

FEDERAL DEPOSIT INSURANCE CORPORATION  
WASHINGTON, D.C.

_____ )	
In the Matter of )	AMENDMENT TO
THE BANCORP BANK )	CONSENT ORDER
WILMINGTON, DELAWARE )	
(INSURED STATE NONMEMBER BANK) )	FDIC-13-0479b
_____ )	

The Federal Deposit Insurance Corporation (“FDIC”) is the appropriate Federal banking agency for The Bancorp Bank, Wilmington, Delaware (“Bank”), under section 3(q) of the Federal Deposit Insurance Act (“Act”), 12 U.S.C. § 1813(q).

The FDIC issued a CONSENT ORDER (“ORDER”), effective June 5, 2014, with the consent of the Bank.

The FDIC examined the Bank commencing May 12, 2014. Based on the findings of that examination as contained in the May 12, 2014 joint Report of Examination, the FDIC determined that it has reason to believe that the ORDER needs to be amended as set forth below in this AMENDMENT TO CONSENT ORDER (“AMENDMENT TO CONSENT ORDER”).

The Bank, by and through its duly elected and acting Board of Directors (“Board”), has executed a STIPULATION AND CONSENT TO THE ISSUANCE OF AN AMENDMENT TO CONSENT ORDER (“CONSENT AGREEMENT”), dated August 27<sup>th</sup>, 2015, that is accepted by the FDIC. With the CONSENT AGREEMENT, the Bank has consented, without admitting or denying any additional charges of unsafe or unsound banking practices or violations of law or regulation relating to continued weaknesses in the Bank’s Bank Secrecy Act (“BSA”)

Compliance Program and management, to the issuance of this AMENDMENT TO CONSENT ORDER by the FDIC, which amends the ORDER.

Having determined that the requirements for issuance of an order under section 8(b) of the Act, 12 U.S.C. § 1818(b), have been satisfied, the FDIC hereby amends and revises the ORDER to add the following affirmative actions and restrictions:

AMEND Paragraph 2 of the ORDER as follows:

**MANAGEMENT**

2. (a) The Bank shall have and retain qualified management. Each member of management shall possess qualifications and experience commensurate with his or her duties and responsibilities at the Bank and the Bank's risk profile. The Bank's senior management shall possess the proven ability and experience necessary to manage and operate a bank of comparable size and complexity. The Board shall provide the necessary written authority to management to implement the provisions of the ORDER and this AMENDMENT TO CONSENT ORDER.

(b) The qualifications of management shall be assessed on its ability to:

(i) comply with the requirements of the ORDER and this AMENDMENT TO CONSENT ORDER;

(ii) operate the Bank in a safe and sound manner;

(iii) comply with applicable laws, rules, and regulations; and

(iv) restore all aspects of the Bank to a safe and sound condition, including a sound BSA/AML compliance program and management effectiveness.

NEW Paragraph 20 is added to the ORDER:

**DIVIDEND RESTRICTION**

20. The Bank shall not declare or pay any dividend without the prior written consent of the Regional Director and the Commissioner.

It is expressly understood that if, at any time, the Regional Director and the Commissioner shall deem it appropriate in fulfilling the responsibilities placed upon him under applicable law to undertake any further action affecting the Bank, nothing in the ORDER or this AMENDMENT TO CONSENT ORDER shall bar, estop, or otherwise prevent him or any other federal or state agency or department from taking any other action against the Bank or any of the Bank's current or former institution-affiliated parties.

This AMENDMENT TO CONSENT ORDER shall be effective on the date of issuance.

The provisions of this AMENDMENT TO CONSENT ORDER shall be binding upon the Bank, its institution-affiliated parties, and any successors and assigns thereof.

The provisions of this AMENDMENT TO CONSENT ORDER shall remain effective and enforceable except to the extent that and until such time as any provision has been modified, terminated, suspended, or set aside by the FDIC.

All provisions of the ORDER shall remain in full force and effect except as otherwise modified by this AMENDMENT TO CONSENT ORDER.

