

Board of Governors of the Federal Reserve System



**Financial Statements of Foreign Subsidiaries
 of U.S. Banking Organizations—FR 2314**

This Report is required by law: Section 5(c) of the Bank Holding Company Act (12 U.S.C. § 1844(c)), section 10 of Home Owners' Loan Act (HOLA) (12 U.S.C. § 1467a(b)), sections 9, 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 324, 602, and 625), section 165 of the Dodd-Frank Act (12 U.S.C. § 5365), and section 252.153(b)(2) of Regulation YY (12 CFR 252.153(b)(2)).

The Financial Statements of Foreign Subsidiaries of U.S. Banking Organizations (USBO) are to be prepared in accordance with the instructions provided by the Federal Reserve System. The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, a collection of information unless it displays a currently valid OMB control number.

NOTE: The Financial Statements of Foreign Subsidiaries of U.S. Banking Organizations must be signed by an authorized officer of the parent U.S. banking organization.

Date of Report: _____
 Month / Day / Year (SUBS 9999)

I, the undersigned officer of the parent U.S. banking organization attest that the FR 2314 reports listed on the following page(s) for this report date have been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

 Printed Name of Officer (SUBS C490)

 Title of Officer (SUBS C491)

 Signature of Officer

 Date of Signature (MM/DD/YYYY) (SUBS J196)

 Legal Name of the Parent USBO (TEXT 9010)

 (Mailing Address of the Parent USBO) Street / PO Box (TEXT 9110)

 City (TEXT 9130) State (TEXT 9200) Zip Code (TEXT 9220)

Number of reports attested to under this signature.....

SUBC	
J444	

Person in the U.S. to whom questions about these reports should be directed:

To be completed for the December report only.
 Indicate whether the subsidiary(ies) meets the annual or quarterly filing criteria for December (Enter "1" for annual; enter "2" for quarterly).....

SUBC	
6909	

 Name / Title (TEXT 8901)

 Area Code / Phone Number (TEXT 8902)

 Area Code / FAX Number (TEXT 9116)

 E-mail Address of Contact (TEXT 4086)

Return to the appropriate Federal Reserve District Bank the completed original and the number of copies specified by that District Bank.

<p>For Federal Reserve Bank Use Only</p> <p>Parent RSSD ID _____</p> <p>SUB RSSD ID _____</p> <p>C.I. _____</p>
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Detailed Listing of Subsidiaries

Parent U.S. banking organizations must provide the information requested below for each foreign subsidiary included in this submission. This page must be attached to page 1 and placed in the banking organization's file and should not be submitted to the Reserve Bank.

Name(s) of Foreign Subsidiary	Mailing Address	Subsidiary RSSD ID
1. _____ Legal Name of Foreign Subsidiary	_____ Street / PO Box _____ City Country	_____ RSSD ID
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Note: If there are more than 10 submissions, attach additional pages.

Legal Name of Foreign Subsidiary (TEXT 9012)

(Mailing Address of Foreign Subsidiary) Street / PO Box (TEXT 9013)

If the name of the foreign subsidiary has changed since the previous FR 2314 was filed with the Federal Reserve, indicate the former name of the company. (TEXT 9023)

City (TEXT 9024)

Country (TEXT 9005)

Schedule IS—Income Statement (calendar year-to-date)

	Dollar Amounts in Thousands	SUBI	Amount	
1. Interest income:				
a. Interest and fee income from nonrelated organizations		A028		1.a.
b. Interest and fee income from related organizations		A029		1.b.
c. Total interest income (sum of items 1.a and 1.b)		4107		1.c.
2. Interest expense:				
a. Interest expense pertaining to nonrelated organizations		A030		2.a.
b. Interest expense pertaining to related organizations		A031		2.b.
c. Total interest expense (sum of items 2.a and 2.b)		4073		2.c.
3. Net interest income (item 1.c minus item 2.c)		4074		3.
4. Provision for loan and lease losses (must equal Schedule IS-B, item 4)		4230		4.
5. Noninterest income:				
a. From nonrelated organizations:				
(1) Income from fiduciary activities		4070		5.a.(1)
(2) Service charges on deposit accounts		4080		5.a.(2)
(3) Trading revenue		A220		5.a.(3)
(4) Investment banking, advisory, brokerage, and underwriting fees and commissions		B490		5.a.(4)
(5) Venture capital revenue		B491		5.a.(5)
(6) Net servicing fees		B492		5.a.(6)
(7) Net securitization income		B493		5.a.(7)
(8) Insurance commissions and fees		B494		5.a.(8)
(9) Fees and commissions from annuity sales		C887		5.a.(9)
(10) Other noninterest income		B497		5.a.(10)
b. From related organizations		4619		5.b.
c. Total noninterest income (sum of items 5.a.(1) through 5.a.(10) and 5.b)		4079		5.c.
6. Realized gains (losses) on securities not held in trading accounts		4091		6.
7. Noninterest expense:				
a. Pertaining to nonrelated organizations		A034		7.a.
b. Pertaining to related organizations		C376		7.b.
c. Total noninterest expense (sum of items 7.a and 7.b)		4093		7.c.
8. Income (loss) before extraordinary items and other adjustments (sum of items 3, 5.c, and 6, minus items 4 and 7.c)		3631		8.
9. Applicable income taxes (benefits) (estimated)		4302		9.
10. Extraordinary items, net of applicable income taxes		4320		10.
11. Equity in undistributed income (loss) of subsidiary(ies)		3147		11.
12. Net income (loss) (sum of items 8, 10, and 11 minus item 9)		4340		12.

Memoranda

	Dollar Amounts in Thousands	SUBI	Amount	
<i>Memorandum item 1 is to be completed by nonbank subsidiaries that are required to complete Schedule BS-A, Memorandum items 1.b and 1.c.</i>				
1. Noncash income from negative amortization on closed-end loans secured by 1–4 family residential properties (included in Schedule IS, item 1.a)		F228		M.1.
<i>Memorandum item 2 is to be completed by subsidiaries that have elected to account for financial instruments or servicing assets and liabilities at fair value under a fair value option.</i>				
2. Net change in fair values of financial instruments accounted for under a fair value option (included in items 5.a.(3), 5.a.(6), 5.a.(10) and 5.b above)		J980		M.2.

Schedule IS-A—Changes in Equity Capital

	Dollar Amounts in Thousands		
	SUBI	Amount	
1. Equity capital most recently reported for the end of previous calendar year (i.e., after adjustments from amended Income Statements)	3217		1.
	SUBT		
2. Net income (loss) (must equal Income Statement, item 12)	4340		2.
	SUBI		
3. Sale, conversion, acquisition, or retirement of common stock and perpetual preferred stock	A035		3.
4. LESS: Cash dividends declared	4598		4.
5. Other comprehensive income ¹	B511		5.
6. Other adjustments to equity capital	3581		6.
7. Total equity capital at end of current period (sum of items 1, 2, 3, 5 and 6 minus item 4) (must equal Schedule BS, item 18.g).....	SUBT		
	3210		7.

1. Includes changes in net unrealized holding gains (losses) on available-for-sale securities, changes in accumulated net gains (losses) on cash flow hedges, cumulative foreign currency translation adjustments, and changes in minimum pension liability adjustments.

Schedule IS-B—Changes in Allowance for Loan and Lease Losses

	Dollar Amounts in Thousands		
	SUBI	Amount	
1. Balance most recently reported at end of previous calendar year (i.e., after adjustments from amended Income Statements)	3124		1.
2. Recoveries	4605		2.
3. LESS: Charge-offs.....	C079		3.
	SUBT		
4. Provision for loan and lease losses (must equal Schedule IS, item 4).....	4230		4.
	SUBI		
5. Adjustments	4815		5.
6. Balance at end of current period (sum of items 1, 2, 4 and 5 minus item 3) (must equal Schedule BS, item 3.b)	SUBT		
	3123		6.

Schedule BS—Balance Sheet

	Dollar Amounts in Thousands		
	SUBC	Amount	
Assets			
1. Cash and balances due from depository institutions	0010		1.
2. Securities:			
a. Held-to-maturity securities	1754		2.a.
b. Available-for-sale securities.....	1773		2.b.
3. Loans and lease financing receivables (including federal funds sold):			
a. Loans and lease financing receivables, net of unearned income (from Schedule BS-A, item 6)	2122		3.a.
b. LESS: Allowance for loan and lease losses (from Schedule IS-B, item 6).....	3123		3.b.
c. Loans and lease financing receivables, net of unearned income and allowance for loan and lease losses (item 3.a minus 3.b)	2125		3.c.
4. Trading assets	3545		4.
5. Premises and fixed assets (including capitalized leases)	2145		5.
6. Other real estate owned	2150		6.
7. All other assets	1724		7.
8. Claims on nonrelated organizations (sum of items 1, 2, 3.c through 7).....	C377		8.
9. Balances due from related institutions, gross	C378		9.
10. Total assets (sum of items 8 and 9) (must equal item 19).....	2170		10.

Schedule BS—Continued

		Dollar Amounts in Thousands		SUBC	Amount	
Liabilities and Equity Capital						
11. Trading liabilities.....				3548		11.
12. Other borrowed money with a remaining maturity of one year or less (including commercial paper issued and federal funds purchased).....				C379		12.
13. Other borrowed money with a remaining maturity of more than one year (including subordinated debt and limited-life preferred stock and related surplus)				1729		13.
14. Other liabilities.....				2750		14.
15. Liabilities to nonrelated organizations (sum of items 11 through 14)				A012		15.
16. Balances due to related institutions, gross.....				C380		16.
17. Total liabilities (sum of items 15 and 16).....				2948		17.
18. Equity capital:						
a. Stock.....				3230		18.a.
b. Surplus (exclude all surplus related to preferred stock)				3240		18.b.
c. Retained earnings				3247		18.c.
d. Accumulated other comprehensive income ¹				B530		18.d.
e. General and limited partnership shares and interests.....				F033		18.e.
f. Other equity capital components ²				A130		18.f.
g. Total equity capital (sum of items 18.a through 18.f) (must equal Schedule IS-A, item 7)				3210		18.g.
19. Total liabilities and equity capital (sum of items 17 and 18.g) (must equal item 10)				3300		19.

1. Includes net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses) on cash flow hedges, cumulative foreign currency translation adjustments, and minimum pension liability adjustments.
2. Includes treasury stock and unearned Employee Stock Ownership Plan shares.

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C.I. _____

		Dollar Amounts in Thousands		SUBC	Amount	
Derivatives and Off-Balance-sheet Items						
20. Unused commitments on securities underwriting.....				3817		20.
21. Unused commitments on loans and all other unused commitments.....				A013		21.
22. Standby letters of credit and foreign office guarantees				A014		22.
23. Commercial and similar letters of credit.....				3411		23.
24. Commitments to purchase foreign currencies and U.S. dollar exchanges (spot, forward, and futures)				3415		24.
25. All other futures and forward contracts (excluding contracts involving foreign exchange).....				A015		25.
26. Option contracts:						
a. Written option contracts.....				A098		26.a.
b. Purchased option contracts				A099		26.b.
27. Notional value of interest rate swaps				3450		27.
28. Notional value of exchange swaps (e.g., cross-currency swaps)				3826		28.
29. Notional value of other swaps				3829		29.
30. All other off-balance-sheet liabilities				A100		30.

Memoranda

		Dollar Amounts in Thousands		SUBC	Amount	
<i>Memoranda items 1.a. and 1.b. are to be completed by subsidiaries that have elected to account for financial instruments or servicing assets and liabilities at fair value under a fair value option.</i>						
1. Financial assets and liabilities measured at fair value under a fair value option						
a. Total assets.....				F819		M.1.a.
b. Total liabilities.....				F820		M.1.b.

Schedule BS-A—Loans and Lease Financing Receivables

(exclude balances with related institutions)

	Dollar Amounts in Thousands		
	SUBC	Amount	
1. Loans secured by real estate	1410		1.
2. Loans to depository institutions	3622		2.
3. Commercial and industrial loans	3623		3.
4. Loans to individuals for personal, household, and other personal expenditures	1975		4.
5. All other loans and lease financing receivables	A017		5.
6. Total loans and lease financing receivables (sum of items 1 through 5 above)	SUBT		
(must equal Schedule BS, item 3.a)	2122		6.
7. Past due and nonaccrual loans and leases:	SUBC		
a. Loans and leases past due 30 through 89 days	1406		7.a.
b. Loans and leases past due 90 days or more	1407		7.b.
c. Nonaccrual loans and leases	1403		7.c.
d. Loans restructured in troubled debt restructurings (included in items 7.a through 7.c above)	J979		7.d.

Memoranda

	Dollar Amounts in Thousands		
	SUBC	Amount	
1. Closed-end loans with negative amortization features secured by 1–4 family residential properties:			
<i>Memorandum item 1.a is to be completed by all nonbank subsidiaries</i>			
a. Total carrying amount of closed-end loans with negative amortization features secured by 1–4 family residential properties (included in Schedule BS-A, item 1)	F230		M.1.a.
<i>Memoranda items 1.b and 1.c are to be completed by nonbank subsidiaries that had closed-end loans with negative amortization features secured by 1–4 family residential properties (included in Schedule BS-A, item 1) as of the previous December 31 report date, in excess of 5 percent of total loans and leases, net of unearned income (as reported in Schedule BS-A, item 6)</i>			
b. Total maximum remaining amount of negative amortization contractually permitted on closed-end loans secured by 1–4 family residential properties	F231		M.1.b.
c. Total amount of negative amortization on closed-end loans secured by 1–4 family residential properties included in the carrying amount reported in Memorandum item 1.a above	F232		M.1.c.

Schedule BS-M—Memoranda
(exclude balances with related institutions)

Dollar Amounts in Thousands	SUBC	Amount	
1. Balances due from depository institutions, gross:			
a. Balances due from depository institutions in the U.S. (including their IBFs)	0069		1.a.
b. Balances due from banks in foreign countries:			
(1) Foreign branches of U.S. banks	0073		1.b.(1)
(2) Other banks in foreign countries.....	0074		1.b.(2)
2. Balances due from foreign central banks.....	0091		2.
3. Equity interest in nonrelated organizations.....	0399		3.
4. Assets held in trading accounts (excluding trading balances with related organizations):			
a. Securities of U.S. government and its agencies	5468		4.a.
b. Securities of all foreign governments and official institutions.....	5469		4.b.
c. Equity securities.....	5470		4.c.
d. Corporate bonds, notes and debentures	5477		4.d.
e. Revaluation gains on interest rate, foreign exchange rate, and other commodity and equity contracts	A210		4.e.
f. Loans	G208		4.f.
(1) Loans that are past due 90 days or more:			
(a) Fair value	F639		4.f.(1)(a)
(b) Unpaid principal balance	F640		4.f.(1)(b)
g. Other (including commercial paper)	5478		4.g.
5. Other assets:			
a. Accrued interest receivable	B556		5.a.
b. Prepaid expenses	A022		5.b.
c. Net deferred tax assets	A023		5.c.
d. Accounts receivable	A024		5.d.
e. Intangible assets.....	2143		5.e.
6. Deposits.....	2200		6.
7. Balances due to U.S. and foreign banks.....	C381		7.
8. Other liabilities:			
a. Expenses accrued and unpaid	A025		8.a.
b. Net deferred tax liabilities.....	A026		8.b.
c. Accounts payable.....	A027		8.c.

Notes to the Financial Statements

Enter in the lines provided below any additional information on specific line items on the financial statements that the U.S. banking organization wishes to explain that are material in amount and cannot be disclosed separately in the existing line items.

Each additional piece of information disclosed should include the appropriate reference to the financial statement and item number, as well as a description of the additional information and the dollar amount (in thousands of dollars) associated with that disclosure.

Example

A banking organization's nonbank subsidiary reports \$1 million in "All other assets." Of this amount, \$500,000 is related to accounts receivable. Enter on the line item below the following information:

SUBS		SUBC	Amount
0000	Accounts receivable of \$500,000 are included in line item 7,		
	"All other assets," on the balance sheet.		
		0000	500

Notes to the Financial Statements

	SUBS	Dollar Amounts in Thousands	SUBC	Amount	
1.	B057				
			B057		1.
2.	B058				
			B058		2.
3.	B059				
			B059		3.
4.	B060				
			B060		4.
5.	B061				
			B061		5.
6.	B062				
			B062		6.
7.	B063				
			B063		7.
8.	B064				
			B064		8.
9.	B065				
			B065		9.
10.	B066				
			B066		10.

Board of Governors of the Federal Reserve System



Abbreviated Financial Statements of Foreign Subsidiaries of U.S. Banking Organizations—FR 2314S

Report at the close of business as of the last calendar day in December

This Report is required by law: Section 5(c) of the Bank Holding Company Act (12 U.S.C. § 1844(c)), section 10 of Home Owners' Loan Act (HOLA) (12 U.S.C. § 1467a(b)), sections 9, 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 324, 602, and 625), section 165 of the Dodd-Frank Act (12 U.S.C. § 5365), and section 252.153(b)(2) of Regulation YY (12 CFR 252.153(b)(2)).

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Date of Report: _____
 Month / Day / Year (SUBS 9999)

I, the undersigned officer of the parent U.S. banking organization attest that the FR 2314S reports listed on the following page(s) for this report date have been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

 Printed Name of Officer (SUBS C490)

 Legal Name of the Parent USBO (TEXT 9010)

 Title of Officer (SUBS C491)

 (Mailing Address of the Parent USBO) Street / PO Box (TEXT 9110)

 Signature of Officer

 City (TEXT 9130) State (TEXT 9200) Zip Code (TEXT 9220)

 Date of Signature (MM/DD/YYYY) (SUBS J196)

Number of reports attested to under this signature

SUBC	J444	
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 Name / Title (TEXT 8901)

<p>For Federal Reserve Bank Use Only</p> <p>Parent RSSD ID _____</p> <p>SUB RSSD ID _____</p> <p>C.I. _____</p>
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 Area Code / Phone Number (TEXT 8902)

 Area Code / FAX Number (TEXT 9116)

 E-mail Address of Contact (TEXT 4086)

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Abbreviated Financial Statements

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If the name of the foreign subsidiary has changed since the previous FR 2314S was filed with the Federal Reserve, indicate the former name of the company. (TEXT 9023)

City (TEXT 9024)

Country (TEXT 9005)

Dollar Amounts in Thousands

	SUBI	Amount	
1. Net income.....	4340		1.
	SUBC		
2. Total assets.....	2170		2.
3. Equity capital.....	3210		3.
4. Total off-balance-sheet items.....	2013		4.
5. Has the foreign subsidiary elected to account for certain assets and liabilities under a fair value option with changes in fair value recognized in earnings? (Enter "1" for Yes; enter "0" for No).....	0=No 1=Yes	SUBI F822	5.