

(3) IS A MEMBER OF THE FEDERAL DEPOSIT INSURANCE CORPORATION; AND

(4) IS ORGANIZED TO RECEIVE ASSETS AND LIABILITIES OF A MUTUAL HOLDING COMPANY IN ACCORDANCE WITH THIS SUBTITLE AND SUBTITLE 9 OF THIS TITLE.

(D) "MUTUAL HOLDING COMPANY" MEANS THE CORPORATION WHICH HOLDS ALL THE SHARES OF A SUBSIDIARY SAVINGS BANK PURSUANT TO A REORGANIZATION UNDER SUBTITLE 8 OF THIS TITLE.

4-401.

UNLESS ORGANIZED AS A SUBSIDIARY SAVINGS BANK, AS DEFINED IN THIS TITLE, [A] A savings bank is a mutual association and may not have any capital stock.

SUBTITLE 8--HOLDING COMPANIES

4-801:

(A)--IN THIS SUBTITLE THE FOLLOWING WORDS HAVE THE MEANINGS INDICATED:

(B)--"SAVINGS AND LOAN ASSOCIATION" MEANS A SAVINGS AND LOAN ASSOCIATION ORGANIZED UNDER TITLE 9 OF THIS ARTICLE AND INSURED BY THE MARYLAND DEPOSIT INSURANCE FUND CORPORATION.

(C)--"SUBSIDIARY SAVINGS BANK" MEANS ANY SAVINGS BANK INCORPORATED AND ORGANIZED AS PROVIDED IN THIS SUBTITLE, A MAJORITY OF THE ORDINARILY VOTING SHARES OF WHICH IS OWNED BY A HOLDING COMPANY.

(D)--"HOLDING COMPANY" MEANS ANY SAVINGS BANK REORGANIZED UNDER THIS SUBTITLE TO HOLD A MAJORITY OF THE ORDINARILY VOTING SHARES OF A SUBSIDIARY SAVINGS BANK.

4-802:

(A)--NOTWITHSTANDING ANY OTHER PROVISION OF LAW, ANY SAVINGS BANK MAY BE REORGANIZED IN ORDER TO BECOME A HOLDING COMPANY BY:

(1)--CAUSING A SUBSIDIARY SAVINGS BANK TO BE INCORPORATED UNDER THE LAWS OF THIS STATE, AND

(2)--TRANSFERRING A SUBSTANTIAL PART OF THE SAVINGS BANK'S ASSETS TO THE SUBSIDIARY SAVINGS BANK AND CAUSING THE SUBSIDIARY SAVINGS BANK TO ASSUME A SUBSTANTIAL PART OF THE SAVINGS BANK'S LIABILITIES, INCLUDING ALL DEPOSITARY LIABILITIES.

(B)--AFTER TRANSFER AND ASSUMPTION, PERSONS WITH PRIOR CORRESPONDING RIGHTS AS DEPOSITORS OR CREDITORS AGAINST A SAVINGS BANK SHALL HAVE THE SAME RIGHTS SOLELY AGAINST A SUBSIDIARY SAVINGS BANK AS TO THE LIABILITIES AND OBLIGATIONS ASSUMED BY THE SUBSIDIARY SAVINGS BANK.