

Instructions for Completing the Application for Securities-Backed Line of Credit

Please read carefully!

This application is for a securities-backed line of credit account with Hilliard Lyons Private Banking through The Bancorp Bank ("Bank"). Please complete **all** sections (as applicable). Incomplete applications will delay processing and may be returned. To open a securities-backed line of credit and to comply with banking regulations and federal law, the following are required:

For Individual/Joint Application:

- Completed, signed application.
- Copy of current driver's license for each applicant.
- Please complete all sections **except** Part 2 and Part 3.

For Trust Application:

- Completed, signed application.
- Copy of current driver's license for each trustee.
- Completed, signed Trustee Certification/Affidavit. **Important:** If the Trust Agreement is governed by the laws of CA, DE, IA, ID, KS, MN, MS, NV, SD, TN, VT, the signatures of all trustees must be notarized. You may submit the Trustee Certification without a notary acknowledgment to have your application processed. If your application is approved, the Trustee Certification will be returned to the trustees to obtain the required notary acknowledgment. All other areas of the Trustee Certification must be completed in its entirety before the securities-backed line of credit application will be considered.
- A copy of the full Trust Agreement is required if the Trust Agreement is governed under the laws of Colorado, Connecticut, Hawaii, Louisiana, New York, Oklahoma, Rhode Island and Michigan. **Important: Do not forward a copy of the Trust Agreement if it is not governed by one of these states.**
- Please complete all sections **except** Part 1C and 3.

For Business Application:

- Completed, signed application.
- Copy of current driver's license for each authorized signer or guarantor. (**Note:** A guarantor is defined as an individual with a 20% or greater ownership interest in an entity)
- Copies of required entity documentation, as set forth on the attached Documentation Matrix.
- Please complete all sections **except** Part 2.

NOTE: *The collateral account(s) must be able to support a minimum SBLOC commitment amount of \$75,000.*

Submission of Application

Please **submit** (a) the completed, signed application form, (b) supporting documentation, if applicable, and (c) a copy of each applicant's driver's license to:

Hilliard Lyons
Attn: Michael Leitner
500 W. Jefferson Street, Suite 700
Louisville, KY 40202
Fax: 502-588-1714

Hilliard Lyons Trust Company, LLC
Attn: Eva Shiley
500 W. Jefferson Street, Suite 700
Louisville, KY 40202
Fax: 502-588-1194

Account Processing

For full processing time please allow 10-15 business days for individual/joint and trust applications and up to 30 business days for business applications. If approved, your loan documents will be sent to you with instructions on how to complete and return them.

The following items will be sent to you after the loan is established:

- Welcome email/letter #1, which includes your user ID for online account access and instructions for getting online
- Welcome email/letter #2, which includes your password for online account access
- Initial order of checks, if requested

Each item will be sent separately for security purposes.

**PLEASE KEEP A COPY OF THE APPLICATION FOR YOUR RECORDS.
It contains important information you may wish to review once your account has been opened.**

Important Information About Procedures for Opening a New Account

To help the government fight the funding of terrorism and money laundering activities, federal law requires all financial institutions to obtain, verify and record information that identifies each customer who opens an account. What this means for you: When you open an account, we will ask for your name, address, date of birth, SSN, TIN/EIN and other information that will allow us to identify you. We may also ask to see a copy of your driver's license or other identifying documents.

Please read the entire application and complete Parts 1-8, as applicable. Please keep a copy of the application for your records.

Type of Application: Individual/Joint Trust Business

PART 1A: Personal Information - Primary Applicant, Trustee, Business Owner/Signer

Authorized Signer#1/Trustee#1 First Name: (primary contact)		MI:	Last Name:		
Title:	Social Security Number:		Date of Birth: (mm/dd/yyyy)		
Permanent Address of Individual Signer: (P.O. Box not accepted)					
City:	State:	ZIP:	County:		
Mailing Address: (if different than Permanent Address)				City:	State: ZIP:
Home Phone:	Mobile Phone:	Email:			
Business Phone: (and extension)		Mother's Maiden Name:			
Occupation:		Current Employer:			
Annual Income:		Other Income:*			
If Retired, Last Employer:	Source of Wealth/Retirement Income:	<input type="checkbox"/> Own <input type="checkbox"/> Rent	Monthly Mortgage or Rent Payment:	Years at Address:	

PART 1B: Personal Information - Joint Applicant, Trustee, Business Owner/Signer

Authorized Signer#2/Trustee#2 First Name:		MI:	Last Name:		
Title:	Social Security Number:		Date of Birth: (mm/dd/yyyy)		
Permanent Address of Individual Signer: (P.O. Box not accepted)					
City:	State:	ZIP:	County:		
Mailing Address: (if different than Permanent Address)				City:	State: ZIP:
Home Phone:	Mobile Phone:	Email:			
Business Phone: (and extension)		Mother's Maiden Name:			
Occupation:		Current Employer:			
Annual Income:		Other Income:*			
If Retired, Last Employer:	Source of Wealth/Retirement Income:	<input type="checkbox"/> Own <input type="checkbox"/> Rent	Monthly Mortgage or Rent Payment:	Years at Address:	

Additional Authorized Signers/Trustees - Check here and make copies of and complete Part 1 and Part 6 for each additional Authorized Signer/Trustee.

*You need not disclose income from alimony, child support, or separate maintenance if you do not choose to have it considered as a basis for repayment of this loan.

PART 1C: Affirmation – Personal Applicants and Business Applicant Guarantors Only

This application is for: Individual Credit Signature of Primary Applicant/Guarantor: _____
 Joint Credit Signature of Joint Applicant/Co-Guarantor: _____

The Primary Applicant/Guarantor and Joint Applicant/Co-Guarantor (if applicable) must sign above.

For joint applications, both parties will have full access to the account and will be fully responsible for repayment of the funds.

Please **submit** the completed and signed application using one of the options listed in the Submission of Application section of this form.

Name of Trust:

PART 2: Trust Information

Type of Trust:	<input type="checkbox"/> Revocable Trust	<input type="checkbox"/> Irrevocable Trust	
Trust Name:		Federal Tax ID Number/ Social Security Number:	
Street Address: (P.O. Box not accepted)			
City:	State:	ZIP:	County:
Mailing Address: (if different than Street Address)			
City:	State:		ZIP:
Phone: (and extension)			

List any Contributor/Benefactor/Settlor/UBO (Ultimate Beneficiary Owner) with authority/control over account activities. This means the natural person(s) who ultimately owns or controls the account, or the customer named on the account and/or the person on whose behalf a transaction is conducted.

Signer(s) listed in Part 6 are the ONLY Contributor(s)/Benefactor(s)/Settlor(s)/UBO(s) for the account. No additional information is required. Continue directly to Part 4.

First Name:	Middle Initial:	Last Name:	Title:	Share %:
City:	State:	ZIP:	Date of Birth: (mm/dd/yyyy)	
First Name:	Middle Initial:	Last Name:	Title:	Share %:
City:	State:	ZIP:	Date of Birth: (mm/dd/yyyy)	
First Name:	Middle Initial:	Last Name:	Title:	Share %:
City:	State:	ZIP:	Date of Birth: (mm/dd/yyyy)	

Trustee Actions

Approval(s) of Trustee(s) for All Transactions – Bank Not Liable for Confirming Authority of Trustee(s).

For purposes of this application, Hilliard Lyons Private Banking (not affiliated with J.J.B. Hilliard, W.L. Lyons, LLC) through which the securities-backed line of credit account is made available, shall be referred to as “the Bank” or “Bank.”

In completing this application to open an account with the Bank as Trustee(s) pursuant to the provisions of the trust instrument (the “Trust”) as such provisions are confirmed in the Trustee Certification/Affidavit provided with this application, the appointed Trustee(s) named in the provisions of the Trust (or their successors) agree that he/she/they shall be solely, or jointly and severally, liable, as the case may be, to ensure that paper, telephone, online and all other transactions are made in accordance with the terms of the Trust.

For example, where the transaction method only provides one approval mechanism for a transaction’s approval and the Trust requires Trustee approval by two (2) or more Trustees under the provisions of the Trust, it shall be the Trustees’ responsibility to ensure Trustee approval is in compliance with and pursuant to the provisions of the Trust, and the Bank shall not assume any liability relating to any Trustee’s signature or approval.

Please **submit** the completed and signed application using one of the options listed in the Submission of Application section of this form.

Name of Legal Entity:

PART 3: Business Entity Information

Legal Entity Type:	<input type="checkbox"/> Publicly Traded Corporation	<input type="checkbox"/> Corporation	<input type="checkbox"/> General Partnership	<input type="checkbox"/> Limited Liability Company
	<input type="checkbox"/> Limited Liability Partnership	<input type="checkbox"/> Professional Corporation	<input type="checkbox"/> S-Corporation	<input type="checkbox"/> Non-Profit
	<input type="checkbox"/> Sole Proprietorship	<input type="checkbox"/> Estate	<input type="checkbox"/> Foundation	<input type="checkbox"/> Personal Investment Corporation
	<input type="checkbox"/> Private Investment Vehicle	<input type="checkbox"/> Non-Governmental Organization	<input type="checkbox"/> Charity	<input type="checkbox"/> Other _____

Legal Entity Name:	Federal Tax ID Number:
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Trade/DBA/FBO Name:

Street Address: (P.O. Box not accepted)				
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City:	State:	ZIP:	County:	Number of Employees:
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Mailing Address: (if different than Street Address)	City:	State:	ZIP:
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Business Phone: (and extension)	Fax:	Estimated Annual Revenue:
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URL:	Email Address for Primary Contact:
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Industry Type:

List any Contributor/Benefactor/Settlor/UBO (Ultimate Beneficiary Owner) with authority/control over account activities. Contributor/Benefactor/Settlor/UBO refers to the natural person(s) who ultimately owns or controls the account, or the customer named on the account and/or the person on whose behalf a transaction is conducted.

Signer(s) listed below in Part 6 are the ONLY Contributor(s)/Benefactor(s)/Settlor(s)/UBO(s) for the account. No additional information is required. Continue directly to Part 4.

First Name:	Middle Initial:	Last Name:	Title:	Share %:
City:	State:	ZIP:	Date of Birth: (mm/dd/yyyy)	
First Name:	Middle Initial:	Last Name:	Title:	Share %:
City:	State:	ZIP:	Date of Birth: (mm/dd/yyyy)	
First Name:	Middle Initial:	Last Name:	Title:	Share %:
City:	State:	ZIP:	Date of Birth: (mm/dd/yyyy)	

Please **submit** the completed and signed application using one of the options listed in the Submission of Application section of this form.

Name of Primary Applicant/Trust/Legal Entity:

PART 4: Securities-Backed Line of Credit Application

- Hilliard Lyons Brokerage Account Hilliard Lyons Trust Company Account

A. Initial Loan Purpose/Use of Funds: _____

NOTE: If the intention is for the proceeds of the Hilliard Lyons Private Banking securities-backed line of credit to be used to pay off a loan at another financial institution and the proceeds of the existing loan were used to purchase securities, please contact our securities-backed line of credit team to discuss prior to submitting this application. **The securities-backed line of credit is a non-purpose loan which dictates that the proceeds cannot be used for the purchase of securities.**

B. Please answer the following questions:

- | | | |
|--|------------------------------|-----------------------------|
| 1. Is any individual borrower, the Trust, Trustee, or Entity, a co-signer or guarantor on any other loans or contracts, including commercial obligations? | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| 2. Are there any unsatisfied judgments against any individual borrower, the Trust, Trustee, or Entity? | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| 3. Has any individual borrower, the Trust, Trustee, or Entity ever filed for bankruptcy? | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| 4. Are any tax payments (sales, income, payroll, property, etc.) delinquent? | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| 5. Has any individual borrower, the Trust, Trustee, Entity or any of its principals ever been convicted of a felony? | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| 6. Is any individual borrower, the Trust, Trustee, Entity or any of its principals liable for any outstanding judgments? | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| 7. Is any individual borrower, the Trust, Trustee, Entity or any of its principals a party to any pending lawsuit? | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| 8. Is any individual borrower, the Trust, Trustee, or Entity liable on any debts not shown, including any contingent liabilities such as lease, endorsement, etc.? | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| 9. Are any of the entity assets pledged as collateral? | <input type="checkbox"/> Yes | <input type="checkbox"/> No |

If "Yes" to any question, please explain:

If additional space is required, please attach another page.

C. Collateral Accounts

Collateral Account Number	Account Title (exactly as titled on investment portfolio)	Current Custodian (if account is not held at J.J.B. Hilliard, W.L. Lyons, LLC)

D. Loan Amount Requested (select one):

NOTE: *The collateral account(s) must be able to support a minimum securities-backed line of credit commitment amount of \$75,000.*

- The maximum line of credit available based on the proposed ELIGIBLE collateral (100% of cash and equivalents; 90% of Treasuries; 80% of QUALIFIED investment-grade fixed income (Municipal & Corporate Bonds Evaluated on Par Value); or 50% of equities and other non-hedge assets) is subject to underwriting requirements.
- Other line of credit amount: \$ _____ (Minimum: \$75,000)

E. Select all that apply (if either is checked, a Bank representative will contact your Financial Professional for details):

- Assets currently serve as collateral for a margin or non-purpose loan to be paid off. Please submit the most current investment and loan statements along with this application.
Approximate Payoff Amount: \$ _____
- This margin or non-purpose loan was used to: Purchase securities Other: _____
If this margin or non-purpose loan was used to purchase securities, please contact our securities-backed line of credit team to discuss PRIOR to submitting this application.
- I/We have one or more existing automatic distributions from the Collateral Account listed above, other than interest & dividends.
Amount of Distribution: \$ _____ Frequency of Distribution: _____

Name of Primary Applicant/Trust/Legal Entity:

PART 4 (continued from previous page)

F. Monthly Payment Options:

- Bill primary applicant
- Automatically deduct payment from a checking/savings account (an authorization form will be included with your loan package).
- Automatically advance minimum monthly payments from my line of credit.

NOTE: An email address is a requirement for this election and must be entered in Part 1 of the application.

TO HAVE YOUR MINIMUM MONTHLY PAYMENTS MADE AUTOMATICALLY WITH ADVANCES FROM YOUR LINE OF CREDIT: If your application for a Securities-Backed Line of Credit is approved and you have checked the box above, you direct us to automatically make your minimum monthly payments with advances from your line of credit beginning on your first minimum monthly payment due date and continuing until you instruct us in writing to stop or we notify you that we will no longer permit such payments. In the event that your minimum monthly payment in any month exceeds your available credit line, we will not arrange for an advance to cover the payment and you will be responsible for making the payment by some other means. **MAKING YOUR PAYMENTS WITH CREDIT LINE ADVANCES CONVERTS THE INTEREST PORTION OF THESE PAYMENTS INTO PRINCIPAL ON WHICH ADDITIONAL INTEREST ACCRUES AND RESULTS IN YOUR PAYING INTEREST ON INTEREST. THIS SIGNIFICANTLY INCREASES THE COST OF THE LINE OF CREDIT.**

G. Expected Transaction Activity

Please indicate the anticipated transaction volume and dollar amounts of account activity. Your estimates should include both incoming and outgoing transactions. Each transaction type MUST be completed in its entirety.

Services / Transaction Type	Estimated # of Transactions (Monthly)	Estimated \$ of Transactions (Monthly)
ACH	<input type="checkbox"/> 0 <input type="checkbox"/> 1-3 <input type="checkbox"/> 4-10 <input type="checkbox"/> 11-15 <input type="checkbox"/> 16-20	<input type="checkbox"/> \$0 <input type="checkbox"/> \$1-500 <input type="checkbox"/> \$501-1,000 <input type="checkbox"/> \$1,001-2,500 <input type="checkbox"/> \$2,501-5,000 <input type="checkbox"/> \$5,001+
Wire Transfers	<input type="checkbox"/> 0 <input type="checkbox"/> 1-3 <input type="checkbox"/> 4-10 <input type="checkbox"/> 11-15 <input type="checkbox"/> 16-20	<input type="checkbox"/> \$0 <input type="checkbox"/> \$1-500 <input type="checkbox"/> \$501-1,000 <input type="checkbox"/> \$1,001-2,500 <input type="checkbox"/> \$2,501-5,000 <input type="checkbox"/> \$5,001+
Checks	<input type="checkbox"/> 0 <input type="checkbox"/> 1-3 <input type="checkbox"/> 4-10 <input type="checkbox"/> 11-15 <input type="checkbox"/> 16-20	<input type="checkbox"/> \$0 <input type="checkbox"/> \$1-500 <input type="checkbox"/> \$501-1,000 <input type="checkbox"/> \$1,001-2,500 <input type="checkbox"/> \$2,501-5,000 <input type="checkbox"/> \$5,001+

Will account be used for international transactions? Yes No

If yes, list up to 3 non-U.S. countries where transactions may be sent or may originate:

H. Deliver loan documents for this account to (select one):

- Mail to Authorized Signer #1 /Trustee#1 (primary contact)
- Mail to Financial Professional (refer to Part 5, below)

I. Checks

- Yes, I/we would like an order of checks for the securities-backed line of credit.
 For Individual/Joint Accounts: The name of each Authorized Signer and the street address of Authorized Signer#1 will appear on the checks.
 For Trust Accounts: The Trust name and street address listed in Part 2 will appear on the checks.
 For Business Accounts: The entity name and street address listed in Part 3 will appear on the checks.
- No, I/we do not want an order of checks at this time.

J. Important Notes:

- All current and future distributions other than interest and dividends, from Collateral Accounts require prior Bank authorization.
- Obtaining the maximum line of credit may impact distributions from the Collateral Accounts.
- Borrower must pay any state and local taxes and/or third-party fees associated with the opening of this account. These will be disclosed to Borrower prior to account opening, and payment will be required at opening.
- **Your credit limit will automatically be reduced if the “Advance Rate” value or “borrowing power” of your Collateral Account no longer supports the approved credit limit.**

PART 5: Financial Professional Information - Signature Required

For purposes of this application, financial professional, financial professional firm, advisor, agent and broker shall be referred to, individually and collectively, as “Financial Professional.”

Financial Professional Name:		Financial Professional's Firm Name:			
Financial Professional/Advisor/Agent/Rep ID # or Code:		TotalCash® Manager (TCM) Company ID (if applicable) <small>(Used for Advisor Access to View Account Online:)</small>			
Business Address:			City:	State:	ZIP:
Business Phone: <small>(and extension)</small>		Mobile Phone:		Email:	
Signature of Financial Professional: <small>(must be an authorized signer of Financial Professional Firm)</small>				Date: <small>(mm/dd/yyyy)</small>	

PART 6: Authorizations, Indemnifications and Agreements - Signatures Required

Limited Attorney-in-Fact Authorization and Indemnification

I/We hereby give the Financial Professional designated in Part 5 of this application authorization to view or obtain information about all of my/our accounts at the Bank, whether previously opened, now opened or opened in the future. My/Our Financial Professional may view or obtain the information in any manner, including by online access granted to him/her. I/We authorize the Bank, upon request of the Financial Professional, to provide information to the Financial Professional about balances and transactions in the account, to the same extent that I/we could obtain such information.

I/We hereby agree to indemnify and hold harmless the Bank from, and to pay the Bank promptly on demand for, any and all losses arising from the Bank's actions in accordance with this authorization.

This authorization and indemnification are in addition to and in no way limit or restrict any rights that the Bank or my/our Financial Professional may have under any other agreement or agreements between me/us and the Bank. This authorization and indemnification are continuing and shall remain in full force and effect until revoked by me/us by a written notice received by the Bank at the address provided on the first page of this application, directed to the attention of Operations, but such revocation shall not affect the Bank's or my/our Financial Professional's rights or my/our obligations relating to the period preceding such revocation.

Other Agreements, Authorizations and Indemnifications

- I/We agree to notify the Bank immediately, in writing, of any material change in the facts stated in this application.
- I/We authorize the Bank to order consumer reports about me/us from consumer reporting agencies and instruct any person or consumer reporting agency to compile and furnish any information it may have or obtain about me/us in response to such inquiries.
- I/We authorize the Bank to receive information as occasioned from time to time regarding me/us or my/our partners, principals, agents or representatives from third parties, and to verify any information on the application. I/We waive any claims against the Bank for invasion of privacy or any similar claim that might arise as a result of the Bank's investigation of me/us or my/our partners, principals, agents or representatives.
- I/We understand that, upon execution of this account application and authorization, the Bank shall provide me/us with a user ID and password ("Access Codes") for online access to my/our account. I/We agree to assume all risks and losses associated with the disclosure of my/our Access Codes to third parties.
- I/We understand that the Bank's ability to provide services hereunder may be conditioned on the continuing availability of certain services from third parties with whom the Bank has contracted. Therefore, I/we authorize the Bank to share my/our personal information with third parties consistent with the Bank's privacy practices.
- I/We authorize the transfer of information, as necessary, to/from my/our account at the Bank to/from my/our account with the custodian and/or J.J.B. Hilliard, W.L. Lyons, LLC for the purpose of providing account information.
- I/We understand and accept that if my/our account has multiple authorized signers, the Bank is only required to verify one of them to process a transaction.
- I/We understand and accept that this loan account is subject to all applicable rules and regulations adopted by the Bank and as amended from time to time.

PART 7: Compensation Disclosures

J.J.B. Hilliard, W.L. Lyons, LLC ("HL") and Hilliard Lyons Trust Company ("HLTC," and together with HL, "Hilliard Lyons") have a written agreement with The Bancorp Bank under which The Bancorp Bank pays Hilliard Lyons for introducing the customer to The Bancorp Bank. Under this arrangement, the fees paid to Hilliard Lyons vary based on the type of account(s), the average balance in the account(s), account usage, or other metrics. The Bancorp Bank does not pass these fees on to the customer, but the existence of this arrangement could affect the overall pricing of The Bancorp Bank's products and services, or could influence the recommendation or marketing of The Bancorp Bank's services by Hilliard Lyons.

PART 8: Signature(s) - Required

I/We have read and understand the above authorizations, indemnifications and agreements, and by signing this application, I/we agree to be bound by them. I/We also confirm that the information provided in this application is true and correct to the best of my/our knowledge and is provided for the purpose of obtaining the account requested.

Signature:	Date: (mm/dd/yyyy)
Print Name of Authorized Signer #1/Trustee#1:	
Signature:	Date: (mm/dd/yyyy)
Print Name of Authorized Signer #2/Trustee#2:	

Documentation Matrix
Items Required for New Business Accounts

		Sole Proprietor	General Partnership	LLP or LP	LLC	Corporation	Foundation, Endowment, Nonprofit	Estates (see below)	
Required Documentation	Formation Documents (State Filed)								
	Articles/Certificate of Incorporation					X	X		
	Articles/Certificate of Organization				X				
	Limited Partnership Certificate			X					
	Fictitious Name Registration (if applicable)	X	X	X	X	X	X		
	(Federally Filed)								
	501(c)(3) letter						X		
	Business/Entity Governing Documents								
	Deposit Account	If the applicable Resolution is not already in place for the entity, the Bank's Resolution of Authority form may be completed and submitted							
	Corporate Resolution					X	X		
	Limited Liability Resolution				X				
	Partnership Resolution		X	X					
	Loan Account	Tax returns for the borrowing business entity and the owner-guarantors for the preceding two years are required. Please expect to be contacted by a representative for the information.							
	Bylaws					X	X		
	Operating Agreement				X				
Partnership Agreement		X	X						
Estate Accounts	– deposit accounts opened on behalf of an Estate require all relevant Estate Papers, including but not limited to Letters Testamentary and EIN Verification								

All Accounts:

- Applications submitted without all required documentation will be delayed and may be declined for incompleteness.
- Additional documentation may be requested to verify business name, business address, tax ID and/or personal identity of any guarantor or business signer designated on the application. You will be contacted by a representative if any additional documentation is required.