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September 30, 2026

To: Mr. Sebastian Astrada
Deputy Comptroller for Chartering, Organization and Structure
Ms. Kuda Govera
Licensing Analyst & National Bank Examiner
Office of the Comptroller of the Currency

From: Arthur S. Long

Subject: Gurufin National Trust Bank Charter Application

On behalf of our client, Gurufin, Inc. ("Gurufin"), we hereby respectfully submit a charter application (the "Application") for a proposed national trust bank, Gurufin National Trust Bank, to the Office of the Comptroller of the Currency (the "OCC"), pursuant to 12 U.S. C. §§ 21, 24 (Seventh) and 12 C.F.R. § 5.20. The Application is set forth in (a) a Public Version and (b) a Confidential Version and two Confidential Exhibit Volumes (the "Confidential Materials").

In accordance with 12 C.F.R. Section 5.8, public notice of this application is being filed in the Los Angeles Times promptly after this submission. A copy of the public notice and an affidavit of publication will be submitted as soon as it is available.

Confidential Treatment Request

On behalf of Gurufin, we hereby request, pursuant to the Freedom of Information Act, 5 U.S.C. § 552 ("FOIA"), and the FOIA regulations of the Office of the Comptroller of the Currency ("OCC"), 12 C.F.R. Part 4, Subpart B, confidential treatment for the Confidential Material, including that the Confidential Material not be made available for inspection or copying.

The Confidential Material includes nonpublic commercial or financial information that is privileged or confidential within the meaning of Section 4.12(b)(4) of the OCC's regulations or information that is otherwise exempt from public disclosure under Section 4.12(b) of the OCC's regulations, the disclosure of which would cause significant harm to the parties and their respective affiliates. At this time, the Confidential Materials will not be publicly disclosed and are not required to be publicly disclosed. Disclosure of this information would reveal to

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competitors the internal strategies, future plans, and competitive position of Gurufin and would place Gurufin at a competitive disadvantage with respect to its competitors who do not publicly reveal such information. For these reasons, we believe that the Confidential Materials are privileged or confidential within the meaning of Section 4.12(b)(4) of the OCC's regulations.

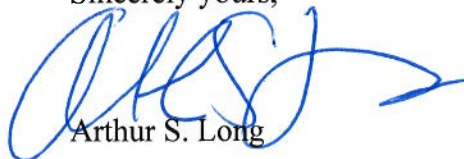
The Confidential Materials also include nonpublic personal information regarding individuals that is not required to be publicly disclosed and which would constitute an unwarranted invasion of personal privacy if disclosed. For these reasons, the Applicant believes that the Confidential Materials also are exempt from disclosure within the meaning of Section 4.12(b)(6) of the OCC's regulations.

In addition, we request, pursuant to the Freedom of Information Act and the OCC's regulations, that any memoranda, notes or other writings of any kind whatsoever made by an employee, agent or any person under the control of the OCC that incorporate, include, or relate to any of the matters referred to in the Confidential Materials (i) furnished to the OCC, or (ii) referred to in any conference, meeting, telephone conversation or interview between (a) employees, former employees, representatives, agents or counsel of Gurufin and (b) employees, agents or any persons under the control of the OCC, not be made part of any public record and not be disclosed to any person.

We also request that, if the OCC should make a preliminary determination not to comply with the foregoing requests for confidential treatment, we be given notice thereof in ample time to permit us to make an appropriate submission as to why such information should be preserved in confidence. If the Confidential Material or any of such memoranda, notes or writings become the subject of a FOIA request or a request or demand for disclosure by any governmental agency, Congressional office or committee, court or grand jury, we request that you notify us prior to making such disclosure. We further ask that we be furnished with a copy of all written materials pertaining to such request (including but not limited to the request itself and any determination with respect to such request) and that we be given sufficient advance notice of any intended release so that we may, if deemed necessary or appropriate, pursue any available remedies.

We sincerely appreciate your consideration of the Application. Please do not hesitate to contact me at (212) 906-1353 or arthur.long@lw.com if you should have any questions about this letter or the Confidential Materials.

Sincerely yours,



Arthur S. Long

INTERAGENCY CHARTER AND FEDERAL DEPOSIT INSURANCE APPLICATION

(Check all appropriate boxes.)

Type of Charter

- ☒ National Bank
- ☐ State Bank
- ☐ Federal Savings Bank or Association
- ☐ State Savings Association
- ☐ Other

Chartering Agent

- ☒ Comptroller of the Currency
- ☐ State

Special focus

- ☐ Community Development
- ☐ Cash Management
- ☒ Trust
- ☐ Bankers' Bank
- ☐ Credit Card ☐ Non-CEBA ☐ CEBA
- ☐ Other

Type of Insurance Application

- ☒ De Novo
- ☐ Operating Noninsured Institution
- ☐ Other

For OCC: ☒ Standard ☐ Expedited

Proposed Depository Institution (institution)

Name

Street City State Zip

Holding Company Identifying Information (if applicable)

Name

Street City State Zip

Contact Person

Name

Title/
Employer

Street City State Zip

Phone: Fax# E-Mail Address

1. Overview

- (a) **Provide a brief overview of the application. The overview should describe the institution's business and any special market niche, including the products, market, services, and any nontraditional activities.**

Gurufin Inc. ("Gurufin"), acting through the proposed organizers, is applying to establish Gurufin National Trust Bank ("GNTB"), a national trust bank.

- (b) **Describe any issues about the permissibility of the proposal with regard to applicable state or federal laws or regulations. Identify any regulatory waiver requests and provide adequate justification.**

[REDACTED]

- (c) **List and provide a copy of all applications filed in conjunction with this proposal, such as applications for holding company, trust powers, branch offices, service corporations, and other subsidiaries.**

As described above, GNTB will exercise fiduciary and trust company activities permissible for a national trust bank if this application proceeds to final approval.

[REDACTED]

- (d) **When available, provide a copy of all public or private offering materials and the proposed form of stock certificate, including any required restrictive legends.**

[REDACTED]

- (e) **Provide a copy of the proposed articles of association, articles of incorporation, or charter, and proposed bylaws.**

[REDACTED]

- (f) **Provide a copy of the business plan. The business plan should address, at a minimum, the topics contained in the appropriate regulatory agency's Business Plan Guidelines.**

[REDACTED]

2. Management

- (a) **Provide a list of the organizers, proposed directors, senior executive officers, and any individual, or group of proposed shareholders acting in concert, that will own or control 10 percent or more of the institution's stock. For each person listed, attach an Interagency Biographical and Financial Report, a fingerprint card, and indicate all positions and offices currently held or to be**

held with the institution's holding company and its affiliates, if applicable. Include the signed "Oath of Director" for each proposed director. For an FSA filing, provide a RB 20a Certification for each person listed.

[REDACTED]

- (b) **Describe each proposed director's qualifications and experience to serve and oversee management's implementation of the business plan. Describe the extent, if any, to which directors or major stockholders are or will be involved in the day-to-day management of the institution. Also list the forms of compensation, if any.**

[REDACTED]

- (c) **Provide a list of board committees and members.**

[REDACTED]

- (d) **Describe any plans to provide ongoing director education or training.**

[REDACTED]

- (e) **Describe each proposed senior executive officer's duties and responsibilities and qualifications and experience to serve in his/her position. If a person has not yet been selected for a key position, list the criteria that will be required in the selection process. Discuss the proposed terms of employment, including compensation and benefits, and attach a copy of all pertinent documents, including an employment contract or compensation arrangement. Provide the aggregate compensation of all officers.**

[REDACTED]

- (f) **Describe any potential management interlocking relationships (12 U.S.C. 1467a(h)(2), 3201-3208, or applicable state law) that could occur with the establishment or ownership of the institution. Include a discussion of the permissibility of the interlock with regard to relevant law and regulations or include a request for an exemption.**

No potential management interlocks are presented by the proposal.

- (g) **Describe any potential conflicts of interest.**

No conflicts of interest are presented by the proposal.

- (h) **Describe any transaction, contract, professional fees, or any other type of business relationship involving the institution, the holding company, and its affiliates (if applicable), and any organizer, director, senior executive officer, shareholder owning or controlling 10 percent or more, and other insiders.**

Include professional services or goods with respect to organizational expenses and bank premises and fixed asset transactions. (Transactions between affiliates of the holding company that do not involve the institution need not be described).

- 1) **State whether the business relationship is made in the ordinary course of business, is made on substantially the same terms as those prevailing at the time for comparable transactions with non-insiders, and does not present more than the normal risk of such transaction or present other unfavorable features.**

[REDACTED]

- 2) **Specify those organizers that approved each transaction and whether the transaction was disclosed to proposed directors and prospective shareholders.**

[REDACTED]

- 3) **Provide all relevant documentation, including contracts, independent appraisals, market valuations, and comparisons.**

[REDACTED]

- (i) **Describe all stock benefit plans of the institution and holding company, including stock options, stock warrants, and other similar stock-based compensation plans, for senior executive officers, organizers, directors, and other insiders. Include in the description:**

- 1) **The duration limits.**
- 2) **The vesting requirements.**
- 3) **Transferability restrictions.**
- 4) **Exercise price requirements.**
- 5) **Rights upon termination.**
- 6) **Any "exercise of forfeiture" clause.**
- 7) **Number of shares to be issued or covered by the plans.**

Provide a list of participants, allocation of benefits to each participant, and a copy of each proposed plan. (Plans must conform to applicable regulatory guidelines.)

[REDACTED]

3. Capital

- (a) **For each class of stock, provide the number of authorized shares, the number of shares to be issued, par value, voting rights, convertibility features, liquidation rights, and the projected sales price per share. Indicate the amount of net proceeds to be allocated to common stock, paid-in surplus, and other capital segregations.**

[REDACTED]

- (b) **Describe any noncash contributions to capital, and provide supporting documents for assigned values, including an independent evaluation or appraisal.**

[REDACTED]

- (c) **Discuss the adequacy of the proposed capital structure relative to internal and external risks, planned operational and financial assumptions, including technology, branching, and projected organization and operating expenses. Present a thorough justification to support the proposed capital, including any off-balance-sheet activities contemplated. Describe any plans for the payment of dividends.**

[REDACTED]

- (d) **List all known subscribers to stock. For organizers, directors, 10 percent shareholders, senior executive officers, and other insiders, include the number of shares and anticipated investment and the amount of direct and indirect borrowings to finance the investment. Discuss how any debt will be serviced.**

[REDACTED]

- (e) **List recipients and amounts of any fees, commissions, or other considerations in connection with the sale of stock.**

[REDACTED]

- (f) **Indicate whether the institution plans to file for S Corporation tax status.**

[REDACTED]

4. Convenience and Needs of the Community

NOTE: This information must be consistent with the proposed business plan.

- (a) **Market Characteristics**

- 1) **Define the intended geographical market area(s). Include a map of the market area, pinpointing the location of proposed bank's offices and offices of competing depository institutions.**

[REDACTED]

- 2) **Describe the competitive factors the institution faces in the proposed market and how the institution will address the convenience and needs of that market to maintain its long-term viability.**

[REDACTED]

- 3) **Discuss the economic environment and the need for the institution in terms of population trends, income, and industry and housing patterns.**

[REDACTED]

(b) **Community Reinvestment Act (CRA) Plan¹**

NOTE: The CRA Plan must be bound separately.

- 1) **Identify the assessment area(s) according to the CRA regulations.²**

Not applicable.

- 2) **Summarize the performance context for the institution based on the factors discussed in the CRA regulations.³**

Not applicable.

- 3) **Summarize the credit needs of the institution's proposed assessment area(s).**

Not applicable.

- 4) **Identify the CRA evaluation test⁴ under which the institution proposes to be assessed.**

Not applicable.

- 5) **Discuss the institution's programs, products, and activities that will help meet the existing or anticipated needs of its community(ies)**

¹ See applicable state requirements.

² See 12 C.F.R. 25.41, 345.41, 195.41.

³ See 12 C.F.R. 25.21(b), 345.21(b), 195.21.

⁴ See 12 C.F.R. 25.21(a), 345.21(a), 195.21.

under the applicable criteria of the CRA regulation, including the needs of low- and moderate-income geographies and individuals.

Not applicable.

5. Premises and Fixed Assets

- (a) **Provide a physical description for permanent premises and discuss whether they will be publicly and handicapped accessible. Indicate the level and type of property insurance to be carried.**

[REDACTED]

- (b) **If the permanent premises are to be purchased, provide name of seller, purchase price, cost and description of necessary repairs and alterations, and annual depreciation. If the premises are to be constructed, provide the name of the seller, the cost of the land, and the construction costs. Indicate the percentage of the building that will be occupied by the bank. Provide a copy of the appraisal.**

Not applicable.

- (c) **If the permanent premises are to be leased, provide name of owner, terms of the lease, and cost and description of leasehold improvements. Provide a copy of the proposed lease when available.**

[REDACTED]

- (d) **If temporary quarters are planned, provide a description of interim facility, length of use, lease terms, and other associated commitments and costs.**

No temporary quarters are currently planned.

- (e) **State whether proposed premises and fixed asset expenditures conform to applicable statutory limitations.**

[REDACTED]

- (f) **Outline the security program that will be developed and implemented, including the security devices.⁵**

[REDACTED]

- (g) **Discuss any significant effect the proposal will have on the quality of the human environment. Include in the discussion changes in air and/or water quality, noise levels, energy consumption, congestion of population, solid**

⁵ See 12 C.F.R. 21, 326, 168.

waste disposal, or environmental integrity of private land within the meaning of the National Environmental Policy Act, 42 U.S.C. 4321, et seq.

The proposal will have no significant effect on the quality of the human environment.

- (h) **Describe any plan to establish branches or relocate the main office within the first three years. Any acquisition or operating expenses should be reflected in the financial projections.**

[REDACTED]

- (i) **Indicate if the establishment of the proposed main office and/or any branch site may affect any district, site, building, structure, or object listed in, or eligible for listing in, the National Register of Historic Places pursuant to the National Historic Preservation Act, 16 U.S.C. 470f. (See the Advisory Council on Historic Preservation at www.achp.gov for the Act and implementing regulations.) Specify how such determination was made:**

- 1) **Consultation with the State Historic Preservation Officer (SHPO) and/or Tribal Historic Preservation Officer (THPO) (when tribal lands or historic properties of significance to a tribe are involved).**
- 2) **Reviewed National Register of Historic Places (see www.nps.gov/nr).**
- 3) **Applied National Register criteria to unlisted properties.⁶**
- 4) **Reviewed historical records.**
- 5) **Contact with preservation organizations.**
- 6) **Other (describe).**

GNTB will ensure that the establishment of the proposed main office will not affect any district, site, building, structure, or object listed in, or eligible for listing in, the National Register of Historic Places pursuant to the National Historic Preservation Act, 16 U.S.C. 470f.

As appropriate, provide a copy of any documentation of consultation with the SHPO and/or THPO. You are reminded that if a historic property may be affected, no site preparation, demolition, alterations, construction or renovation may occur without the appropriate regulatory agency's authorization.

6. Information Systems

- (a) **State whether the institution plans to market its products and services (the ability to do transactions or account maintenance) via electronic means. If**

⁶ See 36 C.F.R. 60.4.

yes, specifically state the products and services that will be offered via electronic banking or the Internet.

[REDACTED]

- (b) **Outline the proposed or existing information systems architecture and any proposed changes or upgrades. The information should describe how: (1) the information system will work within existing technology; (2) the information system is suitable to the type of business in which the institution will engage; (3) the security hardware, software, and procedures will be sufficient to protect the institution from unauthorized tampering or access; and (4) the organizers and directors will allocate sufficient resources to the entire technology plan.**

[REDACTED]

- (c) **Provide lists or descriptions of the primary systems and flowcharts of the general processes related to the products and services. The level of detail in these system descriptions should be sufficient to enable verification of the cost projections in the *pro formas*.**

[REDACTED]

- (d) **Estimate the start-up budget for the information systems related to the products and services and the expected annual operating and maintenance costs (including telecommunications, hardware, software, and personnel).**

[REDACTED]

- (e) **Describe the physical and logical components of security. Describe the security system and discuss the technologies used and key elements for the security controls, internal controls, and audit procedures. Discuss the types of independent testing⁷ the institution will conduct to ensure the integrity of the system and its controls.**

[REDACTED]

- (f) **Describe the information security program that will be in place to comply with the "Interagency Guidelines Establishing Standards for Safeguarding Customer Information."⁸**

[REDACTED]

⁷ Independent tests should cover general and environmental controls as well as audit, monitoring, and balancing controls. Independent testing will provide an objective opinion on the adequacy of these controls.

⁸ See 15 U.S.C. 6801, 6805(b); 12 C.F.R. 30; 308 and 364; 168 and 170.

7. Other Information

- (a) **List activities and functions, including data processing, that will be outsourced to third parties, identifying the parties and noting any affiliations. Describe all terms and conditions of the vendor management activities and provide a copy of the proposed agreement when available. Describe the due diligence conducted and the planned oversight and management program of the vendors' or service providers' relationships (for general vendor management guidance, see the Appendix of the FFIEC's guidance, Risk Management of Outsourced Technology Services).**

[REDACTED]

- (b) **List all planned expenses related to the organization of the institution and include the name of recipient, type of professional service or goods, and amount. Describe how organization expenses will be paid.**

[REDACTED]

- (c) **Provide evidence that the institution will obtain sufficient fidelity coverage on its officers and employees to conform with generally accepted banking practices.**

[REDACTED]

- (d) **If applicable, list names and addresses of all correspondent depository institutions that have been established or are planned.**

[REDACTED]

- (e) **Provide a copy of management's policies for loans, investments, liquidity, funds management, interest rate risk, and other relevant policies. Provide a copy of the Bank Secrecy Act program. Contact the appropriate regulatory agencies to discuss the specific timing for submission.**

[REDACTED]

- (f) **For Federal Savings Banks or Associations, include information addressing the proposed institution's compliance with qualified thrift lender requirements.**

Not applicable.

- (g) **If the institution is, or will be, affiliated with a company engaged in insurance activities that are subject to supervision by a state insurance regulator, provide:**

- 1) **The name of insurance company.**

GNTB will not engage in insurance activities or be affiliated with any company engaged in insurance activities.

- 2) A description of the insurance activity that the company is engaged in and has plans to conduct.**

Not applicable.

- 3) A list of each state and the lines of business in that state in which the company holds, or will hold, an insurance license. Indicate the state where the company holds a resident license or charter, as applicable.**

Not applicable.

OCC CERTIFICATION

We, the organizers, certify that the information contained in this application has been examined carefully and is true, correct, and complete, and is current as of the date of this submission. We also certify that any misrepresentations or omissions of material facts with respect to this application, any attachments to it, and any other documents or information provided in connection with the application for the organization of the proposed financial institution and federal deposit insurance may be grounds for denial or revocation of the charter and/or insurance, or grounds for an objection to the undersigned as proposed director(s) or officer(s) of the proposed financial institution, and may subject the undersigned to other legal sanctions, including the criminal sanctions provided for in 18 U.S.C. 1001, 1007, and 1014. We request that examiners be assigned to make any investigations necessary.

We acknowledge that approval of this application is in the discretion of the appropriate federal banking agency or agencies. Actions or communications, whether oral, written, or electronic, by an agency or its employees in connection with this filing, including approval of the application if granted, do not constitute a contract, either express or implied, or any other obligation binding upon the agency, other federal banking agencies, the United States, any other agency or entity of the United States, or any officer or employee of the United States. Such actions or communications will not affect the ability of any federal banking agency to exercise its supervisory, regulatory, or examination powers under applicable law and regulations. We further acknowledge that the foregoing may not be waived or modified by any employee or agent of a federal banking agency or of the United States.

	Signature	Date	Typed Name
X			ROGER BLISSETT
X			BRIAN JUN
X			R. PATRICK QUINN
X			MARCUS KO
X			BETH HADDOCK

Add Signature Line