

(C) "COMMISSIONER" MEANS THE STATE BANK COMMISSIONER OF THE STATE OF MARYLAND.

(D) "DIVEST" MEANS TO TRANSFER ALL INTEREST, LEGAL OR EQUITABLE, TO A PERSON OR OTHER ENTITY IN WHICH THE TRANSFEROR HAS NO INTEREST, DIRECT OR INDIRECT, OR WHICH HAS NO INTEREST, DIRECT OR INDIRECT, IN THE TRANSFEROR.

(E) "LOCATED IN THIS STATE" MEANS, WITH RESPECT TO A STATE CHARTERED BANK, A BANK INCORPORATED UNDER THE LAWS OF THIS STATE AND, WITH RESPECT TO A NATIONAL BANKING ASSOCIATION OR A FEDERAL SAVINGS BANK, A BANK WHOSE ORGANIZATION CERTIFICATE IDENTIFIES AN ADDRESS IN THIS STATE AS THE PLACE AT WHICH ITS DISCOUNT AND DEPOSIT OPERATIONS ARE TO BE CARRIED OUT.

(F) "SUBSIDIARY" MEANS, WITH RESPECT TO AN OUT OF STATE BANK HOLDING COMPANY:

(1) ANY COMPANY, 25 PERCENT OR MORE OF WHOSE VOTING SHARES ARE DIRECTLY OR INDIRECTLY OWNED OR CONTROLLED BY THE BANK HOLDING COMPANY, OR ARE HELD BY IT WITH POWER TO VOTE; OR

(2) ANY COMPANY, THE ELECTION OF A MAJORITY OF WHOSE DIRECTORS IS CONTROLLED IN ANY MANNER BY THE BANK HOLDING COMPANY.

5-902.

THIS SUBTITLE SETS FORTH THE CONDITIONS UNDER WHICH OUT OF STATE BANK HOLDING COMPANIES OR SUBSIDIARIES MAY ACQUIRE AND HOLD SHARES OF VOTING STOCK IN BANKS LOCATED IN THIS STATE. THIS SUBTITLE DOES NOT LIMIT THE POWERS GRANTED TO ANY BANK IN THIS STATE TO CONDUCT BANK A BANKING BUSINESS.

5-903.

(A) EXCEPT AS PROVIDED IN SECTION 1842 OF TITLE 12 OF THE UNITED STATES CODE, AS AMENDED, AND AS PROVIDED HEREIN, AN OUT OF STATE BANK HOLDING COMPANY OR ITS SUBSIDIARY MAY NOT ACQUIRE OR HOLD, DIRECTLY OR INDIRECTLY, ANY VOTING SHARES OF, ANY INTEREST IN, OR ALL OR SUBSTANTIALLY ALL OF THE ASSETS OF ANY BANK LOCATED IN THIS STATE.

(B) NOTWITHSTANDING SUBSECTION (A) OF THIS SECTION, AN OUT OF STATE BANK HOLDING COMPANY OR ITS SUBSIDIARY MAY ACQUIRE AND HOLD ALL OR SUBSTANTIALLY ALL OF THE VOTING SHARES OF A SINGLE BANK LOCATED IN THIS STATE IF:

(1) THE BANK WHOSE STOCK IS TO BE ACQUIRED IS A NEWLY ESTABLISHED BANK THAT HAS, OR WILL HAVE WHEN CHARTERED, NO MORE THAN 1 OFFICE LOCATED IN THIS STATE OPEN TO THE PUBLIC TO CONDUCT BANKING BUSINESS;