Syndicate Subscription Legal Plans

BANKING & FINANCIAL SERVICES INSTITUTIONAL CLIENT INTAKE QUESTIONNAIRE:

DO NOT INCLUDE CONFIDENTIAL SUPERVISORY INFORMATION on this form — examination reports, CAMELS or other supervisory ratings, or non-public regulator correspondence generally may not be shared without the regulator's permission. Use only public figures (e.g., call reports, public filings). Material non-public information should be shared only after a non-disclosure agreement is in place.

CONFIDENTIAL. This questionnaire is for banks, credit unions, thrifts, finance and mortgage companies, fintech lenders, payment companies, broker-dealers, investment advisers, and funds. It scopes engagements in commercial lending, institutional finance, bank regulatory matters, consumer financial services, payment products, mergers and acquisitions, and capitalization. If a question does not apply, write "N/A."

NAME OF THE CLIENT (INSTITUTION):

[__] Legal Name of Institution: ______________________________

Holding company (if any): ______________________ Ticker (if public): __________

Institution type:

- [__] National bank
- [__] State member bank
- [__] State non-member bank
- [__] Savings association / thrift
- [__] Credit union
- [__] Bank / savings & loan holding company
- [__] Industrial / limited purpose bank
- [__] Finance or mortgage company
- [__] Fintech lender / platform
- [__] Payment company / money transmitter
- [__] Broker-dealer
- [__] Investment adviser
- [__] Investment fund / fund manager
- [__] Retailer credit program

Charter state / jurisdiction: ______________________ Primary federal regulator: __________

State regulator(s): ______________________ Total assets / AUM: $ __________

Contact person & title: ______________________

Syndicate Plan Member ID: ______________________

Address: ______________________________

City: ______________ State: __________ Country: ___ Zip: _______

Phone: ______________________ Email: ______________________

General counsel / outside counsel: ______________________________

PART 1 — PRACTICE AREAS & SERVICES

1.1 Check all that apply:

- [__] Commercial lending & real estate → Part 2
- [__] Public & institutional banking & finance
- [__] Capitalization → Part 3
- [__] Bank M&A → Part 4
- [__] Regulatory & compliance → Part 5
- [__] Consumer financial services → Part 6
- [__] Payment products & systems → Part 6
- [__] Investment firm matters → Part 7
- [__] Cash management
- [__] Asset securitization *

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** For securitizations, please also complete our Asset Securitization & Structured Finance Intake Form.*

1.2 Describe the matter and your objective: ______________________________

____

____

1.3 Target completion date: ______________________ Regulatory or board deadlines: ________

PART 2 — COMMERCIAL CREDIT TRANSACTIONS

2.1 Transaction type:

[__] Syndicated bank credit
[__] Asset-based lending
[__] Real estate lending / REIT
[__] Agribusiness lending
[__] Debtor-in-possession financing
[__] Letter of credit / credit enhancement
[__] Construction lending
[__] Participation / loan sale
[__] Workout / restructuring

2.2 Your role:

[__] Administrative agent
[__] Lead arranger
[__] Lender / participant
[__] Borrower
[__] Issuing bank
[__] Loan buyer / seller

2.3 Facility amount: $ ______________________ Borrower / counterparty: ______________________

2.4 Collateral: ______________________ Guarantors: ______________________

2.5 Term sheet / commitment date: ______________________ Target closing: ______________________

2.6 Is the borrower in default, bankruptcy, or distress? [__] Yes [__] No

If yes, explain: ______________________________

____

PART 3 — CAPITALIZATION

3.1 Capital strategy:

[__] Common equity
[__] Preferred stock
[__] Subordinated debt
[__] Holding company debt
[__] Private placement (Reg D)
[__] Regulation A offering
[__] Registered public offering
[__] Rights offering
[__] De novo charter capitalization
[__] Recapitalization

3.2 Amount to raise: $ ______________________ Use of proceeds: ______________________

3.3 Purpose:

[__] Growth / lending capacity
[__] Acquisition
[__] Meet regulatory capital requirements
[__] Refinance / redeem existing capital
[__] New charter

3.4 Public capital ratios (latest call report or filing): ______________________

3.5 Will any investor acquire 10% or more of voting shares? [__] Yes [__] No

Acquiring 10% or more of a bank's voting shares may require change-in-control notice or holding company approval.

3.6 Are there dividend, capital, or other restrictions from public agreements or orders? [__] Yes [__] No

If yes, explain: ____

____

3.7 Placement agent / investment banker (if any): ______________________________

PART 4 — MERGERS & ACQUISITIONS

4.1 Transaction type:

[__] Whole-bank merger
[__] Holding company acquisition
[__] Branch purchase / sale
[__] Deposit or loan portfolio sale
[__] Charter conversion
[__] Fintech / non-bank acquisition
[__] Credit union merger or conversion

4.2 Your side:

[__] Buyer [__] Seller [__] Merger of equals [__] Target

4.3 Counterparty: ______________________ Estimated deal value: $ __________

4.4 Current stage:

[__] Letter of intent [__] Due diligence [__] Definitive agreement
[__] Regulatory applications [__] Shareholder approval [__] Closing / integration

4.5 Regulatory approvals anticipated: ______________________________

PART 5 — REGULATORY & COMPLIANCE

5.1 Areas of concern:

[__] BSA / AML / OFAC
[__] Community Reinvestment Act
[__] Fair lending
[__] UDAAP / consumer protection
[__] Capital & liquidity
[__] Lending limits / insider loans
[__] Third-party / fintech partnership risk
[__] Cybersecurity & privacy
[__] State licensing
[__] Policies & procedures review
[__] Board & governance
[__] Public enforcement action response

5.2 Next scheduled examination (month / year only): ______________________________

5.3 Is the institution subject to a PUBLIC enforcement action or agreement? [__] Yes [__] No

If yes, explain: ____

____

Describe only public matters. Do not disclose confidential supervisory information on this form.

PART 6 — CONSUMER FINANCIAL SERVICES & PAYMENTS

6.1 Consumer products:

- [__] Deposit accounts
- [__] Credit cards
- [__] Mortgages
- [__] Auto loans
- [__] Personal / installment loans
- [__] Small-dollar loans
- [__] Buy now, pay later
- [__] Prepaid / stored value
- [__] Earned wage access
- [__] Overdraft / fee programs

6.2 Payment products & systems:

- [__] ACH
- [__] Wires
- [__] Real-time payments
- [__] Card issuing / acquiring
- [__] Mobile / digital wallets
- [__] Money transmission
- [__] Digital assets / stablecoins
- [__] Cash management services

6.3 Offered through fintech or banking-as-a-service partnerships? [__] Yes [__] No

If yes, explain: ____

____

6.4 States where products are offered / licenses held: ______________________________

6.5 Are there pending consumer complaints, litigation, or regulatory inquiries? [__] Yes [__] No

If yes, explain: ____

____

PART 7 — INVESTMENT FIRMS

7.1 Registration status:

- [__] FINRA broker-dealer
- [__] SEC-registered investment adviser
- [__] State-registered adviser
- [__] Exempt reporting adviser
- [__] Not yet registered

7.2 CRD / SEC file no.: ____________________ Assets under management: $ __________

7.3 Funds / strategies:

- [__] Private equity
- [__] Hedge fund
- [__] Venture capital
- [__] Real estate fund
- [__] Credit / debt fund
- [__] Separately managed accounts

7.4 Services needed:

- [__] Firm registration
- [__] Fund formation
- [__] Offering documents (PPM)
- [__] Form ADV / Form BD
- [__] Compliance manual & code of ethics
- [__] Custody / marketing rule review
- [__] Regulatory examination preparation

PART 8 — ADVISORS, DOCUMENTS & AUTHORIZATION

Advisor	Firm	Contact
Outside counsel		
Investment banker / placement agent		
Auditor		
Regulatory consultant		
Other		

8.1 Is a non-disclosure agreement required before documents are shared? [__] Yes [__] No

Please provide the following (public or non-supervisory documents only). Check each item available.

[__] Charter & bylaws
[__] Latest public call report / financial filings
[__] Board resolutions authorizing the engagement
[__] Existing credit or offering documents
[__] Vendor / partnership agreements
[__] Holding company documents
[__] Audited financial statements
[__] Term sheets / commitment letters
[__] Policies & procedures (relevant area)
[__] Public enforcement documents (if any)

Certification:

I declare that the information provided in this questionnaire is true, correct, and complete to the best of my knowledge, that I am authorized to provide it on behalf of the institution named above, and that it does not include confidential supervisory information. I understand this information is provided to Syndicate Subscription Legal Plans in confidence for the purpose of evaluating and scoping this engagement.

Signed and dated this ____ day of ______________________, 20___

Signature: ____

Print Name: ____________________________

Title: ____________________________

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