

**ORDER APPROVING THE APPLICATION
OF CORIENT MAINE TRUST COMPANY LP, PORTLAND, MAINE
TO PURCHASE TRUST ASSETS OF
H.M. PAYSON & CO., PORTLAND, MAINE
AND WAIVER OF TITLE 9-B M.R.S. § 252(6)**

Corient Maine Trust Company LP (“CMTC”), a Maine nondepository trust company in formation, has applied to the Superintendent of the Bureau of Financial Institutions (“Superintendent”), pursuant to Title 9-B M.R.S. Chapter 35, to purchase substantially all of the trust assets of H.M. Payson & Co., Portland, Maine (“HMP”).

The application was accepted for processing on June 3, 2026. Public notice, as required by Title 9-B M.R.S. § 252(2)(B), was provided by newspaper publication in the Portland Press Herald for 3 weeks beginning on June 5, 2026, and was posted to the Bureau’s website and delivered to interested parties, affording them an opportunity to either submit written comments or request a hearing. There were no comments received during the 30-day public comment period, which ended on July 3, 2026.

A Principal Bank Examiner of the Maine Bureau of Financial Institutions (the “Bureau”) conducted an investigation of this transaction. All evidence and pertinent materials considered by the Examiner were also considered by the Superintendent in reaching his decision.

CMTC is a limited partnership with a single limited partner, Corient Partners US LP (“CP”), Delaware, and a single general partner, Corient Group GP LLC, Delaware, an affiliate of CP. On May 21, 2026, the Bureau provided CMTC an Order approving its application to establish a nondepository trust company. Upon receipt of the Bureau’s Certificate to Transact Business, CMTC will provide custodial, trustee, and fiduciary services to individuals, families, and not-for-profit organizations from a main office in Portland, Maine, and from branch offices in Damariscotta, Maine and Brunswick, Maine.

HMP is a Maine-chartered nondepository trust company providing investment management, trustee, and fiduciary services to individuals, families, and not-for-profit organizations. As of December 31, 2025, HMP held 4,182 accounts with approximately \$8.3 billion in assets under management. CMTC has applied to the Superintendent to acquire substantially all of the assets and certain liabilities of HMP’s trust business. Upon sale of the trust assets to CMTC, HMP will cease doing business as a trust company, change its name to ME1854 Holdings, Inc., and pursue voluntary liquidation pursuant to 9-B M.R.S. § 364. The HMP Board of Directors and the HMP stockholders approved the plan to sell the assets on July 20th, 2026, pursuant to § 355(3). HMP voted to approve the name change pursuant to § 364 on July 20th, 2026.

The financial and managerial resources of CMTC and CP are sufficient for the acquisition of substantially all of the trust assets of HMP. The Bureau has considered the competitive effects, the future prospects, and the convenience and needs of the markets to be served and found them consistent with approval. Accordingly, this Order approves the application of Corient Maine Trust Company LP setting forth its plan to acquire substantially all of the trust assets and certain liabilities of H.M. Payson & Co.; notwithstanding the foregoing, this Order shall not be deemed to

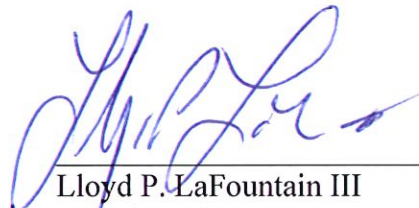
expand the liabilities assumed by CMTC beyond those expressly assumed by CMTC under the applicable transaction documents.

Pursuant to Title 9-B M.R.S. § 357(1), upon the approval granted by this Order of the purchase and assumption transaction between HMP and CMTC, and upon CMTC's assumption of substantially all of the trust assets of HMP and only those liabilities expressly assumed by CMTC under the applicable transaction documents, CMTC shall accede by operation of law to the rights and responsibilities of HMP with respect to the transferred trust assets, including rights and responsibilities with respect to trustee relationships under existing trust agreements, which shall immediately, by operation of law, and without any conveyance or transfer, and without the need for any further consent, act or deed, be vested in and continue to be the property of CMTC.

The applicant requested a waiver of the 30-day waiting period, pursuant to Title 9-B M.R.S. § 252(6), to minimize delay in the acquisition of the assets of HMP, to support continuity of fiduciary and investment management services for HMP clients, and to avoid disruption in the administration of trust and fiduciary accounts. The Superintendent has determined these factors constitute extraordinary or unusual conditions and, therefore, the Superintendent agrees to grant the waiver so that the transaction may be consummated effective July 20th, 2026.

The transaction shall be completed within one year of the effective date of this Order, unless a written extension is granted by the Superintendent. Any person aggrieved by this Order shall be entitled to a judicial review of the Order in accordance with the Maine Administrative Procedure Act, Title 5, Chapter 375, subchapter 7.

By order of the Superintendent, effective July 20th, 2026



Lloyd P. LaFountain III
Superintendent

Gardiner, Maine
July 20th, 2026

