



PUBLIC DISCLOSURE

January 26, 2015

COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION

North Shore Bank, FSB
Charter Number 702130

15700 W Bluemound Rd
Brookfield, WI 53005-6024

Office of the Comptroller of the Currency

2906 North Stephenson Ave
Suite One
Iron Mountain, MI 49801

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.

Table of Contents

OVERALL CRA RATING 2

DEFINITIONS AND COMMON ABBREVIATIONS ERROR! BOOKMARK NOT DEFINED.

DESCRIPTION OF INSTITUTION ERROR! BOOKMARK NOT DEFINED.

SCOPE OF THE EVALUATION..... 7

FAIR LENDING OR OTHER ILLEGAL CREDIT PRACTICES REVIEW 9

STATE RATING 10

 STATE OF WISCONSIN 10

STATE RATING 24

 STATE OF ILLINOIS..... 24

APPENDIX A: SCOPE OF EXAMINATION A-1

APPENDIX B: SUMMARY OF STATE RATINGS..... B-1

APPENDIX C: MARKET PROFILES FOR FULL-SCOPE AREAS C-1

APPENDIX D: TABLES OF PERFORMANCE DATA D-1

Overall CRA Rating

Institution’s CRA Rating: This institution is rated **Satisfactory**.

The following table indicates the performance level of North Shore Bank, FSB with respect to the Lending, Investment, and Service Tests:

Performance Levels	North Shore Bank, FSB Performance Tests		
	Lending Test*	Investment Test	Service Test
Outstanding			
High Satisfactory	X		
Low Satisfactory		X	X
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:

- North Shore Bank, FSB’s (North Shore) lending performance is good. North Shore demonstrates excellent lending activity, adequate geographic distribution, and good borrower income distribution. Lending within the institution’s assessment area is excellent with 87.22 percent of all institution’s loans made in one of the institution’s assessment areas. Community development lending had a positive impact on the institution’s overall lending performance.
- North Shore provided an adequate level of qualified investments throughout the institution’s assessment areas. Donations to organizations supported affordable housing initiatives, economic development, and community services targeted towards low- and moderate-income individuals and geographies.
- North Shore’s performance under the service test is adequate. Overall, the institution’s branches are reasonably accessible to all people and geographies of different income levels. Hours are generally adequate with no significant differences between branches located in different income levels. The institution offers an adequate level of services through alternate delivery systems.

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. An institution's subsidiary is controlled by the institution 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: 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 an institution's record of meeting the credit needs of its local community, consistent with the safe and sound operation of the institution, and to take this record into account when evaluating certain corporate applications filed by the institution.

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: 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: 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: 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

North Shore is a federally chartered mutual thrift headquartered in Brookfield, Wisconsin. North Shore is a full-service thrift with 46 full-service banking offices and 46 deposit-taking automated teller machines (ATMs) across its footprint. North Shore is an interstate institution with branch locations in Wisconsin and Illinois. As of September 31, 2014, North Shore had total assets of \$1.77 billion, total loans of \$1.34 billion, and tier one capital of \$197 million.

North Shore offers a full range of loan and deposit products to individuals and businesses, including alternative retail services such as direct deposit and access to electronic banking services (bill payment, mobile banking, and electronic statements). North Shore offers a standard product mix of loans, including Wisconsin Housing and Economic Development Authority (WHEDA), the US Department of Veterans Affairs (VA), and Federal Housing Authority (FHA).

The institution originates conventional one- to four-family first mortgage loans, small business loans and lines of credit, working capital and equipment loans, and business letters of credit. Consumer financing consists of second mortgages, home equity lines of credit, and automobile (including leases) loans. As of September 30, 2014, the institution's loans represented 75.72 percent of total assets. The loan portfolio consists of 46.83 percent residential real estate loans, 34.87 percent of commercial loans, 18.27 percent in consumer loans, and 0.03 percent in agricultural loans.

During the evaluation period, North Shore made an acquisition of Banks of Wisconsin in May 2013. North Shore acquired two branches located in Kenosha, Wisconsin.

There are no known legal, financial, or other factors impeding the institution's ability to help meet the credit needs of its AAs. The institution achieved a Satisfactory rating in its previous Large Bank CRA evaluation dated April 25, 2011.

Scope of the Evaluation

Evaluation Period/Products Evaluated

We analyzed home purchase, home improvement, and home refinance mortgage loans that the institution reported under the Home Mortgage Disclosure Act (HMDA) and small loans made to businesses and farms the institution reported under the Community Reinvestment Act (CRA) for the period of January 1, 2011 through December 31, 2014. Multifamily loans, home improvement loans, and small loans to farms are not primary loan products; therefore, we did not evaluate these products separately. Primary loan products for this review are products in which the institution originated at least 20 loans within the assessment area (AA) during the evaluation period. Performance tables 1 through 12 in appendix D include only data covered by the 2010 Census, namely 2012 through 2014. Data from 2011 is discussed in the applicable narrative sections of the evaluation.

The Office of Management and Budget (OMB) revised metropolitan area (MA) and census tract geographic definitions and boundaries in February 2013. Those revisions became effective for CRA purposes on January 1, 2014. Two of the institution's AAs are affected by these changes and will receive a separate analysis of 2014 lending data. Performance tables 1 through 12 in appendix D have been separated for these assessment areas. Data is discussed in the applicable narrative sections of the

evaluation. We reviewed qualified community development (CD) loans, investments, and services for the period of April 26, 2011 through December 31, 2014.

This evaluation contains comparisons made of North Shore's HMDA lending to aggregate HMDA lenders. We define aggregate lenders as financial institutions insured by the Federal Deposit Insurance Corporation (FDIC) who reported HMDA lending activity for that particular area. Small business loan aggregates all area financial institutions that are required to report these loans. Aggregate data is based on activity in 2013 since this is the most recent available.

Data Integrity

As part of our ongoing supervision of the institution, we tested the accuracy of the institution's HMDA and CRA lending data. We also reviewed the appropriateness of CD activities provided for consideration for our evaluation. This included testing of CD loans, investments, and services for accuracy and to determine if they qualify as CD as defined in the CRA regulation. Our testing indicated no substantive inaccuracies in the data. Therefore, we concluded that the home mortgage loans, small loans to businesses, and CD activities data could be relied upon for this examination.

Selection of Areas for Full-Scope Review

We selected the Milwaukee-Waukesha-West Allis, WI MSA, the Green Bay, WI MSA, the Racine, WI MSA, and the Chicago-Joliet-Naperville, IL MD for full-scope reviews. Full-scope reviews consider performance context, quantitative, and qualitative factors. The AAs selected for the full-scope review were chosen because they represented a significant portion of the institution's deposit base and lending business in Wisconsin. The Milwaukee MSA lending volume represents 60.76 percent of total rated loans originated during the evaluation. The other AAs in Wisconsin were analyzed using limited-scope procedures. Limited-scope procedures consider quantitative factors only. Refer to the *Scope of the Examination* section under each State Rating section (as applicable) for details regarding how we selected the areas for review.

Ratings

In this evaluation, we placed more weight on the institution's performance in 2012 through 2014 than to its performance in 2011 to reach our conclusions. The institution's overall rating is based on results in those areas that received full-scope reviews. Refer to the *Scope of the Examination* section for details regarding how the areas were weighted in arriving at the respective ratings.

Additionally, when evaluating the institution's performance under the lending test, we placed a higher value on the institution's distribution of home mortgage loans than the distribution of small business loans. Within the home mortgage category, greater weight was placed on home refinance and home purchase loans, which make up 95 percent of home mortgage lending, with home improvement loans receiving substantially less weight.

Fair Lending or Other Illegal Credit Practices Review

Pursuant to 12 CFR 195.28(c), in determining a Federal savings association's (FSA) CRA rating, respectively, the OCC considers evidence of discriminatory or other illegal credit practices in any geography by the FSA, or in any assessment area by an affiliate whose loans have been considered as part of the FSA's lending performance.

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

State Rating

State of Wisconsin

CRA Rating for Wisconsin¹: 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:

- An excellent level of lending for home mortgage loans and small loans to businesses;
- Overall adequate geographic distribution. Adequate home mortgage loan performance was positively impacted by good small loans to businesses performance;
- An overall good borrower income distribution, as evidenced by good home mortgage and excellent small loans to small businesses loan performance;
- CD lending was overall positive in the state, with positive performance in the Milwaukee MSA, positive performance in the Green Bay MSA, and neutral performance in Racine MSA;
- An adequate level of qualified investments that were responsive to community needs, as evidenced by adequate performance in the assessment areas;
- A branch distribution that is accessible to essentially all LMI individuals and geographies; and
- An adequate level of CD services that was responsive to community needs.

Description of Institution's Operations in Wisconsin

North Shore has seven AAs within the State of Wisconsin. These AAs include: the Appleton MSA, comprised of Calumet and Outagamie Counties; the Green Bay MSA, comprised of Brown County; the Lake County-Kenosha County, IL-WI MD, comprised of Kenosha County; the Milwaukee-Waukesha-West Allis MSA, comprised of Milwaukee, Ozaukee, Washington, and Waukesha Counties; the WI non-MSA area, which includes Door County; the Oshkosh-Neenah MSA, comprised of Winnebago County; and the Racine MSA, comprised of Racine County.

North Shore provides a full range of loan and deposit products to all AAs. North Shore has 44 branches within the state, representing 95.65 percent of the institution's total branch network. This total includes

¹ 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.

two branches purchased through the acquisition of Banks of Wisconsin (currently known as Bank of Kenosha) in May 2013. There were no branch openings and two branch closings in the state during the evaluation period. One branch in Kenosha relocated to a grocery store location. As of June 30, 2014, the institution ranked ninth in the state in deposits, representing a 1.03 percent market share. North Shore's statewide deposits totaled \$1.40 billion.

Milwaukee - Waukesha - West Allis MSA

Strong competition for financial services exists within the institution's AA, as there are several branches of nationwide and regional banks, local community banks, credit unions, and other nonbanking financial institutions operating in the AA. North Shore has 25 branches operating in the AA as of January 26, 2015. Based upon FDIC Deposit Market Share data as of June 30, 2014, North Shore achieved a 1.52 percent market share of deposits, ranking eighth among 53 financial institutions in the AA, ranking them in the top 15.09 percent of total depository institutions.

Green Bay MSA

Strong competition for financial services exists within the institution's AA, as there are several branches of nationwide and regional banks, local community banks, and credit unions operating in the AA. North Shore has six branches operating in the AA as of January 26, 2015. Based upon FDIC Deposit Market Share data as of June 30, 2014, North Shore achieved a 2.17 percent market share of deposits, ranking 12th among 21 financial institutions in the AA, ranking them in at 57.14 percent of total depository institutions.

Racine MSA

Strong competition for financial services exists within the institution's AA, as there are several branches of nationwide and regional banks, local community banks, and credit unions operating in the AA. North Shore has five branches operating in the AA as of January 26, 2015. Based upon FDIC Deposit Market Share data as of June 30, 2014, North Shore achieved a 4.85 percent market share of deposits, ranking seventh among 15 financial institutions in the AA, ranking them in the top 46.66 percent of total depository institutions.

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

Scope of Evaluation in Wisconsin

For the state of Wisconsin, we completed a full-scope review of the Milwaukee-Waukesha-West Allis MSA, Green Bay MSA, and the Racine MSA. The additional four assessment areas received limited-scope reviews. The Milwaukee MSA, Green Bay MSA, and Racine MSA received full-scope reviews due to the high percentage of deposits in these areas (67.11 percent, 8.69 percent, and 10.47 percent, respectively). These AAs also had the largest volume of total reportable loans in the state as follows: Milwaukee MSA with 63.28 percent; Green Bay MSA with 7.68 percent; and Racine MSA with 7.51 percent. Branch distribution within the state shows Milwaukee with 56.82 percent of the total branches, Green Bay with 13.64 percent, and Racine with 11.36 percent. Ratings are based primarily on results of the full-scope areas. The Milwaukee MSA AA received the most weight on final ratings because this AA had the largest percent of the institution's deposits, loans, and branches in Wisconsin. The volume of home improvement and multifamily loans was not significant enough to provide a meaningful analysis, with the exception of multifamily loans in the Milwaukee AA. Refer to the tables in appendix A for more information on the Wisconsin AAs.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The institution's performance under the lending test in Wisconsin is rated "High Satisfactory." Based on full-scope reviews, the institution's performance in the Milwaukee AA and Green Bay AAs is good. The institution's performance in the Racine MSA is adequate.

Lending Activity

The institution's overall lending activity in the state of Wisconsin is excellent, considering the strong competition for all types of loans in the institution's AAs. The institution's excellent performance in originating home mortgage loans and adequate performance in small business loans when compared to its local competitors supports this conclusion.

Refer to Table 1 Lending Volume in the state of Wisconsin section of appendix D for the facts and data used to evaluate the institution's lending activity.

Milwaukee - Waukesha - West Allis MSA

North Shore's lending activity in the Milwaukee MSA is excellent. Home mortgage lending activity is excellent and small business lending activity is adequate considering the competition in the AA.

Based upon FDIC Deposit Market Share data as of June 30, 2014, North Shore achieved a 1.52 percent market share of deposits, ranking eighth among 53 financial institutions in the AA, ranking them in the top 15.09 percent of total depository institutions. Based upon 2013 Peer Mortgage Data, North Shore achieved a 1.00 percent market share of home purchase loans, ranking 21st among 323 reporting lenders and is equivalent to being in the top 6.50 percent of lenders. The institution achieved a 0.94 percent market share of home refinance loans, ranking 25th among 368 reporting lenders and is equivalent to being in the top 6.79 percent of lenders. Given the competition from the number of reporting lenders in the AA and the institution's high lender ranking for each product, mortgage lending activity is excellent. North Shore achieved a 0.42 percent market share of small loans to businesses, ranking 26th among 98 reporting lenders, or the top 26.53 percent of lenders. The small business lending activity is adequate given the institution's market share and ranking when compared to the deposit market share and small business lending competition within the AA. The top five lenders for small business lending consist of the nation's largest credit card lenders and collectively have 63.31 percent of the market share.

Green Bay MSA

North Shore's lending activity in the Green Bay MSA is good. Home mortgage lending activity is good considering competition in the AA. North Shore did not originate enough small business loans to provide a meaningful analysis.

Based on FDIC Deposit Market Share data as of June 30, 2013, North Shore ranked 12th among 21 institutions and achieved a 2.17 percent market share in the AA. Based on 2013 Peer Mortgage Data, North Shore had market share of 0.96 percent and ranked 25th among 168 reporting lenders for home purchase lending, equivalent to being in the top 14.90 percent of lenders. The institution's market share

for home refinance lending was 0.70 percent and the institution ranked 31st out of 198 lenders, or the top 15.70 percent of lenders. Given the competition from the number of reporting lenders in the AA and the institution lender ranking for each product, mortgage lending activity is good.

Racine MSA

North Shore's lending activity in the Racine MSA is good. Home mortgage lending activity is good, and small business lending activity is adequate considering competition in the AA.

Based upon FDIC Deposit Market Share data as of June 30, 2013, North Shore achieved a 4.85 percent market share of deposits, ranking seventh among 15 financial institutions in the AA. Based upon 2013 Peer Mortgage Data, North Shore had a market share of 1.22 for home purchase loans, ranking 19th among 145 reporting lenders. For home refinance loans, the institution ranked 21st among 211 lenders with a 1.02 percent market share. These market ranks/shares are good when compared to the deposit market rank/share and competition within the AA. North Shore achieved a 0.94 percent market share of small loans to businesses, ranking 19th among 55 reporting lenders. Given the competition from the number of reporting lenders in the AA, small business lending activity is adequate.

Distribution of Loans by Income Level of the Geography

Overall, the geographic distribution of loans is adequate. In performing our analysis, we placed greater weight on the institution's home mortgage lending as home mortgage loans represented the majority of the institution's CRA reportable lending activity. We also placed greater weight on the institution's performance in 2012 through 2014 than its performance in 2011.

Home Mortgage Loans

Refer to Tables 2, 3, 4, and 5 in the state of Wisconsin section of appendix D for the facts and data used to evaluate the geographic distribution of the institution's home mortgage loan originations/purchases.

Milwaukee - Waukesha - West Allis MSA

The overall geographic distribution of home mortgage loans is adequate.

The overall geographic distribution of home purchases loans is excellent. The institution's geographic distribution of home purchase loans during 2012 through 2014 was excellent. The percentage of loans in low-income geographies exceeded the aggregate lending data. The percentage of loans made in moderate-income geographies exceeded the aggregate lending data. The percentage of loans to low-income geographies is below the percentage of owner-occupied units. The percentage of loans to moderate-income geographies exceeded the percentage of owner-occupied units. The institution's performance in 2011 was weaker than the performance noted in 2012 through 2014. The percentage of loans to low-income geographies was below the aggregate lending data. The percentage of loans made in moderate-income geographies was near to the aggregate lending data.

The overall geographic distribution of home refinance loans is poor. The institution's geographic distribution of home refinance loans during 2012 through 2014 was poor. The percentage of loans in low-income geographies was well below the aggregate lending data. The portion of loans made in moderate-income census tracts was also below the aggregate lending data. The percentage of loans made in low-income geographies is significantly below the percentage of owner-occupied units. The percentage of loans to moderate-income geographies is below the percentage of owner-occupied units.

The institution's performance in 2011 was stronger than the performance noted in 2012 through 2013, and was considered adequate. The institution's percentage of loans within low-income geographies exceeded the aggregate lending data. The institution's percentage of loans in moderate-income geographies was well below the aggregate lending data.

Green Bay MSA

Overall, the geographic distribution of home mortgage loans is adequate.

The overall geographic distribution of home purchase loans is poor. The institution's geographic distribution of home purchase loans during 2012 through 2014 was poor. The percentage of loans in low-income geographies was significantly below the aggregate lending data. The percentage of loans in moderate-income geographies was below the aggregate lending data. The percentage of loans made in low-income geographies is significantly below the percentage of low-income owner-occupied units. The percentage of loans made to moderate-income geographies is below the percentage of owner-occupied units. The institution did not originate enough home purchase loans in 2011 to provide a meaningful analysis.

The overall geographic distribution of home refinance loans is adequate. The institution's geographic distribution of home refinance loans during 2012 through 2014 was adequate. The percentage of loans in low-income geographies was significantly below the aggregate lending data. The percentage of loans in moderate-income geographies was near to the aggregate lending data. The percentage of loans made in low-income geographies is significantly below the percentage of owner-occupied units. The percentage of loans made to moderate-income geographies is below the percentage of owner-occupied units. The institution's performance in 2011 was weaker than the overall performance noted in 2012 through 2014. There were no low-income geographies. The percentage of loans in moderate-income geographies was significantly below the aggregate lending data.

Racine MSA

Overall, the geographic distribution of home mortgage loans is very poor.

The overall geographic distribution of home purchase loans is very poor. The institution's geographic distribution of home purchase loans during 2012 through 2014 was very poor. The percentage of loans in low-income geographies was significantly below the aggregate lending data. The portion of loans made in moderate-income geographies was significantly below the aggregate lending data. The institution's performance in both low-income and moderate-income geographies is significantly below the percentage of owner-occupied units. The institution's performance in 2011 was stronger than the performance noted in 2012 through 2014. The percentage of loans in low-income geographies exceeded the aggregate lending data. The percentage of loans in moderate-income geographies was below the aggregate lending data.

The overall geographic distribution of home refinance loans is very poor. The institution's geographic distribution of home refinance loans during 2012 through 2014 was very poor. The percentage of loans in low-income geographies was significantly below the aggregate lending data. The portion of loans made in moderate-income census tracts was also significantly below the aggregate lending data. The percentage of loans in both low-income and moderate-income geographies was significantly below the percentage of owner-occupied units. The institution's performance in 2011 was not inconsistent with the performance noted in 2012 through 2014.

Small Loans to Businesses

Refer to table 6 in appendix D for the facts and data used to evaluate the geographic distribution of the institution's origination and purchases of small loans to businesses.

Milwaukee - Waukesha - West Allis MSA

The overall geographic distribution of small loans to businesses is excellent. The institution's geographic distribution of small loans to businesses in 2012 through 2014 was excellent. The percentage of small loans made in low-income geographies exceeded the aggregate lending data. The percentage of small loans made in moderate-income geographies exceeded the aggregate lending data. The percentage of loans in low-income geographies was well below the percentage of assessment area businesses. The percentage of loans in moderate-income geographies exceeded the percentage of assessment area businesses. The institution's performance in 2011 was weaker than the performance noted in 2012 through 2014. The percentage of loans in low-income geographies was near to the aggregate lending data. The percentage of loans in moderate-income geographies exceeded the aggregate lending data.

Green Bay MSA

The overall geographic distribution of small loans to businesses is adequate. The institution's geographic distribution of small loans to businesses in 2012 through 2014 was adequate. The percentage of loans made in low-income geographies was significantly below the aggregate lending data. The percentage of loans made in moderate-income geographies exceeded the aggregate lending data. The percentage of loans in low-income geographies was significantly below the percentage of assessment area businesses. The percentage of loans in moderate-income geographies exceeded the percentage of assessment area businesses. The institution's performance in 2011 was weaker than with the performance in 2012 through 2014. Based on 2000 census data, there were no low-income census tracts in this assessment area. The percentage of loans in moderate-income geographies was significantly below the aggregate lending data.

Racine MSA

The overall geographic distribution of small loans to businesses is adequate. The institution's geographic distribution of small loans to businesses in 2012 through 2014 was adequate. The percentage of loans in the low-income geographies exceeded the aggregate lending data. The percentage of loans in moderate-income geographies was significantly below the aggregate lending data. The percentage of loans made to low-income geographies exceeded the percentage of assessment area businesses. The percentage of loans to moderate-income geographies was significantly below the percentage of assessment area businesses. The institution did not originate enough loans in 2011 to provide a meaningful analysis.

Lending Gap Analysis

We reviewed summary reports and maps and analyzed North Shore's home mortgage and small business lending activity over the evaluation period to identify any gaps in the geographic distribution of loans. We did not identify any unexplained conspicuous gaps.

Inside/Outside Ratio

The ratio is an institution-wide calculation and not calculated by individual rating area or AA. Analysis is limited to the institution's originations and purchases and does not include any affiliate data. For the combined four-year evaluation period, North Shore originated a substantial majority of all loan products inside the institution's AAs (87.22 percent). The percentage in number of loans made inside the AAs by loan type are as follows: home refinance loans (89.73 percent), home purchase loans (86.33 percent), home improvement loans (85.71 percent), and small loans to businesses (81.10 percent).

Distribution of Loans by Income Level of the Borrower

The overall borrower distribution of the institution's lending is good. As noted previously, we placed greater weight on the institution's home mortgage lending as home mortgage loans represented the majority of the institution's reportable lending activity. Additionally, we considered the level of families below the poverty level in our analysis as well as the general affordability of housing to LMI borrowers. In addition, we attributed more weight to the institution's performance in 2012 through 2014 than its performance in 2011.

Home Mortgage Loans

Refer to Tables 8, 9, and 10 in the state of Wisconsin section of appendix D for the facts and data used to evaluate the borrower distribution of the institution's home mortgage loan originations and purchases.

Milwaukee - Waukesha - West Allis MSA

Overall, the borrower distribution of home mortgage loans is good. In evaluating the borrower distribution of home loans in the Milwaukee AA, we noted that 9.69 percent of the families in the AA (2010 U.S. Census) are below the poverty level.

The overall borrower distribution of home purchase loans is excellent. The institution's borrower distribution of home purchase loans during 2012 through 2014 was excellent. The percentage of loans to low-income borrowers exceeded the aggregate lending data. The percentage of loans made to moderate-income borrowers exceeded the aggregate lending data. The percentage of loans to low-income borrowers exceeded the percentage of low-income families. The percentage of loans to moderate-income borrowers exceeded the percentage of moderate-income families. The institution's performance in 2011 was weaker than the performance noted in 2012 through 2014, but still considered good.

The overall borrower distribution of home refinance loans is good. The institution's borrower distribution of home refinance loans during 2012 through 2014 was good. The percentage of loans to low-income borrowers was well below the aggregate lending data. The percentage of loans to moderate-income borrowers exceeded the aggregate lending data. The percentage of loans made to low-income borrowers was well below the percentage of low-income families. The percentage of loans made to moderate-income borrowers exceeded the percentage of moderate-income families. The institution's performance in 2011 was not inconsistent with the overall performance noted in 2012 through 2014.

Green Bay MSA

Overall, the borrower distribution of home mortgage loans is good. In evaluating the borrower distribution of home loans in the Green Bay AA, we noted that 7.04 percent of families in the AA (2010 U.S. Census) are below the poverty level.

The overall borrower distribution of home purchase loans is good. The institution's borrower distribution of home purchase loans during 2012 through 2014 was good. The percentage of loans to low-income borrowers exceeded the aggregate lending data. The percentage of loans made to moderate-income borrowers was below the aggregate lending data. The percentage of loans made to low-income borrowers exceeded the percentage of low-income families. The percentage of loans made to moderate-income borrowers exceeded the percentage of moderate-income families. The institution did not originate enough loans in 2011 to provide a meaningful analysis.

The overall borrower distribution of home refinance loans is excellent. The institution's borrower distribution of home refinance loans during 2012 through 2014 was excellent. The percentage of loans to low-income borrowers exceeded the aggregate lending data. The percentage of loans to moderate-income borrowers exceeded the aggregate lending data. The percentage of loans made to low-income borrowers was below the percentage of low-income families. The percentage of loans made to moderate-income borrowers exceeded the percentage of moderate-income families. The institution's performance in 2011 was weaker than the overall performance noted in 2012 through 2014, but still considered good.

Racine MSA

Overall, the borrower distribution of home mortgage loans is good. In evaluating the borrower distribution of home loans in the Racine AA, we noted that 8.12 percent of families in the AA (2010 U.S. Census) are below the poverty level.

The overall borrower distribution of home purchase loans is excellent. The institution's borrower distribution of home purchase loans during 2012 through 2014 was excellent. The percentage of loans to low-income borrowers exceeded the aggregate lending data. The percentage of loans made to moderate-income borrowers exceeded the aggregate lending data. The percentage of loans made to low-income borrowers exceeded the percentage of low-income families. The percentage of loans made to moderate-income borrowers exceeded the percentage of moderate-income families. The institution's performance in 2011 was weaker than the performance noted in 2012 through 2014, but still considered good.

The overall borrower distribution of home refinance loans is good. The institution's borrower distribution of home refinance loans during 2012 through 2014 was good. The percentage of loans to low-income borrowers was below the aggregate lending data. The percentage of loans to moderate-income borrowers was near to the aggregate lending data. The percentage of loans made to low-income borrowers was well below the percentage of low-income families. The percentage of loans made to moderate-income borrowers exceeded the percentage of moderate-income families. The institution's performance in 2011 was weaker than the performance noted in 2012 through 2014, but considered adequate. The percentage of low-income borrowers was significantly below the aggregate lending data. The percentage of loans to moderate-income borrowers exceeded the aggregate data.

Small Loans to Businesses

Refer to Table 11 in the state of Wisconsin section of appendix D for the facts and data used to evaluate the borrower distribution of the institution's origination and purchase of small loans to businesses.

Milwaukee - Waukesha - West Allis MSA

The overall borrower distribution of small loans to businesses is excellent. The institution's borrower distribution of small loans to businesses in 2012 through 2014 was excellent. During the review period, North Shore originated 349 small loans to businesses in the Milwaukee MSA, of which 40.69 percent were under \$100,000; 28.94 percent were between \$100,000 and less than \$250,000; and 30.37 percent were between \$250,000 and less than \$1 million. The percentage of small loans to small businesses (businesses with gross annual revenue of \$1 million or less) exceeded the percentage of small businesses. The institution's performance in 2011 was weaker than the performance noted in 2012 through 2014 and was considered good.

Green Bay MSA

The overall borrower distribution of small loans to businesses is excellent. The institution's borrower distribution of small loans to businesses in 2012 through 2014 was excellent. During the review period, North Shore originated 53 small loans to businesses in the Green Bay MSA, of which 64.15 percent were under \$100,000; 13.21 percent were between \$100,000 and less than \$250,000; and 22.64 percent were between \$250,000 and less than \$1 million. The percentage of small loans to small businesses (businesses with gross annual revenue of \$1 million or less) exceeded the percentage of small businesses. The institution's performance in 2011 was not inconsistent with the overall performance in 2012 through 2014.

Racine MSA

The overall borrower distribution of small loans to business is excellent. The institution's borrower distribution of small loans to businesses in 2012 through 2014 was excellent. During the review period, North Shore originated 43 small loans to businesses in the Racine MSA, of which 51.16 percent were under \$100,000; 20.93 percent were between \$100,000 and less than \$250,000; and 27.91 percent were between \$250,000 and less than \$1 million. The percentage of small loans to small businesses (businesses with gross annual revenue of \$1 million or less) exceeded the percentage of small businesses. The institution's performance in 2011 was not inconsistent with the overall performance in 2012 through 2014.

Community Development Lending

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

Community development lending had an overall positive impact on the institution's overall lending performance. This lending is a significant increase in number and in dollar volume over the institution's activity reported at the previous evaluation.

Milwaukee - Waukesha - West Allis MSA

North Shore's level of CD lending had a positive impact on its overall lending performance in the Milwaukee MSA. North Shore originated four loans totaling \$2.35 million in qualified CD loans in the AA during the evaluation period. This volume represented 1.82 percent of allocated tier one capital. The institution's CD loans were responsive to AA needs and supported affordable housing initiatives for low- and moderate-income (LMI) individuals.

All CD loans are to unsubsidized, small multi-family buildings (each with fewer than 100 units) located in low- and moderate-income communities. The institutions with these loans are responding to important and often unmet credit needs in LMI communities.

Green Bay MSA

North Shore's level of CD lending has a positive impact on its overall lending performance in the Green Bay MSA. North Shore originated five loans totaling \$4.65 million in qualified CD loans in the AA during the evaluation period. This volume represented 27.86 percent of allocated tier one capital. These loans are to unsubsidized, small multi-family buildings located in low- and moderate-income communities. The institution's CD loans were responsive to AA needs and supported affordable housing initiatives for LMI individuals.

Racine MSA

North Shore did not originate any community development loans in this assessment area.

Community Development Loans – WI Statewide

In addition to the CD loans that benefit the institution's AAs, North Shore originated six community development loans totaling \$7.64 million in the broader statewide or regional area that includes its assessment areas. These loans are to unsubsidized, small multi-family buildings located in low- and moderate-income communities. We considered these loans, which do not directly benefit the institutions AA because the institution has satisfactorily met the credit needs in its AA.

Product Innovation and Flexibility

North Shore offers a standard product mix of loans, including FHA, VA, and WHEDA loans, throughout all of its AAs. North Shore offers flexible loan programs targeted to LMI borrowers. Loans originated under these programs are included in the institution's home mortgage loans and loans to small businesses and are analyzed under other portions of the lending test.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the institution's performance under the lending test is not inconsistent with the institution's overall "High Satisfactory" performance under the lending test in Wisconsin. In the Appleton MSA, the institution's performance in community development lending was not inconsistent with the institution's overall performance. In this assessment area, the institution originated four community development loans totaling \$3.00 million. The institution's overall performance in the state was weaker in the geographic and borrower distribution. The weaker performance had no impact on the overall lending test rating in the state. Refer to Tables 1 through 12 in the state of Wisconsin section of appendix D for the facts and data that support these conclusions.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The institution's performance under the investment test is rated "Low Satisfactory". Based on full-scope reviews, the institution's performance in the Milwaukee MSA is adequate, the Green Bay MSA is very poor, and the Racine MSA is poor. The institution made 61 investments totaling \$2.80 million during the evaluation period.

Refer to Table 14 in the state of Wisconsin section of appendix D for the facts and data used to evaluate the institution's level of qualified investments.

Milwaukee - Waukesha - West Allis MSA

During the evaluation period, North Shore made 44 investments in the Milwaukee MSA totaling \$1.78 million. This volume represented 1.38 percent of allocated tier one capital. This level is considered adequate, and is commensurate with the adequate level of investments made.

The institution's responsiveness to the CD needs in the AA is adequate. The following are examples of these investments:

- North Shore purchased \$236,000 in Historic Tax Credits. This played a key role in renovating a prominent building in a section of a low-income neighborhood of the City of Milwaukee, which has been targeted by the City for redevelopment.
- In addition, these historic tax credits supported a project that provided job training to local residents, a very important and often unmet credit need in LMI communities.
- North Shore invested \$1.14 million in a mortgage-backed security where the underlying mortgages were originated to LMI borrowers.
- North Shore invested \$100,000 in a Community Development Financial Institution (CDFI), which primarily originates loans for real estate projects in Milwaukee's central city neighborhoods, including predevelopment loans for residential and commercial projects.
- North Shore invested \$250,000 in a CDFI that is a minority-owned financial institution.
- North Shore invested \$50 thousand in 40 grants and donations to organizations that supported affordable housing initiatives, economic development, and community services targeted towards LMI individuals and geographies over the evaluation period.

Green Bay MSA

During the evaluation period, North Shore made three donations to an organization in the Green Bay MSA totaling \$1,600. This volume represented 0.01 percent of allocated tier one capital. This organization provides community services targeted towards LMI individuals. This level is considered very poor. The institution's responsiveness to the CD needs in the AA is poor.

Racine MSA

During the evaluation period, North Shore made eight investments in the Racine MSA totaling \$127,475. This volume represented 0.63 percent of allocated tier one capital. This level is considered poor. The institution's responsiveness to the CD needs in the AA is adequate.

The following are examples of these investments:

- North Shore invested \$121,600 in a mortgage-backed security where the underlying mortgages were originated to LMI borrowers.
- North Shore made seven donations to organizations in the Racine MSA totaling \$5,875. These donations were to organizations that supported affordable housing, economic development, and community services targeted towards LMI individuals and geographies over the evaluation period.

Conclusions for Area Receiving Limited-Scope Reviews

Based on limited-scope reviews, the institution's performance under the investment test is consistent with the institution's overall "Low Satisfactory" performance under the investment test. Performance under the lending test for the limited scope areas included an additional \$709 thousand in investments. Of that, \$483,000 supported a mortgage-backed security with loans located in the Kenosha MSA. Two donations were also made in the Kenosha MSA totaling \$10,000. This volume represented 5.53 percent of allocated tier one capital. The Appleton MSA also supported the same mortgage-backed security totaling \$215,750. This volume represented 3.79 percent of allocated tier one capital. The performance in the limited-scope AAs was not significant enough to affect the overall conclusions. Refer to Table 14 in the state of Wisconsin section of appendix D for the facts and data that support these conclusions.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The institution's performance under the service test in Wisconsin is rated "Low Satisfactory". Based on full-scope reviews, the institution's performance in the Milwaukee MSA is good while the performance in the Green Bay MSA and Racine MSA is adequate.

Retail Banking Services

Refer to Table 15 in the state of Wisconsin section of appendix D for the facts and data used to evaluate the distribution of the institution's branch delivery system and branch openings and closings.

Milwaukee - Waukesha - West Allis MSA

North Shore's branch distribution in the AA is good. Branches were accessible to geographies and individuals of different income levels in the AA. There was one branch located in low-income geographies. The branch percentage in low-income geographies was well below the percentage of the population in low-income geographies. There were three branches located in moderate-income geographies. The percentage of branches in moderate-income geographies was near to the percentage of the population in these geographies. Of the 27 automated teller machines located in the assessment area, 18, or 66.67 percent, feature both English and Spanish as an option.

There were no branch openings or closings that affected the accessibility of the institution's delivery systems to LMI geographies or individuals.

Branch services and hours did not vary in a way that inconveniences portions of the AA, particularly LMI individuals. Services offered and banking hours are comparable among locations regardless of the income level of the geography.

Management complements its traditional service delivery methods with certain alternative delivery processes, including online banking, mobile banking, ATMs, and telephone banking. These delivery methods provide increased access to banking services throughout all areas in the AA. We placed no significant weight on these alternative delivery systems, as the institution did not maintain metrics to determine their effectiveness in helping to meet the credit needs of LMI individuals.

Green Bay MSA

North Shore's branch distribution is adequate. Branches were reasonably accessible to essentially all portion of geographies and individuals of different income levels in the assessment area. All six branches are located in middle-income census tracts. During the evaluation period, there was one branch closing in a middle-income census tract.

Branch services and hours did not vary in a way that inconveniences portions of the AA, particularly LMI individuals. Services offered and banking hours are comparable among locations regardless of the income level of the geography.

Management complements its traditional service delivery methods with certain alternative delivery processes, including online banking, mobile banking, ATMs, and telephone banking; these delivery methods provide increased access to banking services throughout all areas in the AA. We placed no significant weight on these alternative delivery systems, as the institution did not maintain metrics to determine their effectiveness in helping to meet the credit needs of LMI individuals.

Racine MSA

North Shore's branch distribution is adequate. Branches were reasonably accessible to essentially all portion of geographies and individuals of different income levels in the assessment area. There were no branches located in low-income geographies. There was one branch located in moderate-income geographies. The branch percentage in moderate-income geographies exceeds the percentage of the population in these geographies. During the evaluation period, there was one branch closing in a middle-income census tract.

Branch hours and services did not vary in a way that inconveniences portions of the AA, particularly LMI individuals. Services offered and banking hours are comparable among locations regardless of the income level of the geography.

Management complements its traditional service delivery methods with certain alternative delivery processes, including online banking, mobile banking, ATMs, and telephone banking; these delivery methods provide increased access to banking services throughout all areas in the AA. We placed no significant weight on these alternative delivery systems, as the institution did not maintain metrics to determine their effectiveness in helping to meet the credit needs of LMI individuals.

Community Development Services

North Shore's performance in providing CD services was adequate. In the Milwaukee MSA, Green Bay MSA, and Racine MSA performance is adequate. CD services focused on community services and affordable housing services targeted to LMI individuals. Institution's employees participated in a variety of organizations and partnerships, some in leadership roles, that benefited LMI individuals, promoted economic development, and provided affordable housing. North Shore employees also

provided technical assistance on financial and banking related matters to community groups and to LMI persons and families.

North Shore offers a “Build Your Credit Loan”, which is designed to help people with no credit, or those with poor credit, establish a positive credit history. The loan amount is placed in a certificate of deposit and the borrower repays the principle amount over 12 months. Once all monthly payments are made, North Shore reports the payment history to the credit bureau. North Shore opened 18 loans/accounts totaling \$19,400.

Milwaukee - Waukesha - West Allis MSA

In the Milwaukee AA, four North Shore employees provided their expertise to seven different CD organizations. This represents an adequate level of activities and adequate responsiveness to the needs of the community. Within these organizations, North Shore held 54 (60.67 percent) of 89 first-time homebuyer workshops. Additional educational sessions credit workshops and financial education seminars. One North Shore employee demonstrated leadership and served on the board of directors for one of the above-mentioned organizations.

Green Bay MSA

In the Green Bay AA, three North Shore employees provided their expertise to two different CD organizations. This represents an adequate level of activities and adequate responsiveness to the needs of the community. Within these organizations, North Shore held seven (7.87 percent) of 89 first-time homebuyer workshops. Additional educational sessions credit workshops and financial education seminars. One North Shore employee demonstrated leadership and served on the board of directors for one of the above-mentioned organizations.

Racine MSA

In the Racine AA, three North Shore employees provided their expertise to three different CD organizations. This represents an adequate level of activities and adequate responsiveness to the needs of the community. Within these organizations, North Shore held 10 (11.24 percent) of 89 first-time homebuyer workshops. Additional educational sessions credit workshops and financial education seminars.

Conclusions for Areas Receiving Limited-Scope Reviews

Based on limited-scope reviews, the institution’s performance under the service test in the limited scope areas is consistent with the institution’s overall “Low Satisfactory” performance under the service test in Wisconsin. Branch services and hours did not vary in a way that inconveniences portions of the AA, particularly LMI individuals. Services offered and banking hours are comparable among locations regardless of the income level of the geography. There was a limited level of community development services in the limited-scope areas. The Kenosha and Appleton assessment areas did offer homebuyer seminars during the evaluation period. Refer to Table 15 in the state of Wisconsin section of appendix D for the facts and data that support these conclusions.

State Rating

State of Illinois

CRA Rating for Illinois: Satisfactory

The lending test is rated: Low Satisfactory

The investment test is rated: Low Satisfactory

The service test is rated: Low Satisfactory

The major factors that support this rating include:

- Overall poor geographic distribution with poor small loans to businesses performance;
- An overall excellent borrower income distribution, as evidenced by excellent small loans to small businesses loan performance;
- An adequate level of qualified investments that were responsive to community needs; and
- A branch distribution that was reasonably accessible to LMI individuals and geographies.

Description of Institution's Operations in Illinois

North Shore has one AA within the State of Illinois. This AA is a portion of the Chicago-Joliet-Naperville, IL MD, which includes only McHenry County. During this review period, there has been a significant reduction in home mortgage and small business lending activity.

North Shore provides a range of loan and deposit products. North Shore has two branches within the state. There were no branch openings or closings during the evaluation period.

Strong competition for financial services exists within the institution's AA, as there are several branches of nationwide and regional institutions, local community institutions, credit unions, and other nonbanking financial institutions operating in the AA. Based upon Deposit Market Share data as of June 30, 2014, North Shore achieved a 0.57 percent market share of deposits, ranking 26th among 29 financial institutions in the AA, ranking them in the bottom one percent of total depository institutions.

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

Scope of Evaluation in Illinois

North Shore has one AA in the Chicago-Joliet-Naperville, IL MD, consisting of McHenry County. As a result, we performed a full-scope review of this assessment area. The institution did not originate/purchase a sufficient number of home mortgage or multi-family loans during the evaluation period to perform a meaningful analysis. Primary loan products for this review are products in which the institution originated at least 20 loans within the AA during the evaluation period. We will place all our lending weight on small business lending. We also placed greater weight on the institution's performance in 2012 through 2014 than its performance in 2011.

The Office of Management and Budget (OMB) revised Metropolitan Area (MA) and census tract geographic definitions and boundaries in February 2013. Those revisions became effective for CRA purposes on January 1, 2014. The Illinois assessment area is affected by these changes and will receive a separate analysis of 2014 lending data. Data is discussed in the applicable narrative sections of the evaluation.

LENDING TEST

Conclusions for Areas Receiving Full-Scope Reviews

The institution's performance under the lending test rated "Low Satisfactory." Based on the full-scope review, the institution's performance in the AA is adequate.

Lending Activity

Refer to Table 1 Lending Volume in the Illinois section of appendix D for the facts and data used to evaluate the institution's lending activity.

North Shore did not originate or purchase enough loans to analyze lending activity for home mortgage loans.

Small business lending is highly competitive in the AA. North Shore ranked 28th out of 68 total lenders for small business lending, with a market share of 0.34 percent. The top five lenders control a majority of the market with a combined market share of 50.73 percent. Individual market shares of these national banks ranged from 7.94 percent to 15.48 percent.

Distribution of Loans by Income Level of the Geography

Overall, North Shore's geographic distribution of loans is poor. Based on 2000 census data, there were no low- or moderate-income census tracts in the assessment area; therefore, an analysis of 2011 data would not be meaningful. Based on 2010 census data, there was one moderate-income census tract in the assessment area.

Small Loans to Businesses

Refer to Table 6 in the Illinois section of appendix D for the facts and data used to evaluate the geographic distribution of the institution's origination/purchase of small loans to businesses.

The overall geographic distribution of small loans to businesses is poor. The institution's geographic distribution of small loans to businesses in 2012 through 2013 was poor. Based on 2010 census data, there were no low-income census tracts in this assessment area. Based on 2012-2013 lending data, the institution originated 40 small business loans, all that were located in middle- and upper-income census tracts. Consideration was given to the fact that the institution's closest branch is approximately 20 miles away from the moderate-income census tract. Borrowers are more likely to seek financial institutions closer to their local area. The institution's performance in 2011 was not inconsistent with performance noted in 2012 through 2014.

Lending Gap Analysis

We reviewed summary reports and maps and analyzed North Shore's home mortgage and small business lending activity over the evaluation period to identify any gaps in the geographic distribution of loans. We did not identify any unexplained conspicuous gaps.

Distribution of Loans by Income Level of the Borrower

The overall distribution of lending by income level of borrower is excellent. As noted previously, North Shore did not originate/purchase enough loans to analyze lending activity for home mortgage loans.

Small Loans to Businesses

Refer to Table 11 in the Illinois section of appendix D for the facts and data used to evaluate the borrower distribution of the institution's origination/purchase of small loans to businesses.

The overall borrower distribution of small loans to businesses is excellent. The institution's borrower distribution of small loans to businesses in 2012 and 2013 was considered excellent. During the 2012 – 2013 review period, North Shore originated 40 small loans to businesses in the assessment area, of which 35.00 percent were under \$100,000; 35.00 percent were between \$100,000 and less than \$250,000; and 30.00 percent were between \$250,000 and less than \$1 million. During the 2014 review period, North Shore originated 14 small loans to businesses in the assessment area, of which 21.43 were under \$100,000; 50.00 percent were between \$100,000 and less than \$250,000; and 28.57 percent were between \$250,000 and less than \$1 million. The percentage of small loans to small businesses (businesses with gross annual revenue of \$1.00 million or less) exceeded the percentage of small businesses. The institution's performance in 2011 was not inconsistent with the performance noted during 2012 through 2013. The institution originated 14 loans in 2014; therefore, an analysis would not be meaningful.

Community Development Lending

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

North Shore did not originate any community development loans in this assessment area.

Product Innovation and Flexibility

North Shore offers a standard product mix of loans, including FHA, VA, and WHEDA loans, throughout all of its AAs. North Shore offers flexible loan programs targeted to LMI borrowers. Loans originated under these programs are included in the institution's home mortgage loans and loans to small businesses and are analyzed under other portions of the lending test.

INVESTMENT TEST

Conclusions for Areas Receiving Full-Scope Reviews

The institution's performance under the investment test in the Chicago-Joliet-Naperville, IL MD AA is rated "Low Satisfactory." Based on a full-scope review, the institution's performance in the McHenry AA is adequate.

Refer to Table 14 in the Illinois section of appendix D for the facts and data used to evaluate the institution's level of qualified investments.

During the evaluation period, North Shore made two investments in the Chicago-Joliet-Naperville, IL MD AA totaling \$185,234. This volume represented 3.82 percent of allocated tier one capital. This level is considered adequate and is commensurate with the adequate level of investments made. This is an improvement since the previous evaluation.

The institution's responsiveness to the CD needs in the AA is adequate. The following are examples of these investments:

- North Shore invested \$50,000 in a Community Development Financial Institution (CDFI), which primarily lends to nonprofit organizations for their facilities needs in a nine-state region. These borrowers are nonprofit organizations that primarily serve LMI needs. North Shore is meeting one credit need in this area.
- North Shore invested \$135,234 in a mortgage-backed security where the underlying mortgages were originated to LMI borrowers.

SERVICE TEST

Conclusions for Areas Receiving Full-Scope Reviews

The institution's performance under the service test in the AA is rated "Low Satisfactory." Based on a full-scope review, the institution's performance in the Chicago-Joliet-Naperville, IL MD AA is adequate.

Retail Banking Services

Refer to Table 15 in the Illinois section of appendix D for the facts and data used to evaluate the distribution of the institution's branch delivery system and branch openings and closings.

North Shore's branch distribution in the AA is adequate. Branches were reasonably accessible to geographies and individuals of different income levels. The two branches located in this AA are located in middle-income census tracts.

There have been no branch openings or closings since the previous evaluation.

North Shore's hours and services offered throughout the AA do not vary in a way that inconvenience portions of the AA, particularly LMI individuals. Services offered and hours of operation are comparable among locations regardless of the income level of the geography.

Management complements its traditional service delivery methods with certain alternative delivery processes, including online banking, mobile banking, ATMs, and telephone banking; these delivery methods provide increased access to banking services throughout all areas in the AA. We placed no significant weight on these alternative delivery systems, as the institution did not maintain metrics to determine their effectiveness in helping to meet the credit needs of LMI individuals.

Community Development Services

North Shore's performance in providing CD services in the AA is poor. North Shore employees provided their expertise to two different CD organizations. This represents a poor level of activities and poor responsiveness to the needs of the community. Within these organizations, North Shore held two (2.25 percent) of 89 first-time homebuyer workshops within this AA.

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 (excludes CD loans): 1/1/11 through 12/31/14 Investment and Service Tests and CD Loans: 4/26/11 through 12/31/14	
Financial Institution	Products Reviewed	
North Shore Bank, FSB Brookfield, Wisconsin	Home purchase; home improvement; home refinance; small business, community development loans; qualified investments; community development services	
Affiliate(s)	Affiliate Relationship	Products Reviewed
NA		
List of Assessment Areas and Type of Examination		
Assessment Area	Type of Exam	Other Information
<u>Wisconsin</u>		
Milwaukee - Waukesha - West Allis, WI MSA	Full Scope Review	All of Milwaukee, Waukesha, Washington, Ozaukee Counties
Green Bay, WI MSA	Full Scope Review	All of Brown County
Racine, WI MSA	Full Scope Review	All of Racine County
Non-MSA	Limited Scope Review	All of Door County
Lake County-Kenosha County, IL-WI MD	Limited Scope Review	All of Kenosha County
Appleton, WI MSA	Limited Scope Review	All of Calumet and Outagamie Counties
Oshkosh-Neenah, WI MSA	Limited Scope Review	All of Winnebago County
<u>Illinois</u>		
Chicago-Joliet-Naperville, IL MD	Full Scope Review	All of McHenry County

Appendix B: Summary of State Ratings

RATINGS North Shore Bank, FSB				
Overall Institution's:	Lending Test Rating*	Investment Test Rating	Service Test Rating	Overall Institution's/State/Multistate Rating
North Shore Bank, FSB	High Satisfactory	Low Satisfactory	Low Satisfactory	Satisfactory
State:				
Wisconsin	High Satisfactory	Low Satisfactory	Low Satisfactory	Satisfactory
Illinois	Low Satisfactory	Low Satisfactory	Low Satisfactory	Satisfactory

(*) 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

State of Wisconsin

Milwaukee-Waukesha-West Allis, WI MSA

Demographic Information for Full Scope Area: North Shore Milwaukee Waukesha West Allis WI MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	429	20.05	17.95	35.20	26.57	0.23
Population by Geography	1,555,908	14.65	16.20	36.13	33.02	0.00
Owner-Occupied Housing by Geography	386,906	6.74	12.89	39.84	40.52	0.00
Business by Geography	101,829	9.95	14.43	37.62	37.95	0.04
Farms by Geography	2,097	3.15	6.44	43.54	46.88	0.00
Family Distribution by Income Level	389,825	22.15	16.90	20.61	40.35	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	152,194	25.76	23.63	33.19	17.42	0.00
Median Family Income FFIEC Adjusted Median Family Income for 2014 Households Below Poverty Level		68,787 70,300 12%	Median Housing Value Unemployment Rate (2010 US Census)	203,186 3.98%		

(*) The NA category consists of geographies that have not been assigned an income classification.
Source: 2010 US Census and 2014 FFIEC updated MFI

The Milwaukee - Waukesha - West Allis MSA is comprised of the entire MSA, consisting of Milwaukee, Ozaukee, Washington, and Waukesha Counties. The AA’s population increased by 55,167 or 3.55 percent between the 2000 Census and the 2010 Census. The assessment area meets the requirements of the CRA regulation and does not arbitrarily exclude LMI geographies.

Based on the 2000 Census, the 2011 updated median family income in the AA was \$72,300. By the time the 2010 census data was released, the 2014 updated median family income decreased 2.77 percent to \$70,300. In terms of the distribution of families by income, at 2010, we note that 22.15 percent were low- and 16.90 moderate-income, representing an increase from 19.84 reported as low- and 17.89 moderate-income in the 2000 census. Families living below the poverty level significantly increased from 7.66 percent in the 2000 census to 9.69 percent in the 2010 census.

Strong competition for financial services exists within the institution’s AA, as there are several branches of nationwide and regional banks, local community banks, credit unions, and other nonbanking financial institutions operating in the AA. North Shore has 25 branches operating in the AA as of January 26, 2015. Based upon FDIC Deposit Market Share data as of June 30, 2014, North Shore achieved a 1.52 percent market share of deposits, ranking eight among 53 financial institutions in the AA, ranking them in the top 15.09 percent of total depository institutions.

Employment and Economic Factors

Within the AA, the largest employers in the service-providing sectors are educational and health services, manufacturing, and retail trade. The largest industries are Aurora Healthcare, Wheaton Franciscan Healthcare, Kohl's Department Stores, GE Healthcare, and Quad Graphics.

According to the Bureau of Labor Statistics as of December 2014, the unemployment rate for the AA was 5.20 percent, which is slightly above the statewide unemployment rate of 5.00 percent for the same period. Unemployment rates during the evaluation period for the Milwaukee MSA ranged from a high of 8.70 percent in July 2011 to a low of 5.20 percent in December 2014.

Housing

The median sales price of existing single-family homes for the AA, according to the National Association of Realtors (www.realtor.org), was \$187,400 as of year-end 2012, \$200,700 for 2013, and \$207,800 (preliminary) for 2014. This indicates that sale prices have increased from year to year.

Per the 2010 census, of the total housing units in low-income census tracts, 56.96 percent of occupied housing units were rentals and 15.23 percent were vacant. In moderate-income census tracts, 45.02 percent of occupied housing units were rentals, and 8.96 percent were vacant units. The percentage of vacant homes located in LMI census tracts increased from the 2000 U.S. Census, which reported 12.50 percent vacant units in low-income census tracts and 6.02 percent in moderate-income census tracts. Due to the lower percentage of owner-occupied units and the higher percentage of rental units in LMI census tracts, opportunities for residential mortgage lending in LMI census tracts are limited in relation to the opportunities in middle- and upper-income geographies.

The weighted average of median year building for housing is 1963. The age of the housing stock in the AA creates an additional barrier to homeownership beyond affordability. Generally, older homes are more costly to maintain and are not energy efficient, resulting in higher overall maintenance costs. These increased expenses may limit LMI individuals from qualifying for a home purchase loan in addition to home improvement loans that may be needed for repairs and maintenance.

Community Contact

For this evaluation, we reviewed two recent community contacts, one from a public housing agency and the other from an agency that provides education and counseling services to low- and moderate-income first-time homebuyers. The public housing agency contact stated that credit needs in the area include affordable rental housing, possible rent to own homes, and foreclosure prevention. The other agency contact stated that credit needs in the area include homebuyer's education and foreclosure prevention. There is a need for programs to provide funds for after home purchase repairs and ongoing maintenance of homes.

Green Bay, WI MSA

Demographic Information for Full Scope Area: North Shore Green Bay WI MSA Brown County						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	54	3.70	22.22	50.00	22.22	1.85
Population by Geography	248,007	1.78	19.40	49.56	28.82	0.44
Owner-Occupied Housing by Geography	64,549	0.96	15.92	52.12	31.01	0.00
Business by Geography	18,881	1.57	16.79	52.90	28.70	0.04
Farms by Geography	779	0.51	6.80	52.25	40.44	0.00
Family Distribution by Income Level	63,331	18.40	17.86	23.26	40.49	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	22,959	3.08	29.57	48.58	18.78	0.00
Median Family Income FFIEC Adjusted Median Family Income for 2014 Households Below Poverty Level		64,441 68,200 10%	Median Housing Value Unemployment Rate (2010 US Census)	158,577 3.42%		

(*) The NA category consists of geographies that have not been assigned an income classification.
Source: 2010 US Census and 2014 FFIEC updated MFI

The Green Bay assessment area is comprised of a portion of the MSA, consisting of Brown County. The AA’s population increased by 21,229, or 8.55 percent, between the 2000 Census and the 2010 Census. The assessment area meets the requirements of the CRA regulation and does not arbitrarily exclude LMI geographies.

Based on the 2000 Census, the 2011 updated median family income in the AA was \$67,600. By the time the 2010 census data was released, the 2014 updated median family income increased 0.89 percent to \$68,200. In terms of the distribution of families by income, by 2010, we note that 18.40 percent were low- and 17.86 percent moderate-income, representing an increase from 15.64 percent reported as low- and 18.07 percent moderate-income in the 2000 census. Families living below the poverty level significantly increased from 4.65 percent in the 2000 census to 7.04 percent in the 2010 census.

Strong competition for financial services exists within the institution’s AA, as there are several branches of nationwide and regional banking, local community banks, and credit unions operating in the AA. North Shore has six branches operating in the AA as of January 26, 2015. Based upon FDIC Deposit Market Share data as of June 30, 2014, North Shore achieved a 2.17 percent market share of deposits, ranking 12th among 21 financial institutions in the AA, ranking them in at 57.14 percent of total depository institutions.

Employment and Economic Factors

Within the AA, the largest employers in the service-providing sectors are government, educational and health services, professional and business services and manufacturing. The largest industries are Humana, Inc., Oneida Tribe of Indians of Wisconsin, Schneider National, and Bellin Health.

According to the Bureau of Labor Statistics as of December 2014, the unemployment rate for the AA was 4.60 percent, which is slightly below the statewide unemployment rate of 5.00 percent for the same period. Unemployment rates during the evaluation period for the Green Bay MSA ranged from a high of 7.60 percent in February 2012 to a low of 5.40 percent in October 2013.

Housing

The median sales price of existing single-family homes for the AA, according to the National Association of Realtors (www.realtor.org), was \$134,700 as of year-end 2012, \$134,700 for 2013, and \$146,600 (preliminary) for 2014. This indicates that sale prices remained steady for 2012 and 2013 and increased in 2014.

Per the 2010 census, of the total housing units in low-income census tracts, 54.08 percent of occupied housing units were rentals and 15.02 percent were vacant. In moderate-income census tracts, 44.69 percent of occupied housing units were rentals, and 8.81 percent were vacant units. The percentage of vacant homes located in LMI census tracts increased from the 2000 U.S. Census, which reported 5.59 percent in moderate-income census tracts. There were no low-income census tracts in 2000 census years. Due to the lower percentage of owner-occupied units and the higher percentage of rental units in LMI census tracts, opportunities for residential mortgage lending in LMI census tracts are limited in relation to the opportunities in middle- and upper-income geographies.

Community Contact

For this evaluation, we reviewed two recent community contacts, both from local economic development corporations. One contact stated that credit needs in the area include financing for second home loans for rehabilitation, repairs, and improvements. Some areas of Brown County contain older stock of homes, which are in need of rehabilitation and repair. The other contact stated there is a shortage of skilled labor to fill manufacturing jobs. A Micro Loan Program is being offered to help fill a gap for small businesses seeking to create, improve or expand their business opportunities.

Racine, WI MSA

Demographic Information for Full Scope Area: North Shore Racine WI MSA						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	44	4.55	15.91	52.27	27.27	0.00
Population by Geography	195,408	4.70	14.33	53.49	27.48	0.00
Owner-Occupied Housing by Geography	52,833	2.21	10.75	54.91	32.13	0.00
Business by Geography	12,559	3.84	11.60	54.22	30.34	0.00
Farms by Geography	524	0.57	4.01	50.38	45.04	0.00
Family Distribution by Income Level	50,561	20.69	16.90	22.97	39.43	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	19,007	7.94	19.53	54.29	18.24	0.00
Median Family Income FFIEC Adjusted Median Family Income for 2014 Households Below Poverty Level		65,200 68,600 10%	Median Housing Value Unemployment Rate (2010 US Census)	176,764 4.13%		

(*) The NA category consists of geographies that have not been assigned an income classification.
Source: 2010 US Census and 2014 FFIEC updated MFI

The Racine assessment area is comprised of the entire MSA, consisting of Racine County. The AA’s population increased by 6,577, or 3.37 percent, between the 2000 Census and the 2010 Census. The assessment area meets the requirements of the CRA regulation and does not arbitrarily exclude LMI geographies.

Based on the 2000 Census, the 2011 updated median family income in the AA was \$68,700. By the time the 2010 census data was released, the 2014 updated median family income decreased by 0.15 percent to \$68,600. In terms of the distribution of families by income, by 2010, we note that 20.69 percent were low- and 16.90 percent moderate-income, representing an increase from 17.83 percent reported as low- and 18.46 percent moderate-income in the 2000 census. Families living below the poverty level increased from 5.81 percent in the 2000 census to 8.12 percent in the 2010 census.

Strong competition for financial services exists within the institution’s AA, as there are several branches of nationwide and regional banks, local community banks, and credit unions operating in the AA. North Shore has five branches operating in the AA as of January 26, 2015. Based upon FDIC Deposit Market Share data as of June 30, 2014, North Shore achieved a 4.85 percent market share of deposits, ranking seventh among 15 financial institutions in the AA, ranking them in the top 46.66 percent of total depository institutions.

Employment and Economic Factors

Within the AA, the largest employers in the service-providing sectors are educational and health services, manufacturing, government and retail trade. The largest industries are All Saints Healthcare, S.C. Johnson & Sons, CNH America, and Johnson Bank.

According to the Bureau of Labor Statistics as of December 2014, the unemployment rate for the AA was 6.30 percent, which is above the statewide unemployment rate of 5.00 percent for the same period. Unemployment rates during the evaluation period for the Racine MSA ranged from a high of 9.70 percent in February 2013 to a low of 6.00 percent in November 2014.

Housing

The median home sales price for the AA, according to the Wisconsin Department of Revenue – Division of Research and Policy (www.revenue.wi.gov), as of year-end 2013 was \$143,423.

Per the 2010 census, of the total housing units in low-income census tracts, 53.41 percent of occupied housing units were rentals and 15.41 percent were vacant. In moderate-income census tracts, 44.69 percent of occupied housing units were rentals, and 9.30 percent were vacant units. The percentage of vacant homes located in LMI census tracts increased from the 2000 U.S. Census, which reported 13.98 percent vacant units in low-income census tracts and 6.90 percent in moderate-income census tracts. Due to the lower percentage of owner-occupied units and the higher percentage of rental units in LMI census tracts, opportunities for residential mortgage lending in LMI census tracts are limited in relation to the opportunities in middle- and upper-income geographies.

Community Contact

For this evaluation, we reviewed one recent community contact, from a local economic development corporation. The contact stated that credit needs in the area include business expansion and rental assistance for commercial properties. The county has a large percentage of designated brownfields, thus many development opportunities deal with redevelopment of this land. The organization is also working on a commercial rental assistance program to encourage new and expanding businesses willing to sign a multi-year lease.

State of Illinois

Chicago-Joliet-Naperville, IL MD

Demographic Information for Full Scope Area: North Shore Chicago Joliet Naperville IL MD						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts/BNAs)	52	0.00	1.92	48.08	50.00	0.00
Population by Geography	308,760	0.00	1.45	44.61	53.94	0.00
Owner-Occupied Housing by Geography	90,930	0.00	0.97	45.40	53.63	0.00
Business by Geography	22,161	0.00	1.30	44.25	54.44	0.00
Farms by Geography	1,011	0.00	1.29	58.06	40.65	0.00
Family Distribution by Income Level	81,687	13.50	14.27	21.91	50.32	0.00
Distribution of Low and Moderate Income Families throughout AA Geographies	22,679	0.00	2.48	54.98	42.54	0.00
Median Family Income FFIEC Adjusted Median Family Income for 2014 Households Below Poverty Level		72,196 76,300 6%	Median Housing Value Unemployment Rate (2010 US Census)	254,548 4.15%		

(*) The NA category consists of geographies that have not been assigned an income classification.
Source: 2010 US Census and 2014 FFIEC updated MFI

The Chicago-Joliet-Naperville, IL AA is comprised of a portion of the MD, consisting of McHenry County. McHenry County is located just 50 miles northwest of the city of Chicago. The AA’s population increased by 48,683, or 15.77 percent, between the 2000 Census and the 2010 Census. The assessment area meets the requirements of the CRA regulation and does not arbitrarily exclude LMI geographies.

Based on the 2000 Census, the 2011 updated median family income in the AA was \$76,200. By the time the 2010 census data was released, the 2014 updated median family income increased by 0.13 percent to \$76,300. In terms of the distribution of families by income, at 2010, we note that 13.50 percent were low- and 14.27 percent moderate-income, representing an increase from 10.27 percent reported as low- and a decrease from 14.53 percent moderate-income in the 2000 census. Families living below the poverty level increased from 2.49 percent in the 2000 census to 3.46 percent in the 2010 census.

Strong competition for financial services exists within the institution’s AA, as there are several branches of nationwide and regional banks, local community banks, credit unions, and other nonbanking financial institutions operating in the AA. North Shore has only two branches operating in the AA as of January 26, 2015. Based upon FDIC Deposit Market Share data as of June 30, 2014, North Shore achieved a 0.57 percent market share of deposits, ranking 26th among 29 financial institutions in the AA, ranking them in the bottom one percent of total depository institutions.

Employment and Economic Factors

Within the AA, the largest employers in the service-providing sectors are manufacturing, services and government. The largest industries are Centegra (NIMC), Follett Library & Software, Medela, and Affinia.

According to the Bureau of Labor Statistics, as of December 2014, the unemployment rate for the AA was 5.30 percent, which is slightly below the statewide unemployment rate of 5.80 percent for the same period. Unemployment rates during the evaluation period for the Chicago-Joliet-Naperville, IL AA ranged from a high of 10.50 percent in January 2011 to a low of 5.00 percent in September 2014.

Housing

The median sales price of existing single-family homes for the Chicago-Joliet-Naperville, IL MD as a whole, according to the National Association of Realtors (www.realtor.org), was \$175,300 as of year-end 2012, \$191,300 for 2013, and \$205,900 (preliminary) for 2014. This indicates that sale prices have steadily increased from year to year.

Per the 2010 census, of the total housing units in moderate-income census tracts, 35.18 of occupied housing units were rentals, and 11.73 percent were vacant units. Per 2000 census data, there were no low- or moderate-income census tracts in this assessment area.

Community Contact

For this evaluation, we reviewed one recent community contact from an economic development corporation. The contact stated that credit needs in the area include job training and foreclosure prevention. There is currently a skill gap in McHenry County, with over 25 percent of McHenry's economic wealth derived from manufacturing. The loan funds need support from local financial institutions to encourage growth and increase the commercial and industrial base of the area.

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. [Note: Do not renumber the tables.]

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 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

State of Wisconsin – Tables provided cover the bank’s performance from January 1, 2012 through December 31, 2014.

State of Wisconsin – NonMSA Door County combined table provided covers the bank’s performance from January 1, 2012 through December 31, 2013 and January 1, 2014 through December 31, 2014.

State of Illinois – Combined table provided covers the bank’s performance from January 1, 2012 through December 31, 2013 and January 1, 2014 through December 31, 2014.

Institution ID: North Shore FSB (Included)

Table 1. Lending Volume

LENDING VOLUME		Geography: WISCONSIN				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014						
Assessment Area (2013):	% 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:												
North Shore Green Bay WI MSA Brown County	7.68	277	65,620	53	9,617	0	0	0	4,647	330	75,237	0.00
North Shore Milwaukee Waukesha West Allis WI MSA	63.28	1,684	348,844	349	76,474	0	0	04	2,347	2,033	425,318	67.11
North Shore Racine WI MSA	9.79.51	253	41,189	43	8,696	0	0	0	0	296	49,885	0.00
Limited Review:												
North Shore Appleton WI MSA	2.05	83	17,547	9	1,091	0	0	04	3,002	92	18,638	0.00
North Shore Lake County Kenosha County IL WI MD	5.85	161	26,356	82	13,912	0	0	0	0	243	40,268	0.00
North Shore Oshkosh Neenah MSA Winnebago Co	1.20	19	9,531	12	2,046	0	0	0	0	31	11,577	0.00

* Loan Data as of December 31, 2014. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from April 26, 2011 to December 31, 2014.

*** Deposit Data as of June 30, 2014. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Institution ID: North Shore FSB (Included)

Table 1. Lending Volume

LENDING VOLUME		Geography: WISCONSIN				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014						
Assessment Area (2014):	% 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)	
Limited Review:												
North Shore NonMSA Door County – 2012-2013	12.43	242	44,637	26	3,584	0	0	0	0	268	48,221	5.14
North Shore NonMSA Door County - 2014	12.43	44	8,113	9	1,169	0	0	0	0	53	9,282	5.14

* Loan Data as of December 31, 2014. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from April 26, 2011 to December 31, 2014.

*** Deposit Data as of June 30, 2013. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Institution ID: North Shore FSB (Included)

Table 2a. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE 2014			Geography: WISCONSIN				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31,							
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income			
	#	% of Total**	% Owner Occ Units***	% BANK'S Loans****	% Owner Occ Units***	% BANK'S Loans	% Owner Occ Units***	% BANK'S Loans	% Owner Occ Units***	% BANK'S Loans	Low	Mod	Mid	Upp
Full Review:														
North Shore Green Bay WI MSA Brown County	76	10.47	0.96	0.00	15.92	11.84	52.12	52.63	31.01	35.53	0.61	14.60	47.92	36.88
North Shore Milwaukee Waukesha West Allis WI MSA	507	69.83	6.74	5.13	12.89	17.75	39.84	37.67	40.52	39.45	2.28	10.19	42.01	45.51
North Shore Racine WI MSA	69	9.50	2.21	0.00	10.75	2.90	54.91	63.77	32.13	33.33	0.53	9.04	54.87	35.57
Limited Review:														
North Shore Appleton WI MSA	26	3.58	0.00	0.00	7.93	3.85	73.08	76.92	18.99	19.23	0.00	8.84	65.21	25.94
North Shore Lake County Kenosha County IL WI MD	47	6.47	10.14	10.64	28.89	29.79	60.97	59.57	0.00	0.00	8.49	25.86	65.65	0.00
North Shore Oshkosh Neenah MSA Winnebago Co	1	0.14	0.00	0.00	18.81	0.00	81.19	100.00	0.00	0.00	0.00	17.28	82.72	0.00

* Based on 2013 Peer Mortgage Data -- US and PR

** 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 2010 Census information.

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

Institution ID: North Shore FSB (Included)

Table 2a. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE 2014		Geography: WISCONSIN						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31,						
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income			
	#	% of Total**	% Owner Occ Units***	% BANK'S Loans****	% Owner Occ Units***	% BANK'S Loans	% Owner Occ Units***	% BANK'S Loans	% Owner Occ Units***	% BANK'S Loans	Low	Mod	Mid	Upp
Limited Review:														
North Shore NonMSA Door County – 2012-2013	54	96.43	0.00	0.00	8.66	3.70	78.15	81.48	13.19	14.81	0.00	3.77	85.37	10.86
North Shore NonMSA Door County - 2014	19	95.00	0.00	0.00	8.66	0.00	78.15	94.74	13.19	5.26	0.00	3.77	85.37	10.86

* Based on 2013 Peer Mortgage Data -- US and PR

** 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 2010 Census information.

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

Institution ID: North Shore FSB (Included)

Table 3a. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT 2014		Geography: WISCONSIN								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31,					
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*				
	#	% of Total**	% Owner Occ Units***	% BANK'S Loans****	% Owner Occ Units***	% BANK'S Loans	% Owner Occ Units***	% BANK'S Loans	% Owner Occ Units***	% BANK'S Loans	Low	Mod	Mid	Upp	
Full Review:															
North Shore Green Bay WI MSA Brown County	1	6.25	0.96	0.00	15.92	0.00	52.12	100.00	31.01	0.00	0.94	10.07	53.16	35.83	
North Shore Milwaukee Waukesha West Allis WI MSA	12	75.00	6.74	0.00	12.89	0.00	39.84	25.00	40.52	75.00	6.39	11.13	40.69	41.79	
North Shore Racine WI MSA	1	6.25	2.21	0.00	10.75	0.00	54.91	100.00	32.13	0.00	2.83	8.96	55.19	33.02	
Limited Review:															
North Shore Appleton WI MSA	1	6.25	0.00	0.00	7.93	0.00	73.08	100.00	18.99	0.00	0.00	5.93	75.56	18.52	
North Shore Lake County Kenosha County IL WI MD	1	6.25	10.14	0.00	28.89	100.00	60.97	0.00	0.00	0.00	6.09	33.91	60.00	0.00	
North Shore Oshkosh Neenah MSA Winnebago Co	0	0.00	0.00	0.00	18.81	0.00	81.19	0.00	0.00	0.00	0.00	11.32	88.68	0.00	

* Based on 2013 Peer Mortgage Data -- US and PR

** 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 2010 Census information.

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

Institution ID: North Shore FSB (Included)

Table 3a. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT 2014		Geography: WISCONSIN								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31,				
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK'S Loans****	% Owner Occ Units***	% BANK'S Loans	% Owner Occ Units***	% BANK'S Loans	% Owner Occ Units***	% BANK'S Loans	Low	Mod	Mid	Upp
Limited Review:														
North Shore NonMSA Door County – 2012-2013	1	100.00	0.00	0.00	8.66	0.00	78.15	100.00	13.19	0.00	0.00	8.14	77.91	13.95
North Shore NonMSA Door County - 2014	1	100.00	0.00	0.00	8.66	0.00	78.15	0.00	13.19	100.00	0.00	8.14	77.91	13.95

* Based on 2013 Peer Mortgage Data -- US and PR

** 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 2010 Census information.

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

Institution ID: North Shore FSB (Included)

Table 4a. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE 31, 2014			Geography: WISCONSIN								Evaluation Period: JANUARY 1, 2012 TO DECEMBER			
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income			
	#	% of Total**	% Owner Occ... Units	% BANK'S**** Loans	% Owner Occ Units***	% BANK'S Loans	% Owner Occ Units***	% BANK'S Loans	% Owner Occ Units***	% BANK'S Loans	Low	Mod	Mid	Upp
Full Review:														
North Shore Green Bay WI MSA Brown County	188	11.48	0.96	0.00	15.92	10.64	52.12	48.40	31.01	40.96	0.82	12.18	48.24	38.77
North Shore Milwaukee Waukesha West Allis WI MSA	1,098	67.07	6.74	1.28	12.89	6.38	39.84	30.69	40.52	61.66	2.66	8.86	39.12	49.35
North Shore Racine WI MSA	179	10.93	2.21	0.00	10.75	2.79	54.91	48.04	32.13	49.16	0.98	8.47	52.84	37.71
Limited Review:														
North Shore Appleton WI MSA	49	2.99	0.00	0.00	7.93	6.12	73.08	69.39	18.99	24.49	0.00	6.45	66.92	26.62
North Shore Lake County Kenosha County IL WI MD	112	6.84	10.14	6.25	28.89	11.61	60.97	82.14	0.00	0.00	9.95	24.73	65.32	0.00
North Shore Oshkosh Neenah MSA Winnebago Co	11	0.67	0.00	0.00	18.81	18.18	81.19	81.82	0.00	0.00	0.00	18.23	81.77	0.00

* Based on 2013 Peer Mortgage Data -- US and PR

** 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 2010 Census information.

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

Institution ID: North Shore FSB (Included)

Table 4a. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE 31, 2014			Geography: WISCONSIN						Evaluation Period: JANUARY 1, 2012 TO DECEMBER					
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income			
	#	% of Total**	% Owner Occ Units***	% BANK'S****	% Owner Occ Units***	% BANK'S****	% Owner Occ Units***	% BANK'S****	% Owner Occ Units***	% BANK'S****	Low	Mod	Mid	Upp
Limited Review:														
North Shore NonMSA Door County – 2012-2013	187	95.90	0.00	0.00	8.66	1.60	78.15	89.30	13.19	9.09	0.00	4.40	83.70	11.90
North Shore NonMSA Door County - 2014	24	96.00	0.00	0.00	8.66	8.33	78.15	75.00	13.19	16.67	0.00	4.40	83.70	11.90

* Based on 2013 Peer Mortgage Data -- US and PR

** 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 2010 Census information.

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

Institution ID: North Shore FSB (Included)

Table 5a. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY		Geography: WISCONSIN										Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014			
Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income [†]				
	#	% of Total ^{**}	% of MF Units ^{***}	% BANK'S Loans ^{****}	% MF Units ^{**}	% BANK'S Loans	% MF Units ^{***}	% BANK'S Loans	% MF Units ^{***}	% BANK'S Loans	Low	Mod	Mid	Upp	
Full Review:															
North Shore Green Bay WI MSA Brown County	12	12.24	2.06	0.00	25.11	33.33	57.53	58.33	15.29	8.33	0.00	30.43	58.70	10.87	
North Shore Milwaukee Waukesha West Allis WI MSA	67	68.37	15.39	5.97	15.91	13.43	45.42	64.18	23.28	16.42	21.03	19.56	45.48	13.94	
North Shore Racine WI MSA	4	4.08	2.28	0.00	21.88	0.00	49.57	75.00	26.27	25.00	6.45	22.58	45.16	25.81	
Limited Review:															
North Shore Appleton WI MSA	7	7.14	0.00	0.00	22.31	14.29	71.28	85.71	6.41	0.00	0.00	15.38	73.08	11.54	
North Shore Lake County Kenosha County IL WI MD	1	1.02	16.60	0.00	36.50	100.00	46.91	0.00	0.00	0.00	30.00	40.00	30.00	0.00	
North Shore Oshkosh Neenah MSA Winnebago Co	7	7.14	0.00	0.00	62.53	42.86	37.47	57.14	0.00	0.00	0.00	80.00	20.00	0.00	

* Based on 2013 Peer Mortgage Data -- US and PR

** Multi-family loans originated and purchased in the MA/AA as a percentage of all multi-family 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 multi family housing units in the area based on 2010 Census information.

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

Institution ID: North Shore FSB (Included)

Table 6a. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES DECEMBER 31, 2014			Geography: WISCONSIN						Evaluation Period: JANUARY 1, 2012 TO					
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate Lending (%) by Tract Income			
	#	% of Total**	% of Businesses***	% BANK'S Loans	% of Businesses**	% BANK'S Loans	% of Businesses***	% BANK'S Loans	% of Businesses***	% BANK'S Loans	Low	Mod	Mid	Upp
Full Review:														
North Shore Green Bay WI MSA Brown County	53	9.67	1.57	0.00	16.79	22.64	52.90	60.38	28.70	16.98	1.09	18.07	49.04	31.79
North Shore Milwaukee Waukesha West Allis WI MSA	349	63.69	9.95	6.30	14.43	18.62	37.62	33.52	37.95	41.55	5.69	10.63	37.46	46.22
North Shore Racine WI MSA	43	7.85	3.84	4.65	11.60	0.00	54.22	62.79	30.34	32.56	3.65	11.20	51.06	34.09
Limited Review:														
North Shore Appleton WI MSA	9	1.64	0.00	0.00	18.59	22.22	66.27	33.33	15.15	44.44	0.00	10.41	71.98	17.61
North Shore Lake County Kenosha County IL WI MD	82	14.96	15.93	36.59	24.85	37.80	59.22	25.61	0.00	0.00	15.24	23.73	61.03	0.00
North Shore Oshkosh Neenah MSA Winnebago Co	12	2.19	0.00	0.00	35.83	100.00	64.17	0.00	0.00	0.00	0.00	14.72	65.99	19.29

* Based on 2013 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 (2013).

Institution ID: North Shore FSB (Included)

Table 6a. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES DECEMBER 31, 2014		Geography: WISCONSIN						Evaluation Period: JANUARY 1, 2012 TO						
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate Lending (%) by Tract Income			
	#	% of Total**	% of Businesses***	% BANK'S Loans	% of Businesses**	% BANK'S Loans	% of Businesses***	% BANK'S Loans	% of Businesses***	% BANK'S Loans	Low	Mod	Mid	Upp
Limited Review:														
North Shore NonMSA Door County – 2012-2013	26	39.39	0.00	0.00	6.07	19.23	85.16	80.77	8.77	0.00	0.00	8.60	83.24	8.16
North Shore NonMSA Door County - 2014	9	39.13	0.00	0.00	6.07	22.22	85.16	77.78	8.77	0.00	0.00	8.60	83.24	8.16

* Based on 2013 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 (2013).

Institution ID: North Shore FSB (Included)

Table 8a. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: WISCONSIN						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014						
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data			
	#	% of Total**	% Families***	% BANK'S Loans****	% Families ²	% BANK'S Loans****	% Families*	% BANK'S Loans****	% Families*	% BANK'S Loans****	Low	Mod	Mid	Upp
Full Review:														
North Shore Green Bay WI MSA Brown County	76	10.47	18.40	16.00	17.86	21.33	23.26	24.00	40.49	38.67	10.84	27.31	26.67	35.18
North Shore Milwaukee Waukesha West Allis WI MSA	507	69.83	22.15	22.80	16.90	23.20	20.61	18.20	40.35	35.80	8.98	23.18	25.06	42.79
North Shore Racine WI MSA	69	9.50	20.69	16.92	16.90	30.77	22.97	16.92	39.43	35.38	10.43	28.56	24.85	36.16
Limited Review:														
North Shore Appleton WI MSA	26	3.58	16.88	15.38	19.43	26.92	25.60	30.77	38.10	26.92	16.02	26.48	27.44	30.06
North Shore Lake County Kenosha County IL WI MD	47	6.47	29.77	19.57	21.35	23.91	23.75	21.74	25.13	34.78	24.11	29.65	22.91	23.33
North Shore Oshkosh Neenah MSA Winnebago Co	1	0.14	28.60	0.00	18.82	100.00	25.53	0.00	27.05	0.00	20.80	42.40	22.40	14.40

* Based on 2013 Peer Mortgage Data -- US and PR

** 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 Families is based on the 2010 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 1.8% of loans originated and purchased by BANK.

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

Institution ID: North Shore FSB (Included)

Table 8a. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: WISCONSIN						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014						
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data			
	#	% of Total**	% Families***	% BANK'S Loans****	% Families ³	% BANK'S Loans****	% Families*	% BANK'S Loans****	% Families*	% BANK'S Loans****	Low	Mod	Mid	Upp
Limited Review:														
North Shore NonMSA Door County – 2012-2013	54	96.43	14.46	0.00	20.91	13.21	22.74	15.09	41.89	71.70	5.12	15.37	15.85	63.66
North Shore NonMSA Door County - 2014	19	95.00	14.29	0.00	20.9171	26.32	22.74	21.05	41.89	52.63	5.12	15.37	15.85	63.66

* Based on 2013 Peer Mortgage Data -- US and PR

** 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 Families is based on the 2010 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 1.8% of loans originated and purchased by BANK.

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

Institution ID: North Shore FSB (Included)

Table 9a. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT 2014		Geography: WISCONSIN						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31,						
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK'S Loans****	% Families ⁴	% BANK'S Loans****	% Families*	% BANK'S Loans****	% Families*	% BANK'S Loans****	Low	Mod	Mid	Upp
Full Review:														
North Shore Green Bay WI MSA Brown County	1	6.25	18.40	0.00	17.86	0.00	23.26	0.00	40.49	100.00	6.97	20.19	26.68	46.15
North Shore Milwaukee Waukesha West Allis WI MSA	12	75.00	22.15	0.00	16.90	0.00	20.61	8.33	40.35	91.67	9.19	20.36	26.46	43.99
North Shore Racine WI MSA	1	6.25	20.69	100.00	16.90	0.00	22.97	0.00	39.43	0.00	11.65	18.93	29.13	40.29
Limited Review:														
North Shore Appleton WI MSA	1	6.25	16.88	0.00	19.43	100.00	25.60	0.00	38.10	0.00	11.45	20.61	29.01	38.93
North Shore Lake County Kenosha County IL WI MD	1	6.25	29.77	100.00	21.35	0.00	23.75	0.00	25.13	0.00	19.82	27.03	26.13	27.03
North Shore Oshkosh Neenah MSA Winnebago Co	0	0.00	28.60	0.00	18.82	0.00	25.53	0.00	27.05	0.00	4.17	27.08	35.42	33.33

* Based on 2013 Peer Mortgage Data -- US and PR

** 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 Families is based on the 2010 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.0% of loans originated and purchased by BANK.

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

Institution ID: North Shore FSB (Included)

Table 9a. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT 2014			Geography: WISCONSIN				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31,							
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK'S Loans****	% Families ⁵	% BANK'S Loans****	% Families*	% BANK'S Loans****	% Families*	% BANK'S Loans****	Low	Mod	Mid	Upp
Limited Review:														
North Shore NonMSA Door County – 2012-2013	1	100.00	14.46	0.00	20.91	0.00	22.74	0.00	41.89	100.00	4.88	9.76	24.39	60.98
North Shore NonMSA Door County - 2014	1	100.00	14.4629	0.00	20.91	0.00	22.7469	0.00	42.31	100.00	4.88	9.76	24.39	60.98

* Based on 2013 Peer Mortgage Data -- US and PR

** 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 Families is based on the 2010 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.0% of loans originated and purchased by BANK.

⁵ Data shown includes only One to Four-family and manufactured housing. (Property type of 1 or 2)

Institution ID: North Shore FSB (Included)

Table 10a. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE 31, 2014			Geography: WISCONSIN						Evaluation Period: JANUARY 1, 2012 TO DECEMBER					
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK'S Loans****	% Families ⁶	% BANK'S Loans****	% Families* **	% BANK'S Loans****	% Families* **	% BANK'S Loans****	Low	Mod	Mid	Upp
Full Review:														
North Shore Green Bay WI MSA Brown County	188	11.48	18.40	9.73	17.86	24.86	23.26	36.22	40.49	29.19	7.78	20.84	27.03	44.35
North Shore Milwaukee Waukesha West Allis WI MSA	1,098	67.07	22.15	4.40	16.90	17.03	20.61	25.26	40.35	53.32	6.51	17.07	25.61	50.81
North Shore Racine WI MSA	179	10.93	20.69	6.98	16.90	16.86	22.97	30.23	39.43	45.93	8.65	18.18	27.26	45.91
Limited Review:														
North Shore Appleton WI MSA	49	2.99	16.88	10.64	19.43	29.79	25.60	27.66	38.10	31.91	9.86	22.97	26.70	40.47
North Shore Lake County Kenosha County IL WI MD	112	6.84	29.77	14.68	21.35	22.94	23.75	32.11	25.13	30.28	14.79	26.17	27.80	31.24
North Shore Oshkosh Neenah MSA Winnebago Co	11	0.67	28.60	18.18	18.82	54.55	25.53	18.18	27.05	9.09	11.43	25.71	30.82	32.04

* Based on 2013 Peer Mortgage Data -- US and PR

** 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 Families is based on the 2010 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 2.7% of loans originated and purchased by BANK.

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

Institution ID: North Shore FSB (Included)

Table 10a. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE 31, 2014		Geography: WISCONSIN								Evaluation Period: JANUARY 1, 2012 TO DECEMBER				
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK'S Loans****	% Families ₇	% BANK'S Loans****	% Families* **	% BANK'S Loans****	% Families* **	% BANK'S Loans****	Low	Mod	Mid	Upp
Limited Review:														
North Shore NonMSA Door County – 2012-2013	187	95.90	14.46	4.84	20.91	10.22	22.74	26.34	41.89	58.60	4.89	12.05	19.09	63.98
North Shore NonMSA Door County - 2014	24	96.00	14.46	4.17	20.91	25.00	22.7469	25.00	42.3141. 89	45.83	4.89	12.05	19.09	63.98

* Based on 2013 Peer Mortgage Data -- US and PR

** 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 Families is based on the 2010 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.5% of loans originated and purchased by BANK.

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

Institution ID: North Shore FSB (Included)

Table 11a. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES 31, 2014			Geography: WISCONSIN		Evaluation Period: JANUARY 1, 2012 TO DECEMBER				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Aggregate Lending Data*	
	#	% of Total**	% of Businesses***	% BANK'S**** Loans	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Full Review:									
North Shore Green Bay WI MSA Brown County	53	9.67	71.29	83.02	64.15	13.21	22.64	4,669	1,934
North Shore Milwaukee Waukesha West Allis WI MSA	349	63.69	70.88	88.25	40.69	28.94	30.37	26,210	11,702
North Shore Racine WI MSA	43	7.85	74.45	100.00	51.16	20.93	27.91	2,453	1,109
Limited Review:									
North Shore Appleton WI MSA	9	1.64	72.56	100.00	66.67	22.22	11.11	3,250	1,191
North Shore Lake County Kenosha County IL WI MD	82	14.96	74.11	95.12	53.66	31.71	14.63	1,900	842
North Shore Oshkosh Neenah MSA Winnebago Co	12	2.19	73.66	100.00	50.00	41.67	8.33	1,821	704

* Based on 2013 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 - 2013).

**** 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 0.00% of small loans to businesses originated and purchased by the banks.

Institution ID: North Shore FSB (Included)

Table 11a. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES 31, 2014		Geography: WISCONSIN			Evaluation Period: JANUARY 1, 2012 TO DECEMBER				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Aggregate Lending Data *	
	#	% of Total **	% of Businesses ***	% BANK'S Loans ****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Limited Review:									
North Shore NonMSA Door County – 2012- 2013	26	39.39	77.46	100.00	65.38	23.08	11.54	991	560
North Shore NonMSA Door County - 2014	9	39.13	77.46	100.00	66.67	22.22	11.11	0	0

* Based on 2013 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 - 2013).

**** 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 0.00% of small loans to businesses originated and purchased by the BANK.

Institution ID: North Shore FSB (Included)

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: WISCONSIN				Evaluation Period: APRIL 26, 2011 TO DECEMBER 31, 2014			
Assessment Area:	Prior Period Investments*		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
North Shore Green Bay WI MSA Brown County	0	0	0	2	3	2	0.00	0	0
North Shore Milwaukee Waukesha West Allis WI MSA	0	0	44	1,782	44	1,782	0.00	0	0
North Shore Racine WI MSA	0	0	8	127	8	127	0.00	0	0
Limited Review:									
North Shore Appleton WI MSA	0	0	0	216	1	216	0.00	0	0
North Shore Lake County Kenosha County IL WI MD	0	0	02	493	2	493	0.00	0	0
North Shore Oshkosh Neenah MSA Winnebago Co	0	0	0	0	0	0	0.00	0	0
North Shore NonMSA Door County	0	0	01	1	1	1	0.00	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: North Shore FSB (Included)

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS																	
Geography: WISCONSIN Evaluation Period: APRIL 26, 2011 TO DECEMBER 31, 2014																	
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:																	
North Shore Green Bay WI MSA Brown County	8.69	6	13.64	0.00	0.00	100.00	0.00	0	1	0	0	0	-1	2.57	23.92	55.71	17.17
North Shore Milwaukee Waukesha West Allis WI MSA	67.11	25	56.82	4.00	12.00	44.00	40.00	0	0	0	0	0	0	16.32	19.11	36.27	28.30
North Shore Racine WI MSA	10.47	5	11.36	0.00	20.00	80.00	0.00	0	0	0	0	0	0	6.02	18.35	58.29	17.34
Limited Review:																	
North Shore Appleton WI MSA	2.97	1	0.00	0.00	0.00	100.00	0.00	0	1	0	-1	0	0	0.00	18.34	81.66	0.00
North Shore Lake County Kenosha County IL WI MD	4.64	3	6.82	0.00	66.67	33.33	0.00	0	3	1	2	0	0	25.26	45.31	29.43	0.00
North Shore Oshkosh Neenah MSA Winnebago Co	0.98	1	2.27	0.00	0.00	100.00	0.00	0	0	0	0	0	0	0.00	30.09	69.91	0.00
North Shore NonMSA Door County	5.14	03	6.82	0.00	0.00	100.00	0.00	0	0	0	0	0	0	0.00	6.67	81.50	11.83

Institution ID: North Shore FSB (Included)

Table 1. Lending Volume

LENDING VOLUME		Geography: ILLINOIS				Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014						
Assessment Area (2014):	% 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:												
North Shore Chicago Joliet Naperville IL MD - 2012-2013	100.00	11	4,188	40	9,102	0	0	0	0	51	13,290	100.00
North Shore Chicago Joliet Naperville IL MD - 2014	100.00	2	423	14	3,676	0	0	0	0	16	4,099	100.00

* Loan Data as of December 31, 2014. Rated area refers to either state or multi-state MA rating area.

** The evaluation period for Community Development Loans is from April 26, 2011 to December 31, 2014.

*** Deposit Data as of June 30, 2013. Rated Area refers to either the state, multi-state MA, or institution, as appropriate.

Institution ID: North Shore FSB (Included)

Table 2a. Geographic Distribution of Home Purchase Loans

Geographic Distribution: HOME PURCHASE		Geography: ILLINOIS						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014						
Assessment Area:	Total Home Purchase Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income			
	#	% of Total	% Owner Occ Units***	% BANK'S Loans****	% Owner Occ Units***	% BANK'S Loans	% Owner Occ Units***	% BANK'S Loans	% Owner Occ Units***	% BANK'S Loans	Low	Mod	Mid	Upp
Full Review:														
North Shore Chicago Joliet Naperville IL MD - 2012-2013	2	3.57	0.00	0.00	0.97	0.00	45.40	50.00	53.63	50.00	0.00	0.50	43.94	55.56
North Shore Chicago Joliet Naperville IL MD - 2014	1	5.00	0.00	0.00	0.97	0.00	45.40	0.00	53.63	100.00	0.00	0.50	43.94	55.56

* Based on 2013 Peer Mortgage Data -- US and PR

** 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 2010 Census information.

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

Institution ID: North Shore FSB (Included)

Table 3a. Geographic Distribution of Home Improvement Loans

Geographic Distribution: HOME IMPROVEMENT 2014		Geography: ILLINOIS								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31,				
Assessment Area:	Total Home Improvement Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income*			
	#	% of Total**	% Owner Occ Units***	% BANK'S Loans****	% Owner Occ Units***	% BANK'S Loans	% Owner Occ Units***	% BANK'S Loans	% Owner Occ Units***	% BANK'S Loans	Low	Mod	Mid	Upp
Full Review:														
North Shore Chicago Joliet Naperville IL MD -2012-2013	0	0.00	0.00	0.00	0.97	0.00	45.40	0.00	53.63	0.00	0.00	2.79	41.40	55.81
North Shore Chicago Joliet Naperville IL MD - 2014	0	0.00	0.00	0.00	0.97	0.00	45.40	0.00	53.63	0.00	0.00	2.79	41.40	55.81

* Based on 2013 Peer Mortgage Data -- US and PR

** 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 2010 Census information.

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

Institution ID: North Shore FSB (Included)

Table 4a. Geographic Distribution of Home Mortgage Refinance Loans

Geographic Distribution: HOME MORTGAGE REFINANCE 2014			Geography: ILLINOIS								Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31,			
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income			
	#	% of Total**	% Owner Occ... Units***	% BANK'S**** Loans	% Owner Occ Units***	% BANK'S Loans	% Owner Occ Units***	% BANK'S Loans	% Owner Occ Units***	% BANK'S Loans	Low	Mod	Mid	Upp
Full Review:														
North Shore Chicago Joliet Naperville IL MD -2012-2013	8	4.10	0.00	0.00	0.97	0.00	45.40	62.50	53.63	37.50	0.00	0.84	40.21	58.95
North Shore Chicago Joliet Naperville IL MD - 2014	1	4.00	0.00	0.00	0.97	0.00	45.40	100.00	53.63	0.00	0.00	0.84	40.21	58.95

* Based on 2013 Peer Mortgage Data -- US and PR

** 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 2010 Census information.

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

Institution ID: North Shore FSB (Included)

Table 5a. Geographic Distribution of Multifamily Loans

Geographic Distribution: MULTIFAMILY		Geography: ILLINOIS						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014						
Assessment Area:	Total Multifamily Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate HMDA Lending (%) by Tract Income			
	#	% of Total**	% of MF Units***	% BANK'S Loans****	% MF Units**	% BANK'S Loans	% MF Units***	% BANK'S Loans	% MF Units***	% BANK'S Loans	Low	Mod	Mid	Upp
Full Review:														
North Shore Chicago Joliet Naperville IL MD - 2012-2013	1	100.00	0.00	0.00	0.61	0.00	62.10	100.00	37.29	0.00	0.00	0.00	66.67	33.33
North Shore Chicago Joliet Naperville IL MD - 2014	0	0.00	0.00	0.00	0.61	0.00	62.10	0.00	37.29	0.00	0.00	0.00	66.67	33.33

* Based on 2013 Peer Mortgage Data -- US and PR

** Multi-family loans originated and purchased in the MA/AA as a percentage of all multi-family 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 multi family housing units in the area based on 2010 Census information.

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

Institution ID: North Shore FSB (Included)

Table 6a. Geographic Distribution of Small Loans to Businesses

Geographic Distribution: SMALL LOANS TO BUSINESSES 31, 2014		Geography: ILLINOIS						Evaluation Period: JANUARY 1, 2012 TO DECEMBER						
Assessment Area:	Total Small Business Loans		Low-Income Geographies		Moderate-Income Geographies		Middle-Income Geographies		Upper-Income Geographies		Aggregate Lending (%) by Tract Income			
	#	% of Total**	% of Businesses***	% BANK'S Loans	% of Businesses**	% BANK'S Loans	% of Businesses***	% BANK'S Loans	% of Businesses***	% BANK'S Loans	Low	Mod	Mid	Upp
Full Review:														
North Shore Chicago Joliet Naperville IL MD -2012-2013	40	60.61	0.00	0.00	1.30	0.00	44.25	50.00	54.44	50.00	0.00	0.83	39.83	59.34
North Shore Chicago Joliet Naperville IL MD - 2014	14	60.87	0.00	0.00	1.30	0.00	44.25	71.43	54.44	28.57	0.00	0.83	39.83	59.34

* Based on 2013 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 (2013).

Institution ID: North Shore FSB (Included)

Table 8a. Borrower Distribution of Home Purchase Loans

Borrower Distribution: HOME PURCHASE		Geography: ILLINOIS					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014							
Assessment Area:	Total Home Purchase Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data			
	#	% of Total**	% Families***	% BANK'S Loans****	% Families [§]	% BANK'S Loans****	% Families*	% BANK'S Loans****	% Families**	% BANK'S Loans****	Low	Mod	Mid	Upp
Full Review:														
North Shore Chicago Joliet Naperville IL MD - 2012-2013	2	3.57	13.65	0.00	14.44	50.00	22.11	0.00	49.80	50.00	10.59	24.52	25.80	39.09
North Shore Chicago Joliet Naperville IL MD - 2014	1	5.00	13.6550	0.00	14.4427	0.00	22.1191	0.00	50.32	100.00	10.59	24.52	25.80	39.09

* Based on 2013 Peer Mortgage Data -- US and PR

** 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 Families is based on the 2010 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 1.8% of loans originated and purchased by BANK.

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

Institution ID: North Shore FSB (Included)

Table 9a. Borrower Distribution of Home Improvement Loans

Borrower Distribution: HOME IMPROVEMENT		Geography: ILLINOIS					Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31, 2014							
Assessment Area:	Total Home Improvement Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK'S Loans****	% Families ⁹	% BANK'S Loans****	% Families*	% BANK'S Loans****	% Families*	% BANK'S Loans****	Low	Mod	Mid	Upp
Full Review:														
North Shore Chicago Joliet Naperville IL MD - 2012-2013	0	0.00	13.65	0.00	14.44	0.00	22.11	0.00	49.80	0.00	7.92	16.83	26.24	49.01
North Shore Chicago Joliet Naperville IL MD - 2014	0	0.00	13.6550	0.00	14.4427	0.00	22.1191	0.00	49.8032	0.00	7.92	16.83	26.24	49.01

* Based on 2013 Peer Mortgage Data -- US and PR

** 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 Families is based on the 2010 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.0% of loans originated and purchased by BANK.

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

Institution ID: North Shore FSB (Included)

Table 10a. Borrower Distribution of Home Mortgage Refinance Loans

Borrower Distribution: HOME MORTGAGE REFINANCE 2014		Geography: ILLINOIS						Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31,						
Assessment Area:	Total Home Mortgage Refinance Loans		Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Aggregate Lending Data*			
	#	% of Total**	% Families***	% BANK'S Loans****	% Families ₁₀	% BANK'S Loans****	% Families*	% BANK'S Loans****	% Families*	% BANK'S Loans****	Low	Mod	Mid	Upp
Full Review:														
North Shore Chicago Joliet Naperville IL MD - 2012-2013	8	4.10	13.65	0.00	14.44	25.00	22.11	25.00	49.80	50.00	7.29	15.40	25.84	51.46
North Shore Chicago Joliet Naperville IL MD - 2014	1	4.00	13.6550	0.00	14.4427	0.00	22.1191	0.00	50.32	100.00	7.29	15.40	25.84	51.46

* Based on 2013 Peer Mortgage Data -- US and PR

** 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 Families is based on the 2010 Census information.

**** As a percentage of loans with borrower income information available. No information was available for 0.5% of loans originated and purchased by BANK.

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

Institution ID: North Shore FSB (Included)

Table 11a. Borrower Distribution of Small Loans to Businesses

Borrower Distribution: SMALL LOANS TO BUSINESSES 2014		Geography: ILLINOIS			Evaluation Period: JANUARY 1, 2012 TO DECEMBER 31,				
Assessment Area:	Total Small Loans to Businesses		Businesses With Revenues of \$1 million or less		Loans by Original Amount Regardless of Business Size			Aggregate Lending Data *	
	#	% of Total **	% of Businesses ***	% BANK'S Loans ****	\$100,000 or less	>\$100,000 to \$250,000	>\$250,000 to \$1,000,000	All	Rev\$ 1 Million or Less
Full Review:									
North Shore Chicago Joliet Naperville IL MD -2012-2013	40	60.61	75.22	97.50	35.00	35.00	30.00	5,240	2,350
North Shore Chicago Joliet Naperville IL MD - 2014	14	60.87	75.22	100.00	21.43	50.00	28.57	0	0

* Based on 2013 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 - 2013).

**** 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 0.00% of small loans to businesses originated and purchased by the bank.

Institution ID: North Shore FSB (Included)

Table 14. Qualified Investments

QUALIFIED INVESTMENTS		Geography: ILLINOIS				Evaluation Period: APRIL 26, 2011 TO DECEMBER 31, 2014			
Assessment Area:	Prior Period Investments		Current Period Investments		Total Investments			Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	\$(000's)	% of Total	#	\$(000's)
Full Review:									
North Shore Chicago Joliet Naperville IL MD	0	0	0	185	2	185	100.00	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: North Shore FSB (Included)

Table 15. Distribution of Branch Delivery System and Branch Openings/Closings

DISTRIBUTION OF BRANCH DELIVERY SYSTEM AND BRANCH OPENINGS/CLOSINGS								Geography: ILLINOIS				Evaluation Period: APRIL 26, 2011 TO DECEMBER 31, 2014					
Assessment Area:	Deposits	Branches						Branch Openings/Closings				Population					
	% of Rated Area Deposits in AA	# of BANK'S 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:																	
North Shore Chicago Joliet Naperville IL MD	100.00	2	100.00	0.00	0.00	100.00	0.00	0	0	0	0	0	0	0.00	1.45	44.61	53.94

