

[Accounting Firm Letterhead]

[Date]

[Board of Directors / Management]

[Acquiring Bank Name]

[Address]

[City, State, Zip]

**RE: Comfort Letter Regarding Pro Forma Financial Information for the Merger of  
[Acquiring Bank] and [Target Bank]**

To the Board of Directors:

We have performed the procedures enumerated below, which were agreed to by [Acquiring Bank], solely to assist you in evaluating the pro forma financial information of the combined entity resulting from the proposed merger of [Acquiring Bank] and [Target Bank] as of [Date].

This engagement was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants (AICPA). The sufficiency of these procedures is solely the responsibility of the specified parties. Consequently, we make no representation regarding the sufficiency of the procedures described below either for the purpose for which this report has been requested or for any other purpose.

Our procedures and findings are as follows:

- We compared the historical financial figures used in the pro forma condensed combined balance sheet and income statement to the audited financial statements of [Acquiring Bank] and [Target Bank] for the period ending [Date].
- We recalculated the mathematical accuracy of the pro forma adjustments based on the assumptions provided by management, including purchase price allocations, estimated fair value adjustments, and core deposit intangibles.
- We verified that the accounting policies used in the preparation of the pro forma financial information are consistent with the policies of [Acquiring Bank].
- We reviewed the consolidation entries to ensure the elimination of intercompany balances and transactions between the two institutions.

Nothing came to our attention as a result of the foregoing procedures that caused us to believe that the pro forma financial information does not provide a reasonable basis for the presentation of the combined financial position of the banks, assuming the merger is consummated as described in the [Merger Agreement/Prospectus].

We were not engaged to, and did not, perform an examination, the objective of which would be the expression of an opinion on the pro forma financial information. Accordingly, we do not express such an opinion. Had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

This letter is intended solely for the information and use of the Board of Directors and management of [Acquiring Bank] in connection with the regulatory filing for the merger and is not intended to be and should not be used by anyone other than these specified parties.

Sincerely,

[Signature of Accounting Firm]

[Name of Partner]

[Accounting Firm Name]