

**UNITED STATES OF AMERICA
DEPARTMENT OF THE TREASURY
OFFICE OF THE COMPTROLLER OF THE CURRENCY**

**TERMINATION OF THE NOVEMBER 14, 2013 AGREEMENT BETWEEN
BMO HARRIS BANK, N.A., CHICAGO, ILLINOIS
AND THE OFFICE OF THE COMPTROLLER OF THE CURRENCY**

WHEREAS, on October 1, 2013, the Office of the Comptroller of the Currency delivered written notification to BMO Harris Bank, N.A. Chicago Illinois (“Bank”) informing it that: a) it was not in compliance with the requirements set forth in 12 U.S.C. § 24a(a)(2)(C) and 12 C.F.R. § 5.39(g)(1) that it and each of its depository institution affiliates be “well managed,” as defined by 12 U.S.C. § 24a(g)(6) and 12 C.F.R. § 5.39(d)(12), because the Bank’s composite and management ratings were downgraded to a 3; and b) that the Bank would be required to execute an agreement with the Comptroller in accordance with 12 U.S.C. §§ 24a(e)(2) and 12 C.F.R. §§ 5.39(j)(1)(ii).

WHEREAS, on November 14, 2013, the Bank, by and through its duly elected and acting Board of Directors (“Board”), and the Comptroller, through his authorized representative, entered into an Agreement requiring the Bank to operate at all times in compliance with the articles of the Agreement, including certain limitations on bank actions until the Bank became “well managed,” in accordance with 12 U.S.C. § 24a and 12 C.F.R. § 5.39.

WHEREAS, the Comptroller, through his National Bank Examiner, has upgraded the Bank’s composite and management ratings to a “2,” following examination and ongoing supervision of the Bank. Thus, the Bank meets the definition of “well managed,” and accordingly, the Bank is in compliance with the requirements set forth in 12 U.S.C. § 24a and 12 C.F.R. § 5.39.

NOW, THEREFORE, the Comptroller directs that the said November 14, 2013 Agreement between the Bank and the Comptroller be, and it hereby is, TERMINATED.

IN TESTIMONY WHEREOF, the undersigned, designated by the Comptroller as his authorized representative, has hereunto set her hand.

S:/Maryann H. Kennedy

9/13/16

Maryann H. Kennedy
Deputy Comptroller
for Large Bank Supervision
Office of the Comptroller of the Currency

Date