by Geography* | | | | |
|--|---------------------------|-----------------------|------------------------|------------------|-----------------------------|--------------|---|--------------|--------------------------|--------------|---------|--------------------------------|------|------|------|--|
| MA/Assessment Area: | Total Home Purchase Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Overall | Low | Mod | Mid | Upp | |
| | # | % of Total** | % Owner Occ Units*** | % BANK Loans**** | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | | | | | | |
| Full Review: | | | | | | | | | | | | | | | | |
| Vineland-Millville-Bridgeton NJ MSA | 83 | 96.50 | 1.56 | 1.20 | 10.01 | 30.12 | 59.09 | 50.60 | 29.35 | 18.07 | 1.26 | 0.00 | 0.90 | 1.67 | 0.81 | |
| Limited Review: | | | | | | | | | | | | | | | | |
| Brigantine NJ AA | 3 | 3.50 | 0.00 | 0.00 | 0.00 | 0.00 | 100.00 | 100.00 | 0.00 | 0.00 | 0.43 | 0.00 | 0.00 | 0.43 | 0.00 | |

* Based on 2007 Peer Mortgage Data (Eastern)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: TD BANKNORTH, N.A.

Table 3. Geographic Distribution of Home Improvement Loans

| Geographic Distribution: HOME IMPROVEMENT | | Geography: NEW JERSEY | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | |
|---|------------------------------|-----------------------|------------------------|------------------|-----------------------------|--------------|---------------------------|--------------|--------------------------|---|--------------------------------|-------|------|------|------|
| MA/Assessment Area: | Total Home Improvement Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography* | | | | |
| | # | % of Total** | % Owner Occ Units*** | % BANK Loans**** | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Vineland-Millville-Bridgeton NJ MSA | 60 | 95.24 | 1.56 | 3.33 | 10.01 | 6.67 | 59.09 | 63.33 | 29.35 | 29.35 | 3.21 | 10.00 | 1.56 | 3.84 | 2.48 |
| Limited Review: | | | | | | | | | | | | | | | |
| Brigantine NJ AA | 3 | 4.76 | 0.00 | 0.00 | 0.00 | 0.00 | 100.00 | 100.00 | 0.00 | 0.00 | 3.30 | 0.00 | 0.00 | 3.30 | 0.00 |

* Based on 2007 Peer Mortgage Data (Eastern)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: TD BANKNORTH, N.A.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

| Geographic Distribution: HOME MORTGAGE REFINANCE | | Geography: NEW JERSEY | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | |
|--|-------------------------------------|-----------------------|------------------------|------------------|-----------------------------|--------------|---------------------------|--------------|--------------------------|---|--------------------------------|------|------|------|------|
| MA/Assessment Area: | Total Home Mortgage Refinance Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography* | | | | |
| | # | % of Total** | % Owner Occ Units*** | % BANK Loans**** | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Vineland-Millville-Bridgeton NJ MSA | 129 | 94.16 | 1.56 | 2.33 | 10.01 | 25.58 | 59.09 | 49.61 | 29.35 | 22.48 | 1.30 | 1.45 | 3.60 | 0.98 | 0.86 |
| Limited Review: | | | | | | | | | | | | | | | |
| Brigantine NJ AA | 8 | 5.84 | 0.00 | 0.00 | 0.00 | 0.00 | 100.00 | 100.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |

* Based on 2007 Peer Mortgage Data (Eastern)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: TD BANKNORTH, N.A.

Table 6. Geographic Distribution of Small Loans to Businesses

| Geographic Distribution: SMALL LOANS TO BUSINESSES | | Geography: NEW JERSEY | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | |
|--|----------------------------|-----------------------|------------------------|--------------|-----------------------------|--------------|---------------------------|--------------|--------------------------|---|-------------------------------|------|------|------|------|
| MA/Assessment Area: | Total Small Business Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography | | | | |
| | # | % of Total** | % of Businesses*** | % BANK Loans | % of Businesses*** | % BANK Loans | % of Businesses*** | % BANK Loans | % of Businesses*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Vineland-Millville-Bridgeton NJ MSA | 54 | 94.74 | 8.79 | 0.00 | 17.80 | 14.81 | 44.81 | 66.67 | 28.59 | 18.52 | 0.71 | 0.00 | 0.72 | 1.06 | 0.41 |
| Limited Review: | | | | | | | | | | | | | | | |
| Brigantine NJ AA | 3 | 5.26 | 0.00 | 0.00 | 0.00 | 0.00 | 100.00 | 100.00 | 0.00 | 0.00 | 0.03 | 0.00 | 0.00 | 0.04 | 0.00 |

* Based on 2007 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2007).

Institution ID: TD BANKNORTH, N.A.

Table 8. Borrower Distribution of Home Purchase Loans

| Borrower Distribution: HOME PURCHASE | | Geography: NEW JERSEY | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | |
|--------------------------------------|---------------------------|-----------------------|----------------------|------------------|---------------------------|------------------|-------------------------|------------------|------------------------|---|---------------|-------|------|------|------|
| MA/Assessment Area: | Total Home Purchase Loans | | Low-Income Borrowers | | Moderate-Income Borrowers | | Middle-Income Borrowers | | Upper-Income Borrowers | | Market Share* | | | | |
| | # | % of Total** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Vineland-Millville-Bridgeton NJ MSA | 83 | 96.50 | 21.78 | 7.23 | 17.56 | 57.83 | 20.35 | 16.87 | 40.31 | 18.07 | 1.41 | 1.72 | 5.32 | 0.80 | 0.33 |
| Limited Review: | | | | | | | | | | | | | | | |
| Brigantine NJ AA | 3 | 3.50 | 19.80 | 33.33 | 17.31 | 33.00 | 25.10 | 0.00 | 37.79 | 33.33 | 0.48 | 14.29 | 0.00 | 0.00 | 0.27 |

* Based on 2007 Peer Mortgage Data (Eastern)

** As a percentage of loans with borrower income information available. No information was available for 2.9% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

Institution ID: TD BANKNORTH, N.A.

Table 9. Borrower Distribution of Home Improvement Loans

| Borrower Distribution: HOME IMPROVEMENT | | Geography: NEW JERSEY | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | |
|---|------------------------------|-----------------------|----------------------|------------------|---------------------------|------------------|-------------------------|------------------|------------------------|---|---------------|------|------|-------|------|
| MA/Assessment Area: | Total Home Improvement Loans | | Low-Income Borrowers | | Moderate-Income Borrowers | | Middle-Income Borrowers | | Upper-Income Borrowers | | Market Share* | | | | |
| | # | % of Total** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Vineland-Millville-Bridgeton NJ MSA | 60 | 95.24 | 21.78 | 10.17 | 17.56 | 23.73 | 20.35 | 25.42 | 40.31 | 40.68 | 3.15 | 4.41 | 4.57 | 2.46 | 2.82 |
| Limited Review: | | | | | | | | | | | | | | | |
| Brigantine NJ AA | 3 | 4.76 | 19.80 | 33.33 | 17.31 | 0.00 | 25.10 | 66.67 | 37.79 | 0.00 | 3.41 | 9.09 | 0.00 | 11.11 | 0.00 |

* Based on 2007 Peer Mortgage Data (Eastern)

** As a percentage of loans with borrower income information available. No information was available for 2.7% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

Institution ID: TD BANKNORTH, N.A.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

| Borrower Distribution: HOME MORTGAGE REFINANCE | | Geography: NEW JERSEY | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | |
|--|-------------------------------------|-----------------------|----------------------|------------------|---------------------------|------------------|-------------------------|---|------------------------|------------------|--------------|------|------|------|------|
| MA/Assessment Area: | Total Home Mortgage Refinance Loans | | Low-Income Borrowers | | Moderate-Income Borrowers | | Middle-Income Borrowers | | Upper-Income Borrowers | | Market Share | | | | |
| | # | % of Total** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Vineland-Millville-Bridgeton NJ MSA | 129 | 94.16 | 21.78 | 7.81 | 17.56 | 43.75 | 20.35 | 21.88 | 40.31 | 26.56 | 1.50 | 1.82 | 3.70 | 1.05 | 0.93 |
| Limited Review: | | | | | | | | | | | | | | | |
| Brigantine NJ AA | 8 | 5.84 | 19.80 | 37.50 | 17.31 | 37.50 | 25.10 | 12.50 | 37.79 | 12.50 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |

* Based on 2007 Peer Mortgage Data (Eastern)

** As a percentage of loans with borrower income information available. No information was available for 3.2% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

Institution ID: TD BANKNORTH, N.A.

Table 11. Borrower Distribution of Small Loans to Businesses

| Borrower Distribution: SMALL LOANS TO BUSINESSES | | Geography: NEW JERSEY | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | |
|--|---------------------------------|-----------------------|---|------------|---|-------------------------|---------------------------|---------------|-------------------------|
| MA/Assessment Area: | Total Small Loans to Businesses | | Businesses With Revenues of \$1 million or less | | Loans by Original Amount Regardless of Business Size | | | Market Share* | |
| | # | % of Total** | % of Businesses*** | % BANK**** | \$100,000 or less | >\$100,000 to \$250,000 | >\$250,000 to \$1,000,000 | All | Rev\$ 1 Million or Less |
| Full Review: | | | | | | | | | |
| Vineland-Millville-Bridgeton NJ MSA | 54 | 94.74 | 68.53 | 62.96 | 79.63 | 12.96 | 7.41 | 0.71 | 1.05 |
| Limited Review: | | | | | | | | | |
| Brigantine NJ AA | 3 | 5.26 | 74.96 | 33.33 | 100.00 | 0.00 | 0.00 | 0.03 | 0.07 |

* Based on 2007 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2007).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 2.36% of small loans to businesses originated and purchased by the bank.

Institution ID: TD BANKNORTH, N.A.

Table 14. Qualified Investments

| QUALIFIED INVESTMENTS | | Geography: NEW JERSEY | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2008 | | | |
|-------------------------------------|---------------------------|-----------------------|----------------------------|-----------|-------------------|---|------------|------------------------|-----------|
| MA/Assessment Area: | Prior Period Investments* | | Current Period Investments | | Total Investments | | | Unfunded Commitments** | |
| | # | \$(000's) | # | \$(000's) | # | \$(000's) | % of Total | # | \$(000's) |
| Full Review: | | | | | | | | | |
| Vineland-Millville-Bridgeton NJ MSA | 0 | 0 | 14 | 2,106 | 14 | 2,106 | 17% | 1 | 745 |
| Limited Review: | | | | | | | | | |
| Brigantine NJ AA | 0 | 0 | 2 | 6 | 2 | 6 | 0% | 0 | 0 |
| Statewide | 0 | 0 | 6 | 10,065 | 6 | 10,065 | 83% | 0 | 0 |

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Institution ID: TD BANKNORTH, N.A.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

| DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS | | | | | | | | Geography: NEW JERSEY | | | | | | | | | |
|---|--------------------------------|--------------------|--------------------------------|---|-------|--------|-------|--------------------------|----------------------|---|-----|------------|-----|---------------------------------------|-------|--------|-------|
| Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | | | | | | | | | | | |
| MA/Assessment Area: | Deposits | Branches | | | | | | Branch Openings/Closings | | | | Population | | | | | |
| | % of Rated Area Deposits in AA | # of BANK Branches | % of Rated Area Branches in AA | Location of Branches by Income of Geographies (%) | | | | # of Branch Openings | # of Branch Closings | Net change in Location of Branches (+ or -) | | | | % of Population within Each Geography | | | |
| | | | | Low | Mod | Mid | Upp | | | Low | Mod | Mid | Upp | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | | | |
| Vineland-Millville-Bridgeton NJ MSA | 89.74 | 6 | 0.00 | 16.67 | 33.33 | 33.33 | 16.67 | 0 | 4 | 0 | 0 | -3 | -1 | 5.07 | 17.50 | 54.11 | 23.32 |
| Limited Review: | | | | | | | | | | | | | | | | | |
| Brigantine NJ AA | 10.26 | 1 | 0.00 | 0.00 | 0.00 | 100.00 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 | 100.00 | 0.00 |

State of New York

Institution ID: TD BANKNORTH, N.A.

Table 1. Lending Volume

| LENDING VOLUME | | Geography: NEW YORK | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | |
|---|------------------------------------|---------------------|------------|---------------------------|------------|----------------------|------------|---|------------|----------------------|-----------|---------------------------------------|
| MA/Assessment Area (2007): | % of Rated Area Loans (#) in MA/AA | Home Mortgage | | Small Loans to Businesses | | Small Loans to Farms | | Community Development Loans ** | | Total Reported Loans | | % of Rated Area Deposits in MA/AA *** |
| | | # | \$ (000's) | # | \$ (000's) | # | \$ (000's) | # | \$ (000's) | # | \$(000's) | |
| Full Review: | | | | | | | | | | | | |
| Glens Falls NY MSA | 39.20 | 1,594 | 141,794 | 1,292 | 136,875 | 2 | 290 | 13 | 9,412 | 2,901 | 288,131 | 25.00 |
| Poughkeepsie-Newburgh-Middletown NY MSA | 11.20 | 594 | 76,458 | 235 | 47,452 | 0 | 0 | 2 | 10,200 | 831 | 134,110 | 33.90 |
| Limited Review: | | | | | | | | | | | | |
| 2007 MSA 10580 Albany-Schenectady-Troy NY | 27.70 | 1,015 | 94,703 | 1,025 | 149,277 | 0 | 0 | 8 | 952 | 2,048 | 244,932 | 22.40 |
| 2007 MSA 28740 Kingston NY | 0.40 | 21 | 2,783 | 6 | 492 | 0 | 0 | 0 | 0 | 27 | 3,275 | 4.20 |
| Non-MSA Clinton County NY | 17.90 | 870 | 59,456 | 449 | 36,346 | 1 | 110 | 2 | 170 | 1,322 | 96,082 | 9.70 |
| Non-MSA Columbia County NY | 2.70 | 123 | 9,156 | 69 | 7,773 | 0 | 0 | 4 | 91 | 196 | 17,020 | 0.80 |
| Non-MSA Sullivan County NY | 0.90 | 61 | 7,508 | 3 | 200 | 0 | 0 | 1 | 2,400 | 65 | 10,108 | 4.00 |

* Loan Data as of December 31, 2007. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2005 to December 31, 2007.

*** Deposit Data as of December 17, 2008. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Institution ID: TD BANKNORTH, N.A.

Table 2. Geographic Distribution of Home Purchase Loans

| Geographic Distribution: HOME PURCHASE | | Geography: NEW YORK | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | Market Share (%) by Geography | | | | |
|---|---------------------------|---------------------|------------------------|------------------|-----------------------------|--------------|---|--------------|--------------------------|--------------|---------|-------------------------------|------|------|------|--|
| MA/Assessment Area: | Total Home Purchase Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Overall | Low | Mod | Mid | Upp | |
| | # | % of Total** | % Owner Occ*** | % BANK Loans**** | % Owner Occ*** | % BANK Loans | % Owner Occ*** | % BANK Loans | % Owner Occ*** | % BANK Loans | | | | | | |
| Full Review: | | | | | | | | | | | | | | | | |
| Glens Falls NY MSA | 442 | 34.40 | 0.00 | 0.00 | 7.87 | 12.44 | 76.58 | 72.17 | 15.56 | 15.38 | 4.06 | 0.00 | 8.88 | 3.75 | 2.40 | |
| Poughkeepsie-Newburgh-Middletown NY MSA | 130 | 10.10 | 2.07 | 12.31 | 8.38 | 28.46 | 66.59 | 47.69 | 22.96 | 11.54 | 0.63 | 2.18 | 1.61 | 0.41 | 0.44 | |
| Limited Review: | | | | | | | | | | | | | | | | |
| 2007 MSA 10580 Albany-Schenectady-Troy NY | 290 | 22.60 | 2.18 | 7.59 | 9.28 | 22.76 | 51.92 | 43.45 | 36.62 | 26.21 | 0.77 | 1.72 | 1.76 | 0.64 | 0.56 | |
| 2007 MSA 28740 Kingston NY | 6 | 0.50 | 0.00 | 0.00 | 15.19 | 66.67 | 72.96 | 33.33 | 11.85 | 0.00 | 0.33 | 0.00 | 1.08 | 0.16 | 0.00 | |
| Non-MSA Clinton County NY | 381 | 29.60 | 0.00 | 0.00 | 5.03 | 4.72 | 77.48 | 76.38 | 17.49 | 18.90 | 2.45 | 0.00 | 1.75 | 2.70 | 1.81 | |
| Non-MSA Columbia County NY | 25 | 1.90 | 0.00 | 0.00 | 5.69 | 24.00 | 31.20 | 16.00 | 63.12 | 60.00 | 0.66 | 0.00 | 0.00 | 0.37 | 0.92 | |
| Non-MSA Sullivan County NY | 12 | .90 | 0.00 | 0.00 | 4.83 | 25.00 | 68.51 | 50.00 | 26.65 | 25.00 | 0.49 | 0.00 | 0.00 | 0.48 | 0.60 | |

* Based on 2007 Peer Mortgage Data (Eastern)

** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: TD BANKNORTH, N.A.

Table 3. Geographic Distribution of Home Improvement Loans

| Geographic Distribution: HOME IMPROVEMENT | | Geography: NEW YORK | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | |
|---|------------------------------|---------------------|------------------------|------------------|-----------------------------|--------------|---------------------------|--------------|--------------------------|---|-------------------------------|------|-------|-------|-------|
| MA/Assessment Area: | Total Home Improvement Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography | | | | |
| | # | % of Total** | % Owner Occ Units*** | % BANK Loans**** | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Glens Falls NY MSA | 517 | 40.30 | 0.00 | 0.00 | 7.87 | 13.73 | 76.58 | 72.73 | 15.56 | 13.54 | 11.71 | 0.00 | 15.38 | 11.49 | 10.28 |
| Poughkeepsie-Newburgh-Middletown NY MSA | 147 | 11.40 | 2.07 | 2.04 | 8.38 | 10.88 | 66.59 | 63.27 | 22.96 | 23.81 | 1.65 | 3.85 | 2.14 | 1.26 | 2.38 |
| Limited Review: | | | | | | | | | | | | | | | |
| 2007 MSA 10580 Albany-Schenectady-Troy NY | 311 | 24.20 | 2.18 | 1.29 | 9.28 | 18.97 | 51.92 | 56.91 | 36.62 | 22.83 | 2.58 | 4.44 | 4.68 | 2.44 | 1.97 |
| 2007 MSA 28740 Kingston NY | 3 | 0.20 | 0.00 | 0.00 | 15.19 | 0.00 | 72.96 | 33.33 | 11.85 | 66.67 | 0.26 | 0.00 | 0.00 | 0.00 | 3.23 |
| Non-MSA Clinton County NY | 236 | 18.40 | 0.00 | 0.00 | 5.03 | 0.85 | 77.48 | 87.71 | 17.49 | 11.44 | 15.12 | 0.00 | 11.11 | 15.97 | 10.64 |
| Non-MSA Columbia County NY | 47 | 3.70 | 0.00 | 0.00 | 5.69 | 12.77 | 31.20 | 36.17 | 63.12 | 51.06 | 2.88 | 0.00 | 0.00 | 5.31 | 1.82 |
| Non-MSA Sullivan County NY | 23 | 1.80 | 0.00 | 0.00 | 4.83 | 8.70 | 68.51 | 52.17 | 26.65 | 39.13 | 3.76 | 0.00 | 0.00 | 3.37 | 5.33 |

* Based on 2007 Peer Mortgage Data (Eastern)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: TD BANKNORTH, N.A.

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

| Geographic Distribution: HOME MORTGAGE REFINANCE | | | | Geography: NEW YORK | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | |
|--|-------------------------------------|--------------|------------------------|---------------------|-----------------------------|--------------|---------------------------|---|--------------------------|--------------|--------------------------------|------|------|------|------|
| MA/Assessment Area: | Total Home Mortgage Refinance Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography* | | | | |
| | # | % of Total** | % Owner Occ Units*** | % BANK Loans**** | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Glens Falls NY MSA | 622 | 37.00 | 0.00 | 0.00 | 7.87 | 7.72 | 76.58 | 77.65 | 15.56 | 14.63 | 2.95 | 0.00 | 2.63 | 3.06 | 2.59 |
| Poughkeepsie-Newburgh-Middletown NY MSA | 314 | 18.70 | 2.07 | 7.32 | 8.38 | 14.97 | 66.59 | 57.01 | 22.96 | 20.70 | 1.07 | 1.99 | 1.57 | 0.91 | 1.09 |
| Limited Review: | | | | | | | | | | | | | | | |
| 2007 MSA 10580 Albany-Schenectady-Troy NY | 409 | 24.40 | 2.18 | 1.47 | 9.28 | 20.05 | 51.92 | 50.12 | 36.62 | 28.36 | 0.59 | 0.36 | 1.30 | 0.62 | 0.31 |
| 2007 MSA 28740 Kingston NY | 12 | 0.70 | 0.00 | 0.00 | 15.19 | 75.00 | 72.96 | 25.00 | 11.85 | 0.00 | 0.74 | 0.00 | 3.11 | 0.25 | 0.00 |
| Non-MSA Clinton County NY | 246 | 14.70 | 0.00 | 0.00 | 5.03 | 2.03 | 77.48 | 84.15 | 17.49 | 13.82 | 3.36 | 0.00 | 6.45 | 3.63 | 1.66 |
| Non-MSA Columbia County NY | 50 | 3.00 | 0.00 | 0.00 | 5.69 | 6.00 | 31.20 | 32.00 | 63.12 | 62.00 | 0.55 | 0.00 | 1.30 | 0.84 | 0.31 |
| Non-MSA Sullivan County NY | 25 | 1.50 | 0.00 | 0.00 | 4.83 | 20.00 | 68.51 | 72.00 | 26.65 | 8.00 | 0.54 | 0.00 | 1.35 | 0.57 | 0.30 |

* Based on 2007 Peer Mortgage Data (Eastern)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: TD BANKNORTH, N.A.

Table 5. Geographic Distribution of Multifamily Loans

| Geographic Distribution: MULTIFAMILY | | | Geography: NEW YORK | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | Market Share (%) by Geography | | | | |
|---|-------------------------|--------------|------------------------|------------------|-----------------------------|--------------|---|--------------|--------------------------|--------------|---------|-------------------------------|------|-------|-------|--|
| MA/Assessment Area: | Total Multifamily Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Overall | Low | Mod | Mid | Upp | |
| | # | % of Total** | % of MF Units*** | % BANK Loans**** | % MF Units*** | % BANK Loans | % MF Units*** | % BANK Loans | % MF Units*** | % BANK Loans | | | | | | |
| Full Review: | | | | | | | | | | | | | | | | |
| Glens Falls NY MSA | 13 | 1.63 | 0.00 | 0.00 | 29.96 | 23.08 | 38.04 | 69.23 | 32 | 7.69 | 40 | 0 | 0 | 66.67 | 0 | |
| Poughkeepsie-Newburgh-Middletown NY MSA | 3 | 0.38 | 15.63 | 0.00 | 20.85 | 0.00 | 59.37 | 66.67 | 4.16 | 33.33 | 1.56 | 0.00 | 0.00 | 0.00 | 25.00 | |
| Limited Review: | | | | | | | | | | | | | | | | |
| 2007 MSA 10580 Albany-Schenectady-Troy NY | 5 | 0.63 | 15.57 | 40.00 | 12.41 | 40.00 | 47.87 | 20.00 | 24.14 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | |
| 2007 MSA 28740 Kingston NY | 0 | 0 | 0 | 0 | 43.4 | 0 | 55.25 | 0 | 1.35 | 0 | 0 | 0 | 0 | 0 | 0 | |
| Non-MSA Clinton County NY | 7 | 0.88 | 0.00 | 0.00 | 12.71 | 0.00 | 76.22 | 100.00 | 10.57 | 0 | 13.33 | 0 | 0 | 16.67 | 0 | |
| Non-MSA Columbia County NY | 1 | 0.13 | 0 | 0 | 46.17 | 0 | 20.52 | 0 | 33.31 | 100.00 | 0 | 0 | 0 | 0 | 0 | |
| Non-MSA Sullivan County NY | 1 | 0.13 | 0 | 0 | 4.41 | 0 | 91.43 | 100.00 | 4.16 | 0 | 10 | 0 | 0 | 12.5 | 0 | |

* Based on 2007 Peer Mortgage Data (Eastern)

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of Multi Family Units is the number of multi family units in a particular geography divided by the number of multifamily housing units in the area based on 2000 Census information.

**** Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

Institution ID: TD BANKNORTH, N.A.

Table 6. Geographic Distribution of Small Loans to Businesses

| Geographic Distribution: SMALL LOANS TO BUSINESSES | | | Geography: NEW YORK | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | |
|--|----------------------------|--------------|------------------------|--------------|-----------------------------|--------------|---------------------------|--------------|---|--------------|-------------------------------|------|------|------|------|
| MA/Assessment Area: | Total Small Business Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography | | | | |
| | # | % of Total** | % of Businesses*** | % BANK Loans | % of Businesses*** | % BANK Loans | % of Businesses*** | % BANK Loans | % of Businesses*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Glens Falls NY MSA | 1292 | 42.00 | 0.00 | 0.00 | 11.96 | 16.02 | 68.59 | 62.93 | 19.45 | 21.05 | 5.43 | 0.00 | 9.31 | 5.20 | 5.38 |
| Poughkeepsie-Newburgh-Middletown NY MSA | 235 | 7.60 | 7.51 | 6.81 | 12.39 | 12.77 | 61.35 | 64.68 | 18.74 | 15.74 | 0.37 | 0.36 | 0.45 | 0.42 | 0.29 |
| Limited Review: | | | | | | | | | | | | | | | |
| 2007 MSA 10580 Albany-Schenectady-Troy NY | 1025 | 33.30 | 11.58 | 6.34 | 10.21 | 23.80 | 47.94 | 45.17 | 30.26 | 24.68 | 0.83 | 0.88 | 2.30 | 0.73 | 0.58 |
| 2007 MSA 28740 Kingston NY | 6 | 0.20 | 0.00 | 0.00 | 16.72 | 0.00 | 75.32 | 66.67 | 7.96 | 33.33 | 0.05 | 0.00 | 0.00 | 0.03 | 0.19 |
| Non-MSA Clinton County NY | 449 | 14.60 | 0.00 | 0.00 | 7.80 | 6.46 | 71.12 | 71.94 | 20.63 | 21.60 | 4.08 | 0.00 | 6.02 | 4.04 | 4.45 |
| Non-MSA Columbia County NY | 69 | 2.20 | 0.00 | 0.00 | 16.77 | 20.29 | 25.53 | 21.74 | 57.70 | 57.97 | 0.33 | 0.00 | 0.72 | 0.12 | 0.38 |
| Non-MSA Sullivan County NY | 3 | 0.10 | 0.00 | 0.00 | 6.43 | 0.00 | 74.14 | 66.67 | 19.43 | 33.33 | 0.09 | 0.00 | 0.00 | 0.09 | 0.14 |

* Based on 2007 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2007).

Institution ID: TD BANKNORTH, N.A.

Table 8. Borrower Distribution of Home Purchase Loans

| Borrower Distribution: HOME PURCHASE | | Geography: NEW YORK | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | |
|---|---------------------------|---------------------|----------------------|------------------|---------------------------|------------------|-------------------------|------------------|------------------------|---|---------------|------|------|------|------|
| MA/Assessment Area: | Total Home Purchase Loans | | Low-Income Borrowers | | Moderate-Income Borrowers | | Middle-Income Borrowers | | Upper-Income Borrowers | | Market Share* | | | | |
| | # | % of Total** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Glens Falls NY MSA | 442 | 34.40 | 17.50 | 4.93 | 19.41 | 26.06 | 24.45 | 22.54 | 38.65 | 46.48 | 4.28 | 6.45 | 8.52 | 2.67 | 3.20 |
| Poughkeepsie-Newburgh-Middletown NY MSA | 130 | 10.10 | 19.14 | 8.46 | 18.04 | 46.15 | 24.40 | 23.85 | 38.41 | 21.54 | 0.71 | 1.57 | 1.92 | 0.67 | 0.31 |
| Limited Review: | | | | | | | | | | | | | | | |
| 2007 MSA 10580 Albany-Schenectady-Troy NY | 290 | 22.60 | 17.10 | 10.45 | 17.83 | 34.49 | 22.55 | 20.91 | 42.52 | 34.15 | 0.82 | 2.85 | 2.41 | 0.24 | 0.43 |
| 2007 MSA 28740 Kingston NY | 6 | 0.50 | 21.64 | 0.00 | 19.56 | 66.67 | 23.04 | 33.33 | 35.76 | 0.00 | 0.38 | 0.00 | 1.55 | 0.43 | 0.00 |
| Non-MSA Clinton County NY | 381 | 29.60 | 17.81 | 10.43 | 16.11 | 27.81 | 21.66 | 28.07 | 44.41 | 33.69 | 2.32 | 2.33 | 6.86 | 0.00 | 1.91 |
| Non-MSA Columbia County NY | 25 | 1.90 | 13.13 | 4.17 | 16.67 | 37.50 | 21.31 | 20.83 | 48.89 | 37.50 | 0.73 | 0.00 | 1.56 | 0.58 | 0.69 |
| Non-MSA Sullivan County NY | 12 | .90 | 20.44 | 0.00 | 16.58 | 25.00 | 20.32 | 25.00 | 42.65 | 50.00 | 0.54 | 0.00 | 2.33 | 0.83 | 0.26 |

* Based on 2007 Peer Mortgage Data (Eastern)

** As a percentage of loans with borrower income information available. No information was available for 2.9% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

Institution ID: TD BANKNORTH, N.A.

Table 9. Borrower Distribution of Home Improvement Loans

| Borrower Distribution: HOME IMPROVEMENT | | Geography: NEW YORK | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | |
|---|------------------------------|---------------------|----------------------|------------------|---------------------------|------------------|-------------------------|------------------|------------------------|---|---------------|-------|-------|-------|-------|
| MA/Assessment Area: | Total Home Improvement Loans | | Low-Income Borrowers | | Moderate-Income Borrowers | | Middle-Income Borrowers | | Upper-Income Borrowers | | Market Share* | | | | |
| | # | % of Total** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Glens Falls NY MSA | 517 | 40.30 | 17.50 | 8.70 | 19.41 | 24.51 | 24.45 | 31.03 | 38.65 | 35.77 | 11.62 | 12.86 | 13.81 | 13.64 | 8.65 |
| Poughkeepsie-Newburgh-Middletown NY MSA | 147 | 11.40 | 19.14 | 8.33 | 18.04 | 19.44 | 24.40 | 26.39 | 38.41 | 45.83 | 1.68 | 2.90 | 1.62 | 1.57 | 1.58 |
| Limited Review: | | | | | | | | | | | | | | | |
| 2007 MSA 10580 Albany-Schenectady-Troy NY | 311 | 24.20 | 17.10 | 9.30 | 17.83 | 22.92 | 22.55 | 27.57 | 42.52 | 40.20 | 2.53 | 1.80 | 2.75 | 2.59 | 2.52 |
| 2007 MSA 28740 Kingston NY | 3 | 0.20 | 21.64 | 0.00 | 19.56 | 33.33 | 23.04 | 0.00 | 35.76 | 66.67 | 0.27 | 0.00 | 1.25 | 0.00 | 0.00 |
| Non-MSA Clinton County NY | 236 | 18.40 | 17.81 | 8.09 | 16.11 | 20.85 | 21.66 | 31.49 | 44.41 | 39.57 | 15.48 | 27.59 | 13.64 | 18.95 | 11.64 |
| Non-MSA Columbia County NY | 47 | 3.70 | 13.13 | 11.11 | 16.67 | 22.22 | 21.31 | 40.00 | 48.89 | 26.67 | 2.91 | 10.00 | 3.70 | 4.84 | 1.90 |
| Non-MSA Sullivan County NY | 23 | 1.80 | 20.44 | 4.55 | 16.58 | 18.18 | 20.32 | 31.82 | 42.65 | 45.45 | 3.92 | 0.00 | 6.06 | 5.00 | 3.18 |

* Based on 2007 Peer Mortgage Data (Eastern)

** As a percentage of loans with borrower income information available. No information was available for 2.7% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

Institution ID: TD BANKNORTH, N.A.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

| Borrower Distribution: HOME MORTGAGE REFINANCE | | Geography: NEW YORK | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | |
|--|-------------------------------------|---------------------|----------------------|------------------|---------------------------|------------------|-------------------------|---|------------------------|------------------|--------------|------|------|------|------|
| MA/Assessment Area: | Total Home Mortgage Refinance Loans | | Low-Income Borrowers | | Moderate-Income Borrowers | | Middle-Income Borrowers | | Upper-Income Borrowers | | Market Share | | | | |
| | # | % of Total** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Glens Falls NY MSA | 622 | 37.00 | 17.50 | 5.79 | 19.41 | 20.99 | 24.45 | 31.40 | 38.65 | 41.82 | 3.22 | 4.08 | 3.21 | 3.15 | 3.15 |
| Poughkeepsie-Newburgh-Middletown NY MSA | 314 | 18.70 | 19.14 | 14.84 | 18.04 | 38.06 | 24.40 | 20.32 | 38.41 | 26.77 | 1.20 | 3.11 | 2.51 | 0.85 | 0.68 |
| Limited Review: | | | | | | | | | | | | | | | |
| 2007 MSA 10580 Albany-Schenectady-Troy NY | 409 | 24.40 | 17.10 | 11.00 | 17.83 | 22.76 | 22.55 | 25.32 | 42.52 | 40.92 | 0.65 | 1.36 | 1.02 | 0.42 | 0.52 |
| 2007 MSA 28740 Kingston NY | 12 | 0.70 | 21.64 | 25.00 | 19.56 | 33.33 | 23.04 | 8.33 | 35.76 | 33.33 | 0.85 | 2.27 | 1.63 | 0.33 | 0.72 |
| Non-MSA Clinton County NY | 246 | 14.70 | 17.81 | 5.49 | 16.11 | 16.88 | 21.66 | 29.96 | 44.41 | 47.68 | 3.84 | 0.00 | 5.30 | 2.83 | 4.23 |
| Non-MSA Columbia County NY | 50 | 3.00 | 13.13 | 2.04 | 16.67 | 14.29 | 21.31 | 38.78 | 48.89 | 44.90 | 0.61 | 0.00 | 0.85 | 0.00 | 0.81 |
| Non-MSA Sullivan County NY | 25 | 1.50 | 20.44 | 4.00 | 16.58 | 20.00 | 20.32 | 44.00 | 42.65 | 32.00 | 0.61 | 0.00 | 2.59 | 0.61 | 0.30 |

* Based on 2007 Peer Mortgage Data (Eastern)

** As a percentage of loans with borrower income information available. No information was available for 3.2% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

Institution ID: TD BANKNORTH, N.A.

Table 11. Borrower Distribution of Small Loans to Businesses

| Borrower Distribution: SMALL LOANS TO BUSINESSES | | | | Geography: NEW YORK | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | |
|--|---------------------------------|--------------|---|---------------------|--|---|---------------------------|---------------|-------------------------|
| MA/Assessment Area: | Total Small Loans to Businesses | | Businesses With Revenues of \$1 million or less | | Loans by Original Amount Regardless of Business Size | | | Market Share* | |
| | # | % of Total** | % of Businesses*** | % BANK**** | \$100,000 or less | >\$100,000 to \$250,000 | >\$250,000 to \$1,000,000 | All | Rev\$ 1 Million or Less |
| Full Review: | | | | | | | | | |
| Glens Falls NY MSA | 1292 | 42.00 | 61.03 | 67.96 | 75.31 | 15.40 | 9.29 | 5.43 | 10.03 |
| Poughkeepsie-Newburgh-Middletown NY MSA | 235 | 7.60 | 68.30 | 55.74 | 57.02 | 17.45 | 25.53 | 0.37 | 0.70 |
| Limited Review: | | | | | | | | | |
| 2007 MSA 10580 Albany-Schenectady-Troy NY | 1025 | 33.30 | 61.90 | 65.07 | 70.44 | 13.95 | 15.61 | 0.83 | 1.38 |
| 2007 MSA 28740 Kingston NY | 6 | 0.20 | 68.17 | 66.67 | 83.33 | 16.67 | 0.00 | 0.05 | 0.11 |
| Non-MSA Clinton County NY | 449 | 14.60 | 51.21 | 67.26 | 83.96 | 9.13 | 6.90 | 4.08 | 7.87 |
| Non-MSA Columbia County NY | 69 | 2.20 | 66.77 | 56.52 | 75.36 | 11.59 | 13.04 | 0.33 | 0.50 |
| Non-MSA Sullivan County NY | 3 | 0.10 | 64.47 | 100.00 | 100.00 | 0.00 | 0.00 | 0.09 | 0.25 |

* Based on 2007 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2007).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 2.36% of small loans to businesses originated and purchased by the bank.

Institution ID: TD BANKNORTH, N.A.

Table 14. Qualified Investments

| QUALIFIED INVESTMENTS | | | | | | | | | |
|---|---------------------------|-----------|----------------------------|-----------|-------------------|-----------|------------|------------------------|-----------|
| Geography: NEW YORK | | | | | | | | | |
| Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2008 | | | | | | | | | |
| MA/Assessment Area: | Prior Period Investments* | | Current Period Investments | | Total Investments | | | Unfunded Commitments** | |
| | # | \$(000's) | # | \$(000's) | # | \$(000's) | % of Total | # | \$(000's) |
| Full Review: | | | | | | | | | |
| Glens Falls NY MSA | 2 | 2086 | 16 | 3050 | 18 | 5136 | 36% | 1 | 1799 |
| Poughkeepsie- Newburgh-Middletown NY MSA | 0 | 0 | 31 | 2198 | 31 | 2198 | 15% | 1 | 1011 |
| Limited Review: | | | | | | | | | |
| 2007 MSA 10580 Albany-Schenectady- Troy NY | 1 | 250 | 59 | 1057 | 60 | 1307 | 9% | 1 | 3483 |
| 2007 MSA 28740 Kingston NY | 0 | 0 | 5 | 27 | 5 | 27 | 0% | 0 | 0 |
| Non-MSA Clinton County NY | 1 | 874 | 9 | 40 | 10 | 914 | 6% | 0 | 0 |
| Non-MSA Columbia County NY | 1 | 75 | 3 | 23 | 4 | 98 | 1% | 0 | 0 |
| Non-MSA Sullivan County NY | 0 | 0 | 3 | 14 | 3 | 14 | 0% | 0 | 0 |
| Statewide | 2 | 800 | 6 | 3,829 | 8 | 4,629 | 32% | 0 | 0 |

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Institution ID: TD BANKNORTH, N.A.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

| DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS | | | | | | | | Geography: NEW YORK | | | | | | | | | |
|---|--------------------------------|--------------------|--------------------------------|---|-------|--------|-------|--------------------------|----------------------|---|-----|------------|-----|---------------------------------------|-------|-------|-------|
| Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | | | | | | | | | | | |
| MA/Assessment Area: | Deposits | Branches | | | | | | Branch Openings/Closings | | | | Population | | | | | |
| | % of Rated Area Deposits in AA | # of BANK Branches | % of Rated Area Branches in AA | Location of Branches by Income of Geographies (%) | | | | # of Branch Openings | # of Branch Closings | Net change in Location of Branches (+ or -) | | | | % of Population within Each Geography | | | |
| | | | | Low | Mod | Mid | Upp | | | Low | Mod | Mid | Upp | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | | | |
| Glens Falls NY MSA | 25.00 | 12 | 0.00 | 0.00 | 16.67 | 66.67 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 | 10.39 | 74.77 | 14.84 |
| Poughkeepsie-Newburgh-Middletown NY MSA | 33.90 | 20 | 0.00 | 10.00 | 20.00 | 65.00 | 5.00 | 0 | 0 | 0 | 0 | 0 | 0 | 7.18 | 11.97 | 62.07 | 18.75 |
| Limited Review: | | | | | | | | | | | | | | | | | |
| 2007 MSA 10580 Albany-Schenectady-Troy NY | 22.40 | 10 | 0.00 | 10.00 | 20.00 | 40.00 | 30.00 | 0 | 0 | 0 | 0 | 0 | 0 | 6.16 | 11.69 | 50.29 | 31.81 |
| 2007 MSA 28740 Kingston NY | 4.20 | 2 | 0.00 | 0.00 | 50.00 | 50.00 | 0.00 | 1 | 0 | 0 | 1 | 0 | 0 | 0.00 | 21.73 | 69.91 | 8.36 |
| Non-MSA Clinton County NY | 9.70 | 5 | 0.00 | 0.00 | 0.00 | 80.00 | 20.00 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 | 5.88 | 76.46 | 14.73 |
| Non-MSA Columbia County NY | 0.80 | 1 | 0.00 | 0.00 | 0.00 | 100.00 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 | 11.93 | 29.43 | 58.64 |
| Non-MSA Sullivan County NY | 4.00 | 2 | 0.00 | 0.00 | 0.00 | 100.00 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 | 5.97 | 71.66 | 22.37 |

State of Vermont

Institution ID: TD BANKNORTH, N.A.

Table 1. Lending Volume

| LENDING VOLUME | | Geography: VERMONT | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | |
|------------------------------------|------------------------------------|--------------------|------------|---------------------------|------------|----------------------|------------|---|------------|----------------------|-----------|--------------------------------------|
| MA/Assessment Area (2007): | % of Rated Area Loans (#) in MA/AA | Home Mortgage | | Small Loans to Businesses | | Small Loans to Farms | | Community Development Loans** | | Total Reported Loans | | % of Rated Area Deposits in MA/AA*** |
| | | # | \$ (000's) | # | \$ (000's) | # | \$ (000's) | # | \$ (000's) | # | \$(000's) | |
| Full Review: | | | | | | | | | | | | |
| Burlington-South Burlington VT MSA | 39.60 | 1,971 | 262,866 | 1,911 | 264,584 | 4 | 313 | 23 | 30,054 | 3,909 | 557,817 | 39.20 |
| Limited Review: | | | | | | | | | | | | |
| 2007 Non-MSA Northeast Kingdom VT | 26.10 | 1,364 | 131,549 | 1,206 | 137,399 | 4 | 113 | 6 | 5,511 | 2,580 | 274,572 | 25.50 |
| Non-MSA Bennington County VT | 5.30 | 306 | 31,230 | 222 | 20,024 | 0 | 0 | 1 | 27 | 529 | 51,281 | 6.10 |
| Non-MSA Rutland County VT | 12.20 | 424 | 43,812 | 777 | 106,410 | 6 | 492 | 1 | 25 | 1,208 | 150,739 | 12.30 |
| Non-MSA Windham County VT | 10.70 | 437 | 43,939 | 613 | 77,465 | 0 | 0 | 3 | 2,650 | 1,053 | 124,054 | 10.80 |
| Non-MSA Windsor County VT | 6.10 | 232 | 27,464 | 365 | 52,743 | 1 | 84 | 0 | 0 | 598 | 80,291 | 6.10 |

* Loan Data as of December 31, 2007. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from January 01, 2005 to December 31, 2007.

*** Deposit Data as of December 17, 2008. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Institution ID: TD BANKNORTH, N.A..

Table 2. Geographic Distribution of Home Purchase Loans

| Geographic Distribution: HOME PURCHASE | | Geography: VERMONT | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | |
|--|---------------------------|--------------------------|----------------------------------|------------------------------|----------------------------------|--------------|----------------------------------|---|----------------------------------|--------------|--|------|------|------|------|
| MA/Assessment Area: | Total Home Purchase Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography [*] | | | | |
| | # | % of Total ^{**} | % Owner Occ Units ^{***} | % BANK Loans ^{****} | % Owner Occ Units ^{***} | % BANK Loans | % Owner Occ Units ^{***} | % BANK Loans | % Owner Occ Units ^{***} | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Burlington-South Burlington VT MSA | 605 | 43.20 | 0.38 | 1.16 | 11.02 | 20.17 | 58.88 | 51.90 | 29.72 | 26.78 | 2.79 | 5.00 | 5.05 | 2.59 | 2.39 |
| Limited Review: | | | | | | | | | | | | | | | |
| 2007 Non-MSA Northeast Kingdom VT | 376 | 26.90 | 0.00 | 0.00 | 11.86 | 11.44 | 70.59 | 67.02 | 17.55 | 21.54 | 3.24 | 0.00 | 8.25 | 3.09 | 1.63 |
| Non-MSA Bennington County VT | 91 | 6.50 | 0.00 | 0.00 | 14.97 | 21.98 | 62.36 | 69.23 | 22.66 | 8.79 | 1.70 | 0.00 | 0.00 | 2.37 | 1.30 |
| Non-MSA Rutland County VT | 133 | 9.50 | 0.00 | 0.00 | 14.00 | 20.30 | 80.10 | 70.68 | 5.90 | 9.02 | 1.92 | 0.00 | 4.03 | 1.80 | 0.00 |
| Non-MSA Windham County VT | 130 | 9.30 | 0.00 | 0.00 | 0.00 | 0.00 | 100.00 | 100.00 | 0.00 | 0.00 | 4.37 | 0.00 | 0.00 | 4.37 | 0.00 |
| Non-MSA Windsor County VT | 64 | 4.60 | 0.00 | 0.00 | 0.00 | 0.00 | 71.69 | 75.00 | 28.31 | 25.00 | 1.08 | 0.00 | 0.00 | 1.39 | 0.39 |

^{*} Based on 2007 Peer Mortgage Data (Eastern)

^{**} Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

^{***} Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

^{****} Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: TD BANKNORTH, N.A.

Table 3. Geographic Distribution of Home Improvement Loans

| Geographic Distribution: HOME IMPROVEMENT | | | Geography: VERMONT | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | |
|---|------------------------------|--------------|------------------------|------------------|-----------------------------|--------------|---------------------------|--------------|---|--------------|-------------------------------|-------|-------|-------|------|
| MA/Assessment Area: | Total Home Improvement Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography | | | | |
| | # | % of Total** | % Owner Occ Units*** | % BANK Loans**** | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Burlington-South Burlington VT MSA | 449 | 34.30 | 0.38 | 0.22 | 11.02 | 22.72 | 58.88 | 58.57 | 29.72 | 18.49 | 8.96 | 14.29 | 14.66 | 9.97 | 2.50 |
| Limited Review: | | | | | | | | | | | | | | | |
| 2007 Non-MSA Northeast Kingdom VT | 441 | 33.70 | 0.00 | 0.00 | 11.86 | 18.59 | 70.59 | 62.36 | 17.55 | 19.05 | 9.94 | 0.00 | 29.17 | 8.42 | 8.45 |
| Non-MSA Bennington County VT | 93 | 7.10 | 0.00 | 0.00 | 14.97 | 25.81 | 62.36 | 62.37 | 22.66 | 11.83 | 19.11 | 0.00 | 35.71 | 17.82 | 7.14 |
| Non-MSA Rutland County VT | 110 | 8.40 | 0.00 | 0.00 | 14.00 | 10.91 | 80.10 | 83.64 | 5.90 | 5.45 | 8.87 | 0.00 | 3.45 | 9.66 | 8.33 |
| Non-MSA Windham County VT | 135 | 10.30 | 0.00 | 0.00 | 0.00 | 0.00 | 100.00 | 100.00 | 0.00 | 0.00 | 12.43 | 0.00 | 0.00 | 12.43 | 0.00 |
| Non-MSA Windsor County VT | 80 | 6.20 | 0.00 | 0.00 | 0.00 | 0.00 | 71.69 | 72.50 | 28.31 | 27.50 | 6.41 | 0.00 | 0.00 | 5.49 | 9.62 |

* Based on 2007 Peer Mortgage Data (Eastern)

** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: TD BANKNORTH, N.A..

Table 4. Geographic Distribution of Home Mortgage Refinance Loans

| Geographic Distribution: HOME MORTGAGE REFINANCE | | Geography: VERMONT | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | |
|--|-------------------------------------|--------------------|------------------------|------------------|-----------------------------|--------------|---------------------------|--------------|--------------------------|---|--------------------------------|------|------|------|------|
| MA/Assessment Area: | Total Home Mortgage Refinance Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography* | | | | |
| | # | % of Total** | % Owner Occ Units*** | % BANK Loans**** | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | % Owner Occ Units*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Burlington-South Burlington VT MSA | 878 | 45.20 | 0.38 | 0.68 | 11.02 | 20.62 | 58.88 | 57.97 | 29.72 | 20.73 | 2.34 | 4.44 | 3.29 | 2.55 | 1.45 |
| Limited Review: | | | | | | | | | | | | | | | |
| 2007 Non-MSA Northeast Kingdom VT | 526 | 27.10 | 0.00 | 0.00 | 11.86 | 12.36 | 70.59 | 65.02 | 17.55 | 22.62 | 2.40 | 0.00 | 3.04 | 2.30 | 2.45 |
| Non-MSA Bennington County VT | 118 | 6.10 | 0.00 | 0.00 | 14.97 | 23.73 | 62.36 | 60.17 | 22.66 | 16.10 | 3.04 | 0.00 | 4.49 | 3.35 | 1.35 |
| Non-MSA Rutland County VT | 171 | 8.80 | 0.00 | 0.00 | 14.00 | 11.70 | 80.10 | 80.70 | 5.90 | 7.60 | 2.18 | 0.00 | 1.14 | 2.37 | 2.08 |
| Non-MSA Windham County VT | 162 | 8.30 | 0.00 | 0.00 | 0.00 | 0.00 | 100.00 | 100.00 | 0.00 | 0.00 | 3.20 | 0.00 | 0.00 | 3.20 | 0.00 |
| Non-MSA Windsor County VT | 87 | 4.50 | 0.00 | 0.00 | 0.00 | 0.00 | 71.69 | 83.91 | 28.31 | 16.09 | 0.78 | 0.00 | 0.00 | 0.91 | 0.36 |

* Based on 2007 Peer Mortgage Data (Eastern)

** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

*** Percentage of Owner Occupied Units is the number of owner occupied units in a particular geography divided by the number of owner occupied housing units in the area based on 2000 Census information.

**** Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: TD BANKNORTH, N.A.

Table 5. Geographic Distribution of Multifamily Loans

| Geographic Distribution: MULTIFAMILY | | Geography: VERMONT | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | |
|--------------------------------------|-------------------------|--------------------|------------------------|------------------|-----------------------------|--------------|---------------------------|---|--------------------------|--------------|--------------------------------|------|-------|-------|-------|
| MA/Assessment Area: | Total Multifamily Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography* | | | | |
| | # | % of Total** | % of MF Units*** | % BANK Loans**** | % MF Units*** | % BANK Loans | % MF Units*** | % BANK Loans | % MF Units*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Burlington-South Burlington VT MSA | 39 | 45.90 | 6.01 | 7.69 | 22.15 | 28.21 | 53.50 | 43.59 | 18.33 | 20.51 | 14.06 | 0.00 | 21.05 | 9.68 | 25.00 |
| Limited Review: | | | | | | | | | | | | | | | |
| 2007 Non-MSA Northeast Kingdom VT | 21 | 24.70 | 0.00 | 0.00 | 7.10 | 14.29 | 63.83 | 71.43 | 29.07 | 14.29 | 16.13 | 0.00 | 0.00 | 18.52 | 0.00 |
| Non-MSA Bennington County VT | 4 | 4.70 | 0.00 | 0.00 | 48.40 | 100.00 | 19.01 | 0.00 | 32.60 | 0.00 | 25.00 | 0.00 | 33.33 | 0.00 | 0.00 |
| Non-MSA Rutland County VT | 10 | 11.80 | 0.00 | 0.00 | 31.73 | 40.00 | 28.55 | 60.00 | 39.71 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| Non-MSA Windham County VT | 10 | 11.80 | 0.00 | 0.00 | 0.00 | 0.00 | 100.00 | 100.00 | 0.00 | 0.00 | 25.00 | 0.00 | 0.00 | 25.00 | 0.00 |
| Non-MSA Windsor County VT | 1 | 1.10 | 0.00 | 0.00 | 0.00 | 0.00 | 76.22 | 100.00 | 23.78 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |

* Based on 2007 Peer Mortgage Data (Eastern)

** Multifamily loans originated and purchased in the MA/AA as a percentage of all multifamily loans originated and purchased in the rated area.

*** Percentage of Multi Family Units is the number of multi family units in a particular geography divided by the number of multifamily housing units in the area based on 2000 Census information.

**** Multifamily loan distribution includes Home Purchases, Home Improvement and Refinances.

Institution ID: TD BANKNORTH, N.A.

Table 6. Geographic Distribution of Small Loans to Businesses

| Geographic Distribution: SMALL LOANS TO BUSINESSES | | | Geography: VERMONT | | | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | |
|--|----------------------------|--------------|------------------------|--------------|-----------------------------|--------------|---------------------------|--------------|--------------------------|--------------|---|------|------|------|------|
| MA/Assessment Area: | Total Small Business Loans | | Low-Income Geographies | | Moderate-Income Geographies | | Middle-Income Geographies | | Upper-Income Geographies | | Market Share (%) by Geography* | | | | |
| | # | % of Total** | % of Businesses*** | % BANK Loans | % of Businesses*** | % BANK Loans | % of Businesses*** | % BANK Loans | % of Businesses*** | % BANK Loans | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Burlington-South Burlington VT MSA | 1911 | 37.50 | 1.67 | 0.58 | 18.32 | 20.57 | 51.71 | 48.46 | 28.30 | 30.40 | 4.42 | 0.80 | 6.19 | 4.38 | 4.27 |
| Limited Review: | | | | | | | | | | | | | | | |
| 2007 Non-MSA Northeast Kingdom VT | 1206 | 23.70 | 0.00 | 0.00 | 11.61 | 6.97 | 66.30 | 63.52 | 22.09 | 29.52 | 3.53 | 0.00 | 2.92 | 3.51 | 4.54 |
| Non-MSA Bennington County VT | 222 | 4.40 | 0.00 | 0.00 | 23.40 | 28.38 | 41.09 | 43.24 | 35.52 | 28.38 | 2.85 | 0.00 | 3.81 | 2.74 | 3.25 |
| Non-MSA Rutland County VT | 777 | 15.30 | 0.00 | 0.00 | 26.17 | 25.23 | 65.73 | 62.16 | 8.10 | 12.61 | 5.75 | 0.00 | 6.21 | 6.11 | 5.97 |
| Non-MSA Windham County VT | 613 | 12.00 | 0.00 | 0.00 | 0.00 | 0.00 | 100.00 | 100.00 | 0.00 | 0.00 | 4.80 | 0.00 | 0.00 | 5.18 | 0.00 |
| Non-MSA Windsor County VT | 365 | 7.10 | 0.00 | 0.00 | 0.00 | 0.00 | 71.29 | 62.19 | 28.71 | 37.81 | 2.29 | 0.00 | 0.00 | 2.40 | 2.79 |

* Based on 2007 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Source Data - Dun and Bradstreet (2007).

Institution ID: TD BANKNORTH, N.A.

Table 8. Borrower Distribution of Home Purchase Loans

| Borrower Distribution: HOME PURCHASE | | Geography: VERMONT | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | |
|--------------------------------------|---------------------------|--------------------|----------------------|------------------|---------------------------|------------------|-------------------------|---|------------------------|------------------|--------------|------|-------|------|------|
| MA/Assessment Area: | Total Home Purchase Loans | | Low-Income Borrowers | | Moderate-Income Borrowers | | Middle-Income Borrowers | | Upper-Income Borrowers | | Market Share | | | | |
| | # | % of Total** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Burlington-South Burlington VT MSA | 605 | 43.20 | 17.48 | 13.90 | 19.50 | 33.73 | 24.68 | 23.39 | 38.34 | 28.98 | 3.14 | 6.02 | 4.78 | 2.26 | 2.34 |
| Limited Review: | | | | | | | | | | | | | | | |
| 2007 Non-MSA Northeast Kingdom VT | 376 | 26.90 | 19.18 | 9.12 | 19.86 | 29.49 | 24.00 | 21.18 | 36.96 | 40.21 | 3.72 | 4.05 | 8.83 | 3.48 | 1.97 |
| Non-MSA Bennington County VT | 91 | 6.50 | 18.30 | 8.89 | 18.60 | 18.89 | 23.19 | 33.33 | 39.90 | 38.89 | 2.03 | 0.00 | 5.63 | 2.25 | 1.12 |
| Non-MSA Rutland County VT | 133 | 9.50 | 18.76 | 13.11 | 20.19 | 25.41 | 25.48 | 25.41 | 35.57 | 36.07 | 2.08 | 7.69 | 3.97 | 2.94 | 0.57 |
| Non-MSA Windham County VT | 130 | 9.30 | 17.26 | 4.10 | 18.46 | 26.23 | 25.13 | 21.31 | 39.14 | 48.36 | 4.89 | 0.00 | 10.53 | 5.26 | 3.86 |
| Non-MSA Windsor County VT | 64 | 4.60 | 15.97 | 1.59 | 17.85 | 30.16 | 23.90 | 26.98 | 42.27 | 41.27 | 1.20 | 0.00 | 1.20 | 1.82 | 1.03 |

* Based on 2007 Peer Mortgage Data (Eastern)

** As a percentage of loans with borrower income information available. No information was available for 2.9% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home purchase loans originated and purchased in the MA/AA as a percentage of all home purchase loans originated and purchased in the rated area.

Institution ID: TD BANKNORTH, N.A.

Table 9. Borrower Distribution of Home Improvement Loans

| Borrower Distribution: HOME IMPROVEMENT | | | Geography: VERMONT | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | |
|---|------------------------------|--------------|----------------------|------------------|---------------------------|------------------|-------------------------|------------------|---|------------------|---------------|-------|-------|-------|-------|
| MA/Assessment Area: | Total Home Improvement Loans | | Low-Income Borrowers | | Moderate-Income Borrowers | | Middle-Income Borrowers | | Upper-Income Borrowers | | Market Share* | | | | |
| | # | % of Total** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Burlington-South Burlington VT MSA | 449 | 34.30 | 17.48 | 15.86 | 19.50 | 30.80 | 24.68 | 26.44 | 38.34 | 26.90 | 9.06 | 12.05 | 10.10 | 6.74 | 9.57 |
| Limited Review: | | | | | | | | | | | | | | | |
| 2007 Non-MSA Northeast Kingdom VT | 441 | 33.70 | 19.18 | 8.12 | 19.86 | 19.26 | 24.00 | 31.32 | 36.96 | 41.30 | 10.26 | 6.94 | 11.66 | 10.74 | 10.00 |
| Non-MSA Bennington County VT | 93 | 7.10 | 18.30 | 12.64 | 18.60 | 20.69 | 23.19 | 27.59 | 39.90 | 39.08 | 18.31 | 31.25 | 22.22 | 18.42 | 13.11 |
| Non-MSA Rutland County VT | 110 | 8.40 | 18.76 | 12.96 | 20.19 | 19.44 | 25.48 | 31.48 | 35.57 | 36.11 | 9.17 | 12.50 | 9.80 | 8.82 | 8.57 |
| Non-MSA Windham County VT | 135 | 10.30 | 17.26 | 9.16 | 18.46 | 25.19 | 25.13 | 25.19 | 39.14 | 40.46 | 11.93 | 0.00 | 14.29 | 16.33 | 9.52 |
| Non-MSA Windsor County VT | 80 | 6.20 | 15.97 | 13.92 | 17.85 | 20.25 | 23.90 | 17.72 | 42.27 | 48.10 | 6.22 | 0.00 | 7.14 | 0.00 | 9.73 |

* Based on 2007 Peer Mortgage Data (Eastern)

** As a percentage of loans with borrower income information available. No information was available for 2.7% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home improvement loans originated and purchased in the MA/AA as a percentage of all home improvement loans originated and purchased in the rated area.

Institution ID: TD BANKNORTH, N.A.

Table 10. Borrower Distribution of Home Mortgage Refinance Loans

| Borrower Distribution: HOME MORTGAGE REFINANCE | | Geography: VERMONT | | | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | |
|--|-------------------------------------|--------------------|----------------------|------------------|---------------------------|------------------|-------------------------|---|------------------------|------------------|--------------|------|------|------|------|
| MA/Assessment Area: | Total Home Mortgage Refinance Loans | | Low-Income Borrowers | | Moderate-Income Borrowers | | Middle-Income Borrowers | | Upper-Income Borrowers | | Market Share | | | | |
| | # | % of Total** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | % Families*** | % BANK Loans**** | Overall | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | |
| Burlington-South Burlington VT MSA | 878 | 45.20 | 17.48 | 14.61 | 19.50 | 29.33 | 24.68 | 25.32 | 38.34 | 30.74 | 2.62 | 3.17 | 3.63 | 1.69 | 2.69 |
| Limited Review: | | | | | | | | | | | | | | | |
| 2007 Non-MSA Northeast Kingdom VT | 526 | 27.10 | 19.18 | 8.17 | 19.86 | 21.60 | 24.00 | 25.88 | 36.96 | 44.36 | 2.71 | 2.33 | 3.70 | 2.57 | 2.44 |
| Non-MSA Bennington County VT | 118 | 6.10 | 18.30 | 7.83 | 18.60 | 22.61 | 23.19 | 31.30 | 39.90 | 38.26 | 3.52 | 5.26 | 6.04 | 2.63 | 2.79 |
| Non-MSA Rutland County VT | 171 | 8.80 | 18.76 | 7.98 | 20.19 | 22.70 | 25.48 | 26.38 | 35.57 | 42.94 | 2.48 | 1.37 | 2.98 | 1.84 | 2.82 |
| Non-MSA Windham County VT | 162 | 8.30 | 17.26 | 10.69 | 18.46 | 27.67 | 25.13 | 22.64 | 39.14 | 38.99 | 3.69 | 7.14 | 2.22 | 3.49 | 3.90 |
| Non-MSA Windsor County VT | 87 | 4.50 | 15.97 | 2.35 | 17.85 | 22.35 | 23.90 | 20.00 | 42.27 | 55.29 | 0.87 | 0.00 | 1.10 | 0.79 | 0.90 |

* Based on 2007 Peer Mortgage Data (Eastern)

** As a percentage of loans with borrower income information available. No information was available for 3.2% of loans originated and purchased by bank.

*** Percentage of Families is based on the 2000 Census information.

**** Home refinance loans originated and purchased in the MA/AA as a percentage of all home refinance loans originated and purchased in the rated area.

Institution ID: TD BANKNORTH, N.A.

Table 11. Borrower Distribution of Small Loans to Businesses

| Borrower Distribution: SMALL LOANS TO BUSINESSES | | | | Geography: VERMONT | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | |
|--|---------------------------------|--------------|---|--------------------|--|---|---------------------------|---------------|-------------------------|
| MA/Assessment Area: | Total Small Loans to Businesses | | Businesses With Revenues of \$1 million or less | | Loans by Original Amount Regardless of Business Size | | | Market Share* | |
| | # | % of Total** | % of Businesses*** | % BANK**** | \$100,000 or less | >\$100,000 to \$250,000 | >\$250,000 to \$1,000,000 | All | Rev\$ 1 Million or Less |
| Full Review: | | | | | | | | | |
| Burlington-South Burlington VT MSA | 1,911 | 37.50 | 60.08 | 62.22 | 69.44 | 16.12 | 14.44 | 4.42 | 6.81 |
| Limited Review: | | | | | | | | | |
| 2007 Non-MSA Northeast Kingdom VT | 1,206 | 23.70 | 59.36 | 67.66 | 72.31 | 16.33 | 11.36 | 3.53 | 4.95 |
| Non-MSA Bennington County VT | 222 | 4.40 | 64.45 | 73.87 | 81.08 | 11.26 | 7.66 | 2.85 | 4.57 |
| Non-MSA Rutland County VT | 777 | 15.30 | 61.45 | 67.18 | 17.50 | 15.32 | 6.57 | 5.75 | 7.93 |
| Non-MSA Windham County VT | 613 | 12.00 | 63.97 | 66.07 | 72.59 | 13.05 | 14.36 | 4.80 | 7.58 |
| Non-MSA Windsor County VT | 365 | 7.10 | 61.67 | 66.30 | 12.33 | 18.63 | 3.31 | 2.29 | 3.42 |

* Based on 2007 Peer Small Business Data -- US and PR

** Small loans to businesses originated and purchased in the MA/AA as a percentage of all small loans to businesses originated and purchased in the rated area.

*** Businesses with revenues of \$1 million or less as a percentage of all businesses (Source D&B - 2007).

**** Small loans to businesses with revenues of \$1 million or less as a percentage of all loans reported as small loans to businesses. No information was available for 2.36% of small loans to businesses originated and purchased by the bank.

Institution ID: TD BANKNORTH, N.A.

Table 14. Qualified Investments

| QUALIFIED INVESTMENTS | | Geography: VERMONT | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2008 | | | |
|------------------------------------|---------------------------|--------------------|----------------------------|-----------|-------------------|---|------------|------------------------|-----------|
| MA/Assessment Area: | Prior Period Investments* | | Current Period Investments | | Total Investments | | | Unfunded Commitments** | |
| | # | \$(000's) | # | \$(000's) | # | \$(000's) | % of Total | # | \$(000's) |
| Full Review: | | | | | | | | | |
| Burlington-South Burlington VT MSA | 4 | 711 | 69 | 12,034 | 73 | 12,745 | 38% | 0 | 0 |
| Limited Review: | | | | | | | | | |
| 2007 Non-MSA Northeast Kingdom VT | 2 | 408 | 47 | 302 | 49 | 710 | 2% | 0 | 0 |
| Non-MSA Bennington County VT | 0 | 0 | 7 | 17 | 7 | 17 | 0% | 0 | 0 |
| Non-MSA Rutland County VT | 0 | 0 | 11 | 22 | 11 | 22 | 0% | 0 | 0 |
| Non-MSA Windham County VT | 2 | 592 | 21 | 206 | 23 | 798 | 2% | 0 | 0 |
| Non-MSA Windsor County VT | 1 | 31 | 15 | 35 | 16 | 66 | 0% | 0 | 0 |
| Statewide | 1 | 1,002 | 11 | 17,820 | 12 | 18,822 | 57% | 0 | 0 |

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Institution ID: TD BANKNORTH, N.A.

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

| DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS | | | | | | | | Geography: VERMONT | | | | | | | | | |
|---|--------------------------------|--------------------|--------------------------------|---|-------|--------|-------|--------------------------|----------------------|---|-----|------------|-----|---------------------------------------|-------|--------|-------|
| Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2007 | | | | | | | | | | | | | | | | | |
| MA/Assessment Area: | Deposits | Branches | | | | | | Branch Openings/Closings | | | | Population | | | | | |
| | % of Rated Area Deposits in AA | # of BANK Branches | % of Rated Area Branches in AA | Location of Branches by Income of Geographies (%) | | | | # of Branch Openings | # of Branch Closings | Net change in Location of Branches (+ or -) | | | | % of Population within Each Geography | | | |
| | | | | Low | Mod | Mid | Upp | | | Low | Mod | Mid | Upp | Low | Mod | Mid | Upp |
| Full Review: | | | | | | | | | | | | | | | | | |
| Burlington-South Burlington VT MSA | 39.20 | 15 | 38.50 | 0.00 | 26.67 | 40.00 | 33.33 | 0 | 0 | 0 | 0 | 0 | 0 | 1.51 | 13.36 | 58.93 | 26.21 |
| Limited Review: | | | | | | | | | | | | | | | | | |
| 2007 Non-MSA Northeast Kingdom VT | 25.50 | 12 | 30.80 | 0.00 | 16.67 | 58.33 | 25.00 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 | 12.06 | 71.56 | 16.38 |
| Non-MSA Bennington County VT | 6.10 | 2 | 5.10 | 0.00 | 50.00 | 0.00 | 50.00 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 | 20.99 | 58.79 | 20.21 |
| Non-MSA Rutland County VT | 12.30 | 4 | 10.20 | 0.00 | 50.00 | 50.00 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 | 19.46 | 75.44 | 5.10 |
| Non-MSA Windham County VT | 10.80 | 3 | 7.70 | 0.00 | 0.00 | 100.00 | 0.00 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 | 100.00 | 0.00 |
| Non-MSA Windsor County VT | 6.10 | 3 | 7.70 | 0.00 | 0.00 | 33.33 | 66.67 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 | 72.30 | 27.70 |

Regional Investments Table

Institution ID: TD BANKNORTH, N.A.

Table 14. Qualified Investments – Regional

| QUALIFIED INVESTMENTS | | Geography: REGIONAL | | | | Evaluation Period: JANUARY 1, 2004 TO DECEMBER 31, 2008 | | | |
|-----------------------|--------------------------|---------------------|----------------------------|-----------|-------------------|---|------------|------------------------|-----------|
| MA/Assessment Area: | Prior Period Investments | | Current Period Investments | | Total Investments | | | Unfunded Commitments** | |
| | # | \$(000's) | # | \$(000's) | # | \$(000's) | % of Total | # | \$(000's) |
| Regional Investments | 12 | 4,997 | 25 | 19,031 | 37 | 24,028 | 100% | 13 | 9,310 |

* 'Prior Period Investments' means investments made in a previous period that are outstanding as of the examination date.

** 'Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.