Board of Governors of the Federal Reserve System

Supplemental Instructions

March 2008

Editing of Data by Respondents

The Federal Reserve requires validation checks to be performed by respondents as part of the electronic submission process for the FR Y-9 series of reports. This process requires bank holding companies (BHCs) to perform published validity and quality checks on data (so-called edits) by the filing deadline. Respondents are encouraged to file reports electronically as soon as possible, rather than waiting until the submission deadline. Validity and quality edits are provided at the end of the reporting instructions for the FR Y-9C, FR Y-9LP, FR Y-9SP and FR Y-9ES. Additional information regarding this submission process may be found on the web site: www.reportingandreserves.org under the heading BHC Modernization project. For example, see this website for information on guidelines for resolving edits and a document addressing frequently asked questions (FAQ).

Troubled Debt Restructurings

Consistent with FASB Statement No. 15, Accounting by Debtors and Creditors for Troubled Debt Restructurings (FAS 15), the FR Y-9C reporting instructions define a "troubled debt restructuring" (TDR) as a restructuring in which a bank holding company, for economic or legal reasons related to a borrower's financial difficulties, grants a concession to the borrower that the bank holding company would not otherwise consider. In general, troubled debt restructurings include a modification of the terms of a loan that provides for a reduction of either interest or principal.

Starting this quarter, all bank holding companies will begin reporting the amount of 1-4 family residential mortgage loans that have undergone troubled debt restructurings and are in compliance with their modified terms in Schedule HC-C, Memorandum item 1.a. The amount of 1-4 family residential mortgages that have undergone TDRs and under their modified terms are past due 30 days or more or are in nonaccrual status will be reported in Schedule HC-N, Memorandum item 1.a. Also, all restructured troubled loans should continue to be reported in the appropriate loan category in Schedule HC-C (Loans and Lease Financing Receivables) and, if appropriate, in Schedule HC-N (Past Due and Nonaccrual Loans, Leases, and Other Assets).

The accounting standards for TDRs are set forth in FAS 15 as amended by FASB Statement No. 114, Accounting by Creditors for Impairment of a Loan (FAS 114), and are summarized in the Glossary section of the FR Y-9C reporting instructions. All loans whose terms have been modified in a TDR, including both commercial and retail loans, must be evaluated for impairment under FAS 114. Under FAS 114, when measuring impairment on a restructured troubled loan using the present value of expected future cash flows method, the cash flows are discounted at the effective interest rate of the original loan, i.e., before the restructuring. For a residential mortgage loan with a "teaser" or starter rate that is less than the loan's fully indexed rate, the starter rate is not the original effective interest rate. FAS 114 also permits a bank holding company to aggregate impaired loans that have risk characteristics in common with other impaired loans, such as modified residential mortgage loans that represent TDRs, and use

historical statistics along with a composite effective interest rate as a means of measuring the impairment of these loans.

Split-Dollar Life Insurance Arrangements

The Financial Accounting Standards Board's (FASB) Emerging Issues Task Force (EITF) has issued guidance on the accounting for the deferred compensation and postretirement benefit aspects of split-dollar life insurance arrangements. This guidance is effective for fiscal years beginning after December 15, 2007, including interim periods within those fiscal years, with earlier application permitted. EITF Issue No. 06-4 addresses endorsement split dollar arrangements (http://www.fasb.org/pdf/abs06-4.pdf) while EITF issue No. 06-10 covers collateral assignment split dollar arrangements (http://www.fasb.org/pdf/abs06-10.pdf). In general, in an endorsement split-dollar arrangement, the employer (such as a BHC or subsidiary) owns and controls the insurance policy on the employee, whereas in a collateral assignment split-dollar arrangement, the employee owns and controls the insurance policy.

According to the consensus reached by the EITF under each issue, an employer such as a BHC should recognize a liability for the postretirement benefit related to a split-dollar life insurance arrangement if, based on the substantive agreement with the employee, the BHC has agreed to maintain a life insurance policy during the employee's retirement or provide the employee with a death benefit. This liability should be measured in accordance with either FASB Statement No. 106 (if, in substance, a postretirement benefit plan exists) or Accounting Principles Board Opinion No. 12 (if the arrangement is, in substance, an individual deferred compensation contract). In addition, for a collateral assignment split-dollar arrangement, the EITF also reached a consensus that an employer such as a BHC should recognize and measure an insurance asset based on the nature and substance of the arrangement.

BHCs with split-dollar life insurance arrangements must apply the consensuses in EITF Issues No. 06-4 and No. 06-10 for FR Y-9 reporting purposes in accordance with their effective date. Thus, a BHC with a calendar year fiscal year must apply the relevant guidance as of January 1, 2008, and should recognize the effects of applying the consensus as a cumulative-effect adjustment to the opening balance of retained earnings on that date. This adjustment should be reported in Schedule HI-A, item 2, "Restatements due to corrections of material accounting errors and changes in accounting principles," and may be separately disclosed in Schedule HI, Notes to the Income Statement—Other.

Measurement of Fair Values in Stressed Market Conditions

The valuation of various assets and liabilities on the balance sheet – including trading assets and liabilities, available-for-sale securities, loans held for sale, assets and liabilities accounted for under the fair value option (which is discussed in the following section), and foreclosed assets – involves the use of fair values. During recent market stress events, the fair values of some financial instruments and nonfinancial assets have declined.

Institutions are reminded that the objective of a fair value measurement is to determine the price that would be received to sell an asset or transfer a liability in an orderly transaction (e.g., not a

forced or distressed sale) at the balance sheet date. Accordingly, fair values should reflect current market conditions and consider recent transaction prices, where available. This fair value objective is generally applicable to all fair value measurements, whether or not a bank holding company has early adopted FASB Statement No. 157, *Fair Value Measurements*, which is discussed in the following section.

On October 3, 2007, the Center for Audit Quality (CAQ), which is affiliated with the American Institute of Certified Public Accountants, issued a white paper entitled *Measurements of Fair Value in Illiquid (or Less Liquid) Markets*

(http://www.aicpa.org/caq/download/WP_Measurements_of_FV_in_Illiquid_Markets.pdf). The white paper discusses issues associated with fair value measurement under existing generally accepted accounting principles (GAAP) in the context of the conditions that currently exist in many segments of the credit markets. Although the CAQ's white paper was directed to auditors and public companies, the paper articulates certain existing GAAP requirements related to fair value measurement issues that apply to all institutions, whether or not they are public companies. For FR Y-9 reporting purposes, bank holding companies should consider the fair value measurement information contained in the CAQ's white paper.

Fair Value Measurement and Fair Value Option

FASB Statement No. 157, *Fair Value Measurements* (FAS 157), issued in September 2006, defines fair value, establishes a framework for measuring the fair value of assets and liabilities based on a three-level hierarchy, and expands disclosures about fair value measurements. The FASB's three-level fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). Level 1 inputs are quoted prices in active markets for identical assets or liabilities that the reporting bank holding company has the ability to access at the measurement date (e.g., the FR Y-9C reporting date). Level 2 inputs are inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly. Level 3 inputs are unobservable inputs for the asset or liability.

According to FAS 157, observable inputs are inputs that reflect the assumptions market participants would use in pricing the asset or liability developed based on market data obtained from sources independent of the reporting entity. In contrast, unobservable inputs are inputs that reflect the reporting entity's own assumptions about the assumptions market participants would use in pricing the asset or liability developed based on the best information available in the circumstances.

FAS 157 is effective for fiscal years beginning after November 15, 2007, and, with certain exceptions, is to be applied prospectively. However, on February 12, 2008, the FASB issued FASB Staff Position No. FAS 157-2, which delays the effective date of FAS 157 for all nonfinancial assets and nonfinancial liabilities, except for those items that are recognized or disclosed at fair value on a recurring basis, i.e., at least annually, in the financial statements. However, this delay does not apply to entities that have issued interim or annual financial statements or FR Y-9C reports that include the application of the measurement and disclosure provisions of FAS 157. Bank holding companies must adopt FAS 157 for FR Y-9C reporting

purposes in accordance with the standard's effective date, including the delayed effective date for eligible nonfinancial assets and nonfinancial liabilities. Thus, a bank holding company with a calendar year fiscal year must adopt FAS 157 as of January 1, 2008, except for any fair value measurements subject to the delay mentioned above. For those financial instruments identified in FAS 157 to which the standard must be applied retrospectively upon initial application, the effect of initially applying FAS 157 to these instruments should be recognized as a cumulative-effect adjustment to the opening balance of retained earnings at the beginning of the fiscal year of adoption. This adjustment should be reported in Schedule HI-A, item 2, "Restatements due to corrections of material accounting errors and changes in accounting principles," and separately disclosed in the Notes to the Income Statement—Other, item 1.

FASB Statement No. 159, *The Fair Value Option for Financial Assets and Financial Liabilities* (FAS 159), issued in February 2007, allows bank holding companies to report certain financial assets and liabilities at fair value with the changes in fair value included in earnings. In general, a bank holding company may elect the fair value option for an eligible financial asset or liability when it first recognizes the instrument on its balance sheet or enters into an eligible firm commitment. A bank holding company may also elect the fair value option for eligible items that exist on the effective date of FAS 159. A bank holding company's decision to elect the fair value option for an eligible item is irrevocable. A bank holding company that elects the fair value option is expected to apply sound risk management and control practices to the assets and liabilities that will be accounted for at fair value under the option.

FAS 159 is effective as of the beginning of a bank holding company's first fiscal year that begins after November 15, 2007, and should not be applied retrospectively to prior fiscal years, except as permitted in the standard's early adoption provisions. Because FAS 159 creates a fair value option, a bank holding company is not required to adopt FAS 159 for FR Y-9C reporting purposes. Under the early adoption provisions of FAS 159, a bank holding company with a calendar year fiscal year was permitted to adopt this standard as of January 1, 2007, provided it decided to do so by April 30, 2007, and adopted FAS 157 on or before January 1, 2007. A calendar year bank holding company that did not adopt FAS 159 in accordance with its early adoption provisions may not adopt this accounting standard until January 1, 2008.

If, in connection with its substantive adoption of FAS 159, a bank holding company elects the fair value option for eligible items that exist on the effective date of its adoption of this accounting standard, the bank holding company must report the effect of the first remeasurement of these existing items to fair value as a cumulative-effect adjustment to the opening balance of retained earnings at the beginning of the fiscal year of adoption. The difference between the carrying amount and the fair value of eligible items for which the fair value option is elected at the effective date should be removed from the balance sheet (Schedule HC) and included in the cumulative-effect adjustment. This adjustment should be reported in Schedule HI-A, item 2, "Restatements due to corrections of material accounting errors and changes in accounting principles," and separately disclosed in the Notes to the Income Statement—Other, item 1.

On April 17, 2007, the Center for Audit Quality (CAQ) issued Alert No. 2007-14, *FAS 159 Early Adoption Date Approaching – Factors to Consider* (http://www.thecaq.org/newsroom/pdfs/CAQPressRelease_041807a.pdf). The Alert

summarized the principles and objectives of the fair value option as set forth in FAS 159 and provides factors to consider in determining whether an entity has substantively adopted FAS 159 on a go forward basis. Although the CAQ's Alert was directed to auditors and public companies, the factors concerning the evaluation of an entity's purported early adoption of FAS 159 are equally appropriate for nonpublic institutions. For regulatory reporting purposes, bank holding companies are expected to meet the principles and objectives of FAS 159 when applying the fair value option and should consider the information contained in the CAQ's Alert.

The Federal Reserve is considering the regulatory capital implications of the use of a fair value option, including the fair value option in FASB Statements No. 155 and No. 156, which are referenced in a later section of these Supplemental Instructions. Except as discussed below, changes in the fair value of assets and liabilities to which a fair value option is applied that are recognized in earnings should be reflected in Tier 1 capital, pending further guidance from the Federal Reserve. For a liability to which a fair value option is applied, bank holding companies should consider the effect of a change in their own creditworthiness on the fair value of the liability. The Federal Reserve has determined that bank holding companies should exclude from Tier 1 capital the cumulative change in the fair value of liabilities accounted for under a fair value option that is included in retained earnings (Schedule HC, item 26.a) and is attributable to changes in the bank holding company's own creditworthiness. For regulatory capital purposes, this excluded portion of the change in fair value is, in essence, an adjustment to the bank holding company's reported retained earnings and should be reported in Schedule HC-R, item 7.b, so that it is taken into account in determining the Tier 1 capital subtotal (reported in Schedule HC-R, item 8) that is used to determine the regulatory capital limits on such items as servicing assets, deferred tax assets, and credit-enhancing interest-only strips.

Schedule HC-Q, Financial Assets and Liabilities Measured at Fair Value

FR Y-9C Schedule HC-Q, Financial Assets and Liabilities Measured at Fair Value, is to be completed by bank holding companies that have adopted FAS 157 and either (1) have elected the fair value option under FAS 159 or under FASB Statements No. 155 or 156, which are discussed in a later section of these Supplemental Instructions, or (2) are required to complete Schedule HC-D, Trading Assets and Liabilities (bank holding companies that meet this criteria but do not meet criteria (1) must complete only Schedule HC-Q items 2 and 5, and leave items 1, 2.a, 3, 4, 6 and 7 blank). This schedule captures fair value data on total trading assets and liabilities and on those other assets, liabilities, and loan commitments to which the fair value option is being applied. Accordingly, bank holding companies should not include data in Schedule HC-Q on securities reported as available-for-sale on the FR Y-9C balance sheet (Schedule HC, item 2(b)) or on derivatives held for purposes other than trading that are reported as "Other assets" or "Other liabilities" (Schedule HC, item 11, or item 20). Schedule HC-Q has been revised this quarter and now includes columns for Level 1, Level 2, and Level 3 fair value measurements as well as a column for the fair values of assets and liabilities that have been netted for balance sheet purposes in accordance with FASB Interpretation No. 39, Offsetting of Amounts Related to Certain Contracts, and FASB Interpretation No. 41, Offsetting of Amounts Related to Certain Repurchase and Reverse Repurchase Agreements.

Under FAS 159, securities that a bank holding company has elected to report at fair value under

the fair value option are reported as trading securities even though management did not acquire the securities principally for the purpose of selling them in the near term or for other trading purposes. Thus, such securities, whether held on the date of adoption of FAS 159 or acquired thereafter, should be reported in Schedule HC-Q in both item 2, "Trading assets," and item 2.a, "Nontrading securities at fair value with changes in fair value reported in current earnings."

FASB Interpretation No. 48 on Uncertain Tax Positions

FASB Interpretation No. 48, *Accounting for Uncertainty in Income Taxes* (FIN 48), was issued in June 2006 as an interpretation of FASB Statement No. 109, *Accounting for Income Taxes*. Under FIN 48, the term "tax position" refers to "a position in a previously filed tax return or a position expected to be taken in a future tax return that is reflected in measuring current or deferred income tax assets and liabilities." FIN 48 further states that a "tax position can result in a permanent reduction of income taxes payable, a deferral of income taxes otherwise currently payable to future years, or a change in the expected realizability of deferred tax assets."

According to FIN 48, a bank holding company should initially recognize the effects of a tax position in its financial statements when, based on the technical merits, it is more likely than not (i.e., a likelihood of more than 50 percent) that the position will be sustained upon examination by the taxing authority, including the resolution of any related appeals or litigation. The more-likely-than-not evaluation must consider the facts, circumstances, and information available at the report date. When a tax position meets the more-likely-than-not recognition threshold, it should initially and subsequently be measured as the largest amount of tax benefit greater than 50 percent likely of being realized upon ultimate settlement with a taxing authority that has full knowledge of all relevant information. FIN 48 also provides guidance on subsequent recognition, derecognition, and measurement of tax positions, including the effect of changes in judgment, and on the recognition of interest and penalties. The June 2007 FR Y-9C reporting instructions were updated to include a revised Glossary entry for "Income Taxes" that includes guidance on FIN 48.

As originally issued, FIN 48 was effective for fiscal years beginning after December 15, 2006. Bank holding companies must adopt FIN 48 for FR Y-9¹ reporting purposes in accordance with the interpretation's effective date except as follows. On January 23, 2008, the FASB decided to defer the effective date of FIN 48 for eligible nonpublic enterprises and to require those enterprises to adopt FIN 48 for annual periods beginning after December 15, 2007. A nonpublic enterprise is eligible for this deferral provided it (a) has not issued a full set of annual financial statements incorporating the recognition, measurement, and disclosure requirements of FIN 48 and (b) is not a subsidiary of a public enterprise. A nonpublic enterprise that meets these conditions is eligible for the deferral even if it has issued interim or quarterly financial information in 2007 that reflected the adoption of FIN 48.

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¹ Consolidated Financial Statements for Bank Holding Companies (FR Y-9C), Parent Company Only Financial Statements for Large Bank Holding Companies (FR Y-9LP), Parent Company Only Financial Statements for Small Bank Holding Companies (FR Y-9SP)

As a result of the FASB's deferral decision, eligible nonpublic bank holding companies must adopt FIN 48 for FR Y-9 reporting purposes for annual periods beginning after December 15, 2007, based on their respective fiscal years. For example, an eligible nonpublic bank holding company with a calendar year fiscal year must adopt FIN 48 as of January 1, 2008, but is not required to reflect the effect of its adoption of FIN 48 for FR Y-9 reporting purposes until it prepares its FR Y-9 for the December 31, 2008, report date. An eligible nonpublic bank holding company that applied the recognition and measurement provisions of FIN 48 in its FR Y-9 reports for 2007 report dates can either: (a) choose not to adopt the effective date deferral and continue to apply FIN 48 in its FR Y-9 reports going forward; or (b) choose to adopt the effective date deferral and its December 2007 FR Y-9 report should have been prepared without reflecting the application of FIN 48. As noted above, a nonpublic bank holding company that is a subsidiary of a public company does not meet the eligibility conditions for the deferral of the effective date of FIN 48 and at present should be preparing its FR Y-9 reports in accordance with FIN 48.

FASB Statement No. 158 on Defined Benefit Postretirement Plans

FASB Statement No. 158, Employers' Accounting for Defined Benefit Pension and Other Postretirement Plans (FAS 158), issued in September 2006, requires a bank holding company that sponsors a single-employer defined benefit postretirement plan, such as a pension plan or health care plan, to recognize the funded status of each such plan on its balance sheet. An overfunded plan is recognized as an asset while an underfunded plan is recognized as a liability. As of the end of the fiscal year when a bank holding company initially applies FAS 158, the postretirement plan amounts recognized on the bank holding company's balance sheet before applying FAS 158 must be adjusted to recognize gains or losses, prior service costs or credits, and transition assets or obligations that have not yet been included in the net periodic benefit cost of its plans. These adjustment amounts are recognized directly in equity capital as components of the ending balance of accumulated other comprehensive income (AOCI), net of tax. Thereafter, a bank holding company must recognize certain gains and losses and prior service costs or credits that arise during each reporting period, net of tax, as a component of other comprehensive income (OCI) and, hence, AOCI. Postretirement plan amounts carried in AOCI are adjusted as they are subsequently recognized in earnings as components of the plans' net periodic benefit cost.

Bank holding companies that sponsor single-employer defined benefit postretirement plans must adopt FAS 158 for regulatory reporting purposes in accordance with the standard's effective date and transition provisions. Accordingly, bank holding companies that have "publicly traded equity securities," as defined in FAS 158, must initially recognize the funded status of these plans as of the end of the fiscal year ending after December 15, 2006. All other bank holding companies must initially recognize the funded status of these plans as of the end of the fiscal year ending after June 15, 2007. Thus, bank holding companies that have a calendar year fiscal year must adopt FAS 158 as of December 31, 2006, if they have "publicly traded equity securities" and as of December 31, 2007, if they do not. Early adoption of FAS 158 is permitted, but must be for all of an institution's benefit plans. For FR Y-9C reporting purposes, bank holding companies should report the adjustments to the ending balance of AOCI from initially applying FAS 158 as of the end of their fiscal year, net of tax, in item 12, "Other comprehensive

income," of Schedule HI-A, Changes in Equity Capital.

In addition, according to an interim decision announced by the banking agencies on December 14, 2006, bank holding companies should reverse the effects of FAS 158 for regulatory capital purposes, including for purposes of reporting and measuring the leverage ratio and risk-based capital. The intent of the reversal is to neutralize the effect of the application of FAS 158 on regulatory capital. Bank holding companies should exclude from regulatory capital any amounts recorded in AOCI resulting from the adoption and application of FAS 158. For FR Y-9C purposes, these excluded amounts should be reported in item 4 of Schedule HC-R, Regulatory Capital, together with the accumulated net gains (losses) on cash flow hedges. If the sum of the amounts included in AOCI (Schedule HC, item 26.b) for defined benefit postretirement plans under FAS 158 and for cash flow hedges represents a net gain (i.e., a net increase) in reported equity capital, this sum should be reported as a positive value in item 4 of Schedule HC-R. If the sum represents a net loss (i.e., a decrease) in reported equity capital, it should be reported as a negative number in item 4 of Schedule HC-R.

For purposes of calculating risk-based capital and the leverage ratio, bank holding companies should also adjust their assets for the amount of the AOCI offset affecting assets. Specifically, assets recognized or derecognized as an adjustment to AOCI as part of the incremental effect of applying FAS 158 should be reported as an adjustment to assets in item 42 of Schedule HC-R, column B, and should also be reported in item 26 of Schedule HC-R. For example, derecognition of an asset recorded as an offset to AOCI as part of the initial incremental effect of applying FAS 158 should be recorded as a negative amount in item 42, column B, of Schedule HC-R and as a positive amount in item 42, column F. This amount should also be added back to average total assets for leverage capital purposes by reporting it as a negative number in item 26 of Schedule HC-R. As another example, a benefit plan surplus asset recognized as an offset to AOCI and included in item 42, column A, of Schedule HC-R should be excluded from riskweighted assets by reporting the amount as a positive number in item 42, column B. This amount should also be deducted from average total assets for leverage capital purposes by reporting this amount as a positive number in item 26 of Schedule HC-R. The adjustments for purposes of calculating risk-based capital and the leverage ratio described above should be adjusted for subsequent amortization of such amounts from AOCI into earnings.

FASB Statements No. 155 and 156

FASB Statement No. 155, Accounting for Certain Hybrid Financial Instruments (FAS 155), issued in February 2006, requires bifurcation of certain derivatives embedded in interests in securitized financial assets and permits fair value measurement (i.e., a fair value option) for any hybrid financial instrument that contains an embedded derivative that would otherwise require bifurcation under FASB Statement No. 133, Accounting for Derivative Instruments and Hedging Activities (FAS 133). In addition, FAS 155 clarifies which interest-only and principal-only strips are not subject to FAS 133.

FASB Statement No. 156, Accounting for Servicing of Financial Assets (FAS 156), issued in March 2006, requires all separately recognized servicing assets and liabilities to be initially measured at fair value. Each class of servicing assets and servicing liabilities should be

measured subsequently using either the amortization method or the fair value measurement method.

Bank holding companies must adopt FAS 155 and FAS 156 for FR Y-9C reporting purposes in accordance with the effective date and transition provisions of these standards. For further information, please refer to the revised Glossary entries for "Derivative Contracts" and "Equity-Indexed Certificates of Deposit," which incorporate the provisions of FAS 155, and the revised Glossary entries for "Servicing Assets and Liabilities" and "Transfers of Financial Assets," which incorporate the provisions of FAS 156. These revisions were included in the June 2007 FR Y-9C instruction book update.

FASB Statement No. 123 (Revised 2004) and Share-Based Payments

Bank holding companies should continue to follow the guidance on accounting for share-based payments under FASB Statement No. 123 (Revised 2004), *Share-Based Payment* (FAS 123(R)), that was included in the FR Y-9C Supplemental Instructions for December 31, 2006. These instructions can be accessed via the Federal Reserve's Web site (www.federalreserve.gov/boarddocs/reportforms/supplemental/SI_FRY9_200612.pdf).

Tobacco Transition Payment Program

Bank holding companies should continue to follow guidance on the tobacco buyout program included in the FR Y-9C Supplemental Instructions for June 30, 2006, which can be accessed via the Federal Reserve's Web site

(www.federalreserve.gov/boarddocs/reportforms/supplemental/SI.FRY9.200606.pdf).

FASB Interpretation No. 46 (Revised), Consolidation of Variable Interest Entities

Bank holding companies should continue to follow the guidance provided on this subject in the FR Y-9C Supplemental Instructions provided for December 31, 2005. These Supplemental Instructions can be accessed via the Federal Reserve's Web site (www.federalreserve.gov/boarddocs/reportforms/supplemental.cfm?WhichFormID=FR Y-9C).

Reporting of Trust Preferred Securities

Bank holding companies should continue to follow the guidance provided on this subject in the FR Y-9C Supplemental Instructions provided for December 31, 2005. These Supplemental Instructions can be accessed via the Federal Reserve's Web site (www.federalreserve.gov/boarddocs/reportforms/supplemental.cfm?WhichFormID=FR_Y-9C).

Commitments to Originate and Sell Mortgage Loans

Bank holding companies should continue to follow the guidance provided on this subject in the FR Y-9C Supplemental Instructions provided for December 31, 2005. These Supplemental Instructions can be accessed via the Federal Reserve's Web site



Listing of Revisions

Revisions to the FR Y-9C for March 2008:

Report Form and Corresponding Instructions

- (1) Cover page. Updated reporting date to March 31, 2008.
- (2) Schedule HI, items 1.a.(1)(a) through 1.a.(1)(c). Replaced old item 1.a.(1) with new items for interest and fee income on (1) loans secured by 1-4 family residential properties, (2) all other loans secured by real estate, and (3) all other loans.
- (3) Schedule HI, memorandum items 6.f and 6.g. Renumbered preprinted captions for "Net change in the fair values of financial instruments accounted for under a fair value option" from 6.i to 6.f, and added the preprinted caption "Bank card and credit card interchange fees" to 6.g.
- (4) Schedule HI, memorandum items 7.h through 7.k. Added preprinted captions for "Accounting and auditing expenses," "Consulting and advisory expenses," "Automated teller machine (ATM) and interchange expenses," and "Telecommunications expenses."
- (5) Schedule HI, memoranda items 14.a, 14.a.(1), 14.b and 14.b.(1). Added new items for net gains (losses) recognized in earnings on assets and liabilities that are reported at fair value under a fair value option, with breakouts for (1) net gains (losses) on assets (2) estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk, (3) net gains (losses) on liabilities, and (4) estimated net gains (losses) on liabilities attributable to changes in instrument-specific credit risk.
- (6) Schedule HI-B, Part I, items 1.a.(1) and 1.a.(2). Moved old memoranda items 4.a, "1-4 family residential construction loans," and 4.b, "Other construction loans and all land development and other land loans," to items 1.a.(1) and 1.a.(2), respectively.
- (7) Schedule HI-B, Part I, items 1.e.(1) and 1.e.(2). Moved old memoranda items 5.a, "Loans secured by owner-occupied nonfarm nonresidential properties," and 4.b, "Loans secured by other nonfarm nonresidential properties" to items 1.e.(1) and 1.e.(2), respectively.
- (8) Schedule HC-C, items 1.a.(1) and 1.a.(2). Moved old memoranda items 7.a, "1-4 family residential construction loans," and 7.b, "Other construction loans and all land development and other land loans," to items 1.a.(1) and 1.a.(2), respectively.
- (9) Schedule HC-C, items 1.e.(1) and 1.e.(2). Moved old memoranda items 8.a, "Loans secured by owner-occupied nonfarm nonresidential properties," and 8.b, "Loans secured by other nonfarm nonresidential properties" to items 1.e.(1) and 1.e.(2), respectively.
- (10) Schedule HC-C, memoranda items 1.a and 1.b. Replaced memoranda item 1 for the total "Loans and leases restructured and in compliance with modified terms," with the two-way breakout for "Loans secured by 1-4 family residential properties in domestic offices" and "Other loans and all other leases (exclude loans to individuals for household, family, and other personal expenditures.)"
- (11) Schedule HC-C, memoranda item 9. Added new item for "Loans secured by 1-4 family residential properties in domestic offices in process of foreclosure."
- (12) Schedule HC-C, memoranda items 10.a through 10.d. Added new items for loans measured at fair value for: (1) loans secured by real estate with comparable breakouts as contained in Schedule HC-C, item 1, (2) commercial and industrial loans, (3) loans to

- individuals with comparable breakouts as contained in Schedule HC-C, item 6, and (4) other loans.
- (13) Schedule HC-C, memoranda items 11.a through 11.d. Added new items for the unpaid principal balances of loans measured at fair value for: (1) loans secured by real estate with comparable breakouts as contained in Schedule HC-C, item 1, (2) commercial and industrial loans, (3) loans to individuals with comparable breakouts as contained in Schedule HC-C, item 6, and (4) other loans.
- (14) Schedule HC-D. Added a new column A for items to be reported on a consolidated basis, and moved existing items to a new column B for items to be reported on a domestic office only basis.
- (15) Schedule HC-D, items 10 and 11.b. Deleted items for "Trading assets in foreign offices" and "Derivatives with a positive fair value: in foreign offices."
- (16) Schedule HC-D, items 6.a through 6.d. Added new items for loan categories: (1) loans secured by real estate with comparable breakouts as contained in Schedule HC-C, item 1, (2) commercial and industrial loans, (3) loans to individuals with comparable breakouts as contained in Schedule HC-C, item 6, and (4) other loans.
- (17) Schedule HC-D, item 13.b. Added new item for "All other trading liabilities."
- (18) Schedule HC-D, memoranda items 1.a through 1.d. Added new items for the unpaid principal balances of loans measured at fair value for: (1) loans secured by real estate with comparable breakouts as contained in Schedule HC-C, item 1, (2) commercial and industrial loans, (3) loans to individuals with comparable breakouts as contained in Schedule HC-C, item 6, and (4) other loans.
- (19) Schedule HC-D, memoranda items 3.a and 3.b. Added new items for loans measured at fair value that are past due 90 days or more: (1) fair value, and (2) unpaid principal balance. NOTE: This item is optional for March 2008, required beginning June 2008.
- (20) Schedule HC-D, memoranda items 4 through 10. Added the following new items to be completed by BHCs that reported trading assets of \$1 billion or more in any of the four preceding quarters: (1) asset back securities with comparable breakouts as contained in Schedule HC-B, memorandum item 5, with additional breakouts for both residential and commercial mortgage-backed securities, (2) collateralized debt obligations: synthetic and other, (3) retained beneficial interests in securitizations, (4) equity securities: with readily determinable fair values and other, (4) loans pending securitization, (5) other trading assets, and (6) other trading liabilities. NOTE: These items are optional for March 2008, required beginning June 2008.
- (21) Schedule HC-K, items 3.a. through 3.c. Added new items for quarterly averages of (1) loans secured by 1-4 family residential properties in domestic offices, (2) all other loans secured by real estate in domestic offices, and (3) all other loans in domestic offices.
- (22) Schedule HC-N, items 1.a.(1) and 1.a.(2). Moved old memoranda items 9.a, "1-4 family residential construction loans," and 9.b, "Other construction loans and all land development and other land loans," to items 1.a.(1) and 1.a.(2), respectively.
- (23) Schedule HC-N, items 1.e.(1) and 1.e.(2). Moved old memoranda items 10.a, "Loans secured by owner-occupied nonfarm nonresidential properties," and 10.b, "Loans secured by other nonfarm nonresidential properties" to items 1.e.(1) and 1.e.(2), respectively.
- (24) Schedule HC-N, memoranda items 1.a and 1.b. Replaced memoranda item 1 for the total "Restructured loans and leases included in items 1 through 8 above," with the two-way breakout for "Loans secured by 1-4 family residential properties in domestic offices" and

- "Other loans and all other leases (exclude loans to individuals for household, family, and other personal expenditures.)"
- (25) Schedule HC-N, memoranda items 5.b.(1) and 5.b.(2). Added new items for past due and nonaccrual loans measured at fair value and the unpaid principal balance. NOTE: These items are optional for March 2008, required beginning June 2008.
- (26) Schedule HC-P, items 1.c.(1), 1.c.(2), 2.c.(1), 2.c.(2), 3.c.(1), 3.c.(2), 4.c.(1), 4.c.(2). Added new items for open-end loans extended under lines of credit with breakouts for total commitment under the lines of credit and for principal amount funded under the lines of credit, for the categories: (1) Retail originations during the quarter of 1-4 family residential mortgage loans for sale, (2) Wholesale originations and purchases during the quarter of 1-4 family residential mortgages sold during the quarter, and (4) 1-4 family residential mortgages held for sale at quarter-end. NOTE: These items are optional for March 2008, required beginning June 2008.
- (27) Schedule HC-P, item 5.b. Added a new item for "Noninterest income for the quarter from the sale, securitization, and servicing of open-end 1-4 family residential mortgage loans extended under lines of credit." NOTE: This item is optional for March 2008, required beginning June 2008.
- (28) Schedule HC-P, items 6.a. through 6.c. Added new items for repurchases and indemnifications of 1-4 family residential mortgage loans during the quarter for (1) closed-end first liens, (2) closed-end junior liens, and (3) open-end loans extended under lines of credit with a breakout for the total commitment under the lines of credit and for the principal amount funded under the lines of credit. NOTE: Items 6(c)(1) and 6(c)(2) are optional for March 2008, required beginning June 2008.
- (29) *Schedule HC-Q, columns B and C.* Added two new columns to collect "Amounts Netted in the Determination of Total Fair Value" and "Level 1 Fair Value Measurements."
- (30) Schedule HC-S, Memoranda item 2.d. Added a new item for the outstanding principal balance of 1-4 family residential mortgages serviced for others that are in process of foreclosure at quarter-end.

Instructions Only

- (1) General Instructions-Negative Entries. Expanded the list of items for which negative entries may be made.
- (2) Schedule HI, General Instructions. Clarified the description of assets and liabilities accounted under the fair value option.
- (3) Schedule HI, items 5(1) and 7(d). Clarified the instructions to reference the new threshold for disclosing significant components of other noninterest expense and other noninterest income in memoranda items 6 and 7, and described the new preprinted captions in these memoranda items.
- (4) Schedule HC-B, item 4. Clarified the instruction to indicate that the item includes mortgage-backed commercial paper not held for trading, and made editorial corrections to the exclusion list for this item.
- (5) Schedule HC-C, General Instructions. Modified the instruction to reference reporting under the fair value option and the reporting of loans and leases classified as trading.

- (6) Schedule HC-D, General Instructions. Revised criteria for filing this schedule from having reported average trading assets of \$2 million or more for any quarter of the preceding calendar year to having reported average trading assets of \$2 million or more for any of the four preceding quarters.
- (7) Schedule HC-E, memoranda items 1, 2 and 3. Revised reporting treatment of certain brokered deposits.
- (8) *Schedule HC-L, item 1.c.(1).* Made editorial corrections.
- (9) Schedule HC-R, items 52 and 54. Clarified instructions for the reporting of credit derivatives.
- (10) Glossary, entry for Deposits. Inserted discussion of the reporting of retail sweep arrangements affecting transaction and nontransaction accounts.
- (11) Glossary, entry for Trading Account. Revised the entry to address reporting treatment under a fair value option and classification as trading securities, and conditions upon which BHCs may classify certain assets and liabilities as trading.

Revisions to the FR Y-9LP for March 2008:

Report Form and Corresponding Instructions

- (1) Cover page. Updated reporting date to March 31, 2008.
- (2) _Schedule PI, memoranda 5. Added a new memorandum item, "Net change in fair values of financial instruments or servicing assets and liabilities at fair value under a fair value option."
- (3) *Schedule PI-A, Part II, item 5.* Added a new item, "Outlays for business acquisitions," and renumbered existing item 5 as new item 7.
- (4) Schedule PI-A, Part II, item 6. Added a new item, "Proceeds from business divestitures," and renumbered existing item 6 as new item 8.
- (5) *Schedule PI-A, Part III, items 1 and 2.* Combined items into a single item for "Net change in purchased funds and other short-term borrowings."
- (6) Schedule PC, memoranda item 1. Added a new memoranda item, "Financial assets and liabilities measured at fair value under a fair value option," collecting data items 1.a., "Total assets," and 1.b., "Total liabilities."

Instructions Only

(1) Schedule PC, item 20(e). Clarified instruction to include the net unrealized holding gains (losses) of the BHCs proportionate share of its consolidated subsidiaries' available-for-sale securities.

Revisions to the FR Y-11/S for March 2008

Report Form and Corresponding Instructions

- (1) Cover Page. Revised the reporting date to March 31, 2008.
- (2) Cover Page. Added e-mail address of the contact person.
- (3) Schedule IS. Added a new noninterest income item, "Fees and commissions from annuity sales."
- (4) *Schedule IS, memoranda item 2.* Added a new memorandum item, "Net change in fair values of financial instruments or servicing assets and liabilities at fair value under a fair value option."
- (5) *Schedule BS, memoranda item 1.* Added a new memoranda item, "Financial assets and liabilities measured at fair value under a fair value option," collecting data items 1.a., "Total assets," and 1.b., "Total liabilities."

Instructions Only

- (1) General Instructions. Clarified quarterly and annual filing criteria.
- (2) *General Instructions*. Eliminated reporting by trust preferred securities subsidiaries and removed all related reporting instructions.
- (3) Schedule IS, item 5(a)(3) and 5(b). Clarified instructions for reporting trading revenue and noninterest income from related organizations.

SUMMARY OF EDIT CHANGES EFFECTIVE FOR MARCH 31, 2008, FR Y-9C, FR Y-9LP, FR Y-11 and FR Y-11S CHECKLISTS

FR Y-9C (Validity - V, Quality - Q, Intraseries - I)

New Edits:

Validity

0101, 0102, 0103, 0104, 0105, 0106, 0107, 0108, 0109, 0110, 0111, 0112, 0113, 0114,0115, 0116, 0117, 0118, 0119, 0120, 0121, 0122, 0123, 0124, 0125, 0126, 0127, 0128, 0129, 0130, 0131, 0132, 0133, 0134, 0135, 0136, 0137, 0138, 0139, 0140, 0141, 0149

Quality

0079, 0080, 0084, 0085, 0086, 0090, 0091, 0092, 0142, 0143, 0144, 0146, 0147, 0148, 0149, 0150, 0151, 0152, 0153, 0154, 0155, 0156, 0157, 0158, 0159, 0160, 0161, 0162, 0163, 0164, 0165, 0166, 0167, 0168, 0169, 0170, 0171, 0172, 0173, 0174, 0175, 0176, 0177, 0178, 0179, 0180, 0181, 0182, 0183, 0184, 0185, 0186, 0187, 0188, 0189, 0190, 0191, 0192, 0193, 0194, 0195, 0196, 0197, 0198, 0199, 0200, 0201, 0202, 0203, 0204, 0205, 0206, 0207, 0208, 0209, 0210, 0211, 0212, 0213, 0214, 0215, 0216, 0217, 0220, 0222, 0223, 0224, 0225, 0227, 0228, 0229, 0230, 0231, 0231, 0233, 0234, 0235, 0236, 0237, 0238, 0239, 0240, 0241, 0242, 0243, 0244, 0245, 0246, 0247, 0248, 0249, 0250, 0251, 0252, 0253, 0254, 0255, 0256, 0257, 0258, 0259, 0260, 0261, 0262, 0263, 0264, 0265, 0266, 0267, 0268, 0269, 0270, 0271, 0272, 0273, 0274, 9406(HC-CM1a), 9430(HC-D1B), 9430(HC-D2B), 9430(HC-D3B), 9430(HC-D4aB), 9430(HC-D4bB), 9430(HC-D4cB), 9430(HC-D5B), 9430(HC-D6aA), 9430(HC-D6a1B), 9430(HC-D6a2B), 9430(HC-D6a3aB), 9430(HC-D6a3b(i)B), 9430(HC-D6a3b(ii)B), 9430(HC-D6a5b(ii)B), 9430(HC-D6a5b(ii)B), 9430(HC-D6a5b(ii)B), 9430(HC-D6a5b(D6c1B), 9430(HC-D6c2A), 9430(HC-D6c2B), 9430(HC-D6c3A), 9430(HC-D6c3B), 9430(HC-D6dA), 9430(HC-D6dB), 9430(HC-D9B), 9430(HC-D11B), 9430(HC-D12B), 9430(HC-D13aB), 9430(HC-D13bA), 9430(HC-D13bB), 9430(HC-D13bA), 9430(HC-D14B), 9430(HC-D15B), 9520(HC-NM1aA), 9520(HC-NM1aB), 9520(HC-NM1aC), 9530(HC-NM5b1A), 9530(HC-NM5b1B), 9530(HC-NM5b1C), 9530(HC-NM5b2A), 9530(HC-NM5b2B), 9530(HC-NM5b2C), 9550(HC-P1c1), 9550(HC-P1c2), 9550(HC-P2c1). 9550(HC-P2c2), 9550(HC-P3c1), 9550(HC-P3c2), 9550(HC-P4c1), 9550(HC-P4c1) P4c2), 9550(HC-P5b), 9550(HC-P6a), 9550(HC-P6b), 9550(HC-P6c1), 9550(HC-P6c2)

Intraseries

0077, 0078, 0081, 0082, 0083, 0087, 0088, 0089, 0093, 0094, 0095, 0096, 0097, 0098, 0099, 0100, 0101, 0102, 0103, 0104, 0105, 0106, 0107, 0108, 0109, 0110, 0111, 0112, 0113, 0114, 0115, 0116, 0117, 0118, 0119, 0120, 0121, 0122, 0123, 0124, 0125, 0126, 0127, 0128, 0129, 0130, 0131, 0132, 0133, 0134, 0135, 0136, 0138, 0139, 0140, 0141, 0145, 0218, 0219, 0226

Revised Edits (if renumbered, old edit # is in parentheses):

0142(Q0054), 0143(Q0055), 0144(Q0056), 0145(Q0057), 0146(Q0058), Validity

> 0147(00059), 0148(00060), 1050, 1240, 1300, 1600, 1620, 1680, 1700, 2250, 2275, 2410, 2430, 2479, 2489, 2509, 2524, 3080, 3120, 3125, 3230, 3240, 3255,

3270, 3280, 3290, 3445, 3455, 3460, 3465, 3470, 3475

0001, 0002, 0013, 0014, 0046, 0047, 0050, 0051, 0053, 0061, 0062, 5139, 5276, **Intraseries**

> 5297, 6010, 6030, 6040, 6216, 6218, 6227, 6570, 6600, 6605, 6695, 6725, 6736, 6737, 6738, 6739, 6741, 6742, 6743, 6744, 6745, 6746, 6747, 6748, 6749, 6751,

6752, 6753, 6756

Quality

0052, 0054, 0055, 0056, 0057, 0058, 0059, 0060, 0066, 0067, 0069, 0070, 0073, 0074, 5260, 5261, 5262, 5263, 5264, 5265, 5275, 5280, 5281, 5282, 5283, 5284, 5285, 5295, 6028, 6216, 6218, 6227, 6360, 6660, 6663, 6664, 6666, 6690, 6700, 6720, 6916, 9000(HI-1a1a), 9200(HI-Mem6f), 9406(HC-CM1b), 9430(HC-D1A), 9430(HC-D2A), 9430(HC-D3A), 9430(HC-D4aA), 9430(HC-D4bA), 9430(HC-D4cA), 9430(HC-D5A), 9430(HC-D9A), 9430(HC-D11A), 9430(HC-D11A) D12A), 9430(HC-D13aA), 9430(HC-D14A), 9430(HC-D15A), 9520(HC-NM1bA), 9520(HC-NM1bB), 9520(HC-NM1bC), 9520(HC-NM5aA), 9520(HC-NM5aB), 9520(HC-NM5aC), 9550(HC-P1a), 9550(HC-P1b), 9550(HC-P2a), 9550(HC-P2b), 9550(HC-P3a), 9550(HC-P3b), 9550(HC-P4a), 9550(HC-P4b), 9550(HC-P5a)

Revised and renumbered from 9280

Ouality

9260(HI-B(I)1a1A), 9260(HI-B(I)1a1B), 9260(HI-B(I)1a2A), 9260(HI-B(I)1a2B), 9260(HI-B(I)1e1A), 9260(HI-B(I)1e1B), 9260(HI-B(I)1e2A), 9260(HI-B(I)1e2B)

Revised and renumbered from 9422

Quality

9406(HC-C1a1B), 9406(HC-C1a2B), 9406(HC-C1e1B), 9406(HC-

C1e2B)

Revised and renumbered to 9260

Ouality

9280(HI-B(I)Mem4aA), 9280(HI-B(I)Mem4aB), 9280(HI-B(I)Mem5aA), 9280(HI-B(I)Mem5aB), 9280(HI-B(I)Mem4bA), 9280(HI-B(I)Mem4bB), 9280(HI-B(I)Mem5bA), 9280(HI-B(I)Mem5bB)

Revised and renumbered to 9406

Quality

9422(HC-CM7a), 9422(HC-CM7b), 9422(HC-CM8a), 9422(HC-CM8b)

Revised and renumbered from 9420

Quality

9540(HC-N1a1A), 9540(HC-N1a1B), 9540(HC-N1a1C), 9540(HC-N1a2A), 9540(HC-N1a2B), 9540(HC-N1a2C), 9540(HC-N1e1A), 9540(HC-N1e1B), 9540(HC-N1e1C), 9540(HC-N1e2A), 9540(HC-N1e2B), 9540(HC-N1e2C),

Revised and renumbered from 9540

Quality

9520(HC-N1a1A), 9520(HC-N1a1B), 9520(HC-N1a1C), 9520(HC-N1a2A), 9520(HC-N1a2B), 9520(HC-N1a2B), 9520(HC-N1e1A), 9520(HC-N1e1B), 9520(HC-N1e1C), 9520(HC-N1e2A), 9520(HC-N1e2B), 9520(HC-N1e2C)

Deleted Edits:

Validity

1550, 1555, 1560, 1565, 2470, 2472, 2481, 2482, 2483, 2491, 2492, 2493, 2511, 2512, 2513, 2526, 2527, 2528, 3360, 3370, 3380, 3478, 3479, 3480, 3481, 3482, 3483

Quality

0142, 5273, 5293, 9260(HI-B(I)1aA), 9260(HI-B(I)1aB), 9260(HI-B(I)1eA), 9260(HI-B(I)1eB), 9406(HC-C1aB), 9406(HC-C1eB), 9430(HC-D11b), 9430(HC-D10), 9520(HC-N1aA), 9520(HC-N1aB), 9520(HC-N1aC), 9520(HC-N1eA), 9520(HC-N1eC)

Intraseries

0044, 0045, 0048, 0049, 6035, 6045

FR Y-9LP (Validity - V, Quality - Q, Intraseries - I)

New Edits:

Intraseries 0100, 0101, 0102, 0103, 0104, 0105, 0106, 0107, 0108, 0109, 0110, 0111, 0112,

0113, 0114, 0115, 0116, 0117, 0118, 0119, 0120, 0121, 0122, 0123, 0124, 0125,

0126, 0127, 0128, 0129, 0130, 0140, 0141, 0144, 0145, 0147

Quality 0131, 0132, 0133, 0134, 0135, 0136, 0137, 0142, 0143, 0146, 0148, 0149,

9090(PI-A(II)5, 9090(PI-A(II)6)

Revised Edits:

Validity 0355, 0375, 0385

Intraseries 0500(PI-1a1), 0662(PI-A(II)1)

Quality 0910(PC-B15a), 9100(PI-A(II)7), 9100(PI-A(II)8), 9110(PI-A(III)1),

Deleted Edits:

Quality 0910(PC-B15b), 0910(PC-B15c), 0910(PC-B15d), 0910(PC-B15e),

0910(PC-B15f), 0910(PC-B15g), 0910(PC-B15h), 9110(PI-A(III)2)

Intraseries 0500(PI-1a2), 0500(PI-1a3), 0500(PI-1a4), 0500(PI-1b1), 0500(PI-1b2), 0500(PI-

1b3), 0500(PI-1b4), 0500(PI-1c1), 0500(PI-1c2), 0500(PI-1c3), 0500(PI-1c4), 0500(PI-2a), 0500(PI-2b) 0500(PI-2d), 0500(PI-M1), 0500(PI-M1), 0500(PI-M3), 0500(PI-M4), 0662(PI-A(II)2), 06620664(PI-A(III)2), (PI-A(II)3), 0662(PI-A(II)4), 0664(PI-A(III)1), 0664(PI-A(III)2), 0664(PI-A(III)5), 0664(PI-A(III)6),

0664(PI-A(III)7), 0664(PI-A(III)8), 0664(PI-A(III)9), 0664(PI-A(III)10),

0664(PI-A(III)11)

FR Y-11 (Validity - V)

Revised Edits:

Validity: 180

FR Y-11S (Validity - V)

New Edits:

Validity: 100