LINE ITEM INSTRUCTIONS FOR

Income Statement
Schedule SI

The Income Statement reflects income and expenses for the calendar year-to-date, the period from January 1 to June 30 for the June 30 reporting period and the period from January 1 to December 31 for the December 31 reporting period.

Operating Income

Line Item 1. Income from bank subsidiary(s).

Line Item 1(a) Dividends.

Report the amount of the bank holding company's proportionate share of the dividends declared by the bank subsidiary(s) during the reporting period (calendar year-to-date). **(See the worksheet provided to assist in the calculation of this amount.)** Bank holding companies that own equity capital in associated banks, as previously defined, should also report their proportionate interest in the dividends declared by these banks.

Line Item 1(b) Other income from bank subsidiary(s).

Report the income from the bank subsidiary(s) other than dividends declared. This includes but is not limited to interest income, noninterest income, management fees, and rental income.

Report interest income paid or payable to the reporting bank holding company related to cash and balances due from and extensions of credit to bank subsidiaries and associated banks.

Exclude interest income from unrelated depository institutions. Such income is to be included in item 4 below.

Do not include any income tax benefit received from the bank subsidiary(s) in this item. This should be included in the amount reported in item 10 below, ''Applicable income taxes (benefits).''

Line Item 2 Income from nonbank subsidiary(s).

Line Item 2(a) Dividends.

Report the amount of the bank holding company's proportionate share of the dividends declared by the nonbank subsidiary(s) during the reporting period. Bank holding companies that own equity capital in associated nonbank companies, as previously defined, should also report their proportionate interest in the dividends declared by these nonbank companies.

If the reporting bank holding company is a tiered bank holding company, the dividends from the subsidiary bank holding company(s) should be reported in this item 3(a), ''Dividends from subsidiary bank holding company(s).''

Line Item 2(b) Other income.

Report the income from nonbank subsidiary(s) other than dividends declared. This includes but is not limited to interest income, noninterest income, management fees, and rental income.

Report interest income paid or payable to the reporting bank holding company related to cash and balances due from and extensions of credit to nonbank subsidiaries and associated nonbank companies.

If the reporting bank holding company is a tiered bank holding company, other income from subsidiary bank holding company(s) should be reported in item 3(b), ''Other income from subsidiary bank holding company(s).''

Line Item 3 Income from subsidiary bank holding company(s).

This item is to be reported only by those holding companies that have subsidiary bank holding companies.

Schedule SI

Line Item 3(a) Dividends.

Report the amount of the reporting parent bank holding company's proportionate share of the dividends declared by the subsidiary bank holding company during the reporting period calendar year-to-date. Reporting parent bank holding companies that own equity capital in associated bank holding companies, as previously defined, should also report their proportionate interest in the dividends declared by these banks.

Line Item 3(b) Other income.

Report the income from subsidiary bank holding company(s) other than dividends declared. This includes but is not limited to interest income, noninterest income, management fees, and rental income. Do not include any income tax benefit received from the subsidiary bank holding company(s) in this item. This should be reported in Schedule SI, item 10 below.

Line Item 4 Other income.

Report all other income accrued by the bank holding company from its direct activities.

Include interest income paid or payable to the reporting bank holding company related to cash and balances due from and extensions of credit to unrelated depository institutions.

Line Item 5 Total operating income.

Report the sum of items 1(a), 1(b), 2(a), 2(b), 3(a), 3(b), and 4.

Line Item 6 Interest expense.

Report the amount of all interest expense accrued on the bank holding company's parent company only borrowings reported in Schedule SC item 10(a), ''Commercial paper,'' item 10(b), ''Other short-term borrowings,'' and in item 11, ''Long-term borrowings.'' The amount should reflect interest accrued for the calendar year-to-date.

Line Item 7 Other expense.

Report the amount of all other parent company only expenses incurred by the bank holding company, other than interest expense, which is reported in item 6 above. Include in this item goodwill impairment losses and amortization expense and impairment losses from other intangible assets. In addition, for purposes of this reporting item, include any interest expense accrued on borrowings reported in Schedule SC item 14, ''Balances due to subsidiaries and related institutions.''

Line Item 8 Total operating expense.

Report the sum of items 6 and 7.

Line Item 9 Income (loss) before income taxes and before undistributed income of subsidiary(s).

Report item 5 minus item 8.

Line Item 10 Applicable income taxes (benefits) (estimated).

Report the total estimated federal, state and local, and foreign income tax expense (if applicable) or benefit applicable to the parent company only income reported in item 9, ''Income (loss) before income taxes and before undistributed income of subsidiary(s),'' including the tax effects of gains (losses) on securities not held in trading accounts. Include both the current and deferred portions of these income taxes. **Do not report the consolidated income tax liability on this line. If the amount is a tax benefit rather than tax expense, enclose it in parentheses.**

Line Item 11 Income (loss) before undistributed income of subsidiary(s).

Report item 9 minus item 10.

Line Item 12 Equity in undistributed income (loss) of subsidiary(s).

Line Item 12(a) Bank subsidiary(s).

Report the amount of the bank holding company's proportionate interest in the net income (loss) of the bank subsidiary(s) as reported in Schedule RI, Income Statement, item 12, of the bank subsidiary's Report of Income *less* any dividends declared by the bank subsidiary(s) for the calendar year-to-date, from January 1 to June 30 for the June 30 reporting period and from January 1 to December 31 for the December 31 reporting period. **(See the worksheet for assistance.)**

Line Item 12(b) Nonbank subsidiary(s).

Report the amount of the bank holding company's proportionate interest in the nonbank subsidiary(s) net income (loss) less any dividends declared by the nonbank subsidiary(s) for the calendar year-to-date.

Schedule SI

If the reporting bank holding company is a tiered bank holding company, the equity in undistributed income (loss) of the subsidiary bank holding company(s) should be reported in item 12(c), "Subsidiary bank holding company" below.

Line Item 12(c) Subsidiary bank holding company(s).

This item is to be reported only by those holding companies that are tiered bank holding companies.

Report the amount of the reporting parent bank holding company's proportionate interest in the subsidiary bank holding company's net income (loss) as reported separately by the *subsidiary* bank holding company in its FR Y-9SP, Schedule SI, item 13 *less* the reporting parent bank holding company's proportionate share of any dividends declared by the subsidiary bank holding company as reported in its FR Y-9SP under Schedule SI, item 3(a) for the calendar year-to-date.

Line Item 13 Net income (loss).

Report the sum of items 11, 12(a), 12(b), and 12(c).

Memoranda

Line Item M1 Cash dividends (or non-taxable distributions) declared by the bank holding company to its shareholders.

Report the amount of cash dividends (or non-taxable distributions) declared by the bank holding company during the calendar year-to-date. This includes dividends declared before but not payable until after the reporting date.

Line Item M2 Does the reporting bank holding company have a Subchapter S election in effect for federal income tax purposes for the current tax year? (Enter "1" for yes; enter "0" for no.)

Indicate whether the bank holding company has elected, for federal income tax purposes, an "S corporation" status, as defined in Internal Revenue Code Section 1361 as of the report date. Enter "1" for yes; enter "0" for no. In order to be an S corporation, the bank holding company must have a valid election with the Internal Revenue Service and obtain the consent of all of its shareholders. In addition, the bank holding company must meet specific criteria for federal income tax purposes at all times during which the election remains in effect. These specific criteria include, for example, having no more than 75 qualifying shareholders and having only one class of stock outstanding.

Line Item M3 Interest expense paid to special-purpose subsidiaries that issued trust preferred securities (included in item 7 above).

Report the amount of interest expense as of the year-to-date reporting period that has been paid by the parent bank holding company on parent company notes held by special-purpose subsidiaries that have issued "trust preferred securities." In these transactions, a special-purpose subsidiary (typically, a trust) of the parent company issues preferred securities and lends the proceeds of its issuance to its parent company in exchange for a deeply subordinatied intercomany note from the parent company.

NOTE: The amount of interest expense paid to special-purpose subsidiaries that have issued trust preferred securities reported in this item should also be included as part of the total amount reported in Schedule SI, item 7, "Other expenses." See the instructions for Schedule SI, item 7.

Memorandum item 4 is to be completed by bank holding companies that have elected to account for financial instruments or servicing assets and liabilities at fair value under a fair value option.

Memoranda item 4 is to be completed by bank holding companies that have adopted FASB Statement No. 157, "Fair Value Measurements" (FAS 157), and have elected to report certain assets and liabilities at fair value with changes in fair value recognized in earnings in accordance with U.S. generally accepted accounting principles (GAAP) (i.e., FASB Statement No. 159, "The Fair Value Option for Financial Assets and Financial Liabilities" (FAS 159); FASB Statement No. 155, "Accounting for Certain Hybrid Financial Instruments"(FAS 155); and FASB Statement No. 156, "Accounting for Servicing of Financial Assets" (FAS 156)). This election is generally referred to as the fair value option.

If the bank holding company has elected to apply the fair value option to interest-bearing financial assets and liabilities, it should report the interest income on these financial assets (except any that are in nonaccrual status) and the interest expense on these financial liabilities for the year-to-date in the appropriate interest income and interest expense *items on Schedule SI, not as part of the reported change in fair value of these assets and liabilities for the year-to-date. The bank holding company should measure the interest income or interest expense on a financial asset or liability to which the fair value option has been applied using either the contractual interest rate on the asset or liability or the effective yield method based on the amount at which the asset or liability was first recognized on the balance sheet. Although the use of the contractual interest rate is an acceptable method under GAAP, when a financial asset or liability has a significant premium or discount upon initial recognition, the measurement of interest income or interest expense under the effective yield method more accurately portrays the economic substance of the transaction. In addition, in some cases, GAAP requires a particular method of interest income recognition when the fair value option is elected. For example, when the fair value option has been applied to a beneficial interest in securitized financial assets within the scope of Emerging Issues Task Force Issue No. 99-20, Recognition of Interest Income and Impairment on Purchased and ''Retained Beneficial Interests in Securitized Financial Assets,'' interest income should be measured in accordance with the consensus in this Issue. Similarly, when the fair value option has been applied to a purchased impaired loan or debt security accounted for under AICPA Statement of Position 03-3, ''Accounting for Certain Loans or Debt Securities Acquired in a Transfer,'' interest income on the loan or debt security should be measured in accordance with this Statement of Position when accrual of income is appropriate. Revaluation adjustments, excluding amounts reported as interest income and interest expense, to the carrying value of all assets and liabilities reported in Schedule SC at fair value under a fair value option (excluding servicing assets and liabilities reported in Schedule SC, item 7, ''Other assets,'' and Schedule SC, item 13, ''Other liabilities,'' respectively, and trading assets and trading liabilities reported in Schedule SC, item 7, and Schedule SC, item 13, respectively) resulting from the periodic marking of such assets and liabilities to fair value should be reported as ''Other income'' in Schedule SI, item 4.*

Line Item M4 Net change in fair values of financial instruments accounted for under a fair value option.

Report the net change in fair values of all financial instruments that the bank holding company has elected to account for under the fair value option that is included in item 5, ''Total operating income.

LINE ITEM INSTRUCTIONS FOR

Balance Sheet
Schedule SC

Assets

Line Item 1 Cash and due from depository institutions.

Report in the appropriate item below cash and deposit balances, both noninterest-bearing and interest-bearing, due from depository institutions. Balances due from depository institutions that are subsidiaries or affiliated institutions should be reported on item 1(a). Balances due from all other (i.e., unrelated, or third party) depository institutions should be reported on item 1(b).

Affiliated depository institutions include those institutions that have a direct or indirect relationship with the reporting parent bank holding company.

Overdrafts should not be reported in this item. Overdrafts with subsidiaries or affiliated companies should be reported under item 14, ''Balances due to subsidiaries and related institutions.'' Overdrafts with unrelated or third party depository institutions should be reported under item 10(b), ''Other short-term borrowings.''

Depository institutions include U.S. commercial banks, savings and loan institutions, mutual savings banks, foreign banks, and any other similar depository institutions.

Line Item 1(a) Balances with subsidiary or affiliated depository institutions.

Report all currency and coin, demand, time and savings balances, and other cash items due from, or held with, subsidiary or affiliated depository institutions.

Line Item 1(b) Balances with unrelated depository institutions.

Report all currency and coin, demand, time and savings balances, and other cash items due from, or held with, unrelated depository institutions.

Line Item 2 Securities.

Report in this item the total value of all debt securities and all equity securities with readily determinable fair values, other than investments in the bank subsidiary(s), nonbank subsidiary(s), associated banks, and associated nonbank company(s), held by the respondent parent bank holding company. Securities designated as ''available-for-sale'' must be reported at fair value and securities designated as ''held-to-maturity'' must be reported at amortized cost in accordance with FASB Statement No. 115. The net unrealized holding gains (losses) on available-for-sale securities must be reported in item 16(d), ''Accumulated other comprehensive income.'' The amount reported in item 2 must equal the sum of memoranda items 7(a) and 7(b).

Exclude equity securities held by the parent bank holding company that do not have readily determinable fair values, which are to be reported in item 7 below.

Debt securities include, but are not limited to: U.S. Treasury securities, U.S. Government agency and corporation obligations, commercial paper, securities issued by states and political subdivisions in the U.S. and notes, bonds or debentures issued by private corporations.

Debt securities must include amortization of premium and accretion of discount on securities purchased at other than par or face value (including U.S. Treasury bills).

Equity securities include common stock, perpetual preferred stock, and warrants.

Equity securities owned by a holding company are defined as available-for-sale securities in accordance with FASB Statement No. 115 and must be reported at fair value as of the report date. The fair value of securities should be determined, to the extent possible, by timely reference to the best available source of current market quotations or other data on relative current value. For example, securities traded on national, regional, or foreign exchanges or on organized over-the-counter markets should be valued at the most recently available quotation in the most active market. Quotations from brokers or others making markets in securities that are neither widely nor actively traded are acceptable if prudently used. Equity securities for which fair value is not readily determinable may be reported at historical cost.

Line Item 3 Loans and lease financing receivables (exclusive of loans and lease financing receivables due from bank(s) and nonbank subsidiaries).

Line Item 3(a) Loans and leases, net of unearned income.

Loans and lease financing receivables are extensions of credit resulting from either direct negotiation between the bank holding company itself and its borrowing customers or the purchase of loans and participations in loans from others. This includes loans and participations in loans purchased *without recourse* from the respondent bank holding company's bank subsidiary(s) or its nonbank subsidiaries. Do *not* report direct loans or loans purchased with recourse from bank subsidiary(s) or nonbank subsidiary(s) in this item; these loans should be reported in items 4(c) or 5(c) below, as appropriate.

Report the aggregate book value of all loans and leases before deduction of the ''Allowance for loan and lease losses,'' which is to be reported in item 3(b). The amount reported should be reported net of unearned income. Parent bank holding companies may also report these amounts net of any allocated transfer risk reserve.

The amount reported in this item should include the amount reported in memoranda item 5 below that has been lent by the parent bank holding company to executive officers and principal shareholders and their related interests, but should *exclude* amounts reported in memoranda item 5 that have been lent by a nonbank subsidiary(s) to insiders.

Exclude intercompany loans from this item. Loans to the bank subsidiary(s) should be reported in item 4(c) below; loans to the nonbank subsidiary(s) should be reported in item 5(c) below. Also exclude all holdings of commercial paper, which should be reported in item 2 above.

Line Item 3(b) Less: Allowance for loan and lease losses.

Report the allowance for loan and lease losses. The amount reported should reflect an evaluation by the management of a bank holding company of the collectability of the loan and lease financing receivable portfolios, including any accrued and unpaid interest. The amount of the allowance on the balance sheet should be adequate to absorb anticipated losses.

Line Item 3(c) Loans and leases, net of unearned income and the allowance for loan and lease losses.

Report the amount derived by subtracting item 3(b) from 3(a).

Line Item 4 Investment in bank subsidiary(s).

The investment in the bank subsidiary(s) must be reported under the equity method of accounting on the FR Y-9SP. Under the equity method, the original investment in the bank subsidiary(s) is recorded at cost and is adjusted periodically to recognize the bank holding company's share of the earnings or losses of the bank subsidiary(s) after the date of the acquisition of the bank(s) by the holding company. Dividends paid by the bank(s) and received by the bank holding company reduce the amount of the investment while the bank holding company's share of the undistributed earnings of the bank subsidiary(s) (reported in Schedule SI, item 12(a)) increases the amount of the investment in the bank subsidiary(s) as reported in the FR Y-9SP.

Bank holding companies that own shares in an associated bank or banks (those banks in which the bank holding company controls between 20 and 25 percent) should also report their investment in the equity capital of these banks on the equity basis of accounting.

Line Item 4(a) Equity investment in bank subsidiary(s).

Report the amount of the bank holding company's investment in the book value of the equity capital of the bank subsidiary(s) as of the reporting date. This amount generally should be equivalent to the bank holding company's proportionate interest in the equity capital accounts of the bank subsidiary(s) as reported in the bank's Report of Condition in Schedule RC-Balance Sheet, item 28. **(See Worksheet for clarification. A worksheet has been provided to assist in the preparation of the response to this item.)** The bank holding company, if applicable, should also include investments in the stock of any associated banks (those banks in which the bank holding company controls between 20 and 25 percent).

This item also includes any other equity elements including the net unrealized holding gains (losses) on available-for-sale securities that are recorded by the bank subsidiary(s) and associated bank(s) and stock-based employee compensation expense that has been credited to the subsidiary's equity (surplus) as described in FASB Statement No. 123(R), *Shared-Based Payment*.

Line Item 4(b) Goodwill.

Report the amount (book value) of the goodwill associated with the acquisition of the bank subsidiary(s) that has not been ''pushed down'' to the books of the bank subsidiary(s) for financial reporting purposes. The amount of the goodwill associated with investment in the bank subsidiary(s) should generally be equivalent to the difference between the original cost of the shares of the bank subsidiary(s) and the book value of the bank holding company's proportionate share of the equity capital accounts of the bank subsidiary(s) on the date of acquisition.

For purposes of this item, any goodwill that has not been pushed down to the books of the subsidiary bank(s), and is included in the investment in subsidiary account on the parent's books, should be reported in this item. Any goodwill that has been pushed down to the books of the subsidiary bank(s) should not be reported separately in this item. The amount pushed down would be reported in line item 4(a), ''Equity investment in bank subsidiary(s).''

Line Item 4(c) Loans and advances to and receivables due from bank subsidiary(s).

Report the total of all loans to the bank subsidiary(s); notes, bonds, or subordinated debentures issued by the bank subsidiary(s) that are held by the bank holding company; dividends declared by the bank subsidiary(s), but not yet paid; and any other accounts receivable, including tax receivables, from the bank subsidiary(s). The amount reported should include loans and participation in loans purchased with recourse *by* the bank holding company from the bank subsidiary(s).

Line Item 5 Investment in nonbank subsidiary(s).

The investment in nonbank subsidiary(s) must also be reported under the equity method of accounting on the FR Y-9SP. Under the equity method, the original investment in the nonbank subsidiary(s) is recorded at cost and is adjusted periodically to recognize the bank holding company's share of the earnings or losses of the nonbank subsidiary(s) after the date of the acquisition of the nonbank subsidiary(s) by the holding company. Dividends paid by the nonbank subsidiary(s) and received by the bank holding company reduce the amount of the investment, while the bank holding company's share of the undistributed earnings of the nonbank subsidiary(s) (reported in Schedule SI, item 12(b)) increase the amount of the investment in the nonbank subsidiary(s) as reported in the FR Y-9SP.

If the reporting bank holding company is a tiered bank holding company, the *investment in subsidiary bank holding company(s)* should be reported in the appropriate subitems 6(a), 6(b), or 6(c).

Line Item 5(a) Equity investment in nonbank subsidiary(s).

Report the amount of the bank holding company's direct investment in the book value of the equity capital of the directly or indirectly held nonbank subsidiary(s) as of the reporting date. This amount generally should be equivalent to the bank holding company's proportionate interest in the nonbank subsidiary's equity capital accounts as reflected on the financial statements of the nonbank subsidiary as of the report date. The bank holding company, if applicable, should also include investments in the stock of any associated nonbank company(s) (those nonbank company(s) in which the bank holding company controls between 20 and 25 percent, or any nonbank company(s) over which the bank holding company exercises significant influence (such as subsidiaries of a lower-tier bank holding company, referred to as ''indirect'' subsidiaries)).

This item also includes any other equity elements including the net unrealized holding gains (losses) on available-for-sale securities that are recorded by the nonbank subsidiary(s) and stock-based employee compensation expense that has been credited to the subsidiary's equity (surplus) as described in FASB Statement No. 123(R), *Shared-Based Payment.*

Line Item 5(b) Goodwill (associated with the investment in the nonbank subsidiary(s)).

Report the amount (book value) of the goodwill associated with the acquisition of the nonbank subsidiary(s) that has not been ''pushed down'' to the books of the nonbank subsidiary(s) for financial reporting purposes. The amount of the goodwill should generally be equivalent to the difference between the original cost of the shares of the nonbank subsidiary(s) and the book value of the bank holding company's proportionate share in the interest in the book value of the equity capital accounts of the nonbank subsidiary(s) on the date of acquisition.

For purposes of this item, any goodwill that has not been pushed down to the books of the nonbank subsidiary(s), and is included in the investment in subsidiary account on the parent's books, should be reported in this item. Any goodwill that has been pushed down to the books of the nonbank subsidiary(s) should not be reported separately in this item. The amount pushed down would be reported in line item 5(a), ''Equity investment in nonbank subsidiary(s).''

Line Item 5(c) Loans and advances to and receivables due from nonbank subsidiary(s).

Report the total of all loans to nonbank subsidiary(s); notes, bonds, or subordinated debentures issued by the nonbank subsidiary(s) that are held by the bank holding company; dividends declared by the nonbank subsidiary(s), but not yet paid; and any other accounts receivable due from the nonbank subsidiary(s).

Line Item 6 Investments in subsidiary bank holding company(s).

These items are to be completed only by companies that have subsidiary bank holding companies.

The investment in subsidiary bank holding companies must be reported under the equity method of accounting on the FR Y-9SP. Under the equity method, the original investment in the subsidiary bank holding company by the holding company directly owning the shares is recorded at cost and is adjusted periodically to recognize the reporting parent bank holding company's share of the earnings or losses of the subsidiary bank holding company after the date of the acquisition of the subsidiary bank holding company by the reporting parent holding company. Dividends declared or paid by the subsidiary bank holding company and received by the reporting parent bank holding company reduce the amount of the investment while the reporting parent bank holding company's share of the undistributed earnings of the subsidiary bank holding company (reported in Schedule SI, item 12(c)) increase the amount of the investment in the subsidiary bank holding company as reported in the parent bank holding company's FR Y-9SP.

In addition, the reporting parent bank holding companies that own shares in an associated lower-tier bank holding company (those lower-tier bank holding companies in which the parent bank holding company controls between 20 and 25 percent) should also report their investment in the equity capital of these companies on the equity basis of accounting.

Line Item 6(a) Equity investment.

Report the amount of the reporting parent bank holding company's investment in the book value of the equity capital of the subsidiary bank holding company(s) as of the reporting date. This amount generally should be equivalent to the reporting parent bank holding company's proportionate interest in the equity capital accounts of the subsidiary bank holding company as reported *separately* in the subsidiary bank holding company's filing of the FR Y-9SP on Schedule SC, item 16(f). The reporting parent bank holding company, if applicable, should also include investments in the stock of any associated bank holding companies (those other bank holding companies in which the reporting parent bank holding company controls between 20 and 25 percent).

This item also includes any other equity elements including the net unrealized holding gains (losses) on available-for-sale securities that are recorded by the subsidiary bank holding company(s) and associated bank holding company(s) and stock-based employee compensation expense that has been credited to the subsidiary's equity (surplus) as described in FASB Statement No. 123(R), *Shared-Based Payment.*

Line Item 6(b) Goodwill.

Report the amount (book value) of the goodwill associated with the acquisition of the subsidiary bank holding company that has not been ''pushed down'' to the books of the subsidiary bank holding company for financial reporting purposes. The amount of the goodwill associated with investment in the subsidiary bank holding company should generally be equivalent to the difference between the original cost of the shares of the subsidiary bank holding company and the book value of the reporting parent bank holding company's proportionate share of the equity capital accounts of the subsidiary bank holding company on the date of acquisition.

For purposes of this item, any goodwill that has not been pushed down to the books of the subsidiary bank holding company, and is included in the investment in subsidiary account on the parent's books, should be reported in this item. Any goodwill that has been pushed down to the books of the subsidiary bank holding company should not be reported separately in this item. The amount pushed down would be reported in line item 6(a), ''Equity investment in subsidiary bank holding company(s).''

Line Item 6(c) Loans and advances to and receivables due from the subsidiary bank holding company.

Report the total of all loans to the subsidiary bank holding company; notes, bonds, or debentures issued by the subsidiary bank holding company that are held by the reporting parent bank holding company; dividends declared by the subsidiary bank holding company, but not yet paid; and any other accounts receivable, including tax receivables, from the subsidiary bank holding company. The amount reported should include loans and participations in loans purchased with recourse by the reporting parent bank holding company from the subsidiary bank holding company.

Line Item 7 Other assets.

Report the total value of remaining assets not reported in the above categories, other than investments in the banksubsidiary, nonbank subsidiary(s), associated banks, and associated nonbank company(s).

The amount reported in this item should also include the value of any assets associated with nonbanking activities that are directly engaged in by the parent bank holding company.

Include equity securities held by the parent bank holding company that do not have readily determinable fair values.

Also report in this item the amount (book value) of goodwill that is included on the balance sheet of the reporting bank holding company and is not part of the investment in subsidiaries account as reported in items 4(b), 5(b) or 6(b).

Line Item 8 Balances due from related nonbank companies (other than investments).

This item should be completed only by lower-tier parent bank holding companies.

Report in this item all balances due from and extensions of credit to related nonbank companies (i.e., nonbank companies directly or indirectly owned by the top-tier parent bank holding company, excluding those directly or indirectly owned by the reporting lower-tier parent bank holding company). *Exclude* those balances (including investments) included in items 5 and 6 above. Also *exclude* cash and balances due from related depository institutions, which are to be reported in item 1(a) above.

Line Item 9 Total assets.

Report the sum of items 1(a), 1(b), 2, 3(c), 4(a), 4(b), 4(c), 5(a), 5(b), 5(c), 6(a), 6(b), 6(c), 7, and 8.

Liabilities and Equity Capital

Line Item 10 Short-term borrowings.

Report in item 10(a) the amount of commercial paper issued by the parent company only and in item 10(b) the amount of all other short-term borrowings by the parent bank holding company only that mature in one year or less.

Line Item 10(a) Commercial paper.

Report in this item commercial paper issued by the parent company to unrelated parties. Commercial paper consists of short-term negotiable promissory notes that mature in 270 days or less.

Line Item 10(b) Other short-term borrowings.

Report in this item the amount of all other borrowings by the parent company only from unrelated third parties that mature in one year or less. Borrowings that finance the acquisition of the bank subsidiary that have a ''scheduled debt retirement'' exceeding one year should be reported in item 11 below except for the amount due within one year, which should be reported in this item.

Overdrafts to cash and due from depository institutions should be reported in this item.

Short-term borrowing from the subsidiary bank(s) should be reported in item 14(a) and from the parent bank holding company and subsidiary bank holding company(s) in item 14(b) and in Memoranda items 14(a) and 14(b).

Line Item 11 Long-term borrowings (includes limited-life preferred stock and related surplus).

Report in this item borrowings by the parent company only from unrelated third parties that have a maturity or a ''scheduled debt retirement'' of greater than one year, exclusive of amounts due within the year.

For purposes of this item, also report the amount of any outstanding limited-life preferred stock issued by the bank holding company. The reported amount should include any amounts received in excess of its par or stated value. Limited-life preferred stock is preferred stock that has a stated maturity date or that can be redeemed at the option of the holder of the preferred stock.

NOTE: When the parent bank holding company has explicitly or implicitly guaranteed the long-term debt of its Employee Stock Owenership Plan (ESOP), report in this item the dollar amount outstanding of the long-term debt guaranteed.

Line Item 12 Accrued interest payable.

Report the amount of all interest accrued, but not yet paid, on the total parent company only borrowings of the bank holding company reported in items 10 and 11 above.

Line Item 13 Other liabilities.

Report the total amount of all other liabilities with unrelated parties not reported under items 10, 11, and 12 above.

Line Item 14 Balances due to subsidiaries and related institutions.

Report in this item all balances due to institutions related to the parent bank holding company, including short and long-term borrowings, accrued interest payable, taxes payable, and any other liabilities due to related institutions.

Where the bank holding company is a multi-tiered holding company, ''related institutions'' include subsidiary bank holding companies and their direct and indirect subsidiaries.

When a subsidiary bank holding company is filing this report, this item should include all balances due to its parent company(s) and the parent's direct and indirect subsidiaries as well as balances due to the respondent's direct and indirect subsidiaries.

Exclude subsidiaries of the holding company's bank subsidiary, which are reported on the bank's Reports of Condition and Income.

Line Item 14(a) Balances due to subsidiary bank(s).

Report in this item all balances due to a bank(s) that is directly or indirectly owned or controlled by the parent bank holding company.

Line Item 14(b) Balances due to nonbank subsidiaries and related institutions.

Report in this item all balances due to nonbank subsidiaries that are directly or indirectly owned or controlled by the parent bank holding company. In addition, for purposes of this report, include in this item instruments generally referred to as trust preferred securities that were issued out of special purpose entities whereby the proceeds from the issuance are lent to the reporting parent company.

When the reporting holding company is a multi-tier organization, nonbank subsidiaries, for purposes of this item, include any balances due to subsidiary bank holding companies of the respondent or due to the parent company(s) of the respondent.

Line Item 15 Not applicable.

Line Item 16 Equity capital.

Line Item 16(a) Perpetual preferred stock (including related surplus).

Report the aggregate par or stated value of outstanding perpetual preferred stock, including any surplus arising from any amount received for perpetual preferred stock in excess of its par or stated value.

Line Item 16(b) Common stock (including related surplus).

Report the aggregate par or stated value of common stock issued, including any surplus arising from any amount received for common stock in excess of its par or stated

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value. Also include in this item the amount of stock-based employee compensation expense that has been credited to equity as described in FASB Statement No. 123(R), *Shared-Based Payment.*

Line Item 16(c) Retained earnings.

Report in this item all retained earnings.

Line Item 16(d) Accumulated other comprehensive income.

Report in this item the amount of other comprehensive income in conformity with the requirements of FASB Statement No. 130, *Reporting Comprehensive Income*. Accumulated other comprehensive income includes net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses) on cash flow hedges, foreign currency translation adjustments, and minimum pension liability adjustments. Net unrealized holding gains (losses) on available-for-sale securities is the difference between the amortized cost and fair value of the reporting bank holding company's (and the bank holding company's proportionate share of its consolidated subsidiaries') available-for-sale securities, net of tax effects, as of the report date.

Also include in this item the unamortized amount of the unrealized holding gain or loss at the date of transfer of any debt security transferred into the held-to-maturity category from the available-for-sale category. See the instructions for this item on Schedule HC of the FR Y-9C for further information.

Line Item 16(e) Other equity capital components.

Report in this item all other equity capital components including the total carrying value (at cost) of treasury stock and unearned Employee Stock Ownership Plan (ESOP) shares as of the report date.

NOTE: When the reporting bank holding company has included in item 11 above the ESOP's long-term debt that it has explicitly or implicitly guaranteed, include in this item the dollar amount of the offsetting debit to the liability recorded by the reporting bank holding company in connection with that debt. The amount of unearned ESOP shares should be reduced as the debt is amortized. Report a total net debit balance for this line item in parenthesis.

Line Item 16(f) Total equity capital.

Report the sum of items 16(a) through 16(e).

Line Item 17 Total liabilities and equity capital.

Report the sum of items 10(a), 10(b), 11, 12, 13, 14(a), 14(b) and 16(f).

Memoranda

These items are to be completed annually only by top-tier and single-tier bank holding companies for the December 31 report date.

Line Item M1 Has the bank holding company engaged in a full-scope independent external audit at any time during the calendar year?

Enter a "1" for yes if the bank holding company has engaged in a full-scope independent external audit (in which an opinion is rendered on their financial statements) at any time during the calendar year as of the December 31 report date. Also enter a "1" for yes if the bank holding company has engaged or begun a full-scope independent external audit by December 31 that has not yet concluded. Enter a "0" if the response to this question is no. *If the response to this question is yes, the bank holding company must complete all of Memoranda item 2 below. If the response to this question is no, skip Memoranda item 2.*

Line Item M2 If the response to Memoranda item 1 is yes, indicate below the name and address of the bank holding company's independent external auditing firm, and the name and e-mail address of the auditing firm's engagement partner.

Report in memoranda item 2(a) the name and address (city, U.S. Postal state abbreviation, zip code) of the bank holding company's independent external auditing firm. An independent auditing firm is a company that provides full-scope auditing services to the bank holding company in which an opinion is rendered on their financial statements. Bank holding companies that do not have a full-scope audit conducted of their financial statements do not need to complete this item.

Report in memoranda item 2(b) the name and e-mail address of the independent external auditing firm's engagement partner (partner in charge of the audit). This contact information is for the confidential use of the Federal Reserve and will not be released to the public.

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Memoranda items 3(a) and 3(b) are to be completed by bank holding companies that have elected to account for financial instruments or servicing assets and liabilities at fair value under a fair value option.

Memoranda items 3(a) and 3(b) are to be completed by bank holding companies that have adopted FASB Statement No. 157, "Fair Value Measurements" (FAS 157), and have elected to report certain assets and liabilities at fair value with changes in fair value recognized in earnings in accordance with U.S. generally accepted accounting principles (GAAP) (i.e., FASB Statement No. 159, "The Fair Value Option for Financial Assets and Financial Liabilities" (FAS 159); FASB Statement No. 155, "Accounting for Certain Hybrid Financial Instruments" (FAS 155); and FASB Statement No. 156, "Accounting for Servicing of Financial Assets" (FAS 156)). This election is generally referred to as the fair value option.

Line Item M3 Financial assets and liabilities measured at fair value under a fair value option.

Line Item M3(a) Total assets.

Report the total fair value of all assets that the bank holding company has elected to account for under the fair value option that is included in Schedule SC, Balance Sheet.

Line Item M3(b) Total liabilities.

Report the total fair value of all liabilities that the bank holding company has elected to account for under the fair value option that is included in Schedule SC, Balance Sheet.