

LEGAL UPDATES AND NEWS

OCC Adopts Interim Final Rule on Bank M&A

On May 8, 2025, the Office of the Comptroller of the Currency (the “OCC”) adopted an [Interim Final Rule](#) amending its 2024 final rule related to its regulations for business combinations involving national banks and federal savings associations. In doing so, the OCC also rescinded its 2024 Policy Statement on its review of applications under the Bank Merger Act. The Interim Final Rule will be published in the Federal Register, with any comments due within 30 days. Following the 30 day period, the OCC will review any comments and consider issuing a new policy statement.

The OCC has stated that is issuing the Interim Final Rule to reduce the burden and uncertainty that the 2024 final rule added to the merger application and review process. The Interim Final Rule also restores expedited review procedures and the streamlined application form to the regulation, while removing the appendix that contained the 2024 Policy Statement related to the agency’s review process under the Bank Merger Act.

The OCC’s Interim Final Rule comes on the heels of the Federal Deposit Insurance Corporation’s (the “FDIC”) [March 3, 2025 proposal](#) to rescind its own 2024 Statement of Policy on bank merger transactions to address similar concerns regarding uncertainty injected into the merger application process.

Notably, the OCC’s Interim Final Rule was announced the day after the Senate’s passing of a joint resolution under the Congressional Review Act (the “CRA”) which aimed to overturn the 2024 final rule. The CRA resolution is pending in the House, but it is expected to pass and be signed into law. The OCC’s use of its own rulemaking authority to rescind the 2024 final rule should avoid the complications that may be caused by use of a CRA resolution by Congress, as the CRA would prohibit the OCC from issuing a new rule in “substantially the same form” as the disapproved rule unless it is specifically authorized by a subsequent law.

These actions by the OCC, FDIC and Congress suggest that there is renewed regulatory support for bank mergers and business combinations.

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