

**Supporting Statement for
Bank Holding Company Regulatory Reports
(FR Y-9C, FR Y-9LP, FR Y-9SP, FR Y-9CS and FR Y-9ES; OMB No. 7100-0128)
(FR Y-6 and FR Y-7; OMB No. 7100-0297)
(FR Y-11 and FR Y-11S; OMB No. 7100-0244)
(FR 2314 and FR 2314S; OMB No. 7100-0073)
(FR Y-8; OMB No. 7100-0126)
(FR Y-12 and FR Y-12A; OMB No. 7100-0300)
(FR Y-7Q, FR Y-7N, and FR Y-7NS; OMB No. 7100-0125)**

Summary

The Board of Governors of the Federal Reserve System, under delegated authority from the Office of Management and Budget (OMB), proposes to revise, without extension, several bank holding company regulatory reports. Title III of the Dodd-Frank Wall Street Reform and Consumer Protection Act (the Dodd-Frank Act) transfers all former Office of Thrift Supervision (OTS) authorities (including rulemaking) related to savings and loan holding companies (SLHCs) to the Federal Reserve on July 21, 2011. On February 8, 2011, the Federal Reserve published in the *Federal Register* a notice of intent (NOI) to require SLHCs to submit the same reports as bank holding companies (BHCs), beginning with the March 31, 2012, reporting period. The NOI stated that the Federal Reserve would issue a formal proposed notice on information collection activities for SLHCs after the transfer date.

The comment period for the NOI ended on April 11, 2011, and the Federal Reserve received ten comment letters from five trade associations, two insurance companies, one law firm, one commercial company and one utility SLHC. Most respondents expressed concern with the implementation deadline of March 31, 2012, and requested a delay. All respondents stated concern with implementation cost and burden associated with creation of new systems, processes and internal controls. Some respondents that represented insurance companies or grandfathered unitary SLHCs currently engaged in commercial activities strongly encouraged the Federal Reserve to reconsider its proposal noting that a “one-size-fits-all” approach would be far more costly than the benefits derived. Insurance companies stated the requirement to file BHC reports, which are based on U.S. generally accepted accounting principles (GAAP), would cause the creation of duplicative accounting systems due to state mandated requirements to compile financial statements using statutory accounting principles (SAP), especially for insurance companies that use SAP exclusively or use GAAP on a limited basis. Some respondents also noted that grandfathered unitary SLHCs are not subject to the same restrictive activities applicable to BHCs under the BHC Act and, therefore, they reasoned SLHCs should not file the FR Y-10, Report of Change in Organizational Structure, or at a minimum the activity codes should be modified. Lastly, a few respondents stated they prepare their financial statements on a basis different from a calendar year-end basis. They contend that imposing calendar year reporting would add complexity to their financial reporting infrastructure and asked for confidential treatment for a period of time.

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After consideration of the comments received on the NOI, the Federal Reserve proposes to exempt a limited number of SLHCs from initial regulatory reporting using the Federal Reserve existing regulatory reports and providing a two year phase-in approach for regulatory reporting for all other SLHCs.¹ The reporting panels for the following reports would be revised to include SLHCs:

- (1) The Annual Report of Bank Holding Companies (FR Y-6) and the Annual Report of Foreign Banking Organizations (FR Y-7) (OMB No. 7100-0297);
- (2) the Consolidated Financial Statements for Bank Holding Companies (FR Y-9C), the Parent Company Only Financial Statements for Large Bank Holding Companies (FR Y-9LP), the Parent Company Only Financial Statements for Small Bank Holding Companies (FR Y-9SP), the Financial Statements for Employee Stock Ownership Plan Bank Holding Companies (FR Y-9ES), and the Supplement to the Consolidated Financial Statements for Bank Holding Companies (FR Y-9CS) (OMB No. 7100-0128);
- (3) the Financial Statements of U.S. Nonbank Subsidiaries of U.S. Bank Holding Companies (FR Y-11 and FR Y-11S; OMB No. 7100-0244);
- (4) the Financial Statements of Foreign Subsidiaries of U.S. Banking Organizations (FR 2314 and FR 2314S; OMB No. 7100-0073);
- (5) the Bank Holding Company Report of Insured Depository Institutions' Section 23A Transactions with Affiliates (FR Y-8; OMB No. 7100-0126);
- (6) the Consolidated Bank Holding Company Report of Equity Investments in Nonfinancial Companies (FR Y-12) and the Annual Report of Merchant Banking Investments Held for an Extended Period (FR Y-12A) (OMB No. 7100-0300); and
- (7) the Capital and Asset Report of Foreign Banking Organizations (FR Y-7Q), and the Financial Statements of U.S. Nonbank Subsidiaries Held by Foreign Banking Organizations (FR Y-7N and FR Y-7NS) (OMB No. 7100-0125).

The proposed revisions would provide data to analyze the overall financial condition of SLHCs to ensure safe and sound operations. Reporting requirements for BHCs would not be affected by this proposal. The Federal Reserve also proposes to revise other regulatory reports filed by BHCs to include SLHCs in the reporting panels going forward, as needed for supervisory purposes.² No other revisions are proposed for these information collections.

¹ All SLHCs would continue to submit all currently required OTS reports, the Schedule HC – Thrift Holding Companies as part of the Thrift Financial Report (TFR) and the H-(b)11, through December 31, 2011, reporting period, using the existing processing, editing and validating system, which is the Electronic Filing System (EFS) established by the OTS. Effective for 2012, all SLHCs would still be required to report the HOLA H-(b)11 report (OTS Form H-(b)11; OMB No. 7100-0334) with the Federal Reserve. In addition, SLHCs that are initially exempt from reporting using the Federal Reserve's regulatory reports would still be required to report Thrift Financial Report Schedule HC (OTS 1313; OMB No. 1557-0255) and the Federal Reserve's FR Y-6 and FR Y-7 regulatory reports. Details about how SLHCs will submit TFR Schedule HC to the Federal Reserve effective for 2012 will be described in a separate notice in the *Federal Register* later this year. Additionally, the Federal Reserve will issue a transmittal letter later this year with information regarding the submission of the HOLA H-(b)11 report.

² In addition, the Federal Reserve plans to issue a separate reporting proposal for the FR Y-10 report later in 2011 or early in 2012 that will address the Federal Reserve's plans to collect organizational structure and activity information from SLHCs in order to populate its National Information Center (NIC) data base with a comprehensive list of subsidiaries and affiliates of each SLHC.

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The total current annual burden for all of these reports is estimated to increase by 56,802 hours with the proposed revisions (as shown in the Estimates of Respondent Burden section below).

Background and Justification

The Dodd-Frank Wall Street Reform and Consumer Protection Act was enacted into law on July 21, 2010. Title III of the Dodd-Frank Act abolishes the OTS and transfers all former OTS authorities (including rulemaking) related to SLHCs to the Federal Reserve effective as of July 21, 2011. The Federal Reserve is responsible for the consolidated supervision of SLHCs beginning July 21, 2011.

Consolidated data currently collected from BHCs assist the Federal Reserve in the identification and evaluation of significant risks that may exist in a diversified holding company. The data also assist the Federal Reserve in determining whether an institution is in compliance with applicable laws and regulations. The Federal Reserve believes that it is important that any company that owns and operates a depository institution be held to appropriate standards of capitalization, liquidity, and risk management. Consequently, it is the Federal Reserve's intention that, to the greatest extent possible, taking into account any unique characteristics of SLHCs and the requirements of the Home Owners' Loan Act (HOLA), supervisory oversight of SLHCs should be carried out on a comprehensive consolidated basis, consistent with the Federal Reserve's established approach regarding BHC supervision. The proposed revisions would provide data to analyze the overall financial condition of most SLHCs to ensure safe and sound operations.

Description of the Information Collection

Currently, the Federal Reserve collects certain consolidated information, itemized below, from BHCs and qualifying foreign banking organizations (FBOs). This proposal would revise these reporting panels to include SLHCs in the same manner as BHCs. Minor modifications to the reporting instructions may be necessary to accommodate SLHCs and HOLA.

- (1) The Annual Report of Bank Holding Companies (FR Y-6) and the Annual Report of Foreign Banking Organizations (FR Y-7) (OMB No. 7100-0297);
- (2) the Consolidated Financial Statements for Bank Holding Companies (FR Y-9C), the Parent Company Only Financial Statements for Large Bank Holding Companies (FR Y-9LP), the Parent Company Only Financial Statements for Small Bank Holding Companies (FR Y-9SP), the Financial Statements for Employee Stock Ownership Plan Bank Holding Companies (FR Y-9ES), and the Supplement to the Consolidated Financial Statements for Bank Holding Companies (FR Y-9CS) (OMB No. 7100-0128);
- (3) the Financial Statements of U.S. Nonbank Subsidiaries of U.S. Bank Holding Companies (FR Y-11 and FR Y-11S; OMB No. 7100-0244);
- (4) the Financial Statements of Foreign Subsidiaries of U.S. Banking Organizations (FR 2314 and FR 2314S; OMB No. 7100-0073);

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- (5) the Bank Holding Company Report of Insured Depository Institutions' Section 23A Transactions with Affiliates (FR Y-8; OMB No. 7100-0126);
- (6) the Consolidated Bank Holding Company Report of Equity Investments in Nonfinancial Companies (FR Y-12) and the Annual Report of Merchant Banking Investments Held for an Extended Period (FR Y-12A) (OMB No. 7100-0300); and
- (7) the Capital and Asset Report of Foreign Banking Organizations (FR Y-7Q), and the Financial Statements of U.S. Nonbank Subsidiaries Held by Foreign Banking Organizations (FR Y-7N and FR Y-7NS) (OMB No. 7100-0125).

Comments on the Proposed Expansion of Reporting Panels

As discussed above, on February 8, 2011, the Federal Reserve published a NOI stating its intention to require SLHCs to submit the same reports as BHCs beginning with the March 31, 2012, reporting period. The NOI also stated that the Federal Reserve would issue a formal proposed notice on information collection activities for SLHCs after the transfer date. The Federal Reserve received ten comment letters in response to its NOI from five trade associations, two insurance companies, one law firm, one commercial company and one utility SLHC. The comments are summarized below.

- Delay Implementation Date
Significant concern was expressed with the implementation deadline of March 31, 2012. Most stated there would not be enough time to prepare for implementation by March 31, 2012, and the implementation date for reporting by SLHCs to the Federal Reserve is even less reasonable if the initial proposal cannot be issued until on or after the July 21, 2011, transfer date. Most asked for a one year delay; however, some petitioned to delay implementation for a period of time until after the intermediate holding company (IHC) requirements were implemented.
- Implementation Burden
All respondents expressed concern with implementation cost and burden. A major concern was transitional cost (creation of new systems, processes and internal controls). They pointed out that BHC reports require the compilation of information that SLHCs do not currently collect (e.g., Schedules HC-H, HC-L, HC-N on the FR Y-9C).
- Costs Exceed the Benefits
Some respondents that represented insurance companies or grandfathered unitary SLHCs currently engaged in commercial activities strongly encouraged the Federal Reserve to reconsider its proposal noting that a "one-size-fits-all" approach would be far more costly than the benefits derived. Imposing bank-centric reporting on diverse SLHCs and insurance companies would require significant changes to their systems without providing meaningful data. These respondents encouraged the Federal Reserve to work with the industry to develop financial reports that would provide for more meaningful information than simply requiring all SLHCs to submit existing BHC reports.

- GAAP versus SAP Reporting

Insurance companies stated the requirement to file BHC reports, which are based on GAAP, would cause the creation of duplicative accounting systems due to state mandated requirements to compile financial statements using SAP. Privately-held insurance companies use SAP exclusively or use GAAP on a limited basis. A few respondents noted that the Federal Reserve currently permits FBOs to file financial statements based on local accounting principles (in the FR Y-7 report) and therefore requested that the same precedent apply to SLHC insurance companies that use SAP exclusively to prepare their financial statements. Additionally, some insurance companies referenced Dodd-Frank Act Section 604(g) as an argument for allowing non-public insurance SLHCs to continue to file SAP financial statements.³ Moreover, some respondents cited a Senate Banking Committee report on the Dodd-Frank Act that stated the Federal Reserve should take into account the regulatory accounting practices of holding companies that are insurance companies and the Dodd-Frank Act did not intend to mandate that insurance companies use GAAP reporting if subject to alternative accounting practices.

- Structure Reporting (FR Y-10)

Many of the respondents noted that SLHCs that are exempt pursuant to section 10(c)(9)(C) of HOLA are not subject to the same restrictive activities applicable to BHCs under the BHC Act (grandfathered unitary SLHCs will continue to be subject to HOLA requirements after the transfer date). Therefore, they reasoned SLHCs should not file the FR Y-10 report or at a minimum the Federal Reserve should make modifications to the activity codes with respect to affiliates of grandfathered unitary SLHCs.

- General

A few respondents stated they prepare their financial statements on a fiscal-year-end or quarter-end basis, which differs from a calendar-year-end or quarter-end. Additionally, one respondent mentioned that many retail financial reports are reported on a much different calendar timeframe. This respondent contends that imposing calendar year-end and quarter-end reporting would add significant costs and complexity to their financial reporting infrastructure. The respondent requested confidential treatment, at least for a period of time, in these situations.

Additionally, on May 11, 2011, the agencies met with industry trade groups to discuss in more detail the reasons for requesting an implementation delay. A primary reason for requesting a delay was because of the multitude of reporting requirements that were proposed to be implemented simultaneously between the banking agencies' proposal to require savings associations to start filing the Call Report and the Federal Reserve's proposal to require SLHCs to start filing BHC reports.

³ Section 604(g) of the Act generally states that, with respect to SLHC reporting requirements, the Federal Reserve must use reports required by other Federal or State regulatory agencies "to the fullest extent possible."

Proposed Transition to BHC Reporting Forms

After considering the comments received on the NOI, the Federal Reserve proposes to exclude certain SLHCs from reporting and allow phased-in reporting for most SLHCs as described below.

Excluded SLHCs

The Federal Reserve believes that there are a limited number of SLHCs where immediate transition to BHC regulatory reports is not appropriate. As a result, the Federal Reserve proposes that SLHCs in either of the following categories be initially exempt from reporting using the Federal Reserve's BHC reports:

- SLHCs that are exempt pursuant to section 10(c)(9)(C) of HOLA and whose savings association subsidiaries' consolidated assets make up less than 5 percent of the total consolidated assets of the SLHC as of the quarter end prior to the reporting date quarter end;⁴ or
- SLHCs where the top-tier holding company is an insurance company that only prepares SAP financial statements.

Specifically, the Federal Reserve has concluded it is not reasonable at this time to require standardized regulatory reports from SLHCs that are exempt pursuant to section 10(c)(9)(C) of HOLA⁵ and whose savings association subsidiaries consolidated assets make up less than 5 percent of the total consolidated assets of the SLHC as of the quarter end prior to the reporting date quarter end. The Federal Reserve has identified a limited number of these companies that are either principally engaged in commercial activities (such as manufacturing or merchandizing) or are engaged in activities not specifically allowed by financial holding companies (such as real estate development). In many cases, applying bank-centric reporting to these disparate companies may provide little useful information to the Federal Reserve. For exempt SLHCs, the Federal Reserve would rely on reports provided to other regulators, such as the Securities and Exchange Commission (SEC), and supervisory information gathered by examiners from the parent organization. The Federal Reserve believes that it is prudent to re-evaluate reporting requirements for all SLHCs that are exempt pursuant to section 10(c)(9)(C) of HOLA after the Federal Reserve has more experience with supervision of these companies.

Additionally, the Federal Reserve believes that there would only be a limited number of SLHCs that are insurance companies that could not develop reporting systems to comply with the Federal Reserve's existing reporting requirements within a reasonable period of time or without incurring inordinate expense. Currently, certain SLHCs where the top-tier holding company is an insurance company that is not a reporting company with the SEC are not required

⁴For example, the asset size test for the March 31, 2012 reporting period would be based on December 31, 2011, assets. The asset size test for June 30, 2012, would be based on March 31, 2012, assets.

⁵ These SLHCs are referred to as "grandfathered unitary savings and loan holding companies."

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to produce consolidated financial information. These SLHCs prepare financial statements using SAP. After considering comments received from these entities, the Federal Reserve believes that requiring these companies to quickly build a duplicate accounting system that is GAAP-based in order to produce reports in the required manner for the Federal Reserve is not justifiable at this time. Until the consolidated regulatory capital rules are finalized for SLHCs, the Federal Reserve would rely on supervisory information and the reports these companies submit to the state insurance regulators and the National Association of Insurance Commissioners (NAIC). The Federal Reserve will re-evaluate the regulatory reporting requirements for these institutions once the consolidated regulatory capital rules are finalized and may require GAAP-based reporting at that time.

The Federal Reserve believes that there may be a few SLHCs that do not meet the exemption criteria that nonetheless would be unreasonable to require standardized regulatory reporting beginning in March 2012. These SLHCs will be reviewed on a case-by-case basis to determine if they will be required to submit Federal Reserve regulatory reports. Conversely, other SLHCs who currently meet the exemption criteria will be reviewed on a case-by-case basis to determine if they should be required to submit Federal Reserve regulatory reports.

All exempt SLHCs would be required to continue to submit the existing Schedule HC, currently in the TFR, and the OTS Form H-(b)11 until further notice.⁶ All exempt SLHCs would also be required to file the FR Y-6 and FR Y-7 beginning with fiscal year ends beginning December 31, 2012.

All Other SLHCs

For all SLHCs that are not excluded from reporting, the Federal Reserve believes a phased-in approach should allow the SLHCs to develop reporting systems over a period of time and would reduce the risk of data quality concerns. The phase-in approach would take two years to implement and would begin no sooner than the March 31, 2012, reporting period, when savings associations are required to file the Call Report. Reporting requirements for BHCs would not be affected by this proposal. A detailed discussion follows.

During 2012, SLHCs that are not excluded above would be required to submit the FR Y-9 series of reports and one of two year-end annual reports (FR Y-6 or FR Y-7 reports)⁷. During 2013, these SLHCs would be required to submit all BHC regulatory reports that are applicable to the SLHC, depending on the size, complexity and nature of the holding company. All SLHCs submitting reports to the Federal Reserve would also continue to submit the Form H-(b)11 until further notice.

The Federal Reserve understands that SLHCs that are not exempt from activity limitations pursuant to section 10(c)(9)(C) of HOLA are typically traditional in the context of their structure and activities and are very similar to BHCs. As a result, the Federal Reserve

⁶ See footnote 1.

⁷ SLHCs that must file the FR Y-9C report would not be required to complete Schedule HC-R, Regulatory Capital, until consolidated regulatory capital requirements for SLHCs are established.

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believes that these SLHCs should be able to develop the appropriate reporting systems if they are given an adequate amount of time and the benefit of systematic development through a phased-in approach. These SLHCs may engage in substantial activities outside of operating savings associations but that are permissible for non-exempt SLHCs, such as broker-dealer services and insurance.

Although a number of comments were received from SLHCs that are also state-regulated insurance companies, the Federal Reserve believes that many of these SLHCs should be able to develop systems to comply with the Federal Reserve's reporting requirements. If a SLHC, including state-regulated insurance companies, is a reporting company with the SEC, it is required to prepare GAAP-based financial statements and should be able to report to the Federal Reserve.

Frequency

The Federal Reserve proposes no changes to the reporting frequency of the FR Y-6 and FR Y-7 reports, FR Y-9 family of reports, the FR Y-11/S and FR 2314/S reports, the FR Y-8 report, the FR Y-12/12A reports, the FR Y-7N/NS reports, or the FR Y-7Q report. The current reporting frequencies provide adequate timely data to meet the analytical and supervisory needs of the Federal Reserve.

Time Schedule for Information Collection

The Federal Reserve proposes no changes to the time schedule for the FR Y-6 and FR Y-7 reports, FR Y-9 family of reports, the FR Y-11/S and FR 2314/S reports, the FR Y-8, the FR Y-12/12A reports, the FR Y-7N/NS reports, or the FR Y-7Q report. The current time schedule provides adequate timely data to meet the analytical and supervisory needs of the Federal Reserve.

Legal Status

The Board's Legal Division has determined that the FR Y-6, FR Y-9 family of reports, the FR Y-11, the FR Y-8, the FR Y-7N, the FR Y-7Q, the FR Y-12, and the FR 2314 reports are authorized by section 5(c) of the Bank Holding Company Act (12 U.S.C. 1844(c)) and section 10(b) of the Home Owners' Loan Act (12 U.S.C. 1467a(b)). The FR Y-6 is also authorized by Sections 11(a)(1), 25, and 25A of the FRA (12 U.S.C. 248(a)(1), 602, and 611a). The FR Y-6 and FR Y-7 are also authorized by: Sections 8(a) and 13(a) of the IBA (12 U.S.C. 3106(a) and 3108(a)). The FR Y-7N and FR Y-7Q is also authorized by sections 8(c) and 13 of the International Banking Act (12 U.S.C. 3106(c) and 3108). The Board's Legal Division has determined that the FR 2314 reports are authorized under (12 U.S.C. 324, 602, and 625).

Overall, the Federal Reserve does not consider most of these data to be confidential. However, a respondent may request confidential treatment pursuant to sections (b)(4), (b)(6), and (b)(8) of the Freedom of Information Act (5 U.S.C. 552(b)(4), (b)(6), and (b)(8)). The applicability of these exemptions would need to be determined on a case-by-case basis. The FR

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Y-8 and FR Y-12A data are confidential pursuant to the Freedom of Information Act (5 U.S.C 552(b)(4)). Section (b)(4) exempts information deemed competitively sensitive from disclosure.

Consultation Outside the Agency

The Federal Reserve consulted with the Office of the Comptroller of the Currency, Federal Deposit Insurance Corporation and Office of Thrift Supervision to coordinate the agencies' publication for public comment proposals to require savings associations currently filing the TFR to convert to filing the Consolidated Reports of Condition and Income (Call Report) (FFIEC 031 and FFIEC 041; OMB No. 7100-0036) and SLHCs to file financial reports required to be filed by BHCs. In addition, the Federal Reserve published a NOI and received public comments as described above on their intent to have SLHCs file the same reports as BHCs. Finally, the Federal Reserve met with two banking industry trade groups to gain additional insight on public comments they provided on the Call Report *Federal Register* notice and the Federal Reserve's NOI.

Sensitive Questions

These collections of information contain no questions of a sensitive nature, as defined by OMB guidelines.

Estimates of Respondent Burden

The Federal Reserve acknowledges there would be initial increased burden in converting to the financial reports required to be filed by SLHCs but believes there would be long-term efficiencies. To reduce the initial burden the Federal Reserve plans to provide outreach to the thrift industry to address questions. Additionally, for March 31, 2012, reporting date, SLHCs may provide reasonable estimates for any new financial reports for which the required information is not readily available.

The only change to the burden estimates for each of these reports is an increase in the number of respondents due to the addition of SLHCs to the respondent panels. The increase in the respondent panels for the FR Y-9 family of reports, FR Y-8, FR Y-6, FR Y-7, FR Y-7Q, and FR Y-12/12A reports were based on estimated numbers of SLHCs. The increase in the respondent panels for the FR Y-11/S, FR 2314/S, FR Y-7N/NS were estimated assuming that large and small SLHCs will hold similar percentages of nonbank subsidiaries as large and small BHCs hold.

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FR Y-6 and FR Y-7

As shown in the following table, the current annual reporting burden for the FR Y-6 and FR Y-7 annual reports is estimated to be 27,201 hours and would increase to 29,509, effective 2012. The estimated annual burden for these annual reports represents less than 1 percent of total Federal Reserve System paperwork burden.

	<i>Number of respondents</i>	<i>Annual frequency</i>	<i>Estimated average hours per response</i>	<i>Estimated annual burden hours</i>
<i>Current</i>				
FR Y-6	5,049	1	5.25	26,507
FR Y-7	<u>185</u>	1	3.75	<u>694</u>
<i>Total</i>	5,234			27,201
<i>Proposed</i>				
FR Y-6	5,485	1	5.25	28,796
FR Y-7	<u>190</u>	1	3.75	<u>713</u>
<i>Total</i>	5,675			29,509
<i>Change</i>	441			+2,308

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FR Y-9 family of reports

As shown in the following table, the current annual reporting burden for the FR Y-9 family of reports is estimated to be 252,240 hours and would increase to 290,399 hours, effective 2012. The estimated annual burden for the FR Y-9 family of reports represents less than 3 percent of total Federal Reserve System paperwork burden.

	<i>Number of respondents</i>	<i>Annual frequency</i>	<i>Estimated average hours per response</i>	<i>Estimated annual burden hours</i>
<i>Current</i>				
FR Y-9C	1,009	4	45.15	182,225
FR Y-9LP	1,246	4	5.25	26,166
FR Y-9SP	4,019	2	5.40	43,405
FR Y-9ES	88	1	0.50	44
FR Y-9CS	<u>200</u>	4	0.50	<u>400</u>
<i>Total</i>	6,562			252,240
<i>Proposed</i>				
FR Y-9C	1,165	4	45.15	210,399
FR Y-9LP	1,509	4	5.25	31,689
FR Y-9SP	4,425	2	5.40	47,790
FR Y-9ES	98	1	0.50	49
FR Y-9CS	<u>236</u>	4	0.50	<u>472</u>
<i>Total</i>	7,433			290,399
<i>Change</i>	+871			+38,159

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FR Y-11/S and FR 2324/S

As shown in the following tables, the current annual reporting burden for the FR Y-11/S and FR 2314/S reports is estimated to be 18,615 hours and 20,252 hours, respectively and would increase to 22,779 hours and 24,945 hours, respectively, effective 2013. The estimated annual burden for the FR Y-11, FR Y-11S, FR 2314, and FR 2314S reports represents less than 1 percent of total Federal Reserve System paperwork burden.

	<i>Number of respondents</i>	<i>Annual frequency</i>	<i>Estimated average hours per response</i>	<i>Estimated annual burden hours</i>
<i>Current</i>				
FR Y-11 (quarterly)	543	4	6.8	14,770
FR Y-11 (annual)	441	1	6.8	2,999
FR Y-11S	<u>846</u>	1	1.0	<u>846</u>
<i>Total</i>	1,830			18,615
<i>Proposed</i>				
FR Y-11 (quarterly)	665	4	6.8	18,088
FR Y-11 (annual)	538	1	6.8	3,658
FR Y-11S	<u>1,033</u>	1	1.0	<u>1,033</u>
<i>Total</i>	2,236			22,779
<i>Change</i>	+406			+4,164
<i>Current</i>				
FR 2314(quarterly)	599	4	6.6	15,814
FR 2314 (annual)	544	1	6.6	3,590
FR 2314S	<u>848</u>	1	1.0	<u>848</u>
<i>Total</i>	1,991			20,252
<i>Proposed</i>				
FR 2314(quarterly)	738	4	6.6	19,483
FR 2314 (annual)	669	1	6.6	4,415
FR 2314S	<u>1,047</u>	1	1.0	<u>1,047</u>
<i>Total</i>	2,454			24,945
<i>Change</i>	+463			+4,693

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FR Y-8

As shown in the following table, the current annual burden for the FR Y-8 is estimated to be 49,486 hours and would increase to 56,001 hours, effective 2013. The estimated annual burden of FR Y-8 represents less than 1 percent of the total Federal Reserve System paperwork burden.

	<i>Number of respondents⁸</i>	<i>Annual frequency</i>	<i>Estimated average hours per response</i>	<i>Estimated annual burden hours</i>
<i>Current</i>				
FRY-8				
Institutions with covered transactions	1,002	4	7.8	31,262
Institutions without covered transactions	<u>4,556</u>	4	1.0	<u>18,224</u>
<i>Total</i>	5,558			49,486
<i>Proposed</i>				
FR Y-8				
Institutions with covered transactions	1,134	4	7.8	35,381
Institutions without covered transactions	<u>5,155</u>	4	1.0	<u>20,620</u>
<i>Total</i>	6,289			56,001
<i>Change</i>	+731			+6,515

⁸ For purposes of this burden table, the number of respondents represents the number of FR Y-8 reporting forms filed.

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FR Y-12 and FR Y-12A

As shown in the following table, the current total annual reporting burden for the FR Y-12 and FR Y-12A information collection is 1,755 hours and would increase to 2,106 hours, effective 2013. The estimated annual burden for the FR Y-12 and FR Y-12A represents less than 1 percent of the total Federal Reserve System paperwork burden.

	<i>Estimated number of respondents</i>	<i>Annual frequency</i>	<i>Estimated average hours per response</i>	<i>Estimated annual burden hours</i>
<i>Current</i>				
FR Y-9C filers ⁹	21	4	16.5	1,386
FR Y-9SP filers	8	2	16.5	264
FR Y-12A	<u>15</u>	1	7	<u>105</u>
<i>Total</i>	44			1,755
<i>Proposed</i>				
FR Y-9C filers	25	4	16.5	1,650
FR Y-9SP filers	10	2	16.5	330
FR Y-12A	<u>18</u>	1	7	<u>126</u>
<i>Total</i>	53			2,106
<i>Change</i>	+9			+351

⁹The FR Y-12 panel consists of top-tier domestic BHCs that file the FR Y-9C or FR Y-9SP and meet the reporting requirements in the instructions.

INTERNAL FR

FR Y-7N and FR Y-7Q

As shown in the following table, the current annual reporting burden for the supplemental FR Y-7 family of reports is estimated to be 6,906 hours and would increase to 7,518 hours, effective 2013. The estimated annual burden for FR Y-7N, FR Y-7NS and FR Y-7Q represents less than 1 percent of the total Federal Reserve System paperwork burden.

	<i>Number of respondents</i>	<i>Annual frequency</i>	<i>Estimated average hours per response</i>	<i>Estimated annual burden hours</i>
<i>Current</i>				
FR Y-7N (quarterly)	182	4	6.8	4,950
FR Y-7N (annual)	192	1	6.8	1,305
FR Y-7NS	231	1	1	231
FR Y-7Q (quarterly)	61	4	1.25	305
FR Y-7Q (annual)	<u>115</u>	1	1	<u>115</u>
<i>Total</i>	781			6,906
<i>Proposed</i>				
FR Y-7N (quarterly)	196	4	6.8	5,331
FR Y-7N (annual)	214	1	6.8	1,455
FR Y-7NS	299	1	1	299
FR Y-7Q (quarterly)	63	4	1.25	315
FR Y-7Q (annual)	<u>118</u>	1	1	<u>118</u>
<i>Total</i>	890			7,518
<i>Change</i>	109			+612

The total cost to the public is estimated to increase from the current level of \$16,338,147 to \$18,803,354 for the revised BHC reports.¹⁰

Estimate of Cost to the Federal Reserve System

The estimated cost to the Federal Reserve System for collecting and processing these reports will be obtained.

¹⁰ Total cost to the public was estimated using the following formula: percent of staff time, multiplied by annual burden hours, multiplied by hourly rate (30% Office & Administrative Support @ \$16, 45% Financial Managers @ \$49, 15% Legal Counsel @ \$54, and 10% Chief Executives @ \$77). Hourly rate for each occupational group are the median hourly wages (rounded up) from the Bureau of Labor and Statistics (BLS), Occupational Employment and Wages 2009, www.bls.gov/news.release/ocwage.nr0.htm Occupations are defined using the BLS Occupational Classification System, www.bls.gov/soc/