

**OFFICIAL ORDER OF
THE BANKING COMMISSIONER
ORDER NO. 2021-013**

| | | |
|---------------------------------------|---|-------------------------------------|
| IN RE: CHARTER APPLICATION FOR | § | BEFORE THE BANKING |
| | § | |
| TEXAS CAPITAL BANK | § | COMMISSIONER OF TEXAS |
| | § | |
| DALLAS, TEXAS | § | AUSTIN, TRAVIS COUNTY, TEXAS |

ORDER APPROVING CONVERSION

By application accepted for filing on June 14, 2021, Texas Capital Bank, N.A., Dallas, Texas, (the "Bank") requested approval to convert to Texas Capital Bank, Dallas, Texas, a State banking association.

Based upon investigation and examination, I find that:

1. The Bank has properly published notice of conversion as required by 7 TAC § 15.108. No negative comment or protest was received in response to the publication. One favorable response recommending approval of the conversion was received;
2. The Bank is not engaging in a pattern or practice of unsafe and unsound banking practices;
3. The Bank has adequate capitalization to engage in business at the same locations as it engaged in business before the conversion;
4. The Bank can be expected to operate profitably after the conversion;
5. The Bank's officers and directors as a group have sufficient banking experience, competence, trustworthiness, and integrity to justify a belief that the Bank will operate in compliance with the law;
6. Each principal shareholder of the Bank has sufficient experience, ability, standing, competence, trustworthiness, and integrity to justify a belief that the Bank will be free from

2021-013

Order Approving Conversion

Page 2 of 2

improper or unlawful influence with respect to the Bank's operation in compliance with the law; and

7. The Bank has received all authorizations from pertinent Federal banking authorities necessary for the exit of Texas Capital Bank, N.A. from the Federal bank regulatory system.

Consequently, I find that the conversion of Texas Capital Bank, N.A., Dallas, Texas, into Texas Capital Bank, Dallas, Texas, a State banking association, meets the requirements set forth in TEX. FIN. CODE § 32.502.

IT IS THEREFORE ORDERED that the application of Texas Capital Bank, N.A., Dallas, Texas, to convert into Texas Capital Bank, a State banking association with no change in location, under Charter Number 3232-07, be and hereby is **APPROVED**.

Signed in triplicate original this 9th day of August 2021.


Charles G. Cooper
Commissioner, Department of Banking