



Instructions for Preparation of
**The Bank Holding Company
Report of Changes in
Investments and Activities**

Reporting Form FR Y-6A

Effective November 1, 1998

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Instructions for Preparation of the Bank Holding Company Report of Changes in Investments and Activities— (FRY-6A)

General Instructions

All top-tier bank holding companies are required to file the Bank Holding Company Report of Changes in Investments and Activities to report changes to the bank holding company and its regulated investments.

Changes include acquisitions, divestitures, transfers, name or location changes, and corrections to incorrectly reported information. The top-tier bank holding company must report this information to the appropriate Reserve Bank and should report for all regulated entities in the bank holding company's corporate structure including lower-tier bank holding companies. The report must be filed within 30 calendar days of the change.

Organization of the Instructions

The instruction book is divided into six sections:

- (1) The General Instructions describing overall reporting requirements.
- (2) The Specific Instructions for completing the Cover Page,
- (3) The Specific Instructions for completing the Characteristics Schedule of the report,
- (4) The Specific Instructions for completing the Activities/Investments Schedule of the report,
- (5) Appendices including explanations of regulatory provisions,
- (6) Detailed examples of how to complete the report.

Who Must Report

Companies reportable on the FRY-6A include:

- The bank holding company itself,
- All banking and nonbanking subsidiaries of the bank

holding company as well as subsidiaries of its banks and nonbanks. Subsidiaries of the bank holding company are controlled, as defined in section 225.2(e)(1) of Regulation Y, either directly or indirectly through other subsidiaries,

- All companies that the bank or bank holding company, directly or indirectly through a controlled company (subsidiary), owns or controls in excess of 5 percent of any class of voting securities, including:¹
 - Banks or bank holding companies held by a subsidiary bank or other subsidiary company in a fiduciary capacity and the subsidiary bank or other subsidiary company has the sole discretionary power to vote the shares,
 - Qualified savings banks as defined in section 2(m) of the Bank Holding Company Act,
 - Companies that the bank holding company, directly or indirectly, holds through a controlled qualified savings bank,
 - Companies held by a subsidiary that is a Small Business Investment Company registered by the Small Business Administration,
 - Banks, bank holding companies, and other companies acquired in the regular course of securing or collecting a debt contracted in good faith,
 - Companies established by the bank holding company or its subsidiaries to hold assets acquired through the regular course of securing or collecting a debt contracted in good faith,
 - Partnerships (general or limited) in which the bank holding company, directly or indirectly through a

1. A company that owns, controls, or holds securities that are immediately convertible into voting securities is presumed to control the voting securities. See 12 C.F.R. 225.31(d)(1).

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controlled company, owns or controls a proportionate interest representing in excess of 5 percent,

- Interests or shares in general or limited partnerships if such interests or shares entitle the holder to any of the following: (1) vote for or select partners, directors, or trustees (or other persons exercising a similar function of the issuing partnership); or (2) vote on or direct the conduct of the operations or other significant policies of the partnership,
- Companies that are held in a fiduciary capacity when ownership, control, or beneficial interest of the acquired company exceeds 5 percent of voting shares and the shares are held for the benefit of the bank holding company, its shareholders, or its employees,
- All banks or bank holding companies that the bank holding company, directly or indirectly through a controlled company, owns or controls in excess of 25 percent of any class of nonvoting equity,
- All companies that the bank holding company, directly or indirectly through a controlled company, otherwise controls or manages,
- All companies that the Board has deemed to be controlled in accordance with section 225.31 of Regulation Y.
- Until further notice, report all investments in Edge and Agreement corporations, which the bank holding company, directly or indirectly through a controlled company, owns in excess of 5 percent of any class of voting shares.

Do not report the following:

- Assets (other than shares of a company) acquired in lieu of debts previously contracted,
- Companies in which the ownership interest or control is 5 percent or less of any class of voting securities,
- Banks or bank holding companies in which the sole ownership interest or control is less than 25 percent of any class of non-voting securities, and the bank or bank holding companies are not otherwise controlled,
- Companies (other than banks or bank holding companies) in which the ownership interest is through

non-voting equity, and the companies are not otherwise controlled,

- Companies set up as shell organizations or name-saving organizations that have not yet engaged in business activities,
- Activities that have been approved but not commenced,
- Passive investments and financing devices that do not provide the holding company with any control over the issuing company,
- Companies that have been formed or incorporated but do not yet conduct any business activity. These companies become reportable upon the commencement of an activity,
- Companies reporting on the Report of Changes in Foreign Investments (FR 2064).

Filing by Tiered Bank Holding Companies

A single report should be filed by the top tier of a multi-tiered bank holding company organization. A tiered bank holding company occurs when a bank holding company indirectly controls a bank through another controlled bank holding company which owns, controls, or holds with power to vote 25 percent or more of the outstanding shares of any class of voting securities or otherwise controls the bank.

What Must Be Reported

All types of transactions affecting the organizational structure of a bank holding company must be reported. These transactions include:

Investments

- The cessation of reportability of companies owned directly or indirectly by companies sold, merged, liquidated, or control of which ceased,
- The formation of a new bank holding company,
- The acquisition of shares by a bank holding company or any of its directly or indirectly controlled companies,
- The sale of shares by a bank holding company or any of its directly or indirectly controlled companies,

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- The transfer of shares from one company to another within the same bank holding company organization,
- The liquidation of any company held directly or indirectly by the bank holding company,
- The establishment or cessation of control of a company, in any manner, by a bank holding company.

Activities

- The commencement of a new business activity by the bank holding company or any reportable company within the bank holding company organization. This includes the recommencement of activities previously conducted,
- The cessation of a business activity by the bank holding company or any reportable company within the bank holding company organization,
- A change in the primary business activity of any company within the bank holding company organization.

Changes to Characteristics

- Changes to the legal name of a bank holding company or any reportable company within the bank holding company organization,
- Changes to the mailing address of a bank holding company,
- Changes to the physical address of the reporting bank holding company.
- Changes to the physical location of any reportable company within the bank holding company organization,
- Changes to specific characteristics information of the reporting bank holding company or any reportable company within the bank holding company organization.

Initial Reporting

A bank holding company submitting this report for the first time must report for itself and all companies owned directly or indirectly at the time the company became a bank holding company. To determine which direct and indirectly owned companies are reportable, see pages 1–2 of the General Instructions. It is recommended that bank holding companies filing for the first time

provide an organization chart containing all reportable companies as a supplement to the FR Y–6A report.

Report Preparation and Submission

Top-tier bank holding companies are required to prepare and file the Bank Holding Company Report of Changes in Investments or Activities in accordance with these instructions to reflect an accurate presentation of the bank holding company’s organizational structure.

The original report and one copy should be submitted within 30 calendar days of a reportable transaction. Reports should be submitted to the Federal Reserve Bank of the District in which the majority of the top tier bank holding company’s banking operations are principally conducted as measured by total domestic deposits in its subsidiary banks on the day it became a bank holding company. The term “submission date” is defined as the date by which a bank holding company’s completed original Bank Holding Company Report of Changes in Investments or Activities (FRY–6A) must be received by the appropriate Federal Reserve Bank. Earlier submission would aid the Federal Reserve in reviewing and processing the reports and is encouraged.

Section 8 of the Bank Holding Company Act provides for civil monetary penalties that could be levied for the submission of false or misleading reports, failure to submit a report or the late filing of a report.

Bank holding companies that are unable to obtain the required officers’ signatures on their completed original reports in sufficient time to file these reports so that they are received by the submission deadline may contact the Federal Reserve Bank to which they mail their original reports to arrange for the timely submission of their report data and the subsequent filing of their signed reports.

Amended Reports

The Federal Reserve may require the filing of an amended Bank Holding Company Report of Changes in Investments or Activities if reports as previously submitted contain significant errors.

Confidentiality

The completed version of this report generally is available to the public upon request on an individual

General Instructions

basis. However, a reporting bank holding company may request confidential treatment for portions of the Bank Holding Company Report of Changes in Investments and Activities (FRY-6A) if the bank holding company is of the opinion that disclosure of specific information in the report would likely result in substantial harm to its competitive position, or that disclosure of the submitted information would result in unwarranted invasion of personal privacy.

A request for confidential treatment must be submitted in writing concurrently with the submission of the report. The request must discuss in writing the justification for the confidentiality requested and must demonstrate the specific nature of the harm that would result from public release of the information. Merely stating that competitive harm would result or that information is personal is *not* sufficient.

WHEN CONFIDENTIAL TREATMENT IS REQUESTED, THE FRY-6A COVER SHEET SHOULD BE LABELED "CONFIDENTIAL." THIS INFORMATION SHOULD BE SPECIFICALLY IDENTIFIED AS BEING CONFIDENTIAL.

WHEN REQUESTING CONFIDENTIAL TREATMENT, SUBMIT CONFIDENTIAL MATERIAL UNDER SEPARATE COVER, MARKED "CONFIDENTIAL".

Information for which confidential treatment is requested may subsequently be released by the Federal Reserve System if the Board of Governors determines that the disclosure of such information is in the public interest.

Additional Reporting Materials

In instances such as large mergers or corporate reorganizations where numerous structure changes occur, a bank holding company may submit additional material such as before and after organization charts to aid reporting these complex transactions. Additionally, a narrative description of complex transactions may be submitted for purposes of clarity. The inclusion of these additional materials is encouraged when reporting complex changes. Furthermore, it is recommended that bank holding companies reporting for the first time file an organization chart. These additional materials will not be accepted as a substitute for the Bank Holding Company Report of Changes in Investments and Activities (FRY-6A).

Information Requests

In instances involving the merger of organizations, the reporting bank holding company may request information from the appropriate Federal Reserve Bank(s) to assist them in preparing a comprehensive report of the transaction by accounting for all entities in both organizations. For example, a report indicating the structure of the nonsurviving bank holding company prior to the merger may be of assistance to the reporting bank holding company in ensuring all companies previously reported as part of the nonsurviving organization are accounted for on the FRY-6A report.

Report Format

The Bank Holding Company Report of Changes in Investments and Activities (FRY-6A) is comprised of three parts:

- 1) Cover Page
- 2) Characteristics Schedule
- 3) Investments and Activities Schedule

Due to the nature of reporting changes in structure and activities information, it will not always be necessary to file both schedules.

The cover page must be completed and filed with all reportable changes. Changes to the physical location or mailing address of the reporting bank holding company should be indicated on this page by marking the appropriate box. See the specific instructions for this page for more detailed information.

A submission of the Bank Holding Company Report of Changes in Investments and Activities (FRY-6A) should be accompanied by a completed cover sheet containing the signature of an officer of the bank holding company. One submission is defined as all schedules included as of one report date. One submission may contain transactions occurring on the same day, or may contain transactions occurring on different days as long as each transaction is reported within the 30 calendar day deadline. The content of each submission will vary depending on the type of activity being reported. Several supporting schedules may be included with one cover sheet.

The Characteristics Schedule must be used to report all changes to legal names and physical location information

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for any entity within the bank holding company organization. Additionally, this schedule should be filed to provide characteristics information for an entity that has established its initial relationship with the bank holding company organization. See the specific instructions for this schedule for more detailed information.

The schedule provides space for one name or address change to be reported. If more than one name or address change has occurred, multiple copies of the schedule should be submitted as necessary. Likewise, the schedule provides space for reporting the characteristics information for only one new company, or for changes to the characteristics information of one company that is an existing part of the bank holding company's organiza-

tional structure. If more space is needed, multiple copies of the schedule should be submitted.

The Investments and Activities Schedule should be used to report all acquisitions, divestitures, transfers, mergers, and liquidations of all reportable companies. Additionally, the commencement or cessation of a business activity by any entity in the bank holding company organization should be reported on this schedule. Also list the cessation of reportability of companies whose direct parents are no longer controlled. All changes in investments and activities should be reported on this schedule. If more space is needed, multiple copies of the schedule should be submitted. See the specific instructions for this schedule for more detailed information.

SPECIFIC INSTRUCTIONS FOR THE

Cover Page—(FRY-6A)

Report Date

Indicate the date on which the report was prepared. This date should be greater than or equal to the date on which the reportable transaction(s) occurred and less than or equal to thirty calendar days after the date of the first reportable transaction. This is not necessarily equal to the date on which any specific reportable transaction occurred.

Legal Name

Provide the legal name of the top-tier bank holding company for which the report is being filed. This is the name as it appears on the papers of incorporation or formation documents.

If the name of the company has changed since the last report was filed, provide the new name of the bank holding company on this line. In the event the top-tier bank holding company has experienced a name change since the last FRY-6A was filed, additional information on the name change should also be reported on the Characteristics Schedule.

Physical Street Address

Provide the street address of the reporting bank holding company. This is the address of the headquarters for the reporting bank holding company. Do not use a Post Office Box number as the physical street address for the reporting bank holding company. If the bank holding company is headquartered at the location of a subsidiary bank, use that address as the physical location.

Physical City, County, State/(Country), Zip Code

Provide the city in which the headquarters of the

reporting bank holding company is physically located. Additionally, the name of the county, state and the zip code should be reported on this line. Country should only be reported if it is not the United States.

Physical Address Change Box

Mark the box below the physical address to indicate that the physical address reported is different from that previously reported.

Mailing Street Address

Provide the street address to which mailings of bank holding company report information should be sent. The physical location, or post office box is acceptable.

Mailing City, State/(Country), Zip Code

Provide the city name, state and zip code of the mailing address for the bank holding company. For non-U.S. companies, indicate the country instead of the state. Please provide the nine digit zip code if available.

Mailing Address Change Box

Mark the box below the mailing address to indicate that the mailing address reported is different from that previously reported.

Printed Name of Officer

Provide the printed name of the reviewing officer.

Signature of Officer

An authorized officer of the bank holding company must sign the cover page of the Bank Holding Company

Cover Page

Report of Changes in Investments and Activities (FRY-6A) to indicate that the report has been reviewed and provides an accurate representation of changes to the company's investments and activities.

Date of Signature

Provide the date on which the report was authorized by the reviewing officer of the reporting bank holding company.

Printed Name of Person to Contact

Provide the printed name of the person to contact in reference to this report. This should be the name of the individual that prepared the report.

Phone Number of Contact

Provide the phone number of the person to contact in reference to this report.

Confidentiality

If confidential treatment is being requested for any part of the Bank Holding Company Report of Changes in Investments and Activities, the cover page of the report must be marked "Confidential". A letter explaining the competitive harm or invasion of personal privacy that may result from the release of this information must be provided. Segregate all requests for confidential treatment of material submitted under separate cover. See the General Instructions for more detail on requesting confidential treatment of this report.

Characteristics Schedule—(FRY-6A)

This schedule should be used to report the following:

- 1) Characteristics information on bank holding companies reporting for the first time.
- 2) The initial characteristic information for a newly acquired, or newly organized reportable company within the bank holding company organization. (This should be accompanied by a detailed report of the acquisition on the Investments/Activities Schedule),
- 3) Changes to the Legal Name of any reportable company within the bank holding company organization,
- 4) Changes to the physical location of any entity within the bank holding company organization,
- 5) Changes to the characteristics information of any reportable company within the bank holding company organization.

SECTION A) NAME/ADDRESS CHANGES

It is critical to the Federal Reserve that all name and address changes be reported in a timely manner. Reporting such changes enables the Federal Reserve to effectively track and monitor bank holding companies and their investments. Failure to report name and location changes may cause inaccuracies in a company's records, resulting in additional or amended reporting.

Legal Name

Complete Section A of the Characteristics Schedule to report a change to the legal name of any reportable company within the bank holding company organization.

This schedule provides space for reporting one name change on each page. If more than one name change is being reported, the blank schedule should be duplicated,

and the appropriate number of Characteristics Schedules should be filed.

For a single name change, three items of information must be reported: current name, previous name, and effective date. These items should be reported on line 1 of the Name/Address Changes section of the schedule. *When reporting a name change to a company acquired from another bank holding company organization, file the acquisition under the previously reported name and file a name change schedule separately.*

Current Information

Provide the new legal name of the organization. This is the name as it is now legally registered.

Previous Information

Provide the legal name of the company as previously reported to the Federal Reserve. This is the old name of the company.

Effective Date

Report the date on which the change to the legal name of the company became effective. This date is always assumed to be the opening of business.

Address

Section A of the Characteristics Schedule should be used for reporting changes to the physical city, county, state/country, and zip code of any reportable company within the bank holding company organization.

Changes to the physical street address of any top-tier or subsidiary bank holding company are reportable. Changes to the street address of the reporting bank holding company may be indicated on the cover page, while changes to the address of any lower-tier bank holding

Characteristics Schedule

company should be reported on the Characteristics Schedule.

Address Change for the Reporting Bank Holding Company

To report a change in the physical address of the reporting bank holding company, provide the new address information for the company on the cover sheet of the Bank Holding Company Report of Changes in Investments and Activities (FRY-6A). The box below the address information preceded by the phrase "Check here if address changed" should be marked. Previously reported address information need not be reported.

Address Change for a Lower Tier Subsidiary Bank Holding Company

To report a change to the physical address of a bank holding company that is a subsidiary of the reporting bank holding company, use the Section A of the Characteristics Schedule.

Provide the legal name of the company for which an address change is being reported on line 1. Complete lines 2 and 3 to indicate the physical address information previously reported and the new address information. Provide the effective date of the address change.

Address Change for Companies Other Than Bank Holding Companies

To report a change to the physical location (city, state/country, zip code) of a reportable company *that is not a bank holding company*, use Section A of the Characteristics Schedule. For companies other than bank holding companies, the physical street address is not reportable.

Provide the legal name of the company for which an address change is being reported on line 1. Complete line 3 to indicate the previous and current city, county, state/country, and zip code information. Provide the effective date of the address change.

SECTION B) OTHER CHARACTERISTICS

Specific characteristics information is required for all reportable companies that are part of a bank holding

company organization, including the reporting bank holding company. These characteristics define the type of companies held by the bank holding company and are instrumental to the Federal Reserve in its monitoring activities.

Reporting Characteristics of a Reportable Company

Full characteristics information for each newly acquired reportable company must be reported at the time the company commences a business activity. Section A and Section B of the Characteristics Schedule should be used to report characteristics information for a newly acquired reportable company. Additionally, the Investments and Activities Schedule must be completed to accurately represent the organizational structure of the bank holding company organization.

Reporting Changes to Characteristics of Previously Reported Companies

To report a change to the charter type, organization type, fiscal year end, or SEC reporting status of a company that has been previously reported, use Section B of the Characteristic Schedule. For the characteristic that has changed, provide the new information and the effective date of the change.

Item Descriptions

Item A1 Legal Name.

Provide the legal name of the reportable company as it appears on the papers of incorporation, formation documents, or other legal documents. This item is required for all reportable companies.

Item A2 Physical Street Address.

Provide the physical street address for the headquarters of the subject company. This item is required for bank holding companies only. If the headquarters are located at the location of a subsidiary bank, that address should be used. Do not use a post office box number.

Item A3 Physical City, County, State/(Country), Zip Code.

Provide the name of the city, county, state, country (if

Characteristics Schedule

non-U.S.), and the zip code of the subject company. Information should describe where the headquarters of the company are physically located, not necessarily its legal location. These physical location characteristics are required for reporting bank holding companies and all reportable companies that are part of the bank holding company organization.

Item B1 Formation Date.

Provide the date on the company's papers of incorporation or formation documents, or the date on which it was granted a license. This item is only reportable for newly reportable companies.

Item B2 Charter Type.

Indicate the kind of charter that the company has by selecting from the following list. The charter type selected should be based on the legal documents issued by the chartering or licensing authority or other documents of formation. If no formal charter or license is granted, choose the charter type which most closely describes the business activities of the entity. Note that a reportable change in charter type is likely to be associated with a change in activity.

If none of the descriptions listed below accurately describe the type of organization being reported, provide a text description which accurately describes the type of charter. This description should be reported as item B2 of the Characteristics Schedule under the heading 'If Other Specify:.'

Depository

Commercial Bank
Private Bank
Investment Bank
Merchant Bank
Development Bank
Savings Bank
Savings & Loan Association
Cooperative Bank
Credit Union
Industrial Bank
Article XII New York Investment Company
Other Depository Institution

Nondepository

Holding Company (Including Bank Holding Company)
Mortgage Banking Company
Discount House
Real Estate Investment Trust
Insurance Premium Finance Company
Insurance Underwriting & Reinsurance Company
Commercial Finance Company
Consumer Finance Company
Sales Finance Company
Multi-purpose Finance Company
Nondeposit Trust Company
Small Business Investment Company
Employee Stock Ownership Plan/Trust
Securities Broker/Dealer
Other Nondepository Institution

Item B3 Organization Type.

Indicate the legal organization type of the subject company. Choose a description from the following list.

1 = Corporation
2 = Partnership
3 = Limited Partnership
4 = Trust
5 = Sole Proprietorship
6 = Mutual
9 = Cooperative
10 = Limited Liability Partnership
11 = Limited Liability Corporation
99 = Other

For Bank Holding Companies Only:

Item B4 Fiscal Year End.

This item is reportable for bank holding companies only. Indicate the month and day of its fiscal year-end.

Item B5 SEC Reporting Status.

This item is reportable for bank holding companies only.

Indicate whether the subject bank holding company is registered with or required to file a report with the Securities and Exchange Commission (SEC). Enter "Y" to indicate that it is registered or required to report to the SEC, or "N" to indicate that it is not.

Investments and Activities Schedule—(FR Y-6A)

What To Report

The Investments and Activities Schedule should be used to report all changes in the regulated investments and activities of a reportable company within the bank holding company organization as defined in the general instructions.

The schedule is designed so that each business event may be reported as a separate transaction. Although several events may have occurred on the same day or simultaneously, each should be reported as a separate transaction. For example, if a new subsidiary was established and it acquired a reportable company on the same day, a separate schedule should be filed for each company. The establishment of the new subsidiary should be reported as one transaction on one schedule and the acquisition of the reportable company by the new subsidiary should be reported on a separate schedule.

In instances where a company is acquired and its name is simultaneously changed, report the acquisition under the company's former name and provide name change information on the Characteristics Schedule.

The following are examples of business transactions that should be reported on this schedule:

Investments

- *Formation of a new bank holding company,*
- *The initial acquisition or reacquisition of an existing active company by the bank holding company or by a direct or indirect subsidiary of the bank holding company,*
- *The formation of a new company as part of the bank holding company organization (NOTE: these companies become reportable once they commence an activity),*

- *The transfer of all or part of a company to another subsidiary within the bank holding company organization,*
- *The sale of all or part of a reportable company to an unaffiliated company,*
- *The liquidation of a reportable company,*
- *Any merger involving at least one company within the bank holding company organization,*
- *An increase or decrease in the percentage of voting or nonvoting equity of a reportable company,*
- *The establishment of a non-equity based relationship with any company in the bank holding company organization in which a controlling relationship exists. This includes management contracts, and control of directors,*
- *The establishment of reportable fiduciary relationships.*
- *The establishment of an additional basis for a relationship between two companies that have a pre-existing relationship.*

Activities

- *The commencement of a new business activity by the reporting bank holding company or any reportable company within the bank holding company organization,*
- *The cessation of a business activity by the reporting bank holding company or any reportable company within the bank holding company organization,*
- *A change in the primary business activity of any reportable company within the bank holding company organization,*
- *A change in the regulatory provision as a result of a transfer to another subsidiary, commencement of a new activity, or a change in the DPC Indicator.*

Investments and Activities Schedule

Note: Activities that are approved but not yet commenced are not reportable on this form. New activities are reportable upon their commencement.

Reportable Items

Information reported on the Investments and Activities schedule should provide an accurate representation of transactions affecting the organizational structure and activities of the bank holding company organization. Information on each transaction should be complete and should indicate the type of transaction, when the transaction occurred, the companies involved in the transaction, and which regulatory provision applies to the transaction.

The Investments and Activities Schedule provides space for reporting one investment transaction and one activity transaction. If more transactions are being reported, duplicate the Investments and Activities Schedule and submit the appropriate number of schedules.

Certain items are required for all transactions while others pertain only to specific types of reportable transactions. See the item descriptions and sample business transactions for more information.

In certain instances, such as the acquisition or formation of a new company, detailed information on the Investments and Activities Schedule must be accompanied by characteristics information. This characteristics information must be filed on the Characteristics Schedule and included in the report submission.

Item Descriptions

Legal Name of the Direct Holder/Survivor: This item indicates the direct holder of the subject company and is required when reporting a change in an investment. When reporting a merger, the name of the surviving company should be reported here.

Physical Location of the Direct Holder/Survivor (City, State/Country):

Provide the city, state/country (if non-U.S.) of the direct holder/survivor.

Legal Name of the Subject Entity: Enter the legal name of the entity that is the subject of the transaction. For investment transactions such as acquisitions, divestitures,

or transfers, use the name of the company that was acquired, divested, or transferred. When reporting the commencement or cessation of a business activity, the subject entity is the company which is conducting or has ceased to conduct the specified business activity. This item must be reported.

When reporting the acquisition of a company whose name was subsequently changed, report the acquisition under the previous name of the company and file a separate name change on the Characteristics Schedule.

Physical Location of the Subject Entity (City, State/Country): Provide the city, state/country (if non-U.S.) of the subject company.

Investment Transactions

Transaction Type: Indicate the type of transaction being reported. This item must be reported for all investment transactions. Select a code from the following list.

ADL (Additional Basis of Relationship): This transaction code should be used to report that an additional basis for a relationship between two entities exists. For example, if a relationship between two entities exists based on the ownership of 40% of the nonvoting equity in a company, and the direct holder of the nonvoting equity makes an additional investment by purchasing 4% of the voting equity, the transaction type reported would be ADL. (See Basis of Relationship.)

CMNC (Commencement of Relationship): This transaction code should be used to report the commencement of a new relationship with the subject entity as well as the recommencement of a relationship.

DEC (Decrease in Percentage Owned): This code should be used to report a partial decrease in voting or nonvoting equity in the subject company when the subject company is still reportable. For liquidations, mergers, and sales of companies resulting in a complete elimination of the investment, or if the investment is no longer reportable, use the specific codes provided below. Note that DEC should not be used for transfers within the holding company organization; instead TRT and TRF should be used.

INC (Increase in Percentage): This transaction code should be used to report an increase in voting or nonvoting equity in the subject company.

Investments and Activities Schedule

LIQ (Liquidation): This transaction code should be used to report the liquidation of a company that is part of the bank holding company organization. This code should not be used to indicate the sale of the entire interest in an entity. Use the transaction code **SALE** for that event.

MGR (Merger): This transaction code should be used to report a merger of the subject company and the survivor. When reporting a bank or depository institution merger, indicate whether the head office of the entity that is merged out of existence (subject company) continues as a branch of the surviving entity (survivor).

NLR (No Longer Reportable): Use this transaction code to indicate that the previously reported investment in the subject entity no longer meets the reportability criteria.

OTH (Other): This transaction code should be used to report transactions that cannot be classified by the available transaction type codes. In instances where this code is used, a narrative description of the transaction must be submitted describing the details of the transaction.

SALE (Sale of an Entity): This transaction code should be used to report the sale of the reporting company's entire interest in an entity to an unaffiliated entity. If the entity was sold to another regulated bank holding company, indicate the name of the company in the space provided.

TRF (Transferred From): This transaction code should be used to report the transfer of an entity within the bank holding company organization. This should be used when an entity is transferred from one controlled direct holder in the bank holding company organization to another controlled direct holder in the same bank holding company organization. Additionally, this code should be used for partial transfer within the bank holding company organization.

Information on this transaction must include the name of the subject entity and the previous direct holder. This must be accompanied by another transaction labeled **TRT** (Transferred To), to indicate the new direct holder.

TRT (Transferred To): This transaction code should be used to report the transfer of an entity within the bank holding company organization. This should be used when an entity is transferred from one controlled direct holder in the bank holding company organization to

another controlled direct holder in the same bank holding company organization. This code should also be used for partial transfers within the bank holding company organization.

Information on this transaction must include the name of the subject entity and the new direct holder. This must be preceded by another transaction labeled **TRF** (Transferred From), to indicate the previous direct holder.

Transaction Date: Indicate the date on which the transaction occurred. This date is always assumed to be the close of business for **LIQ**, **NLR**, **SALE**, and **TRF** transactions. The date for all other transactions is assumed to be the opening of business.

Basis of Relationship: This item indicates the basis for a relationship when reporting a new investment or a change to an existing investment. Multiple bases for a relationship may exist between two entities and should be reported separately. *Once a company meets the reportability criteria, all bases, regardless of percent, should be reported.* Choose from the following list:

EQT (Equity): Ownership of the voting equity (shares of stock or proportionate interest in a partnership) not through a fiduciary (**FB**,**FNBV**).

NVT (Nonvoting Equity): Ownership of nonvoting equity not through a fiduciary (**FB**,**FNBV**).

MGT (Management Contract): Management contract or similar instrument which provides that the company is managed or controlled by or operated on behalf of the bank holding company organization.

DIR (Election of Majority of Directors): Control in any manner over the election of the majority of the directors or trustees of the subject company.

FB (Fiduciary/Beneficiary): Subject company is held for the benefit of the bank holding company, its shareholders, or its employees.

FNBV (Fiduciary/Not Beneficiary): Subject company (bank or bank holding company) is held by a subsidiary bank or other subsidiary company in good faith in a fiduciary capacity. Additionally, the shares of the bank or other subsidiary company are held with sole discretionary power to vote.

OTH (Other): A basis for the relationship that is not classifiable using the codes provided. A description of

Investments and Activities Schedule

the basis for the relationship must be provided when this code is used.

Percent Equity: The percent of voting control, nonvoting equity, proportionate interest or other form of control as indicated in the item labeled 'Basis of Relationship.' This item is not applicable for relationships based on management contract (MGT), or control over the election of the majority of directors (DIR). The percent equity must be provided for all other investment transactions. When multiple bases for a relationship are reported, the percent equity figures should be reported separately and should correspond to the basis indicated. The resulting percent should be reported in this field when the transaction code is either INC (Increase in Percentage) or DEC (Decrease in Percentage).

The reportability of a company is based on the ownership or control of more than 5% of a class of voting shares or 25% or more of a class of nonvoting shares (banks or bank holding companies). Therefore, the percent of voting control could be 5 or less, and the percent of nonvoting equity could be less than 25.

Control Indicator: This item indicates whether the subject entity is controlled by the direct holder. To report that the subject company is controlled by the direct holder, respond with 'Y'. To report that the subject company is not controlled by the direct holder, respond with 'N'.

Any company has control over a bank or company if:

- a) the company directly or indirectly or acting through one or more other persons owns, controls, or has power to vote 25 per centum or more of any class of voting securities of the bank or company;
- b) the company controls in any manner the election of the majority of the directors or trustees of the bank or company; or
- c) the Board determines, after notice and opportunity for hearing, that the company directly or indirectly exercises a controlling influence over the management or policies of the bank or company.

It should be noted that all subsidiaries of the bank holding company are considered controlled either directly or indirectly by the bank holding company. Subsidiary means any bank or other company that is controlled by a company. An indirect subsidiary of the

bank holding company is one that is controlled by a subsidiary of the bank holding company.

DPC (Debts Previously Contracted): This item indicates whether shares held in the subject company were acquired in lieu of debts previously contracted, or in the case of a newly reportable company, whether it was established or acquired for purposes of holding, managing, or liquidating assets acquired in lieu of debts previously contracted. Use one of the following codes:

N/A—To indicate the subject company was not acquired in lieu of debts previously contracted nor established to acquire DPC assets.

1—To indicate that shares of the subject company were acquired in lieu of debts previously contracted.

2—To indicate that the subject company is holding and/or liquidating assets acquired in lieu of debts previously contracted.

If the value of "1" is selected, report only the activity code and description associated with the activity conducted by the subject company. The regulatory code and regulatory provision is not required.

If the value of "2" is selected, it is not necessary to report an Activities transaction.

This item is required when reporting any commencement of a relationship (acquisitions and newly established companies) (CMNC), transfer (TRF and TRT), and increases in percent equity (INC).

Correction (Y, N): Enter 'Y' to indicate that this transaction is a correction to a previously submitted transaction. Please provide a brief narrative concerning both this transaction and the erroneous transaction. If this is not a correction, enter 'N'.

Did subject continue as a branch of survivor? (Y,N)

This item is required when reporting a merger (MGR) of depository institutions. If the former head office of the entity which ceases to exist (non-survivor) continues as a branch of the entity which continues to exist after the merger (survivor), the response to this item should be 'Y'. If the former head office did not continue as a branch of the surviving entity, the response should be 'N'.

Investments and Activities Schedule

Accounting Method (Pooling of Interest, Purchase or Assumption)

This item is required when the survivor is a bank. Circle either “Pooling of Interest” or “Purchase or Assumption.”

In a pooling of interests, the assets, liabilities, and capital of the bank and the business being acquired are added together on a line-by-line basis without any adjustments for fair market value. In a purchase or assumption the assets and liabilities of the acquired business must be recorded on the books of the combined bank at their fair value. A business combination involving the exchange of voting common stock between stock institutions meeting *all* 12 of the conditions specified in APB Opinion No. 16, “Business Combinations,” is a pooling of interests. All other unrelated party business combinations are either a purchase or assumption.

If Subject Entity was Purchased From or Sold to Another Bank Holding Company, Indicate the Name and Location of the Seller or Buyer

This information indicates whether the shares acquired or sold were purchased from or sold to an unaffiliated bank holding company organization. This enables the Federal Reserve to monitor transfers of ownership and ensure that records for both bank holding companies are correct.

This item is only required when reporting the purchase or sale of a regulated interest in an entity.

Activities Transactions

Transaction Type: Indicate the type of transaction being reported. This item must be reported for all activity and regulatory provision transactions.

CMNC (Commencement of New Activity): This transaction code should be used to report the commencement of a new business activity and/or regulatory provision by the subject entity. This code should also be used when reporting the recommencement of an activity.

PRIM: This transaction code should be used to indicate that the primary business activity of any reportable company in the bank holding company organization has changed. This transaction code should be reported with

the activity code that represents the new primary activity of a company. Report a separate transaction if the previous primary activity has been terminated. Failure to do so indicates that the activity continues to be conducted, but is no longer the primary activity.

TERM (Termination of an Activity): This code should be used to report that the subject company has ceased conducting a specific activity. If a company ceases its only or last activity, the company continues to be reportable until it is divested.

Transaction Date: Indicate the date on which the transaction occurred. This date is always assumed to be the close of business for a **TERM** transaction. The date for all other transactions is assumed to be the opening of business.

Regulatory Code: Provide information on the regulatory code or Board Order under which each business activity is conducted or each investment is made. When citing a Board Order, enter 25 as the regulatory code followed by the date of the Board Order (e.g. 25, 19980427).

Appendix A provides a cross reference for the regulatory code and associated regulatory provision. Refer to both the BHC Act and Regulation Y to determine the appropriate code for a given activity. Enter the numeric code associated with the regulatory provision in the Regulatory Code field. Note that all nonbanking activities conducted under Section 4(c)(8) should be denoted with a code value of 26.

This item is required in conjunction with investment information for all reportable transactions except transfers (TRF), sales (SALE), liquidations (LIQ), decreases in percent equity (DEC), certain increases in percent equity (INC), the termination of a business activity (TERM), and cessations of reportability (NLR).

Activity Code

Provide the activity code that best corresponds to each business activity conducted by the subject company. All business activities of the reporting bank holding company and its regulated investments must be reported.

This item is required for all activities transactions. Activities of newly organized companies should be reported when the entity actually begins to conduct the activity. Activities that are approved but not yet commenced (for either an existing company or a newly

Investments and Activities Schedule

organized company) are not reportable on this form. New business activities become reportable upon their commencement. Activity codes can be found in Appendix B. Use codes from the Standard Industrial Classification Manual (1987) when the codes in Appendix B do not sufficiently describe the business activity. Do not provide both the SIC code and the Bank Holding Company code.¹

When reporting on companies that became totally inactive, “ALL” should be reported for Activity Code to indicate all activities have ceased. Report “TERM” as a transaction type when a specific activity is no longer conducted.

If a newly organized or newly acquired company conducts more than one business activity, include the primary business activity of the subject company with the information on the formation or acquisition. Mark the

1. It is anticipated that the Board of Governors will adopt the North American Industrial Classification System (NAICS) in the future. Continue to report the SIC codes until further notice.

primary business activity of the subject company with a “(P)” (ie: 21AA (P)). Provide information on other business activities of the company as separate transactions (Commencement of New Activity—CMNC).

The commencement of a new business activity by a previously reported company can be submitted as one transaction—Commencement of a New Activity (CMNC).

All activity codes reported in this item should be accompanied by a text description of the business activity under “Activity Description.”

Activity Description

A text description of the activity code that is conducted.

Correction (Y, N): Enter ‘Y’ to indicate that this transaction is a correction to a previously submitted transaction. Please provide a brief narrative concerning both this transaction and the erroneous transaction. If this is not a correction, enter ‘N’.

NOVEMBER 1998

Appendix A

FR Y-6A Regulatory Codes and Provisions

This appendix provides a cross reference between the regulatory code and regulatory provision. The regulatory provision is followed by a brief description of the provision. This description is to provide assistance in referring to the appropriate sections of the BHC Act and Regula-

tion Y. The description of the regulatory provision is not a substitute for consulting the BHC Act, Regulation Y and other Board precedent in the determination of the correct regulatory provision and regulatory code.

Code Provision

Code Provision

- 5 **BHC Act, Sec. 3(a)(5)(i)/Reg. Y, Sec. 225.12(a)**
Acquisition of Securities of a Bank or Bank Holding Company in a Fiduciary Capacity. The acquisition by a bank or other company of control of voting securities of a bank or bank holding company in good faith in a fiduciary capacity under certain circumstances.
- 6 **BHC Act, Sec. 3(a)(5)(A)(ii)/Reg. Y, Sec. 225.12(b)**
Acquisition of Securities of a Bank or Bank Holding Company—Debts Previously Contracted. The acquisition by a bank or other company of control of voting securities of a bank or bank holding company in the regular course of securing or collecting a debt contracted in good faith if the securities are divested within two years of the acquisition.
- 7 **BHC Act, Sec. 3(a)(1)/Reg. Y, Sec. 225.11(a)**
Acquisition of Initial Bank(s). Formation of a bank holding company. Any action that causes a bank (or other company) to become a bank holding company.
- 8 **BHC Act, Sec. 3(a)(3)/Reg. Y, Sec. 225.11(c)**
Acquisition of Control of Additional Banks or Bank Holding Company. The acquisition by an existing bank holding company of securities of a bank or a bank holding company. The acquisition by a bank holding company of direct or indirect ownership or control of more than 5% of any class of the voting securities of a bank or bank holding company.
- 9 **BHC Act, Sec. 3(a)(5)/Reg. Y, Sec. 225.11(e)**
Merger of Bank Holding Companies. The merger or consolidation of bank holding companies.

- 13 **BHC Act, Sec. 4(c)(i), Proviso/Reg. Y, Sec. 225.21(b)(2)**
Labor, Agricultural, and Horticultural Organizations—Exempt. A bank holding company meets the labor, agricultural and horticultural exemption is exempt from Subpart C of Regulation Y.
- 14 **BHC Act, Sec. 4(c)(ii), Proviso/Reg. Y, Sec. 225.21(b)(1)**
Family Owned Bank Holding Company—Exempt. A bank holding company that meets the family owned exemption is exempt from Subpart C of Regulation Y.
- 15 **BHC Act, Sec. 4(c)(1)(A)/Reg. Y, Sec. 225.22(b)(2)(vi)**
Servicing Exemption—Holding Property. Servicing activities for the internal operations of the bank holding company or its subsidiaries--holding or operating property used wholly or substantially by a subsidiary in its operations or for its future use.
- 16 **BHC Act, Sec. 4(c)(1)(B)/Reg. Y, Sec. 225.22(c)**
Safe Deposit Business. Bank holding company or a nonbank subsidiary that conducts or acquires shares of a company that conducts a safe deposit business.
- 17 **BHC Act, Sec. 4(c)(1)(C), 4(a)(2)(a)/Reg. Y, Sec. 225.22(b)**
Servicing Activities. A bank holding company or a company established or acquired by a bank holding company provides services to or performs services for the bank holding company or its subsidiaries in connection with their activities or internal operations subject to certain limitations.

Code Provision

- 18 **BHC Act, Sec. 4(c)(1)(D), 4(a)(2)(a)/Reg. Y, Sec. 225.22(b)(2)(vii) and (viii)**
Servicing Exemption—Liquidating Property. Liquidating property acquired from a subsidiary; or liquidating property acquired from any source either prior to May 9, 1956 or the date on which the bank holding company was established, whichever date is later.
- 19 **BHC Act, Sec. 4(c)(2)/Reg. Y, Sec. 225.22(d)(1)**
Nonbank Acquisitions—Debts Previously Contracted. Voting securities or assets of nonbanks acquired in the course of collecting a debt previously contracted in good faith if such property is divested within 2 years of acquisition.
- 20 **BHC Act, Sec. 4(c)(3)/Reg. Y, Sec. 225.22(d)(2)**
Securities or Assets Required to be Divested. Voting securities or assets which are required to be divested at the request of a state or federal authority other than the Board within 2 years of acquisition.
- 21 **BHC Act, Sec. 4(c)(4)/Reg. Y, Sec. 225.22(d)(3)**
Fiduciary Nonbank Investments. The acquisition by a bank or other company of voting securities or assets in good faith in a fiduciary capacity if held in the ordinary course of doing business and not acquired for the benefit of the company, its shareholders, employees or subsidiaries.
- 22 **BHC Act, Sec. 4(c)(5)/Reg. Y, Sec. 225.22(d)(4)**
Securities Eligible For Investment by National Banks. The acquisition of voting securities eligible under federal statutes for investment by national banks.
- 24 **BHC Act, Sec. 4(c)(7)/Reg. Y, Sec. 225.22(d)(6)**
Securities of an Investment Company. The acquisition of an investment company solely engaged in investing in securities and that does not own or control more than 5 percent of the outstanding shares of any class of voting securities of any company.
- 25 **BHC Act, Sec. 4(c)(8)/and Board Order Board Order.**

Code Provision

- 26 **BHC Act, Sec. 4(c)(8)/Reg. Y Sec. 225.28(b)**
Permissible Nonbanking Activities. Nonbank conducts one of the activities listed in Section 225.28(b) of Regulation Y which are so closely related to banking or managing or controlling banks as to be a proper incident thereto.
- 87 **BHC Act, Sec. 3(a)(2)/Reg. Y, Sec. 225.11(b)**
Acquisition of Subsidiary Bank. Any action that causes a bank to become a subsidiary of a bank holding company.
- 88 **BHC Act, Sec. 3(a)(4)/Reg. Y, Sec. 225.11(d)**
Acquisition of Bank Assets. The acquisition by a bank holding company or by a subsidiary thereof (other than a bank) of all or substantially all of the assets of a bank.
- 89 **BHC Act, Sec. 3(f)**
Qualified Savings Bank Subsidiaries of Bank Holding Companies. Activities engaged in directly or indirectly by a qualified savings bank which is a subsidiary of a bank holding company.
- 95 **BHC Act, Sec. 4(c)(8)/Reg. Y, Sec. 225.22(d)(8)**
Asset Acquisitions by Lending Company or Industrial Bank. Acquiring assets of an office of a company, all or substantially all of which relate to making, acquiring, or servicing loans if certain requirements are met.
- 103 **BHC Act/Reg. Y, Sec. 225.22(d)(7)**
Acquiring Assets in the Ordinary Course of Business. Acquiring assets in the ordinary course of business if the assets are related to the activities in which the acquiring company previously received Board approval.
- 104 **BHC Act, Sec. 4(c)(5)/Reg. Y, Sec. 225.22(e)(1)**
Acquisition of Securities by Subsidiary National Banks. Acquisition or retention of securities by a national bank that is a subsidiary of a bank holding company or its subsidiaries on the basis of 4(c)(5) of the BHC Act in accordance with OCC regulations.

Code Provision

- 105 **BHC Act, Sec. 4(c)(5)/Reg. Y, Sec. 225.22(e)(2)**
Acquisition of Securities by Subsidiary State Banks. Acquisitions or retention by a state bank that is a subsidiary of a bank holding company on the basis of 4(c)(5) of the BHC Act; or the acquisition or retention of all securities of a company that engages solely in activities in which the parent bank may engage, at locations that the parent may engage in the activity, and subject to the same limitations as if the parent bank were engaged in the activity directly.
- 106 **BHC Act/Reg. Y, Sec. 225.22(f)**
Activities and Securities of New Bank Holding Companies. A company that becomes a holding company may, for a period of two years, engage in nonbanking activities if it engaged in such activities on the date it became a bank holding company.

Management Interlocks Under Provisions of the Depository Institutions Interlocks Acts

- 108 **DIMIA, Sec. 206/Section 212.5, Regulation L**
Interlock which has been grandfathered because it existed prior to November 10, 1978.
- 110 **DIMIA, Sec. 205/Section 212.4(a)(5), Regulation L**
Interlock involving a state-chartered savings and loan guaranty corporation.

Code Provision

- 111 **DIMIA, Sec. 205/Section 212.4(a)(3), Regulation L**
Interlock involving a depository institution that has been placed in liquidation under receivership or conservatorship.
- 112 **DIMIA, Sec. 205/Section 212.4(a)(6), Regulation L**
Interlock involving a Federal Home Loan Bank or any other bank organized solely for the purpose of serving depository institutions (“banker’s bank”) or solely for the purpose of providing securities clearing services.
- 113 **DIMIA, Sec. 205/Section 212.4(b), Regulation L**
Interlock that is specifically approved by the appropriate federal supervisory agency.
- 114 **DIMIA, Sec. 206(b)/MIRA/Sec. 212.4(c), Regulation L**
Interlock between a depository institution and a nondepository institution that subsequently becomes a diversified savings and loan holding company after approval by the appropriate federal supervisory agency.

Other Regulatory Provision—Not Listed

- OTH **Regulatory Provision not Listed (Provide Text Description)**

MARCH 1999

Appendix B

Federal Reserve Board of Governors' Activity Codes

INTRODUCTION

The following activity codes are used for Federal Reserve reporting purposes. If a code cannot be found to describe an activity, refer to the *Standard Industrial*

Classification Manual, 1987, issued by the Office of Management and Budget.

FEDERAL RESERVE BOARD OF GOVERNORS' ACTIVITY CODES

<i>Activity Code</i>	<i>Definition</i>
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HOLDING COMPANY

- 00AA Companies owning and/or controlling one or more U.S. banks (including Puerto Rican banks).
- 00AB Other holding companies.

INTERNATIONAL BANKING

- 00BA *Foreign banks.* Banks organized in countries other than the U.S. and its possessions. Recognized as a bank by the banking authority of the country of organization or principal banking operations and has the power to accept demand deposits.
- 00BD *Investment Edge/agreement corporation.* A corporation chartered in the U.S. for purposes of engaging in international banking. An investment Edge or agreement corporation may make investments in foreign entities engaged in banking and nonbanking activities as defined by Regulation K. Investment Edge and agreement corporations may not accept demand deposits in the U.S.
- 00BE *Banking Edge/agreement corporation.* A corporation chartered in the U.S. which is engaged in the financing of international trade. Banking Edge and agreement corporations can accept deposits, however, deposits from U.S. residents or businesses are limited to those that are directly linked to international trade. These corporations are subject to capital requirements and lending limits established by the Federal Reserve.

COMMERCIAL FINANCE

- 01AA Making, acquiring, or servicing loans or other

<i>Activity Code</i>	<i>Definition</i>
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extensions of credit for the account of others such as would be made by a commercial finance company. Examples are commercial finance and business finance activities.

CONSUMER FINANCE

- 01LA Making, acquiring, or servicing loans or other extensions of credit for the account of others such as would be made by a consumer finance company. Examples are consumer finance, personal finance, small loan, direct cash loan activities, and automobile and mobile home finance activities.

MORTGAGE BANKING

- 01LB Making, acquiring, or servicing loans or other extensions of credit for the account of others such as would be made by a mortgage banking company. Examples include bond and mortgage activities, mortgage brokerage activities, and financing secured by real estate for construction projects.

FACTORING

- 01LC Making, acquiring, or servicing loans or other extensions of credit for the account of others such as would be made by a factoring company. Examples include factoring and rediscounting of accounts receivable, and factoring commercial paper and other installment notes.

CREDIT CARD

- 01EA Making, acquiring, or servicing loans or other extensions of credit for the account of others such as would be made by a credit card company.

<i>Activity Code</i>	<i>Definition</i>
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INDUSTRIAL BANKING

02AA Operating as an industrial bank, Morris Plan bank, or industrial loan company, as authorized under state law, so long as the institution is not a bank, as defined in the Bank Holding Company Act.

TRUST COMPANY FUNCTIONS

04AA Companies organized in the U.S. performing trust company functions (may or may not have a commercial bank or trust company charter).

INVESTMENT OR FINANCIAL ADVICE

05AA Providing investment advice to mortgage or real estate investment trusts.

05AB Providing investment advice to an investment company registered under the Investment Company Act of 1940, including sponsoring, organizing, and managing a closed-end investment company.

05AE Providing portfolio investment advice to any other person.

05BA Providing general economic information and advice, general economic statistical forecasting services and industry studies.

05BB Providing financial and investment advice to state and local governments, such as with respect to the issuance of their securities.

05CA Providing advice, including rendering fairness opinions and providing valuation services, in conjunction with mergers, acquisitions, divestitures, joint ventures, leveraged buyouts, recapitalizations, capital restructuring, financial transactions, and conducting financial feasibility studies.

05CB Providing financial and transaction advice regarding the structuring and arranging of swaps, caps, and similar transactions relating to interest rates, currency exchange rates or prices, and economic and financial indices, and similar transactions.

<i>Activity Code</i>	<i>Definition</i>
----------------------	-------------------

7392 Investment, financial or economic advisory services, or management consulting company.

LEASING PERSONAL OR REAL PROPERTY

06AF Leasing personal or real property or acting as agent, broker, or adviser in leasing such property. Examples include leasing of property such as land, buildings, motor vehicles, and equipment.

COMMUNITY DEVELOPMENT

07AA Making equity and debt investments in corporations or projects designed primarily to promote community welfare, such as the economic rehabilitation and development of low-income areas by providing housing, services, or jobs for residents.

DATA PROCESSING

08AA Providing data processing and data transmission service, facilities (including data processing and data transmission hardware, software, documentation or operating personnel), data bases, or access to such services, facilities, or data bases by any technological means.

08AB Multi-regional data processor that provides to other institutions data processing and data transmission service facilities (including data processing and data transmission hardware, software, documentation or operating personnel), data bases, or access to such services, facilities, or data bases by any technological means.

INSURANCE AGENCY OR BROKERAGE SERVICES RELATED TO CREDIT INSURANCE

09AA Acting as principal, agent or broker for insurance (including home mortgage redemption insurance) that is directly related to an extension of credit by the bank holding company or any of its subsidiaries and is limited to ensuring the repayment of the outstanding balance due on the extension of credit in the event of

Activity

Code Definition

the death, disability, or involuntary unemployment of the debtor.

INSURANCE AGENCY OR BROKERAGE SERVICES NOT RELATED TO CREDIT INSURANCE

09BB Providing insurance that is not related to the extension of credit or to the provision of other financial services but is solely for the convenience of the purchaser.

INSURANCE AGENCY OR BROKERAGE SERVICES RELATED TO FINANCE COMPANY SUBSIDIARIES

09BD Providing property and casualty insurance to protect collateral that is directly related to the extension of credit by a finance company that is a subsidiary of the bank holding company organization.

INSURANCE IN SMALL TOWNS

09CA Providing insurance agent or brokerage services for general insurance in a community that has a population not exceeding 5,000 or has inadequate insurance facilities.

INSURANCE AGENCY ACTIVITIES CONDUCTED ON MAY 1, 1982

09DA Engaging in any specific insurance agency activity if the bank holding company or subsidiary conducting the specific activity, conducted such activity on May 1, 1982, or received Board approval to conduct such activity on or before May 1, 1982.

SUPERVISION OF RETAIL INSURANCE AGENTS

09EA Supervising on behalf of insurance underwriters the activities of retail insurance agents who sell fidelity insurance and property casualty insurance on the real and personal property used in the operations of the bank holding company or its subsidiaries and group insurance that protects the employees of the bank holding company or its subsidiaries.

Activity

Code Definition

INSURANCE AGENCY ACTIVITIES/SMALL BANK HOLDING COMPANIES

09FA Engaging in any insurance agency activity if the bank holding company has total consolidated assets of \$50 million or less.

INSURANCE AGENCY ACTIVITIES CONDUCTED BEFORE 1971

09GA Engaging in any insurance agency activity performed at any location in the U.S. directly or indirectly by a bank holding company that was engaged in insurance agency activities prior to January 1, 1971, as a consequence of approval by the Board prior to January 1, 1971.

INSURANCE UNDERWRITING

10AA Underwriting (directly or as reinsurer) life insurance or mortgage redemption insurance that is directly related to an extension of credit by the bank holding company organization.

10AB Underwriting (directly or as reinsurer) accident and health insurance that is directly related to an extension of credit by the bank holding company organization.

96BA Insurance underwriter: Life, annuity, pension-fund related, and other types of insurance.

COURIER SERVICES

11BA Providing courier services for checks, commercial papers, documents, or other written instruments (excluding currency or bearer-type negotiable instruments) that are exchanged among banks and financial institutions.

11BB Providing courier services for audit and accounting media of a banking or financial nature and for other business records and documents used in processing such media.

MANAGEMENT CONSULTING

12AA Providing management consulting advice to nonaffiliated bank and nonbank depository institutions, including commercial banks, savings and loan associations, mutual savings

<i>Activity Code</i>	<i>Definition</i>
	banks, credit unions, industrial banks, morris plan banks, cooperative banks, and industrial loan companies.

MONEY ORDERS, SAVINGS BONDS, AND TRAVELER'S CHECKS

13AA	The issuance and sale at retail of money orders and similar consumer-type payment instruments having a face value of not more than \$1,000; the sale of U.S. savings bonds; and the issuance and sale of traveler's checks.
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REAL ESTATE AND PERSONAL PROPERTY APPRAISING

14AA	Performing appraisals of real estate and tangible and intangible personal property, including securities.
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COMMERCIAL REAL ESTATE EQUITY FINANCING

14AB	Acting as an intermediary for the financing of commercial or industrial income-producing real estate by arranging for the transfer of the title, control and risk of such a real estate project to one or more investors.
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SECURITIES BROKERAGE

15AA	Providing securities brokerage services independently or in combination with investment advisory services, as well as related securities credit and other incidental activities as a broker registered with the Securities and Exchange Commission.
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SECURITIES

96CA	Underwriter, distributor, or dealer of debt securities.
96CB	Underwriter, distributor, or dealer of equity securities, commenced prior to March 27, 1991.
96CD	Underwriter of equity securities, commenced on or subsequent to March 27, 1991.
96CE	Dealer of equity securities, commenced on or subsequent to March 27, 1991.

<i>Activity Code</i>	<i>Definition</i>
96CF	Principal or agent in swap transactions.
97AA	Issuers of "trust preferred securities" that are eligible for inclusion in Tier I capital.
97AB	Issuers of hybrid securities that are not eligible for inclusion in Tier I capital.

UNDERWRITING AND DEALING IN GOVERNMENT OBLIGATIONS AND MONEY MARKET INSTRUMENTS

90AB	Underwriting and dealing in U.S. government securities, municipal bonds, and money market instruments in which state member banks are authorized to underwrite and deal.
------	--

FOREIGN EXCHANGE SERVICES ADVISORY AND TRANSACTIONAL SERVICES

17AA	Providing by any means, general information and statistical forecasting with respect to foreign exchange markets; advisory services designed to assist customers in monitoring, evaluating, and managing their foreign exchange exposures; and transactional services with respect to foreign exchange by arranging for "swaps" among customers with complementary foreign exchange exposures and for the execution of foreign exchange transactions.
------	---

FUTURES COMMISSION MERCHANT

90BD	Acting as a futures commission merchant for nonaffiliated persons in the execution and clearance on major commodity exchanges of futures contracts for bullion, foreign exchange, government securities, certificates of deposit and other money market instruments that a bank may buy or sell in the cash market for its own account.
------	---

INVESTMENT ADVICE ON FINANCIAL FUTURES AND OPTIONS ON FUTURES

90BE	Providing investment advice, including counsel, publications, written analyses and reports, as futures commission merchant authorized pursuant to paragraph 18 or as a commodity
------	--

<i>Activity Code</i>	<i>Definition</i>
	trading advisor registered with the commodity futures trading commission, with respect to the purchase and sale of futures contracts and options on futures contracts for the commodities listed above.

CONSUMER FINANCIAL COUNSELING

90AA Providing advice, educational courses, and instructional materials to consumers on individual financial management matters, including debt consolidation, applying for a mortgage, bankruptcy, budget management, tax planning, retirement and estate planning, insurance and general investment management.

CAREER COUNSELING SERVICES

90CC Providing career counseling to a financial organization and individuals currently employed by, or recently displaced from a financial organization; and individuals seeking employment at a financial organization; and individuals who are currently employed in or seek positions in the finance, accounting, and audit department of the company.

TAX PLANNING AND PREPARATION

90BH Providing individuals, businesses, and non-profit organizations tax-planning and tax preparation services, including advice and strategies to minimize tax liabilities, and the preparation of tax forms.

CHECK GUARANTY SERVICES

90AC Providing check verification and guarantee services.

OPERATING COLLECTION AGENCY

90BQ Collecting overdue accounts receivable, either retail or commercial.

OPERATING CREDIT BUREAU

90BR Maintaining files on the past credit history of consumers and providing that information to a credit grantor who is considering a borrower's

<i>Activity Code</i>	<i>Definition</i>
	application for credit, provided that the credit bureau does not provide preferential treatment to a customer of an affiliated financial institution.

THRIFT INSTITUTIONS

90AG Any federal savings association or federal savings bank; any building and loan association, savings and loan association, homestead association, or cooperative bank if such association or cooperative bank is a member of the Savings Association Insurance Fund; and any savings bank or cooperative which is deemed by the director of the Office of Thrift Supervision to be a savings association under section 10(1) of the Home Owners Loan Act; and credit unions.

COMMERCIAL BANKING

21AA Companies organized in the U.S. with a commercial bank or trust company charter that both accept demand deposits and make commercial loans.

21AB Companies organized in the U.S. which do not have a commercial bank or trust company charter that both accept demand deposits and make commercial loans (such as certain savings banks and industrial banks).

NONBANK BANKING

20CB Companies organized in the U.S. with a commercial bank charter that restrict themselves to accepting consumer deposits and making consumer but not commercial loans (formerly limited under the heading CONSUMER BANKS). (Including some credit card banks).

20CC An institution with a commercial bank charter which engages only in credit card operations; does not accept demand deposits or deposits that the depositor may withdraw by check or similar means for payment to third parties or others; does not accept any savings or time deposits of less than \$100,000; maintains only one office that accepts deposits; and does not

<i>Activity Code</i>	<i>Definition</i>	<i>Activity Code</i>	<i>Definition</i>
	engage in the business of making commercial loans; or is otherwise defined by state law to be operating a credit card bank and not otherwise engaged in banking with the general public.	90BN	Small Business Investment Company.
20CD	Companies organized in the U.S. with a commercial bank charter that restrict themselves to accepting deposits other than demand deposits and make at least some commercial loans.	90BO	Venture Capital Company.
20ND	Companies organized in the U.S. with a commercial bank charter that restrict themselves to not accepting any deposits and do not engage in performing trust functions.	91AA	Issuance of sale of official checks with no limitation on the maximum face value, but subject to certain limitations.
		91AB	Acting as a municipal securities brokers' broker.
		91AC	Printing and selling checks and related documents that require MICR-encoded information for depository institutions.
		91AD	Engaging in commercial paper placement activities to a limited extent.
		91AE	Providing advice regarding the structuring of and arranging for loan syndications, interest rate "swap," interest rate "cap" and similar transactions.
		91AF	Providing cash management services on a stand-alone basis.
		91AG	Underwriting and dealing in commercial paper to a limited extent.
		91AH	Providing community development advisory and related services.
		91AJ	Issuing and selling drafts and wire transfers that are payable in foreign currencies without limitation as to their face amount, but subject to certain limitations.
		91AK	Providing financial advice to the Canadian federal and provincial governments, such as with respect to the issuance of their securities in the U.S.
		91AL	Issuing and selling mortgage-related securities backed by the guarantees of the Government National Mortgage Association.
		91AM	Underwriting and dealing in, to a limited extent, corporate debt and equity securities.
		91AN	Providing advice relating to the structuring of and arranging for currency swaps.
		91AP	Offering full brokerage services to institutional and retail customers for ineligible securities.
PROVIDE SUPPORT TO ORGANIZATION			
91CA	Accounting, Auditing & Appraising.		
91CB	Advertising and public relations.		
91CC	Personnel services.		
91CD	Managing the investment portfolio of a bank.		
91CE	Liquidating property acquired from a subsidiary; or liquidating property acquired from any source either prior to May 9, 1956, or the date on which the bank holding company was established, whichever is later.		
DEBTS PREVIOUSLY CONTRACTED			
91BA	Debts Previously Contracted (DPC) holding company.		
OTHER APPROVED ACTIVITIES			
90AE	Trading for its own account in gold and silver bullion, bars, rounds, and coins.		
90AF	The purchase and sale of silver and gold bullion and coins for the account of customers.		
90BA	Export trading.		
90BF	Providing advice on the trading of permissible investment instruments.		
90BG	Employee benefit consulting.		
90BL	Student loan servicing.		
90BM	Credit card authorization and reporting services.		

<i>Activity Code</i>	<i>Definition</i>	<i>Activity Code</i>	<i>Definition</i>
91AQ	Acting as a dealer and broker with respect to interest rate and currency swaps and related transactions.	91FA	Asset management for third parties including the managing and liquidation of nonperforming assets such as loans. The assets may be received from another company within the bank holding company organization, or may be obtained by contract from an unaffiliated company or regulatory agency.
91AR	Acting as agent in the private placement of all types of securities.	96DA	Services, including representative functions, sale of long-term debt, or name-saving.
91AS	Providing financial advice to the Japanese national and municipal governments and their agencies such as with respect to the issuance of their securities in the United States.	96EA	Travel agency.
91AT	Engaging in the purchase and sale of platinum coins issued by the Canadian and Australian governments as legal tender.	91FB	Providing transactional services with respect to swaps and similar transactions, any transaction permissible under Reg. Y, Sec. 225.28(8), any transaction that is permissible for state member banks, and any other transaction involving a forward contract, option, futures, option on futures or similar contract related to a commodity that is traded on an exchange.
91AU	Entering into currency swap transactions for a bank holding company's hedging its own position in foreign currency.	91FC	The sale or issuance of payment instruments or engaging in the business of receiving money for transmission or transmitting money within the United States or to locations abroad by any and all means, including but not limited to payment instrument, wire, facsimile or electronic transfer.
91AV	Providing real estate settlement activities through a permissible title insurance agency.	92AA	Internet access provider.
91DA	Acting as agent in the sale of annuities (Exemption G companies only).	98AA	Issuing commercial paper.
91DB	Extend or maintain credit secured directly or indirectly by margin stock to such an extent as to warrant registration with the Federal Reserve as required by Regulation G, Section 207.3(a).	99CG	Co-generator of electric power.
91DD	Extend or maintain any amount of purpose credit secured directly or indirectly by margin stock to such an extent as to warrant registration with the Federal Reserve as required by Regulation G, Section 207.3(a). Excludes plan lenders which are reported under activity 91BD only.	PRIVATE PLACEMENT AND RISKLESS PRINCIPAL ACTIVITIES	
91DE	Extend or maintain exclusively non-purpose credit secured directly or indirectly by margin stock to such an extent as to warrant registration with the Federal Reserve as required by Regulation G, Section 207.3(a). Excludes plan lenders, which are reported under activity code 91DB only.	91BC	Riskless principal transactions are those in which a broker-dealer, after receiving a buy or sell order from a customer, purchases or sells the security for its own account to offset the contemporaneous sale to or purchase by the customer.
91DC	Acting as an agent in the sale of annuities as authorized under national or state banking regulations.	OTHER APPROVED ACTIVITIES	
		91EA	Engaging in underwriting and dealing in bank-ineligible securities to a limited extent pursuant to Section 20 of the Glass-Steagall Act.
		91BD	Section 20 subsidiary authorized to purchase

Federal Reserve Board of Governors' Activity Codes

<i>Activity Code</i>	<i>Definition</i>	<i>Activity Code</i>	<i>Definition</i>
	and sell for its own account certain options and options on futures contracts with respect to certain bank-eligible securities and money market instruments for purposes other than hedging.	91BJ	Trading for its own account, for purposes other than hedging, in futures, options, and options on futures contracts based on certificates of deposit or other money market instruments eligible for investment by national banks.
91BE	Acting as an FCM (futures commodity merchant) for nonaffiliated persons in the execution and clearance on major commodity exchanges of futures and options on futures contracts based on bonds or other debt instruments, certain commodities, or stock, bond, or commodity indices.	91BK	Acting as originator, principal, agent, broker, or advisor with respect to swaps and swap derivative products, and over-the-counter option transactions, based on certain commodities, stock, bond, or commodity indices, or a hybrid of interest rates and such commodities or indices.
91BF	Providing investment advice regarding the above contracts.	91BL	Trading for its own account, for purposes other than hedging, in futures and options on futures contracts based on certain commodities or on stock, bond, or commodity indices.
91BG	Trading for its own account in foreign exchange spot, forward, futures, options, and options on futures transactions.		
91BH	Acting as originator, principal, agent, or broker with respect to interest rate and currency swap transactions and related swap derivative products.		

NOVEMBER 1998

Appendix C

FR Y-6A Examples

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2	Acquisition of a nonbank subsidiary	9
3	BHC purchases a bank from another bank holding company	12
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5	BHC purchases the nonvoting equity of a bank	20
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8	A nonbank subsidiary ceases to conduct all activities	31
9	A nonbank subsidiary ceases to conduct one of its activities. An existing activity becomes the new primary activity	33
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Bank Holding Company Report of Changes In Investments and Activities—FR Y-6A

Public reporting burden for the information collection is estimated to vary from .5 to 175 hours per response, with an average of 1 hour per response, including time to gather and maintain the data and complete the information collection. The Federal Reserve may not conduct or sponsor, and a person is not required to respond to an information collection unless it displays a currently valid OMB control number. Comments regarding this estimate or any other aspects of this information burden may be sent to Secretary, Board of Governors of the Federal Reserve System, Washington, D.C. 20551, and to the Office of Management and Budget, Washington, D.C. 20503.

Example 1: BHC A is set up to acquire its first bank, bank A. The transaction occurs on 7/27/92.

Report within 30 Days following a change in the bank holding company's investments or activities

This Report is required by law: Section 5(c) of the Bank Holding Company Act (12 U.S.C. 1844) and Section 225.5(b) of Regulation Y (12 CFR 225.5[b]).

Report Date

8/15/92

Month / Day / Year

Top Tier Bank Holding Company

BHC A

Legal Name

123 Main St.

Physical Street Address

Cleveland, Cuyahoga, OH 44123

Physical City, County, State / (Country), Zip Code

Check here if address changed

123 Main St.

Mailing Street Address

Cleveland, OH 44123

Mailing City, State / (Country), Zip Code

Check here if address changed

Printed Name of Officer

(SIGNATURE)

Signature of Officer

(DATE OF SIGNATURE)

Date of Signature

Ms. Susan Jones

Printed Name of Person to Contact

(216)888-1234

Phone Number of Contact

FRB Use Only
ID_BHC_TYPE
ID_RSSD
STATE_CD(MAIL)
COUNTY_CD
STATE_CD
STATUS_CONF

Characteristics Schedule

This schedule should be used to report initial information on newly formed or acquired companies and changes to characteristics of previously reported companies.

Example 1: Characteristics information on the BHC.

A) Name/Address Information

Current Information		Previous Information	
1) <u>BHC A</u> Legal Name	_____	Legal Name	Effective Date _____
2) <u>123 Main St</u> Physical Street Address (For BHCs Only)	_____	Physical Street Address (For BHCs Only)	Effective Date _____
3) <u>Cleveland, Cuyahoga, OH 44123</u> Physical City, County, State / (Country), Zip Code	_____	Physical City, County, State / (Country), Zip Code	_____

FRB Use Only	
ID_RSSD	_____
Alt ID	_____
Alt Id Type	_____
COUNTY_CD	_____
STATE_CD	_____
COUNTRY_CD	_____
CHTR_TYPE_CD	_____
ORG_TYPE_CD	_____

B) Other Characteristics Information

ITEM	NEW OR INITIAL VALUE	EFFECTIVE DATE (Changes Only)
1) Formation Date	7/27/92	
2) Charter Type	Bank Holding Company	
Other, specify:		
3) Organization Type	1	
Organization Types: 1=Corporation, 2=Partnership, 3=Limited Partnership, 4=Trust, 5=Sole Proprietorship, 6=Mutual, 9=Cooperative, 10=Limited Liability Partnership, 11=Limited Liability Corporation, 99=Other (Provide Explanation)		

Bank Holding Companies Only:

4) Fiscal Year End (MM/DD)	12/31	
5) SEC Reporting Status (Y/N)	N	
SEC Reporting Status: Y=Reporting/Filing with SEC, N=Not Reporting/Filing with SEC		

Characteristics Schedule

This schedule should be used to report initial information on newly formed or acquired companies and changes to characteristics of previously reported companies.

Example 1: Characteristics information on the Bank.

A) Name/Address Information

Current Information	Previous Information	
1) <u>Bank A</u> Legal Name	_____ Legal Name	_____ Effective Date
2) _____ Physical Street Address (For BHCs Only)	_____ Physical Street Address (For BHCs Only)	_____ Effective Date
3) <u>Cleveland, Cuyahoga, OH 44123</u> Physical City, County, State / (Country), Zip Code	_____ Physical City, County, State / (Country), Zip Code	

FRB Use Only	
ID_RSSD	
Alt ID	
Alt Id Type	
COUNTY_CD	
STATE_CD	
COUNTRY_CD	
CHTR_TYPE_CD	
ORG_TYPE_CD	

B) Other Characteristics Information

ITEM	NEW OR INITIAL VALUE	EFFECTIVE DATE (Changes Only)
1) Formation Date	7/16/92	
2) Charter Type	Commercial Bank	
Other, specify:		
3) Organization Type	1	
Organization Types: 1=Corporation, 2=Partnership, 3=Limited Partnership, 4=Trust, 5=Sole Proprietorship, 6=Mutual, 9=Cooperative, 10=Limited Liability Partnership, 11=Limited Liability Corporation, 99=Other (Provide Explanation)		

Bank Holding Companies Only:

4) Fiscal Year End (MM/DD)		
5) SEC Reporting Status (Y/N)		
SEC Reporting Status: Y=Reporting/Filing with SEC, N=Not Reporting/Filing with SEC		

Investments/Activities Schedule

Example 1: Acquisition of Bank A

Use this schedule to report initial organizational structure and activities and changes to the organizational structure and activities.

FRB Use Only	
E1	
E2	

Legal Name of the Direct Holder/Survivor	Physical Location (City, State/(Country))
<i>BHC A</i>	<i>Cleveland, OH</i>

Legal Name of the Subject Entity	Physical Location (City, State/(Country))
<i>Bank A</i>	<i>Cleveland, OH</i>

Transaction Types to Use for Investments: ADL, CMNC, DEC, INC, LIQ, MGR, NLR, OTH, SALE, TRF, TRT						
Transaction Type	Transaction Date	Basis of Relationship	Percent Equity	Control Indicator	DPC	Correction (Y, N)
<i>CMNC</i>	<i>7/27/92</i>	<i>EQT</i>	<i>100.00</i>	<i>Y</i>	<i>N/A</i>	<i>N</i>

If the transaction type is merger (MGR) involving banks, did this entity continue as a branch of the survivor? (Y, N) _____

Accounting Method: Circle One (Pooling of Interest, Purchase or Assumption)

If subject entity was purchased from or sold to another bhc, please provide the following: Circle One (Purchased, Sold)

Legal Name of the BHC	Physical Location (City, State)

Transaction Types to Use for Activities: CMNC, PRIM, TERM				
Transaction Type	Transaction Date	Regulatory Code	Activity Code	Correction (Y, N)
<i>CMNC</i>	<i>7/27/92</i>	<i>7</i>	<i>21AA(P)</i>	<i>N</i>

Description of the Activity
<i>Commercial Banking</i>



Bank Holding Company Report of Changes In Investments and Activities—FR Y-6A

Public reporting burden for the information collection is estimated to vary from .5 to 175 hours per response, with an average of 1 hour per response, including time to gather and maintain the data and complete the information collection. The Federal Reserve may not conduct or sponsor, and a person is not required to respond to an information collection unless it displays a currently valid OMB control number. Comments regarding this estimate or any other aspects of this information burden may be sent to Secretary, Board of Governors of the Federal Reserve System, Washington, D.C. 20551, and to the Office of Management and Budget, Washington, D.C. 20503.

Example 2: BHC A, a one-bank holding company, acquires a nonbank subsidiary that is engaged in leasing personal property. The transaction occurs on 8/2/92.

Report within 30 Days following a change in the bank holding company's investments or activities

This Report is required by law: Section 5(c) of the Bank Holding Company Act (12 U.S.C. 1844) and Section 225.5(b) of Regulation Y (12 CFR 225.5[b]).

Report Date

8/30/92

Month / Day / Year

Top Tier Bank Holding Company

BHC A

Legal Name

123 Main St.

Physical Street Address

Cleveland, Cuyahoga, OH 44123

Physical City, County, State / (Country), Zip Code

Check here if address changed

123 Main St.

Mailing Street Address

Cleveland, OH 44123

Mailing City, State / (Country), Zip Code

Check here if address changed

Printed Name of Officer

(SIGNATURE)

Signature of Officer

(DATE OF SIGNATURE)

Date of Signature

Ms. Susan Jones

Printed Name of Person to Contact

(216)888-1234

Phone Number of Contact

FRB Use Only
ID_BHC_TYPE
ID_RSSD
STATE_CD(MAIL)
COUNTY_CD
STATE_CD
STATUS_CONF

Characteristics Schedule

This schedule should be used to report initial information on newly formed or acquired companies and changes to characteristics of previously reported companies.

Example 2: Characteristics information on the leasing company.

A) Name/Address Information

Current Information		Previous Information	
1) <i>ABC Leasing</i> Legal Name	_____	Legal Name	Effective Date
2) _____ Physical Street Address (For BHCs Only)	_____	Physical Street Address (For BHCs Only)	Effective Date
3) <i>Cleveland, Cuyahoga, OH 44123</i> Physical City, County, State / (Country), Zip Code	_____	Physical City, County, State / (Country), Zip Code	

FRB Use Only	
ID_RSSD	
Alt ID	
Alt Id Type	
COUNTY_CD	
STATE_CD	
COUNTRY_CD	
CHTR_TYPE_CD	
ORG_TYPE_CD	

B) Other Characteristics Information

ITEM	NEW OR INITIAL VALUE	EFFECTIVE DATE (Changes Only)
1) Formation Date	<i>8/2/92</i>	
2) Charter Type	<i>Leasing Company</i>	
Other, specify:		
3) Organization Type	<i>1</i>	
Organization Types: 1=Corporation, 2=Partnership, 3=Limited Partnership, 4=Trust, 5=Sole Proprietorship, 6=Mutual, 9=Cooperative, 10=Limited Liability Partnership, 11=Limited Liability Corporation, 99=Other (Provide Explanation)		

Bank Holding Companies Only:

4) Fiscal Year End (MM/DD)		
5) SEC Reporting Status (Y/N)		
SEC Reporting Status: Y=Reporting/Filing with SEC, N=Not Reporting/Filing with SEC		

Investments/Activities Schedule

Example 2: Acquisition of nonbank subsidiary

Use this schedule to report initial organizational structure and activities and changes to the organizational structure and activities.

FRB Use Only	
E1	
E2	

Legal Name of the Direct Holder/Survivor	Physical Location (City, State/(Country))
<i>BHC A</i>	<i>Cleveland, OH</i>

Legal Name of the Subject Entity	Physical Location (City, State/(Country))
<i>ABC Leasing</i>	<i>Cleveland, OH</i>

Transaction Types to Use for Investments: ADL, CMNC, DEC, INC, LIQ, MGR, NLR, OTH, SALE, TRF, TRT						
Transaction Type	Transaction Date	Basis of Relationship	Percent Equity	Control Indicator	DPC	Correction (Y, N)
<i>CMNC</i>	<i>8/2/92</i>	<i>EQT</i>	<i>100.00</i>	<i>Y</i>	<i>N/A</i>	<i>N</i>

If the transaction type is merger (MGR) involving banks, did this entity continue as a branch of the survivor? (Y, N) _____

Accounting Method: Circle One (Pooling of Interest, Purchase or Assumption)

If subject entity was purchased from or sold to another bhc, please provide the following: Circle One (Purchased, Sold)

Legal Name of the BHC	Physical Location (City, State)

Transaction Types to Use for Activities: CMNC, PRIM, TERM				
Transaction Type	Transaction Date	Regulatory Code	Activity Code	Correction (Y, N)
<i>CMNC</i>	<i>8/2/92</i>	<i>26</i>	<i>06AF(P)</i>	<i>N</i>

Description of the Activity
<i>Leasing Personal Property</i>



Bank Holding Company Report of Changes In Investments and Activities—FR Y-6A

Public reporting burden for the information collection is estimated to vary from .5 to 175 hours per response, with an average of 1 hour per response, including time to gather and maintain the data and complete the information collection. The Federal Reserve may not conduct or sponsor, and a person is not required to respond to an information collection unless it displays a currently valid OMB control number. Comments regarding this estimate or any other aspects of this information burden may be sent to Secretary, Board of Governors of the Federal Reserve System, Washington, D.C. 20551, and to the Office of Management and Budget, Washington, D.C. 20503.

*Example 3: BHC A purchases a bank from BHC Z.
The transaction occurs on 9/15/92.*

Report within 30 Days following a change in the bank holding company's investments or activities

This Report is required by law: Section 5(c) of the Bank Holding Company Act (12 U.S.C. 1844) and Section 225.5(b) of Regulation Y (12 CFR 225.5[b]).

Report Date

9/30/92

Month / Day / Year

Top Tier Bank Holding Company

BHC A

Legal Name

123 Main St.

Physical Street Address

Cleveland, Cuyahoga, OH 44123

Physical City, County, State / (Country), Zip Code

Check here if address changed

123 Main St.

Mailing Street Address

Cleveland, OH 44123

Mailing City, State / (Country), Zip Code

Check here if address changed

Printed Name of Officer

(SIGNATURE)

Signature of Officer

(DATE OF SIGNATURE)

Date of Signature

Ms. Susan Jones

Printed Name of Person to Contact

(216)888-1234

Phone Number of Contact

FRB Use Only
ID_BHC_TYPE
ID_RSSD
STATE_CD(MAIL)
COUNTY_CD
STATE_CD
STATUS_CONF

Characteristics Schedule

This schedule should be used to report initial information on newly formed or acquired companies and changes to characteristics of previously reported companies.

Example 3: Characteristics information on the Bank.

A) Name/Address Information

Current Information	Previous Information	
1) <u>Bank Z</u> Legal Name	_____ Legal Name	_____ Effective Date
2) _____ Physical Street Address (For BHCs Only)	_____ Physical Street Address (For BHCs Only)	_____ Effective Date
3) <u>Cleveland, Cuyahoga, OH 44123</u> Physical City, County, State / (Country), Zip Code	_____ Physical City, County, State / (Country), Zip Code	

FRB Use Only	
ID_RSSD	
Alt ID	
Alt Id Type	
COUNTY_CD	
STATE_CD	
COUNTRY_CD	
CHTR_TYPE_CD	
ORG_TYPE_CD	

B) Other Characteristics Information

ITEM	NEW OR INITIAL VALUE	EFFECTIVE DATE (Changes Only)
1) Formation Date	<i>1/19/47</i>	
2) Charter Type	<i>Commercial Bank</i>	
Other, specify:		
3) Organization Type	<i>1</i>	
Organization Types: 1=Corporation, 2=Partnership, 3=Limited Partnership, 4=Trust, 5=Sole Proprietorship, 6=Mutual, 9=Cooperative, 10=Limited Liability Partnership, 11=Limited Liability Corporation, 99=Other (Provide Explanation)		

Bank Holding Companies Only:

4) Fiscal Year End (MM/DD)		
5) SEC Reporting Status (Y/N)		
SEC Reporting Status: Y=Reporting/Filing with SEC, N=Not Reporting/Filing with SEC		

Investments/Activities Schedule

Example 3: Acquisition of bank

Use this schedule to report initial organizational structure and activities and changes to the organizational structure and activities.

FRB Use Only	
E1	
E2	

Legal Name of the Direct Holder/Survivor	Physical Location (City, State/(Country))
<i>BHC A</i>	<i>Cleveland, OH</i>

Legal Name of the Subject Entity	Physical Location (City, State/(Country))
<i>Bank Z</i>	<i>Cleveland, OH</i>

Transaction Types to Use for Investments: ADL, CMNC, DEC, INC, LIQ, MGR, NLR, OTH, SALE, TRF, TRT						
Transaction Type	Transaction Date	Basis of Relationship	Percent Equity	Control Indicator	DPC	Correction (Y, N)
<i>CMNC</i>	<i>9/15/92</i>	<i>EQT</i>	<i>100.00</i>	<i>Y</i>	<i>N/A</i>	<i>N</i>

If the transaction type is merger (MGR) involving banks, did this entity continue as a branch of the survivor? (Y, N) _____

Accounting Method: Circle One (Pooling of Interest, Purchase or Assumption)

If subject entity was purchased from or sold to another bhc, please provide the following: Circle One (Purchased, Sold)

Legal Name of the BHC	Physical Location (City, State)
<i>BHC Z</i>	<i>Akron, OH</i>

Transaction Types to Use for Activities: CMNC, PRIM, TERM				
Transaction Type	Transaction Date	Regulatory Code	Activity Code	Correction (Y, N)
<i>CMNC</i>	<i>9/15/92</i>	<i>8</i>	<i>21AA(P)</i>	<i>N</i>

Description of the Activity
<i>Commercial Banking</i>



Bank Holding Company Report of Changes In Investments and Activities—FR Y-6A

Public reporting burden for the information collection is estimated to vary from .5 to 175 hours per response, with an average of 1 hour per response, including time to gather and maintain the data and complete the information collection. The Federal Reserve may not conduct or sponsor, and a person is not required to respond to an information collection unless it displays a currently valid OMB control number. Comments regarding this estimate or any other aspects of this information burden may be sent to Secretary, Board of Governors of the Federal Reserve System, Washington, D.C. 20551, and to the Office of Management and Budget, Washington, D.C. 20503.

Example 4: BHC A purchases an existing one-bank holding company in another state and operates it as a lower tier bank holding company. The transaction occurs on 10/2/92.

Report within 30 Days following a change in the bank holding company's investments or activities

This Report is required by law: Section 5(c) of the Bank Holding Company Act (12 U.S.C. 1844) and Section 225.5(b) of Regulation Y (12 CFR 225.5[b]).

Report Date

10/22/92
 Month / Day / Year

Top Tier Bank Holding Company

BHC A

Legal Name

123 Main St.

Physical Street Address

Cleveland, Cuyahoga, OH 44123

Physical City, County, State / (Country), Zip Code

Check here if address changed

123 Main St.

Mailing Street Address

Cleveland, OH 44123

Mailing City, State / (Country), Zip Code

Check here if address changed

Printed Name of Officer

(SIGNATURE)

Signature of Officer

(DATE OF SIGNATURE)

Date of Signature

Ms. Susan Jones

Printed Name of Person to Contact

(216)888-1234

Phone Number of Contact

FRB Use Only
ID_BHC_TYPE
ID_RSSD
STATE_CD(MAIL)
COUNTY_CD
STATE_CD
STATUS_CONF

Characteristics Schedule

This schedule should be used to report initial information on newly formed or acquired companies and changes to characteristics of previously reported companies.

Example 4: Characteristics information on the acquired bank holding company.

A) Name/Address Information

Current Information		Previous Information	
1) <u>Penn Holdings</u> Legal Name	_____	Legal Name	Effective Date _____
2) <u>9988 Elm St</u> Physical Street Address (For BHCs Only)	_____	Physical Street Address (For BHCs Only)	Effective Date _____
3) <u>Pittsburgh, Allegheny, PA 30405</u> Physical City, County, State / (Country), Zip Code	_____	Physical City, County, State / (Country), Zip Code	_____

FRB Use Only	
ID_RSSD	_____
Alt ID	_____
Alt Id Type	_____
COUNTY_CD	_____
STATE_CD	_____
COUNTRY_CD	_____
CHTR_TYPE_CD	_____
ORG_TYPE_CD	_____

B) Other Characteristics Information

ITEM	NEW OR INITIAL VALUE	EFFECTIVE DATE (Changes Only)
1) Formation Date	8/16/76	
2) Charter Type	Bank Holding Company	
Other, specify:		
3) Organization Type	1	
Organization Types: 1=Corporation, 2=Partnership, 3=Limited Partnership, 4=Trust, 5=Sole Proprietorship, 6=Mutual, 9=Cooperative, 10=Limited Liability Partnership, 11=Limited Liability Corporation, 99=Other (Provide Explanation)		

Bank Holding Companies Only:

4) Fiscal Year End (MM/DD)	12/31	
5) SEC Reporting Status (Y/N)	N	
SEC Reporting Status: Y=Reporting/Filing with SEC, N=Not Reporting/Filing with SEC		

Characteristics Schedule

This schedule should be used to report initial information on newly formed or acquired companies and changes to characteristics of previously reported companies.

Example 4: Characteristics information on the acquired bank.

A) Name/Address Information

Current Information		Previous Information	
1) <u>Penn Bank</u> Legal Name	_____	_____	Effective Date
2) _____ Physical Street Address (For BHCs Only)	_____	_____	Effective Date
3) <u>Pittsburgh, Allegheny, PA 30405</u> Physical City, County, State / (Country), Zip Code	_____	_____	Physical City, County, State / (Country), Zip Code

FRB Use Only	
ID_RSSD	_____
Alt ID	_____
Alt Id Type	_____
COUNTY_CD	_____
STATE_CD	_____
COUNTRY_CD	_____
CHTR_TYPE_CD	_____
ORG_TYPE_CD	_____

B) Other Characteristics Information

ITEM	NEW OR INITIAL VALUE	EFFECTIVE DATE (Changes Only)
1) Formation Date	4/16/48	
2) Charter Type	Commercial Bank	
Other, specify:		
3) Organization Type	1	
Organization Types: 1=Corporation, 2=Partnership, 3=Limited Partnership, 4=Trust, 5=Sole Proprietorship, 6=Mutual, 9=Cooperative, 10=Limited Liability Partnership, 11=Limited Liability Corporation, 99=Other (Provide Explanation)		

Bank Holding Companies Only:

4) Fiscal Year End (MM/DD)	_____	
5) SEC Reporting Status (Y/N)	_____	
SEC Reporting Status: Y=Reporting/Filing with SEC, N=Not Reporting/Filing with SEC		

Investments/Activities Schedule

Example 4: Acquisition of bank holding company

Use this schedule to report initial organizational structure and activities and changes to the organizational structure and activities.

FRB Use Only	
E1	
E2	

Legal Name of the Direct Holder/Survivor	Physical Location (City, State/(Country))
<i>BHC A</i>	<i>Cleveland, OH</i>

Legal Name of the Subject Entity	Physical Location (City, State/(Country))
<i>Penn Holdings</i>	<i>Pittsburgh, PA</i>

Transaction Types to Use for Investments: ADL, CMNC, DEC, INC, LIQ, MGR, NLR, OTH, SALE, TRF, TRT						
Transaction Type	Transaction Date	Basis of Relationship	Percent Equity	Control Indicator	DPC	Correction (Y, N)
<i>CMNC</i>	<i>10/2/92</i>	<i>EQT</i>	<i>100.00</i>	<i>Y</i>	<i>N/A</i>	<i>N</i>

If the transaction type is merger (MGR) involving banks, did this entity continue as a branch of the survivor? (Y, N) _____

Accounting Method: Circle One (Pooling of Interest, Purchase or Assumption)

If subject entity was purchased from or sold to another bhc, please provide the following: Circle One (Purchased, Sold)

Legal Name of the BHC	Physical Location (City, State)

Transaction Types to Use for Activities: CMNC, PRIM, TERM				
Transaction Type	Transaction Date	Regulatory Code	Activity Code	Correction (Y, N)
<i>CMNC</i>	<i>10/2/92</i>	<i>8</i>	<i>00AA(P)</i>	<i>N</i>

Description of the Activity
<i>Bank Holding Company</i>

Investments/Activities Schedule

Example 4: Acquisition of bank

Use this schedule to report initial organizational structure and activities and changes to the organizational structure and activities.

FRB Use Only	
E1	
E2	

Legal Name of the Direct Holder/Survivor	Physical Location (City, State/(Country))
<i>Penn Holdings</i>	<i>Pittsburgh, PA</i>

Legal Name of the Subject Entity	Physical Location (City, State/(Country))
<i>Penn Bank</i>	<i>Pittsburgh, PA</i>

Transaction Types to Use for Investments: ADL, CMNC, DEC, INC, LIQ, MGR, NLR, OTH, SALE, TRF, TRT						
Transaction Type	Transaction Date	Basis of Relationship	Percent Equity	Control Indicator	DPC	Correction (Y, N)
<i>CMNC</i>	<i>10/2/92</i>	<i>EQT</i>	<i>100.00</i>	<i>Y</i>	<i>N/A</i>	<i>N</i>

If the transaction type is merger (MGR) involving banks, did this entity continue as a branch of the survivor? (Y, N) _____

Accounting Method: Circle One (Pooling of Interest, Purchase or Assumption)

If subject entity was purchased from or sold to another bhc, please provide the following: Circle One (Purchased, Sold)

Legal Name of the BHC	Physical Location (City, State)

Transaction Types to Use for Activities: CMNC, PRIM, TERM				
Transaction Type	Transaction Date	Regulatory Code	Activity Code	Correction (Y, N)
<i>CMNC</i>	<i>10/2/92</i>	<i>8</i>	<i>21AA(P)</i>	<i>N</i>

Description of the Activity
<i>Commercial Bank</i>



Bank Holding Company Report of Changes In Investments and Activities—FR Y-6A

Public reporting burden for the information collection is estimated to vary from .5 to 175 hours per response, with an average of 1 hour per response, including time to gather and maintain the data and complete the information collection. The Federal Reserve may not conduct or sponsor, and a person is not required to respond to an information collection unless it displays a currently valid OMB control number. Comments regarding this estimate or any other aspects of this information burden may be sent to Secretary, Board of Governors of the Federal Reserve System, Washington, D.C. 20551, and to the Office of Management and Budget, Washington, D.C. 20503.

Example 5: BHC A purchases 100% of the nonvoting equity of an out-of-state bank. The transaction occurs on 10/29/92.

Report within 30 Days following a change in the bank holding company's investments or activities

This Report is required by law: Section 5(c) of the Bank Holding Company Act (12 U.S.C. 1844) and Section 225.5(b) of Regulation Y (12 CFR 225.5[b]).

Report Date

11/18/92
 Month / Day / Year

Top Tier Bank Holding Company

BHC A

Legal Name

123 Main St.

Physical Street Address

Cleveland, Cuyahoga, OH 44123

Physical City, County, State / (Country), Zip Code

Check here if address changed

123 Main St.

Mailing Street Address

Cleveland, OH 44123

Mailing City, State / (Country), Zip Code

Check here if address changed

Printed Name of Officer

(SIGNATURE)

Signature of Officer

(DATE OF SIGNATURE)

Date of Signature

Ms. Susan Jones

Printed Name of Person to Contact

(216)888-1234

Phone Number of Contact

FRB Use Only
ID_BHC_TYPE
ID_RSSD
STATE_CD(MAIL)
COUNTY_CD
STATE_CD
STATUS_CONF

Characteristics Schedule

This schedule should be used to report initial information on newly formed or acquired companies and changes to characteristics of previously reported companies.

Example 5: Characteristics information on the acquired bank.

A) Name/Address Information

Current Information		Previous Information	
1) <i>Indy Bank</i>	_____	_____	_____
Legal Name		Legal Name	Effective Date
2)	_____	_____	_____
Physical Street Address (For BHCs Only)		Physical Street Address (For BHCs Only)	Effective Date
3) <i>Fort Wayne, IN 50505</i>	_____	_____	_____
Physical City, County, State / (Country), Zip Code		Physical City, County, State / (Country), Zip Code	

FRB Use Only	
ID_RSSD	
Alt ID	
Alt Id Type	
COUNTY_CD	
STATE_CD	
COUNTRY_CD	
CHTR_TYPE_CD	
ORG_TYPE_CD	

B) Other Characteristics Information

ITEM	NEW OR INITIAL VALUE	EFFECTIVE DATE (Changes Only)
1) Formation Date	<i>6/15/76</i>	
2) Charter Type	<i>Commercial Bank</i>	
Other, specify:		
3) Organization Type	<i>1</i>	
Organization Types: 1=Corporation, 2=Partnership, 3=Limited Partnership, 4=Trust, 5=Sole Proprietorship, 6=Mutual, 9=Cooperative, 10=Limited Liability Partnership, 11=Limited Liability Corporation, 99=Other (Provide Explanation)		

Bank Holding Companies Only:

4) Fiscal Year End (MM/DD)	_____	_____
5) SEC Reporting Status (Y/N)	_____	_____
SEC Reporting Status: Y=Reporting/Filing with SEC, N=Not Reporting/Filing with SEC		

Investments/Activities Schedule

Example 5: Acquisition of bank

Use this schedule to report initial organizational structure and activities and changes to the organizational structure and activities.

FRB Use Only	
E1	
E2	

Legal Name of the Direct Holder/Survivor	Physical Location (City, State/(Country))
<i>BHC A</i>	<i>Cleveland, OH</i>

Legal Name of the Subject Entity	Physical Location (City, State/(Country))
<i>Indy Bank</i>	<i>Fort Wayne, IN</i>

Transaction Types to Use for Investments: ADL, CMNC, DEC, INC, LIQ, MGR, NLR, OTH, SALE, TRF, TRT						
Transaction Type	Transaction Date	Basis of Relationship	Percent Equity	Control Indicator	DPC	Correction (Y, N)
<i>CMNC</i>	<i>10/29/92</i>	<i>NVT</i>	<i>100.00</i>	<i>Y</i>	<i>N/A</i>	<i>N</i>

If the transaction type is merger (MGR) involving banks, did this entity continue as a branch of the survivor? (Y, N) _____

Accounting Method: Circle One (Pooling of Interest, Purchase or Assumption)

If subject entity was purchased from or sold to another bhc, please provide the following: Circle One (Purchased, Sold)

Legal Name of the BHC	Physical Location (City, State)

Transaction Types to Use for Activities: CMNC, PRIM, TERM				
Transaction Type	Transaction Date	Regulatory Code	Activity Code	Correction (Y, N)
<i>CMNC</i>	<i>10/29/92</i>	<i>87</i>	<i>21AA(P)</i>	<i>N</i>

Description of the Activity
<i>Commercial Bank</i>



Bank Holding Company Report of Changes In Investments and Activities—FR Y-6A

Public reporting burden for the information collection is estimated to vary from .5 to 175 hours per response, with an average of 1 hour per response, including time to gather and maintain the data and complete the information collection. The Federal Reserve may not conduct or sponsor, and a person is not required to respond to an information collection unless it displays a currently valid OMB control number. Comments regarding this estimate or any other aspects of this information burden may be sent to Secretary, Board of Governors of the Federal Reserve System, Washington, D.C. 20551, and to the Office of Management and Budget, Washington, D.C. 20503.

Example 6: BHC A acquires an out-of-state BHC and immediately merges it into its lower tier bank holding company, Penn Holdings. Upon merger, the bank owned by the non-surviving holding company becomes a subsidiary of Penn Holdings. The transaction occurs on 11/15/92.

Report within 30 Days following a change in the bank holding company's investments or activities

This Report is required by law: Section 5(c) of the Bank Holding Company Act (12 U.S.C. 1844) and Section 225.5(b) of Regulation Y (12 CFR 225.5[b]).

Report Date

12/4/92
 Month / Day / Year

Top Tier Bank Holding Company

BHC A

Legal Name

123 Main St.

Physical Street Address

Cleveland, Cuyahoga, OH 44123

Physical City, County, State / (Country), Zip Code

Check here if address changed

123 Main St.

Mailing Street Address

Cleveland, OH 44123

Mailing City, State / (Country), Zip Code

Check here if address changed

Printed Name of Officer

(SIGNATURE)

Signature of Officer

(DATE OF SIGNATURE)

Date of Signature

Ms. Susan Jones

Printed Name of Person to Contact

(216)888-1234

Phone Number of Contact

FRB Use Only
ID_BHC_TYPE
ID_RSSD
STATE_CD(MAIL)
COUNTY_CD
STATE_CD
STATUS_CONF

Characteristics Schedule

This schedule should be used to report initial information on newly formed or acquired companies and changes to characteristics of previously reported companies.

Example 6: Characteristics information on the acquired bank holding company.

A) Name/Address Information

Current Information	Previous Information	
1) <i>Steeler Holding Company</i> Legal Name	Legal Name	Effective Date
2) <i>477 Wilson St</i> Physical Street Address (For BHCs Only)	Physical Street Address (For BHCs Only)	Effective Date
3) <i>Pittsburgh, Allegheny, PA 30409</i> Physical City, County, State / (Country), Zip Code	Physical City, County, State / (Country), Zip Code	

FRB Use Only	
ID_RSSD	
Alt ID	
Alt Id Type	
COUNTY_CD	
STATE_CD	
COUNTRY_CD	
CHTR_TYPE_CD	
ORG_TYPE_CD	

B) Other Characteristics Information

ITEM	NEW OR INITIAL VALUE	EFFECTIVE DATE (Changes Only)
1) Formation Date	<i>1/17/88</i>	
2) Charter Type	<i>Bank Holding Company</i>	
Other, specify:		
3) Organization Type	<i>1</i>	
Organization Types: 1=Corporation, 2=Partnership, 3=Limited Partnership, 4=Trust, 5=Sole Proprietorship, 6=Mutual, 9=Cooperative, 10=Limited Liability Partnership, 11=Limited Liability Corporation, 99=Other (Provide Explanation)		

Bank Holding Companies Only:

4) Fiscal Year End (MM/DD)	<i>12/31</i>	
5) SEC Reporting Status (Y/N)	<i>N</i>	
SEC Reporting Status: Y=Reporting/Filing with SEC, N=Not Reporting/Filing with SEC		

Characteristics Schedule

This schedule should be used to report initial information on newly formed or acquired companies and changes to characteristics of previously reported companies.

Example 6: Characteristics information on the acquired bank.

A) Name/Address Information

Current Information		Previous Information	
1) <u>Steeler Bank</u> Legal Name	_____	Legal Name	Effective Date _____
2) _____ Physical Street Address (For BHCs Only)	_____	Physical Street Address (For BHCs Only)	Effective Date _____
3) <u>Pittsburgh, Allegheny, PA 30409</u> Physical City, County, State / (Country), Zip Code	_____	Physical City, County, State / (Country), Zip Code	_____

FRB Use Only	
ID_RSSD	_____
Alt ID	_____
Alt Id Type	_____
COUNTY_CD	_____
STATE_CD	_____
COUNTRY_CD	_____
CHTR_TYPE_CD	_____
ORG_TYPE_CD	_____

B) Other Characteristics Information

ITEM	NEW OR INITIAL VALUE	EFFECTIVE DATE (Changes Only)
1) Formation Date	10/2/66	
2) Charter Type	Commercial Bank	
Other, specify:		
3) Organization Type	1	
Organization Types: 1=Corporation, 2=Partnership, 3=Limited Partnership, 4=Trust, 5=Sole Proprietorship, 6=Mutual, 9=Cooperative, 10=Limited Liability Partnership, 11=Limited Liability Corporation, 99=Other (Provide Explanation)		

Bank Holding Companies Only:

4) Fiscal Year End (MM/DD)	_____	_____
5) SEC Reporting Status (Y/N)	_____	_____
SEC Reporting Status: Y=Reporting/Filing with SEC, N=Not Reporting/Filing with SEC		

Investments/Activities Schedule

Example 6: Merger of bank holding companies

Use this schedule to report initial organizational structure and activities and changes to the organizational structure and activities.

FRB Use Only	
E1	
E2	

Legal Name of the Direct Holder/Survivor	Physical Location (City, State/(Country))
<i>Penn Holdings</i>	<i>Pittsburgh, PA</i>

Legal Name of the Subject Entity	Physical Location (City, State/(Country))
<i>Steeler Holding Company</i>	<i>Pittsburgh, PA</i>

Transaction Types to Use for Investments: ADL, CMNC, DEC, INC, LIQ, MGR, NLR, OTH, SALE, TRF, TRT						
Transaction Type	Transaction Date	Basis of Relationship	Percent Equity	Control Indicator	DPC	Correction (Y, N)
<i>MGR</i>	<i>11/15/92</i>					<i>N</i>

If the transaction type is merger (MGR) involving banks, did this entity continue as a branch of the survivor? (Y, N) _____

Accounting Method: Circle One (Pooling of Interest, Purchase or Assumption)

If subject entity was purchased from or sold to another bhc, please provide the following: Circle One (Purchased, Sold)

Legal Name of the BHC	Physical Location (City, State)

Transaction Types to Use for Activities: CMNC, PRIM, TERM				
Transaction Type	Transaction Date	Regulatory Code	Activity Code	Correction (Y, N)
		<i>9</i>	<i>00AA(P)</i>	<i>N</i>

Description of the Activity
<i>Bank Holding Company</i>

Investments/Activities Schedule

Example 6: Acquisition of bank

Use this schedule to report initial organizational structure and activities and changes to the organizational structure and activities.

FRB Use Only	
E1	
E2	

Legal Name of the Direct Holder/Survivor	Physical Location (City, State/(Country))
<i>Penn Holdings</i>	<i>Pittsburgh, PA</i>

Legal Name of the Subject Entity	Physical Location (City, State/(Country))
<i>Steeler Bank</i>	<i>Pittsburgh, PA</i>

Transaction Types to Use for Investments: ADL, CMNC, DEC, INC, LIQ, MGR, NLR, OTH, SALE, TRF, TRT						
Transaction Type	Transaction Date	Basis of Relationship	Percent Equity	Control Indicator	DPC	Correction (Y, N)
<i>CMNC</i>	<i>11/15/92</i>	<i>EQT</i>	<i>100.00</i>	<i>Y</i>	<i>N</i>	<i>N</i>

If the transaction type is merger (MGR) involving banks, did this entity continue as a branch of the survivor? (Y, N) _____

Accounting Method: Circle One (Pooling of Interest, Purchase or Assumption)

If subject entity was purchased from or sold to another bhc, please provide the following: Circle One (Purchased, Sold)

Legal Name of the BHC	Physical Location (City, State)

Transaction Types to Use for Activities: CMNC, PRIM, TERM				
Transaction Type	Transaction Date	Regulatory Code	Activity Code	Correction (Y, N)
<i>CMNC</i>	<i>11/15/92</i>	<i>8</i>	<i>21AA(P)</i>	<i>N</i>

Description of the Activity
<i>Commercial Bank</i>



Bank Holding Company Report of Changes In Investments and Activities—FR Y-6A

Public reporting burden for the information collection is estimated to vary from .5 to 175 hours per response, with an average of 1 hour per response, including time to gather and maintain the data and complete the information collection. The Federal Reserve may not conduct or sponsor, and a person is not required to respond to an information collection unless it displays a currently valid OMB control number. Comments regarding this estimate or any other aspects of this information burden may be sent to Secretary, Board of Governors of the Federal Reserve System, Washington, D.C. 20551, and to the Office of Management and Budget, Washington, D.C. 20503.

Example 7: BHC A acquires a bank and immediately merges it into an existing subsidiary bank, Bank Z. The former head office of the merged bank continues as a branch. The transaction occurs on 12/2/92.

Report within 30 Days following a change in the bank holding company's investments or activities

This Report is required by law: Section 5(c) of the Bank Holding Company Act (12 U.S.C. 1844) and Section 225.5(b) of Regulation Y (12 CFR 225.5[b]).

Report Date

12/28/92
 Month / Day / Year

Top Tier Bank Holding Company

BHC A

Legal Name

123 Main St.

Physical Street Address

Cleveland, Cuyahoga, OH 44123

Physical City, County, State / (Country), Zip Code

Check here if address changed

123 Main St.

Mailing Street Address

Cleveland, OH 44123

Mailing City, State / (Country), Zip Code

Check here if address changed

Printed Name of Officer

(SIGNATURE)

Signature of Officer

(DATE OF SIGNATURE)

Date of Signature

Ms. Susan Jones

Printed Name of Person to Contact

(216)888-1234

Phone Number of Contact

FRB Use Only
ID_BHC_TYPE
ID_RSSD
STATE_CD(MAIL)
COUNTY_CD
STATE_CD
STATUS_CONF

Characteristics Schedule

This schedule should be used to report initial information on newly formed or acquired companies and changes to characteristics of previously reported companies.

Example 7: Characteristics information on the acquired bank.

A) Name/Address Information

Current Information	Previous Information	
1) <u>Canton Bank</u> Legal Name	_____ Legal Name	_____ Effective Date
2) _____ Physical Street Address (For BHCs Only)	_____ Physical Street Address (For BHCs Only)	_____ Effective Date
3) <u>Canton, Summit, OH 42494</u> Physical City, County, State / (Country), Zip Code	_____ Physical City, County, State / (Country), Zip Code	

FRB Use Only	
ID_RSSD	
Alt ID	
Alt Id Type	
COUNTY_CD	
STATE_CD	
COUNTRY_CD	
CHTR_TYPE_CD	
ORG_TYPE_CD	

B) Other Characteristics Information

ITEM	NEW OR INITIAL VALUE	EFFECTIVE DATE (Changes Only)
1) Formation Date	11/8/41	
2) Charter Type	Commercial Bank	
Other, specify:		
3) Organization Type	1	
Organization Types: 1=Corporation, 2=Partnership, 3=Limited Partnership, 4=Trust, 5=Sole Proprietorship, 6=Mutual, 9=Cooperative, 10=Limited Liability Partnership, 11=Limited Liability Corporation, 99=Other (Provide Explanation)		

Bank Holding Companies Only:

4) Fiscal Year End (MM/DD)		
5) SEC Reporting Status (Y/N)		
SEC Reporting Status: Y=Reporting/Filing with SEC, N=Not Reporting/Filing with SEC		

Investments/Activities Schedule

Example 7: Merger of banks

Use this schedule to report initial organizational structure and activities and changes to the organizational structure and activities.

FRB Use Only	
E1	
E2	

Legal Name of the Direct Holder/Survivor	Physical Location (City, State/(Country))
<i>Bank Z</i>	<i>Cleveland, OH</i>

Legal Name of the Subject Entity	Physical Location (City, State/(Country))
<i>Canton Bank</i>	<i>Canton, OH</i>

Transaction Types to Use for Investments: ADL, CMNC, DEC, INC, LIQ, MGR, NLR, OTH, SALE, TRF, TRT						
Transaction Type	Transaction Date	Basis of Relationship	Percent Equity	Control Indicator	DPC	Correction (Y, N)
<i>MGR</i>	<i>12/2/92</i>					<i>N</i>

If the transaction type is merger (MGR) involving banks, did this entity continue as a branch of the survivor? (Y, N) _____

Accounting Method: Circle One (Pooling of Interest, Purchase or Assumption)

If subject entity was purchased from or sold to another bhc, please provide the following: Circle One (Purchased, Sold)

Legal Name of the BHC	Physical Location (City, State)
<i>Canton Bancorp</i>	<i>Canton, OH</i>

Transaction Types to Use for Activities: CMNC, PRIM, TERM				
Transaction Type	Transaction Date	Regulatory Code	Activity Code	Correction (Y, N)
<i>CMNC</i>	<i>12/2/92</i>	<i>N/A</i>	<i>21AA(P)</i>	<i>N</i>

Description of the Activity
<i>Commercial Bank</i>



Bank Holding Company Report of Changes In Investments and Activities—FR Y-6A

Public reporting burden for the information collection is estimated to vary from .5 to 175 hours per response, with an average of 1 hour per response, including time to gather and maintain the data and complete the information collection. The Federal Reserve may not conduct or sponsor, and a person is not required to respond to an information collection unless it displays a currently valid OMB control number. Comments regarding this estimate or any other aspects of this information burden may be sent to Secretary, Board of Governors of the Federal Reserve System, Washington, D.C. 20551, and to the Office of Management and Budget, Washington, D.C. 20503.

Example 8: ABC Company, a nonbank subsidiary of BHC A, ceases to conduct all of its activities on 12/31/92.

Report within 30 Days following a change in the bank holding company's investments or activities

This Report is required by law: Section 5(c) of the Bank Holding Company Act (12 U.S.C. 1844) and Section 225.5(b) of Regulation Y (12 CFR 225.5[b]).

Report Date

1/27/93
 Month / Day / Year

Top Tier Bank Holding Company

BHC A

Legal Name

123 Main St.

Physical Street Address

Cleveland, Cuyahoga, OH 44123

Physical City, County, State / (Country), Zip Code

Check here if address changed

123 Main St.

Mailing Street Address

Cleveland, OH 44123

Mailing City, State / (Country), Zip Code

Check here if address changed

Printed Name of Officer

(SIGNATURE)

Signature of Officer

(DATE OF SIGNATURE)

Date of Signature

Ms. Susan Jones

Printed Name of Person to Contact

(216)888-1234

Phone Number of Contact

FRB Use Only
ID_BHC_TYPE
ID_RSSD
STATE_CD(MAIL)
COUNTY_CD
STATE_CD
STATUS_CONF

Investments/Activities Schedule

Example 8: Terminate all activities

Use this schedule to report initial organizational structure and activities and changes to the organizational structure and activities.

FRB Use Only	
E1	
E2	

Legal Name of the Direct Holder/Survivor	Physical Location (City, State/(Country))

Legal Name of the Subject Entity	Physical Location (City, State/(Country))
<i>ABC Company</i>	<i>Canton, OH</i>

Transaction Types to Use for Investments: ADL, CMNC, DEC, INC, LIQ, MGR, NLR, OTH, SALE, TRF, TRT						
Transaction Type	Transaction Date	Basis of Relationship	Percent Equity	Control Indicator	DPC	Correction (Y, N)

If the transaction type is merger (MGR) involving banks, did this entity continue as a branch of the survivor? (Y, N) _____

Accounting Method: Circle One (Pooling of Interest, Purchase or Assumption)

If subject entity was purchased from or sold to another bhc, please provide the following: Circle One (Purchased, Sold)

Legal Name of the BHC	Physical Location (City, State)

Transaction Types to Use for Activities: CMNC, PRIM, TERM				
Transaction Type	Transaction Date	Regulatory Code	Activity Code	Correction (Y, N)
<i>TERM</i>	<i>12/31/92</i>		<i>ALL</i>	<i>N</i>

Description of the Activity
<i>No activities</i>



Bank Holding Company Report of Changes In Investments and Activities—FR Y-6A

Public reporting burden for the information collection is estimated to vary from .5 to 175 hours per response, with an average of 1 hour per response, including time to gather and maintain the data and complete the information collection. The Federal Reserve may not conduct or sponsor, and a person is not required to respond to an information collection unless it displays a currently valid OMB control number. Comments regarding this estimate or any other aspects of this information burden may be sent to Secretary, Board of Governors of the Federal Reserve System, Washington, D.C. 20551, and to the Office of Management and Budget, Washington, D.C. 20503.

Example 9: XYZ Financial, a nonbank subsidiary of BHC A, ceases to conduct one of its activities (consumer financial planning). The primary activity of XYZ Financial will now be tax planning and preparation. This occurred on 12/15/93.

Report within 30 Days following a change in the bank holding company's investments or activities

This Report is required by law: Section 5(c) of the Bank Holding Company Act (12 U.S.C. 1844) and Section 225.5(b) of Regulation Y (12 CFR 225.5[b]).

Report Date

1/10/94

Month / Day / Year

Top Tier Bank Holding Company

BHC A

Legal Name

123 Main St.

Physical Street Address

Cleveland, Cuyahoga, OH 44123

Physical City, County, State / (Country), Zip Code

Check here if address changed

123 Main St.

Mailing Street Address

Cleveland, OH 44123

Mailing City, State / (Country), Zip Code

Check here if address changed

Printed Name of Officer

(SIGNATURE)

Signature of Officer

(DATE OF SIGNATURE)

Date of Signature

Ms. Susan Jones

Printed Name of Person to Contact

(216)888-1234

Phone Number of Contact

FRB Use Only
ID_BHC_TYPE
ID_RSSD
STATE_CD(MAIL)
COUNTY_CD
STATE_CD
STATUS_CONF

Investments/Activities Schedule

Example 9: Termination of activity

Use this schedule to report initial organizational structure and activities and changes to the organizational structure and activities.

FRB Use Only	
E1	
E2	

Legal Name of the Direct Holder/Survivor	Physical Location (City, State/(Country))

Legal Name of the Subject Entity	Physical Location (City, State/(Country))
<i>XYZ Financial</i>	<i>Canton, OH</i>

Transaction Types to Use for Investments: ADL, CMNC, DEC, INC, LIQ, MGR, NLR, OTH, SALE, TRF, TRT						
Transaction Type	Transaction Date	Basis of Relationship	Percent Equity	Control Indicator	DPC	Correction (Y, N)

If the transaction type is merger (MGR) involving banks, did this entity continue as a branch of the survivor? (Y, N) ____

Accounting Method: Circle One (Pooling of Interest, Purchase or Assumption)

If subject entity was purchased from or sold to another bhc, please provide the following: Circle One (Purchased, Sold)

Legal Name of the BHC	Physical Location (City, State)

Transaction Types to Use for Activities: CMNC, PRIM, TERM				
Transaction Type	Transaction Date	Regulatory Code	Activity Code	Correction (Y, N)
<i>TERM</i>	<i>12/15/93</i>		<i>90AA</i>	<i>N</i>

Description of the Activity
<i>Consumer Financial Planning</i>

Investments/Activities Schedule

Example 9: New primary activity

Use this schedule to report initial organizational structure and activities and changes to the organizational structure and activities.

FRB Use Only	
E1	
E2	

Legal Name of the Direct Holder/Survivor	Physical Location (City, State/(Country))

Legal Name of the Subject Entity	Physical Location (City, State/(Country))
<i>XYZ Financial</i>	<i>Canton, OH</i>

Transaction Types to Use for Investments: ADL, CMNC, DEC, INC, LIQ, MGR, NLR, OTH, SALE, TRF, TRT						
Transaction Type	Transaction Date	Basis of Relationship	Percent Equity	Control Indicator	DPC	Correction (Y, N)

If the transaction type is merger (MGR) involving banks, did this entity continue as a branch of the survivor? (Y, N) _____

Accounting Method: Circle One (Pooling of Interest, Purchase or Assumption)

If subject entity was purchased from or sold to another bhc, please provide the following: Circle One (Purchased, Sold)

Legal Name of the BHC	Physical Location (City, State)

Transaction Types to Use for Activities: CMNC, PRIM, TERM				
Transaction Type	Transaction Date	Regulatory Code	Activity Code	Correction (Y, N)
<i>PRIM</i>	<i>12/15/93</i>		<i>90BH</i>	<i>N</i>

Description of the Activity
<i>Tax Planning and Preparation</i>



Bank Holding Company Report of Changes In Investments and Activities—FR Y-6A

Public reporting burden for the information collection is estimated to vary from .5 to 175 hours per response, with an average of 1 hour per response, including time to gather and maintain the data and complete the information collection. The Federal Reserve may not conduct or sponsor, and a person is not required to respond to an information collection unless it displays a currently valid OMB control number. Comments regarding this estimate or any other aspects of this information burden may be sent to Secretary, Board of Governors of the Federal Reserve System, Washington, D.C. 20551, and to the Office of Management and Budget, Washington, D.C. 20503.

Example 10: BHC A liquidates its nonbank subsidiary ABC Leasing. The transaction takes place on 4/15/93.

Report within 30 Days following a change in the bank holding company's investments or activities

This Report is required by law: Section 5(c) of the Bank Holding Company Act (12 U.S.C. 1844) and Section 225.5(b) of Regulation Y (12 CFR 225.5[b]).

Report Date

5/7/93

Month / Day / Year

Top Tier Bank Holding Company

BHC A

Legal Name

123 Main St.

Physical Street Address

Cleveland, Cuyahoga, OH 44123

Physical City, County, State / (Country), Zip Code

Check here if address changed

123 Main St.

Mailing Street Address

Cleveland, OH 44123

Mailing City, State / (Country), Zip Code

Check here if address changed

Printed Name of Officer

(SIGNATURE)

Signature of Officer

(DATE OF SIGNATURE)

Date of Signature

Ms. Susan Jones

Printed Name of Person to Contact

(216)888-1234

Phone Number of Contact

FRB Use Only
ID_BHC_TYPE
ID_RSSD
STATE_CD(MAIL)
COUNTY_CD
STATE_CD
STATUS_CONF

Investments/Activities Schedule

Example 10: Liquidate nonbank subsidiary

Use this schedule to report initial organizational structure and activities and changes to the organizational structure and activities.

FRB Use Only	
E1	
E2	

Legal Name of the Direct Holder/Survivor	Physical Location (City, State/(Country))

Legal Name of the Subject Entity	Physical Location (City, State/(Country))
<i>ABC Leasing</i>	<i>Canton, OH</i>

Transaction Types to Use for Investments: ADL, CMNC, DEC, INC, LIQ, MGR, NLR, OTH, SALE, TRF, TRT						
Transaction Type	Transaction Date	Basis of Relationship	Percent Equity	Control Indicator	DPC	Correction (Y, N)
<i>LIQ</i>	<i>4/15/93</i>					

If the transaction type is merger (MGR) involving banks, did this entity continue as a branch of the survivor? (Y, N) _____

Accounting Method: Circle One (Pooling of Interest, Purchase or Assumption)

If subject entity was purchased from or sold to another bhc, please provide the following: Circle One (Purchased, Sold)

Legal Name of the BHC	Physical Location (City, State)

Transaction Types to Use for Activities: CMNC, PRIM, TERM				
Transaction Type	Transaction Date	Regulatory Code	Activity Code	Correction (Y, N)

Description of the Activity



Bank Holding Company Report of Changes In Investments and Activities—FR Y-6A

Public reporting burden for the information collection is estimated to vary from .5 to 175 hours per response, with an average of 1 hour per response, including time to gather and maintain the data and complete the information collection. The Federal Reserve may not conduct or sponsor, and a person is not required to respond to an information collection unless it displays a currently valid OMB control number. Comments regarding this estimate or any other aspects of this information burden may be sent to Secretary, Board of Governors of the Federal Reserve System, Washington, D.C. 20551, and to the Office of Management and Budget, Washington, D.C. 20503.

Example 11: BHC XYZ changes its name to Northcoast Bancorp in conjunction with the name changes of its subsidiary banks. The name changes became effective on 5/16/93.

Report within 30 Days following a change in the bank holding company's investments or activities

This Report is required by law: Section 5(c) of the Bank Holding Company Act (12 U.S.C. 1844) and Section 225.5(b) of Regulation Y (12 CFR 225.5[b]).

Report Date

6/10/93

Month / Day / Year

Top Tier Bank Holding Company

BHC XYZ

Legal Name

123 Main St.

Physical Street Address

Cleveland, Cuyahoga, OH 44123

Physical City, County, State / (Country), Zip Code

Check here if address changed

123 Main St.

Mailing Street Address

Cleveland, OH 44123

Mailing City, State / (Country), Zip Code

Check here if address changed

Printed Name of Officer

(SIGNATURE)

Signature of Officer

(DATE OF SIGNATURE)

Date of Signature

Ms. Susan Jones

Printed Name of Person to Contact

(216)888-1234

Phone Number of Contact

FRB Use Only
ID_BHC_TYPE
ID_RSSD
STATE_CD(MAIL)
COUNTY_CD
STATE_CD
STATUS_CONF

Characteristics Schedule

This schedule should be used to report initial information on newly formed or acquired companies and changes to characteristics of previously reported companies.

Example 11: Name change for the bank holding company

A) Name/Address Information

Current Information	Previous Information	
1) <u>Northcoast Bancorp</u> Legal Name	<u>BHC XYZ</u> Legal Name	<u>5/16/93</u> Effective Date
2) _____ Physical Street Address (For BHCs Only)	<u>123 Main St</u> Physical Street Address (For BHCs Only)	_____ Effective Date
3) _____ Physical City, County, State / (Country), Zip Code	<u>Cleveland, Cuyahoga, OH 44123</u> Physical City, County, State / (Country), Zip Code	

FRB Use Only	
ID_RSSD	
Alt ID	
Alt Id Type	
COUNTY_CD	
STATE_CD	
COUNTRY_CD	
CHTR_TYPE_CD	
ORG_TYPE_CD	

B) Other Characteristics Information

ITEM	NEW OR INITIAL VALUE	EFFECTIVE DATE (Changes Only)
1) Formation Date		
2) Charter Type		
Other, specify:		
3) Organization Type		
Organization Types: 1=Corporation, 2=Partnership, 3=Limited Partnership, 4=Trust, 5=Sole Proprietorship, 6=Mutual, 9=Cooperative, 10=Limited Liability Partnership, 11=Limited Liability Corporation, 99=Other (Provide Explanation)		

Bank Holding Companies Only:

4) Fiscal Year End (MM/DD)		
5) SEC Reporting Status (Y/N)		
SEC Reporting Status: Y=Reporting/Filing with SEC, N=Not Reporting/Filing with SEC		

Characteristics Schedule

This schedule should be used to report initial information on newly formed or acquired companies and changes to characteristics of previously reported companies.

Example 11: Name change for the subsidiary bank

A) Name/Address Information

Current Information		Previous Information	
1) <u>Northcoast Bank, Cleveland</u> Legal Name	<u>BHC XYZ, Cleveland</u> Legal Name	<u>5/16/93</u> Effective Date	
2) _____ Physical Street Address (For BHCs Only)	_____ Physical Street Address (For BHCs Only)	_____ Effective Date	
3) _____ Physical City, County, State / (Country), Zip Code	<u>Cleveland, Cuyahoga, OH 44123</u> Physical City, County, State / (Country), Zip Code		

FRB Use Only	
ID_RSSD	
Alt ID	
Alt Id Type	
COUNTY_CD	
STATE_CD	
COUNTRY_CD	
CHTR_TYPE_CD	
ORG_TYPE_CD	

B) Other Characteristics Information

ITEM	NEW OR INITIAL VALUE	EFFECTIVE DATE (Changes Only)
1) Formation Date		
2) Charter Type		
Other, specify:		
3) Organization Type		
Organization Types: 1=Corporation, 2=Partnership, 3=Limited Partnership, 4=Trust, 5=Sole Proprietorship, 6=Mutual, 9=Cooperative, 10=Limited Liability Partnership, 11=Limited Liability Corporation, 99=Other (Provide Explanation)		

Bank Holding Companies Only:

4) Fiscal Year End (MM/DD)		
5) SEC Reporting Status (Y/N)		
SEC Reporting Status: Y=Reporting/Filing with SEC, N=Not Reporting/Filing with SEC		

Characteristics Schedule

This schedule should be used to report initial information on newly formed or acquired companies and changes to characteristics of previously reported companies.

Example 11: Name change for the subsidiary bank

A) Name/Address Information

Current Information	Previous Information	
1) <u>Northcoast Bank, Akron</u> Legal Name	<u>BHC XYZ, Akron</u> Legal Name	<u>5/16/93</u> Effective Date
2) _____ Physical Street Address (For BHCs Only)	_____ Physical Street Address (For BHCs Only)	_____ Effective Date
3) _____ Physical City, County, State / (Country), Zip Code	<u>Akron, Summit, OH 44123</u> Physical City, County, State / (Country), Zip Code	

FRB Use Only	
ID_RSSD	
Alt ID	
Alt Id Type	
COUNTY_CD	
STATE_CD	
COUNTRY_CD	
CHTR_TYPE_CD	
ORG_TYPE_CD	

B) Other Characteristics Information

ITEM	NEW OR INITIAL VALUE	EFFECTIVE DATE (Changes Only)
1) Formation Date		
2) Charter Type		
Other, specify:		
3) Organization Type		
Organization Types: 1=Corporation, 2=Partnership, 3=Limited Partnership, 4=Trust, 5=Sole Proprietorship, 6=Mutual, 9=Cooperative, 10=Limited Liability Partnership, 11=Limited Liability Corporation, 99=Other (Provide Explanation)		

Bank Holding Companies Only:

4) Fiscal Year End (MM/DD)		
5) SEC Reporting Status (Y/N)		
SEC Reporting Status: Y=Reporting/Filing with SEC, N=Not Reporting/Filing with SEC		



Bank Holding Company Report of Changes In Investments and Activities—FR Y-6A

Public reporting burden for the information collection is estimated to vary from .5 to 175 hours per response, with an average of 1 hour per response, including time to gather and maintain the data and complete the information collection. The Federal Reserve may not conduct or sponsor, and a person is not required to respond to an information collection unless it displays a currently valid OMB control number. Comments regarding this estimate or any other aspects of this information burden may be sent to Secretary, Board of Governors of the Federal Reserve System, Washington, D.C. 20551, and to the Office of Management and Budget, Washington, D.C. 20503.

Example 12: BHC XYZ acquires Acme Leasing in lieu of debts previously contracted. The acquisition took place on 5/16/93.

Report within 30 Days following a change in the bank holding company's investments or activities

This Report is required by law: Section 5(c) of the Bank Holding Company Act (12 U.S.C. 1844) and Section 225.5(b) of Regulation Y (12 CFR 225.5[b]).

Report Date

6/10/93

Month / Day / Year

Top Tier Bank Holding Company

BHC XYZ

Legal Name

123 Main St.

Physical Street Address

Cleveland, Cuyahoga, OH 44123

Physical City, County, State / (Country), Zip Code

Check here if address changed

123 Main St.

Mailing Street Address

Cleveland, OH 44123

Mailing City, State / (Country), Zip Code

Check here if address changed

Printed Name of Officer

(SIGNATURE)

Signature of Officer

(DATE OF SIGNATURE)

Date of Signature

Ms. Susan Jones

Printed Name of Person to Contact

(216)888-1234

Phone Number of Contact

FRB Use Only
ID_BHC_TYPE
ID_RSSD
STATE_CD(MAIL)
COUNTY_CD
STATE_CD
STATUS_CONF

Characteristics Schedule

This schedule should be used to report initial information on newly formed or acquired companies and changes to characteristics of previously reported companies.

Example 12: Characteristic of the acquired company

A) Name/Address Information

Current Information	Previous Information	
1) <u>Acme Leasing</u> Legal Name	_____ Legal Name	_____ Effective Date
2) _____ Physical Street Address (For BHCs Only)	_____ Physical Street Address (For BHCs Only)	_____ Effective Date
3) <u>Canton, Summit, OH 42494</u> Physical City, County, State / (Country), Zip Code	_____ Physical City, County, State / (Country), Zip Code	

FRB Use Only	
ID_RSSD	
Alt ID	
Alt Id Type	
COUNTY_CD	
STATE_CD	
COUNTRY_CD	
CHTR_TYPE_CD	
ORG_TYPE_CD	

B) Other Characteristics Information

ITEM	NEW OR INITIAL VALUE	EFFECTIVE DATE (Changes Only)
1) Formation Date	11/8/88	
2) Charter Type	Other Nondepository Institution	
Other, specify:		
3) Organization Type	1	
Organization Types: 1=Corporation, 2=Partnership, 3=Limited Partnership, 4=Trust, 5=Sole Proprietorship, 6=Mutual, 9=Cooperative, 10=Limited Liability Partnership, 11=Limited Liability Corporation, 99=Other (Provide Explanation)		

Bank Holding Companies Only:

4) Fiscal Year End (MM/DD)		
5) SEC Reporting Status (Y/N)		
SEC Reporting Status: Y=Reporting/Filing with SEC, N=Not Reporting/Filing with SEC		

Investments/Activities Schedule

Example 12: DPC Acquisition

Use this schedule to report initial organizational structure and activities and changes to the organizational structure and activities.

FRB Use Only	
E1	
E2	

Legal Name of the Direct Holder/Survivor	Physical Location (City, State/(Country))
<i>XYZ Bank</i>	<i>Cleveland, OH</i>

Legal Name of the Subject Entity	Physical Location (City, State/(Country))
<i>ACME Leasing</i>	<i>Canton, OH</i>

Transaction Types to Use for Investments: ADL, CMNC, DEC, INC, LIQ, MGR, NLR, OTH, SALE, TRF, TRT						
Transaction Type	Transaction Date	Basis of Relationship	Percent Equity	Control Indicator	DPC	Correction (Y, N)
<i>CMNC</i>	<i>5/16/93</i>	<i>EQT</i>	<i>100.00</i>	<i>Y</i>	<i>I</i>	<i>N</i>

If the transaction type is merger (MGR) involving banks, did this entity continue as a branch of the survivor? (Y, N) _____

Accounting Method: Circle One (Pooling of Interest, Purchase or Assumption)

If subject entity was purchased from or sold to another bhc, please provide the following: Circle One (Purchased, Sold)

Legal Name of the BHC	Physical Location (City, State)

Transaction Types to Use for Activities: CMNC, PRIM, TERM				
Transaction Type	Transaction Date	Regulatory Code	Activity Code	Correction (Y, N)
<i>CMNC</i>	<i>5/16/93</i>		<i>06AF(P)</i>	<i>N</i>

Description of the Activity
<i>Leasing Real or Personal Property</i>



Bank Holding Company Report of Changes In Investments and Activities—FR Y-6A

Public reporting burden for the information collection is estimated to vary from .5 to 175 hours per response, with an average of 1 hour per response, including time to gather and maintain the data and complete the information collection. The Federal Reserve may not conduct or sponsor, and a person is not required to respond to an information collection unless it displays a currently valid OMB control number. Comments regarding this estimate or any other aspects of this information burden may be sent to Secretary, Board of Governors of the Federal Reserve System, Washington, D.C. 20551, and to the Office of Management and Budget, Washington, D.C. 20503.

Example 13: BHC XYZ acquires Ace Holdings to hold and liquidate DPC assets. The acquisition took place on 5/16/93.

Report within 30 Days following a change in the bank holding company's investments or activities

This Report is required by law: Section 5(c) of the Bank Holding Company Act (12 U.S.C. 1844) and Section 225.5(b) of Regulation Y (12 CFR 225.5[b]).

Report Date

6/10/93

Month / Day / Year

Top Tier Bank Holding Company

BHC XYZ

Legal Name

123 Main St.

Physical Street Address

Cleveland, Cuyahoga, OH 44123

Physical City, County, State / (Country), Zip Code

Check here if address changed

123 Main St.

Mailing Street Address

Cleveland, OH 44123

Mailing City, State / (Country), Zip Code

Check here if address changed

Printed Name of Officer

(SIGNATURE)

Signature of Officer

(DATE OF SIGNATURE)

Date of Signature

Ms. Susan Jones

Printed Name of Person to Contact

(216)888-1234

Phone Number of Contact

FRB Use Only
ID_BHC_TYPE
ID_RSSD
STATE_CD(MAIL)
COUNTY_CD
STATE_CD
STATUS_CONF

Characteristics Schedule

This schedule should be used to report initial information on newly formed or acquired companies and changes to characteristics of previously reported companies.

Example 13: Characteristics of the acquired company

A) Name/Address Information

Current Information	Previous Information	
1) <i>Ace Holdings</i> Legal Name	Legal Name	Effective Date
2) _____ Physical Street Address (For BHCs Only)	Physical Street Address (For BHCs Only)	Effective Date
3) <i>Canton, Summit, OH 42494</i> Physical City, County, State / (Country), Zip Code	Physical City, County, State / (Country), Zip Code	

FRB Use Only	
ID_RSSD	
Alt ID	
Alt Id Type	
COUNTY_CD	
STATE_CD	
COUNTRY_CD	
CHTR_TYPE_CD	
ORG_TYPE_CD	

B) Other Characteristics Information

ITEM	NEW OR INITIAL VALUE	EFFECTIVE DATE (Changes Only)
1) Formation Date	<i>11/8/88</i>	
2) Charter Type	<i>Other Nondepository Institution</i>	
Other, specify:		
3) Organization Type	<i>1</i>	
Organization Types: 1=Corporation, 2=Partnership, 3=Limited Partnership, 4=Trust, 5=Sole Proprietorship, 6=Mutual, 9=Cooperative, 10=Limited Liability Partnership, 11=Limited Liability Corporation, 99=Other (Provide Explanation)		

Bank Holding Companies Only:

4) Fiscal Year End (MM/DD)		
5) SEC Reporting Status (Y/N)		
SEC Reporting Status: Y=Reporting/Filing with SEC, N=Not Reporting/Filing with SEC		

Investments/Activities Schedule

Example 13: Acquisition of nonbank to hold DPC Assets

Use this schedule to report initial organizational structure and activities and changes to the organizational structure and activities.

FRB Use Only	
E1	
E2	

Legal Name of the Direct Holder/Survivor	Physical Location (City, State/(Country))
<i>BHC XYZ</i>	<i>Cleveland, OH</i>

Legal Name of the Subject Entity	Physical Location (City, State/(Country))
<i>Ace Holdings</i>	<i>Canton, OH</i>

Transaction Types to Use for Investments: ADL, CMNC, DEC, INC, LIQ, MGR, NLR, OTH, SALE, TRF, TRT						
Transaction Type	Transaction Date	Basis of Relationship	Percent Equity	Control Indicator	DPC	Correction (Y, N)
<i>CMNC</i>	<i>5/16/93</i>	<i>EQT</i>	<i>100.00</i>	<i>Y</i>	<i>2</i>	<i>N</i>

If the transaction type is merger (MGR) involving banks, did this entity continue as a branch of the survivor? (Y, N) _____

Accounting Method: Circle One (Pooling of Interest, Purchase or Assumption)

If subject entity was purchased from or sold to another bhc, please provide the following: Circle One (Purchased, Sold)

Legal Name of the BHC	Physical Location (City, State)

Transaction Types to Use for Activities: CMNC, PRIM, TERM				
Transaction Type	Transaction Date	Regulatory Code	Activity Code	Correction (Y, N)

Description of the Activity



Bank Holding Company Report of Changes In Investments and Activities—FR Y-6A

Public reporting burden for the information collection is estimated to vary from .5 to 175 hours per response, with an average of 1 hour per response, including time to gather and maintain the data and complete the information collection. The Federal Reserve may not conduct or sponsor, and a person is not required to respond to an information collection unless it displays a currently valid OMB control number. Comments regarding this estimate or any other aspects of this information burden may be sent to Secretary, Board of Governors of the Federal Reserve System, Washington, D.C. 20551, and to the Office of Management and Budget, Washington, D.C. 20503.

Example 14: BHC Z transferred its ownership of nonbank subsidiary, Sub Z, from being held directly by Bank Z to being held directly by BHC Z.

Report within 30 Days following a change in the bank holding company's investments or activities

This Report is required by law: Section 5(c) of the Bank Holding Company Act (12 U.S.C. 1844) and Section 225.5(b) of Regulation Y (12 CFR 225.5[b]).

Report Date

9/9/97

Month / Day / Year

Top Tier Bank Holding Company

BHC Z

Legal Name

111 Elm St.

Physical Street Address

Cleveland, Cuyahoga, OH 44123

Physical City, County, State / (Country), Zip Code

Check here if address changed

111 Elm St.

Mailing Street Address

Cleveland, OH 44123

Mailing City, State / (Country), Zip Code

Check here if address changed

Printed Name of Officer

(SIGNATURE)

Signature of Officer

(DATE OF SIGNATURE)

Date of Signature

Ms. Buffy Jones

Printed Name of Person to Contact

(216)888-8888

Phone Number of Contact

FRB Use Only
ID_BHC_TYPE
ID_RSSD
STATE_CD(MAIL)
COUNTY_CD
STATE_CD
STATUS_CONF

Investments/Activities Schedule

Example 14: Sub Z is transferred from Bank Z.

Use this schedule to report initial organizational structure and activities and changes to the organizational structure and activities.

FRB Use Only	
E1	
E2	

Legal Name of the Direct Holder/Survivor	Physical Location (City, State/(Country))
<i>Bank Z</i>	<i>Cleveland, OH</i>

Legal Name of the Subject Entity	Physical Location (City, State/(Country))
<i>Sub Z</i>	<i>Cleveland, OH</i>

Transaction Types to Use for Investments: ADL, CMNC, DEC, INC, LIQ, MGR, NLR, OTH, SALE, TRF, TRT						
Transaction Type	Transaction Date	Basis of Relationship	Percent Equity	Control Indicator	DPC	Correction (Y, N)
<i>TRF</i>	<i>8/30/97</i>					

If the transaction type is merger (MGR) involving banks, did this entity continue as a branch of the survivor? (Y, N) _____

Accounting Method: Circle One (Pooling of Interest, Purchase or Assumption)

If subject entity was purchased from or sold to another bhc, please provide the following: Circle One (Purchased, Sold)

Legal Name of the BHC	Physical Location (City, State)

Transaction Types to Use for Activities: CMNC, PRIM, TERM				
Transaction Type	Transaction Date	Regulatory Code	Activity Code	Correction (Y, N)

Description of the Activity

Investments/Activities Schedule

Example 14: Sub Z is transferred to BHC Z.

Use this schedule to report initial organizational structure and activities and changes to the organizational structure and activities.

FRB Use Only	
E1	
E2	

Legal Name of the Direct Holder/Survivor	Physical Location (City, State/(Country))
<i>BHC Z</i>	<i>Cleveland, OH</i>

Legal Name of the Subject Entity	Physical Location (City, State/(Country))
<i>Sub Z</i>	<i>Cleveland, OH</i>

Transaction Types to Use for Investments: ADL, CMNC, DEC, INC, LIQ, MGR, NLR, OTH, SALE, TRF, TRT						
Transaction Type	Transaction Date	Basis of Relationship	Percent Equity	Control Indicator	DPC	Correction (Y, N)
<i>TRT</i>	<i>8/31/97</i>	<i>EQT</i>	<i>100</i>	<i>Y</i>	<i>N/A</i>	<i>N</i>

If the transaction type is merger (MGR) involving banks, did this entity continue as a branch of the survivor? (Y, N) _____

Accounting Method: Circle One (Pooling of Interest, Purchase or Assumption)

If subject entity was purchased from or sold to another bhc, please provide the following: Circle One (Purchased, Sold)

Legal Name of the BHC	Physical Location (City, State)

Transaction Types to Use for Activities: CMNC, PRIM, TERM				
Transaction Type	Transaction Date	Regulatory Code	Activity Code	Correction (Y, N)
<i>CMNC</i>	<i>8/31/97</i>	<i>22</i>	<i>06AF</i>	<i>N</i>

Description of the Activity



Bank Holding Company Report of Changes In Investments and Activities—FR Y-6A

Public reporting burden for the information collection is estimated to vary from .5 to 175 hours per response, with an average of 1 hour per response, including time to gather and maintain the data and complete the information collection. The Federal Reserve may not conduct or sponsor, and a person is not required to respond to an information collection unless it displays a currently valid OMB control number. Comments regarding this estimate or any other aspects of this information burden may be sent to Secretary, Board of Governors of the Federal Reserve System, Washington, D.C. 20551, and to the Office of Management and Budget, Washington, D.C. 20503.

Example 15: BHC Z transferred 50 percent of its nonbank subsidiary, Sub Z, from Bank Z to BHC Z.

Report within 30 Days following a change in the bank holding company's investments or activities

This Report is required by law: Section 5(c) of the Bank Holding Company Act (12 U.S.C. 1844) and Section 225.5(b) of Regulation Y (12 CFR 225.5[b]).

Report Date

9/9/97
 Month / Day / Year

Top Tier Bank Holding Company

BHC Z

Legal Name

111 Elm St.

Physical Street Address

Cleveland, Cuyahoga, OH 44123

Physical City, County, State / (Country), Zip Code

Check here if address changed

111 Elm St.

Mailing Street Address

Cleveland, OH 44123

Mailing City, State / (Country), Zip Code

Check here if address changed

Printed Name of Officer

(SIGNATURE)

Signature of Officer

(DATE OF SIGNATURE)

Date of Signature

Ms. Buffy Jones

Printed Name of Person to Contact

(216)888-8888

Phone Number of Contact

FRB Use Only
ID_BHC_TYPE
ID_RSSD
STATE_CD(MAIL)
COUNTY_CD
STATE_CD
STATUS_CONF

Investments/Activities Schedule

Use this schedule to report initial organizational structure and activities and changes to the organizational structure and activities.

Example 15: BHC Z transfers 50% of the ownership of Sub Z from Bank Z.

FRB Use Only	
E1	
E2	

Legal Name of the Direct Holder/Survivor	Physical Location (City, State/(Country))
<i>Bank Z</i>	<i>Cleveland, OH</i>

Legal Name of the Subject Entity	Physical Location (City, State/(Country))
<i>Sub Z</i>	<i>Cleveland, OH</i>

Transaction Types to Use for Investments: ADL, CMNC, DEC, INC, LIQ, MGR, NLR, OTH, SALE, TRF, TRT						
Transaction Type	Transaction Date	Basis of Relationship	Percent Equity	Control Indicator	DPC	Correction (Y, N)
<i>TRF</i>	<i>8/30/97</i>		<i>50.00</i>			

If the transaction type is merger (MGR) involving banks, did this entity continue as a branch of the survivor? (Y, N) _____

Accounting Method: Circle One (Pooling of Interest, Purchase or Assumption)

If subject entity was purchased from or sold to another bhc, please provide the following: Circle One (Purchased, Sold)

Legal Name of the BHC	Physical Location (City, State)

Transaction Types to Use for Activities: CMNC, PRIM, TERM				
Transaction Type	Transaction Date	Regulatory Code	Activity Code	Correction (Y, N)

Description of the Activity

Investments/Activities Schedule

Use this schedule to report initial organizational structure and activities and changes to the organizational structure and activities.

Example 15: BHC Z transfers 50% of the ownership of Sub Z to BHC Z.

FRB Use Only	
E1	
E2	

Legal Name of the Direct Holder/Survivor	Physical Location (City, State/(Country))
<i>BHC Z</i>	<i>Cleveland, OH</i>

Legal Name of the Subject Entity	Physical Location (City, State/(Country))
<i>Sub Z</i>	<i>Cleveland, OH</i>

Transaction Types to Use for Investments: ADL, CMNC, DEC, INC, LIQ, MGR, NLR, OTH, SALE, TRF, TRT						
Transaction Type	Transaction Date	Basis of Relationship	Percent Equity	Control Indicator	DPC	Correction (Y, N)
<i>TRT</i>	<i>8/31/97</i>	<i>EQT</i>	<i>50.00</i>	<i>Y</i>	<i>N/A</i>	<i>N</i>

If the transaction type is merger (MGR) involving banks, did this entity continue as a branch of the survivor? (Y, N) _____

Accounting Method: Circle One (Pooling of Interest, Purchase or Assumption)

If subject entity was purchased from or sold to another bhc, please provide the following: Circle One (Purchased, Sold)

Legal Name of the BHC	Physical Location (City, State)

Transaction Types to Use for Activities: CMNC, PRIM, TERM				
Transaction Type	Transaction Date	Regulatory Code	Activity Code	Correction (Y, N)
<i>CMNC</i>	<i>8/31/97</i>	<i>22</i>	<i>06AF</i>	<i>N</i>

Description of the Activity
<i>Leasing personal or real property</i>



Bank Holding Company Report of Changes In Investments and Activities—FR Y-6A

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Example 16: ESOP A becomes a bank holding company by increasing its ownership in BHC B to 25%. BHC B previously reported the formation of ESOP A on an FR Y-6A.

Report within 30 Days following a change in the bank holding company's investments or activities

This Report is required by law: Section 5(c) of the Bank Holding Company Act (12 U.S.C. 1844) and Section 225.5(b) of Regulation Y (12 CFR 225.5[b]).

Report Date

10/1/97
 Month / Day / Year

Top Tier Bank Holding Company

ESOP A

Legal Name

55 Oak St.

Physical Street Address

Solon, Cuyahoga, OH 44111

Physical City, County, State / (Country), Zip Code

Check here if address changed

55 Oak St.

Mailing Street Address

Solon, OH 44111

Mailing City, State / (Country), Zip Code

Check here if address changed

Printed Name of Officer

(SIGNATURE)

Signature of Officer

(DATE OF SIGNATURE)

Date of Signature

Mr. John Smith

Printed Name of Person to Contact

(216)555-1212

Phone Number of Contact

FRB Use Only
ID_BHC_TYPE
ID_RSSD
STATE_CD(MAIL)
COUNTY_CD
STATE_CD
STATUS_CONF

Characteristics Schedule

This schedule should be used to report initial information on newly formed or acquired companies and changes to characteristics of previously reported companies.

Example 16: Characteristics information for the bank holding company

A) Name/Address Information

Current Information	Previous Information	
1) <u>ESOP A</u> Legal Name	_____	<u>10/1/97</u> Effective Date
2) <u>55 Oak St</u> Physical Street Address (For BHCs Only)	_____	_____
3) <u>Cleveland, Cuyahoga, OH 44111</u> Physical City, County, State / (Country), Zip Code	_____	_____

FRB Use Only	
ID_RSSD	
Alt ID	
Alt Id Type	
COUNTY_CD	
STATE_CD	
COUNTRY_CD	
CHTR_TYPE_CD	
ORG_TYPE_CD	

B) Other Characteristics Information

ITEM	NEW OR INITIAL VALUE	EFFECTIVE DATE (Changes Only)
1) Formation Date		
2) Charter Type		
Other, specify:		
3) Organization Type		
Organization Types: 1=Corporation, 2=Partnership, 3=Limited Partnership, 4=Trust, 5=Sole Proprietorship, 6=Mutual, 9=Cooperative, 10=Limited Liability Partnership, 11=Limited Liability Corporation, 99=Other (Provide Explanation)		

Bank Holding Companies Only:

4) Fiscal Year End (MM/DD)	<u>12/31</u>	
5) SEC Reporting Status (Y/N)	<u>N</u>	
SEC Reporting Status: Y=Reporting/Filing with SEC, N=Not Reporting/Filing with SEC		

Investments/Activities Schedule

Example 16: ESOP A acquires 25% interest in BHC B.

Use this schedule to report initial organizational structure and activities and changes to the organizational structure and activities.

FRB Use Only	
E1	
E2	

Legal Name of the Direct Holder/Survivor	Physical Location (City, State/(Country))
<i>ESOP A Legal Name</i>	<i>Solon, OH</i>

Legal Name of the Subject Entity	Physical Location (City, State/(Country))
<i>BHC B Legal Name</i>	<i>Cleveland, OH</i>

Transaction Types to Use for Investments: ADL, CMNC, DEC, INC, LIQ, MGR, NLR, OTH, SALE, TRF, TRT						
Transaction Type	Transaction Date	Basis of Relationship	Percent Equity	Control Indicator	DPC	Correction (Y, N)
<i>CMNC</i>	<i>9/9/97</i>	<i>EQT</i>	<i>25.00</i>	<i>Y</i>		

If the transaction type is merger (MGR) involving banks, did this entity continue as a branch of the survivor? (Y, N) _____

Accounting Method: Circle One (Pooling of Interest, Purchase or Assumption)

If subject entity was purchased from or sold to another bhc, please provide the following: Circle One (Purchased, Sold)

Legal Name of the BHC	Physical Location (City, State)

Transaction Types to Use for Activities: CMNC, PRIM, TERM				
Transaction Type	Transaction Date	Regulatory Code	Activity Code	Correction (Y, N)
<i>CMNC</i>	<i>9/9/97</i>	<i>7</i>	<i>00AA</i>	

Description of the Activity



Bank Holding Company Report of Changes In Investments and Activities—FR Y-6A

Public reporting burden for the information collection is estimated to vary from .5 to 175 hours per response, with an average of 1 hour per response, including time to gather and maintain the data and complete the information collection. The Federal Reserve may not conduct or sponsor, and a person is not required to respond to an information collection unless it displays a currently valid OMB control number. Comments regarding this estimate or any other aspects of this information burden may be sent to Secretary, Board of Governors of the Federal Reserve System, Washington, D.C. 20551, and to the Office of Management and Budget, Washington, D.C. 20503.

Example 17: BHC B reports an increase or decrease in equity ownership of Subsidiary C. The commencement of the relationship was previously reported on an FR Y-6A.

Report within 30 Days following a change in the bank holding company's investments or activities

This Report is required by law: Section 5(c) of the Bank Holding Company Act (12 U.S.C. 1844) and Section 225.5(b) of Regulation Y (12 CFR 225.5[b]).

Report Date

11/1/97
 Month / Day / Year

Top Tier Bank Holding Company

BHC B

Legal Name

123 Main St.

Physical Street Address

Cleveland, Cuyahoga, OH 44111

Physical City, County, State / (Country), Zip Code

Check here if address changed

123 Main St.

Mailing Street Address

Cleveland, OH 44111

Mailing City, State / (Country), Zip Code

Check here if address changed

Printed Name of Officer

(SIGNATURE)

Signature of Officer

(DATE OF SIGNATURE)

Date of Signature

Mr. John Jones

Printed Name of Person to Contact

(216)333-1212

Phone Number of Contact

FRB Use Only
ID_BHC_TYPE
ID_RSSD
STATE_CD(MAIL)
COUNTY_CD
STATE_CD
STATUS_CONF

Investments/Activities Schedule

Use this schedule to report initial organizational structure and activities and changes to the organizational structure and activities.

Example 17: BHC B increases its ownership of subsidiary C to 25%.

FRB Use Only	
E1	
E2	

Legal Name of the Direct Holder/Survivor	Physical Location (City, State/(Country))
<i>BHC B</i>	<i>Parma, OH</i>

Legal Name of the Subject Entity	Physical Location (City, State/(Country))
<i>Subsidiary C</i>	<i>Cleveland, OH</i>

Transaction Types to Use for Investments: ADL, CMNC, DEC, INC, LIQ, MGR, NLR, OTH, SALE, TRF, TRT						
Transaction Type	Transaction Date	Basis of Relationship	Percent Equity	Control Indicator	DPC	Correction (Y, N)
<i>INC</i>	<i>11/1/97</i>	<i>EQT</i>	<i>15.00*</i>	<i>Y/N</i>		

If the transaction type is merger (MGR) involving banks, did this entity continue as a branch of the survivor? (Y, N) _____

Accounting Method: Circle One (Pooling of Interest, Purchase or Assumption)

If subject entity was purchased from or sold to another bhc, please provide the following: Circle One (Purchased, Sold)

Legal Name of the BHC	Physical Location (City, State)

Transaction Types to Use for Activities: CMNC, PRIM, TERM				
Transaction Type	Transaction Date	Regulatory Code	Activity Code	Correction (Y, N)

Description of the Activity

* Indicate new TOTAL percent of equity owned, not amount of increase.