The Federal Reserve Board

Application Filing Information

Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

This web site contains general information about the types of filings required by the Federal Reserve and how they are processed. Banking organizations are generally required to notify the Federal Reserve or seek its approval before acquiring banks or companies or engaging in new activities.

The web site is intended to provide only general guidance relating to the administrative procedures followed by the Federal Reserve as it considers the appropriate action on a formal application, notification, or request filed by a bank holding company, state member bank, individual, or foreign banking organization. Although sections of the web site may provide a general description of qualifying criteria or statutory factors, such descriptions are not to be construed as absolute standards for approval of a filing. Furthermore, any reference to related laws, regulations, or System policy statements are intended as a source of additional information and are not to be construed as legal advice, which may be necessary to determine filing requirements.

The Federal Reserve System will review all information submitted in satisfaction of a filing requirement and will continue to assess the merits of a proposal throughout the processing period. As a result of this continuous review of the filer and the proposal, issues may arise at any time that will result in a request for additional information or a change in the filing's processing path and time frame for the System's final action.

The Federal Reserve Board

Application Filing Information

Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Types of Filings

The applications and notices required by the Federal Reserve System are listed in the sections below. Click on a section to obtain information regarding a particular type of application. Each section provides a general description of the filing, the publication requirements, the form to be submitted, the processing time frame, and the relevant statutory factors associated with that type of proposal. The Federal Reserve may, as appropriate, request additional information following the submission of an application or notice to further clarify a proposal. The time frames represent the normal processing period; the processing period may be extended in certain cases. Prior to submitting an application or notice, banking organizations are encouraged to contact the Applications Department of the appropriate Federal Reserve Bank to discuss their proposal.

Bank Holding Company
State Member Bank
International Organization

The Federal Reserve Board

Application Filing Information

Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Types of Filings

Bank Holding Company

Formation/Expansion
Nonbank Activities
Change in Control
Emergency Applications
Notice of Addition or Change in Directors or Senior Executive Officers
Stock Redemption

Formation/Expansion

Sections 225.14, 225.15, and 225.17 of Regulation Y

Who must file?

A company proposing to: become a bank holding company, acquire a subsidiary bank, or acquire control of bank or bank holding company securities generally must apply for the Board's prior approval under section 3 of the Bank Holding Company Act. However, certain transactions may qualify for prior notice procedures. The formation of a one-bank holding company may qualify for prior notice if the proposal meets the criteria in section 225.17(a). Similarly, an existing bank holding company proposing to acquire 5 percent or more of an additional bank or bank holding company or to merge with another bank holding company may provide prior notice to the Federal Reserve if the proposal meets the criteria in section 225.14(c). For formation or acquisition proposals not qualifying for one of the prior notice procedures (or for organizations otherwise directed by the Federal Reserve to do so), a company must file an application for prior Federal Reserve approval under section 225.15 of Regulation Y.[1]

Publication requirements--newspaper/*Federal Register*

The applicant must publish a notice in the local newspaper (s) and the Federal Reserve will publish a notice in the *Federal Register* for proposals submitted under sections 225.14 or 225.15. No publication is required for notices submitted under section 225.17.

Required forms

For notices submitted under sections 225.14 or 225.17, the information requested in Form FR Y-3N must be provided. For applications submitted under section 225.15, the information requested in Form FR Y-3 must be provided.

Processing time frames

The notice period under section 225.17 expires 30 calendar days after the notice is received by the Federal Reserve. The notice period under section 225.14 expires up to five business days after the close of the public comment period unless the Federal Reserve extends the period. The Federal Reserve normally acts on an application under section 225.15 within 30 calendar days after receipt or within 5 business days after the close of the public comment period (whichever is later) unless the Federal Reserve notifies the applicant that the period is being extended. Applications that require review or action by the Board are normally acted upon within 60 days after receipt unless the Federal Reserve notifies the applicant that the period is being extended.

Factors reviewed

For formation or acquisition proposals, the Federal Reserve would consider the factors in section 225.13 of Regulation Y.

Consummation period

Formation proposals under section 225.17 may be consummated immediately. Formation or acquisition proposals under sections 225.14 or 225.15 may not be consummated for 30 calendar days after action by the Federal Reserve unless the Department of Justice authorizes a waiting period of 15 calendar days. Normally a 15-day waiting period is authorized. Authority to consummate any of the transactions would expire three months from the earliest date on which the transaction could have been consummated unless extended by the Federal Reserve. The consummation period may not be extended beyond one calendar year from the date the application was approved by the Federal Reserve.

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[1] Certain transactions that meet the criteria in section 225.12(d)(2) of Regulation Y may not require the filing of a prior notice or application. Return to text.

Nonbank Activities

Sections 225.22, 225.23, and 225.24 of Regulation Y

Who must file?

An existing bank holding company proposing to engage in permissible nonbanking activities, on a *de novo* basis, may provide notice to the Federal Reserve after commencing the activity(ies) if the bank holding company and the proposal meet the criteria in section 225.22(a) of Regulation Y. A bank holding company proposing to engage in permissible nonbanking activities either *de novo*, or through the acquisition of an existing company, must provide prior notice to the Federal Reserve if the bank holding company and the proposal meet the criteria in section 225.23(c) of Regulation Y.[1] For transactions that do not qualify for the post or expedited prior notice procedures, a bank holding company must file a notice for prior Federal Reserve approval under section 225.24 of Regulation Y.

Publication requirements--newspaper/*Federal Register*

No publication is required for proposals under sections 225.22 or 225.23. The Federal Reserve will publish a notice in the *Federal Register* for proposals under section 225.24.[2]

Required forms

For notices submitted under section 225.22, the bank holding company must provide the information requested in Form FR Y-10 (if appropriate) or must otherwise advise the appropriate Reserve Bank. For notices submitted under sections 225.23 or 225.24, the information requested in Form FR Y-4 must be provided.

Processing time frames

The notice period under section 225.23 expires 12 business days after a complete notice is received by the Federal Reserve. The Federal Reserve normally acts on an application under section 225.24 within 30 calendar days after receipt unless the Federal Reserve notifies the applicant that the period is being extended. Notices that require review or action by the Board are normally acted upon within 60 days after receipt unless the Federal Reserve notifies the applicant that the period is being extended.

Factors reviewed

For proposals to engage in or acquire a company to engage in a nonbanking activity, the Federal Reserve considers the factors in section 225.26 of Regulation Y.

Consummation period

Proposals to engage in nonbanking activities may be consummated immediately. Authority to consummate a nonbanking transaction would expire 12 months from the earliest date on which the transaction could have been consummated unless extended by the Federal Reserve.

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[1] A bank holding company must file a notice under section 225.24 of Regulation Y for proposals involving the acquisition or establishment of a thrift institution. Return to text.

[2] A bank holding company proposing to establish or acquire a thrift institution must also publish a notice in local newspapers under section 225.14. Return to text.

Change in Control

Sections 225.41, 225.42, and 225.43 of Regulation Y

Who must file?

Any person, as defined in section 225.2 of Regulation Y, proposing to acquire control of a bank holding company must provide prior notice to the Federal Reserve under section 225.43 of Regulation Y.

Publication requirements--newspaper/*Federal Register*

For change in control proposals, a person must publish a notice in the local newspaper(s) and the Federal Reserve will publish a notice in the *Federal Register*.

Required form

The information requested in Form FR 2081a must be submitted.

Processing time frames

The notice period would expire 60 days after the notice is received by the Federal Reserve unless the Federal Reserve notifies the applicant that the period is being extended.

Factors reviewed

For change in control proposals, the Federal Reserve considers the factors in section 225.43(g) of Regulation Y.

Consummation period

Change in control proposals may be consummated immediately. Authority to consummate a change in control transaction would expire 12 months from the earliest date on which the transaction could have been consummated unless extended by the Federal Reserve.

Emergency Applications

Overview

Emergency conditions associated with a problem or failing banking organization may allow for processing of an application under the streamlined procedures of the Bank Holding Company Act, the Federal Deposit Insurance Act, the Change in Bank Control Act, or the Federal Reserve Act.[1] The two types of emergency procedures are expeditious action and immediate action. Under the expeditious action procedures, the Federal Reserve allows the public up to 10 days to comment on a proposal. Under the immediate action procedures, the Federal Reserve would act on a proposal as soon as possible.

Potential filers are encouraged to contact the Federal Reserve as early as possible to discuss emergency procedures. While all applications or notifications involving a failing institution would be reviewed, only a filing by an organization or individual identified by the FDIC as a winner in the bidding process is ultimately approved.

Who must file?

Bank holding companies, banks, or individuals proposing to acquire a failing banking organization.

Publication requirements--newspaper/*Federal Register*

Under the expeditious action procedure, the applicant must publish a notice in local newspapers and the Federal Reserve will publish a notice in the *Federal Register* with a public comment period of 10 days. Under the immediate action procedure, no publication notice is required.

Processing time frames

Under the expeditious action procedure, the Federal Reserve would act on an application as soon as practicable, taking into account the expiration of the public comment period. Under the immediate action procedure, the Federal Reserve would act on an application on the same day that the failing institution is closed.

Consummation period

For applications approved under the expeditious action procedure, which normally involve a waiting period after approval (for example, Bank Holding Company Act and Bank Merger Act filings), the proposal may be consummated on or after the fifth calendar day following the approval date. For applications processed under the expeditious action procedures, which normally do not

involve a waiting period, and for all applications processed under the immediate action procedures, the proposal may be consummated immediately.

[1] Emergency procedures cannot be used without a letter from the chartering authority of the failing financial institution. Return to text.

Notice of Addition or Change in Directors or Senior Executive Officers

Section 225.72 of Regulation Y

Who must file?

A bank holding company must provide prior notice to the Federal Reserve to add a director or a senior executive officer if the company meets the criteria in section 225.72 of Regulation Y. An institution may request a waiver of the prior notice requirement if the individual's services are needed immediately.

Publication requirements--newspaper/*Federal Register*

No publication notice is required.

Required form

The information requested in Form FR 2081c must be submitted.

Processing time frames

The notice period expires 30 days after the notice is received by the Federal Reserve unless the Federal Reserve notifies the applicant that the processing period is being extended.

Factors reviewed

For proposals to add a director or senior officer, the Federal Reserve considers the factors in section 225.73(c) of Regulation Y.

Consummation period

These proposals may be consummated immediately.

Stock Redemption

Section 225.4(b) of Regulation Y

Who must file?

A bank holding company must provide prior notice to the Federal Reserve under section 225.4(b) of Regulation Y before purchasing or redeeming its equity securities if the gross consideration for the purchase or redemption, when

aggregated with the net consideration paid by the company for all such purchases or redemptions during the preceding 12 months, is equal to 10 percent or more of the company's consolidated net worth.

Publication requirements--newspaper/*Federal Register*

No publication notice is required.

Required information

Notices must be submitted in the form of a letter that includes the information requested in section 225.4(b)(2) of Regulation Y.

Processing time frames

The notice period expires 15 days after the notice is received by the Federal Reserve unless the Federal Reserve notifies the applicant that the period is being extended for another 15 days.

Factors reviewed

For stock redemption proposals, the Federal Reserve considers the factors in section 225.4(b)(4) of Regulation Y.

Consummation period

None.

The Federal Reserve Board

Application Filing Information

Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Types of Filings

State Member Bank

Bank Merger/Oakar
Bank Service Company
Change in Control
Domestic Branches
Emergency Applications
Membership
Notice of Addition or Change in Directors or Senior Executive Officers
Premises Acquisition
Request to Issue Capital Notes

Bank Merger/Oakar

Sections 18(c) and 5(d)(3) of the Federal Deposit Insurance Act

Who must file?

A bank must file an application for prior Federal Reserve approval under section 18(c) or section 5(d)(3) of the Federal Deposit Insurance Act to merge with another bank or thrift institution, respectively, or to acquire the assets, or assume the liabilities, of another bank or thrift institution, if the resulting institution is to be a state member bank.

Publication requirements--newspaper/*Federal Register*

The applicant must publish a notice in local newspapers for a proposal processed under sections 18(c) or 5(d)(3).

Required form

The information requested in Form FR 2070 must be submitted.

Processing time frames

For merger or Oakar proposals, the Federal Reserve normally acts within 30 or 60 calendar days after receipt unless the Federal Reserve notifies the applicant that the processing period is being extended.

Factors reviewed

For merger and Oakar proposals, the Federal Reserve considers the factors in section 18(c)(5) of the Federal Deposit Insurance Act. For Oakar transactions only, the Federal Reserve would consider whether the transaction

complies with section 3(d) of the Bank Holding Company Act.

Consummation period

Proposals under sections 18(c) and 5(d)(3) may not be consummated for 30 calendar days after action by the Federal Reserve unless the Department of Justice authorizes a waiting period of 15 calendar days. Authority to consummate a merger or an Oakar transaction would expire three months from the earliest date on which the transaction could have been consummated unless extended by the Federal Reserve. The consummation period may not be extended beyond one calendar year from the date the application was approved by the Federal Reserve.

Bank Service Company

Section 5 of the Bank Service Company Act

Who must file?

A state member bank must file an application for prior Federal Reserve approval under section 5(a) of the Bank Service Company Act (BSC Act) to invest in or establish a bank service company if the company would engage in activities under sections 4(c), 4(d), or 4(e) of the BSC Act. A bank (regardless of its charter) must file an application for prior Federal Reserve approval under section 5(b) of the BSC Act to invest in or establish a bank service company if the company would engage in activities under sections 4(b) or 4(f) of the BSC Act.

Publication requirements--newspaper/*Federal Register*

No publication notice is required for applications under section 5 of the BSC Act.

Required form

The information requested in Form FR Y-4 must be submitted. The bank's filing must include the following information:

- a description of each proposed activity and a discussion of how the activity is consistent with section 4(f) of the BSC Act;
- the name(s) of the bank(s) proposing to invest in the bank service company;
- a description of the terms and sources of funds for the transaction for each investing bank,
- the effect of the proposal on competition if there are multiple investing banks that are currently engaged in any activities to be conducted by the bank service

company; and
- pro forma financial statements and three year projections for the proposed bank service company.

Processing time frames

The Federal Reserve normally acts on an application under section 5 within 30 or 60 calendar days after receipt unless the Federal Reserve notifies the applicant that the processing period is being extended.

Factors reviewed

For an application submitted under section 5, the Federal Reserve considers the following:

- the financial and managerial resources and future prospects of the investing bank(s) and the bank service company, including the financial capability of a bank to make an investment in the bank service company;
- the potential for any adverse effects, such as undue concentration of resources, unfair or decreased competition, conflicts of interest, or unsafe or unsound banking practices; and
- whether the proposed activities to be conducted by the bank service company have been approved for bank holding companies by the Board through regulation or Order.

Consummation period

Proposals to invest in or establish a bank service company may be consummated immediately.

Change in Control

Sections 225.41, 225.42, and 225.43 of Regulation Y

Who must file?

Any person, as defined in section 225.2 of Regulation Y, proposing to acquire control of a state member bank must provide prior notice to the Federal Reserve under section 225.43 of Regulation Y.

Publication requirements--newspaper/*Federal Register*

For change in control proposals, a person must publish a notice in the local newspaper(s) and the Federal Reserve will publish a notice in the *Federal Register*.

Required form

The information requested in Form FR 2081a must be submitted.

Processing time frames

The notice period would expire 60 days after the notice is received by the Federal Reserve unless the Federal Reserve notifies the applicant that the period is being extended.

Factors reviewed

For change in control proposals, the Federal Reserve considers the factors in section 225.43(g) of Regulation Y.

Consummation period

Change in control proposals may be consummated immediately. Authority to consummate a change in control transaction would expire 12 months from the earliest date on which the transaction could have been consummated unless extended by the Federal Reserve.

Domestic Branches

Section 208.6 of Regulation H

Who must file?

A state member bank must file an application for prior Federal Reserve approval under section 208.6 of Regulation H to establish a new branch facility.[1]

Publication requirements--newspaper/*Federal Register*

The applicant must publish a notice in local newspapers.

Required information

The application must be submitted in the form of a letter that includes a detailed description of the proposed branch. A copy of the affidavit of publication must also be included with the letter.

Processing time frames

For branch proposals processed on an expedited basis, the Federal Reserve would act by the fifth business day after the expiration of the public comment period.[2] For other branch proposals, the Federal Reserve normally acts within 30 or 60 calendar days after receipt unless the Federal Reserve notifies the applicant that the processing period is being extended.

Factors reviewed

For branch proposals, the Federal Reserve considers the factors in section 208.6(b) of Regulation H.

Consummation period

Branch proposals may be consummated immediately.[3] Authority to establish a branch would expire 12 months from the earliest date on which the branch could have been established unless extended by the Federal Reserve.

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[1] A member bank may seek approval in a single application for any branches it proposes to establish within one year after the approval date. Return to text.

[2] A branch proposal may qualify for the expedited processing procedure if it meets the criteria in section 208.6(c). Return to text.

[3] For proposals to establish multiple branches within one year, the bank must then notify the Federal Reserve within 30 days after opening each branch unless this requirement is waived. Return to text.

Emergency Applications

Emergency conditions associated with a problem or failing banking organization may allow for processing of an application under the streamlined procedures of the Bank Holding Company Act, the Federal Deposit Insurance Act, the Change in Bank Control Act, or the Federal Reserve Act.[1] The two types of emergency procedures are expeditious action and immediate action. Under the expeditious action procedures, the Federal Reserve allows the public up to 10 days to comment on a proposal. Under the immediate action procedures, the Federal Reserve would act on a proposal as soon as possible.

Potential filers are encouraged to contact the Federal Reserve as early as possible to discuss emergency procedures. While all applications or notifications involving a failing institution would be reviewed, only a filing by an organization or individual identified by the FDIC as a winner in the bidding process is ultimately approved.

Who must file?

Bank holding companies, banks, or individuals proposing to acquire a failing banking organization.

Publication requirements--newspaper/*Federal Register*

Under the expeditious action procedure, the applicant must publish a notice in local newspapers and the Federal Reserve will publish a notice in the *Federal Register* with a public comment period of 10 days. Under the immediate action procedure, no publication notice is required.

Processing time frames

Under the expeditious action procedure, the Federal Reserve would act on an application as soon as practicable, taking into account the expiration of the public comment period. Under the immediate action procedure, the Federal Reserve would act on an application on the same day that the failing institution is closed.

Consummation period

For applications approved under the expeditious action procedure, which normally involve a waiting period after approval (for example, Bank Holding Company Act and Bank Merger Act filings), the proposal may be consummated on or after the fifth calendar day following the approval date. For applications processed under the expeditious action procedures, which normally do not involve a waiting period, and for all applications processed under the immediate action procedures, the proposal may be consummated immediately.

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[1] Emergency procedures cannot be used without a letter from the chartering authority of the failing financial institution. Return to text.

Membership

Section 208.3 of Regulation H

Who must file?

A state chartered bank proposing to become a member of the Federal Reserve System or a national bank converting to a state charter and desiring to remain a member of the Federal Reserve System must file an application for prior Federal Reserve approval under section 208.3 of Regulation H.[1] A bank seeking membership should contact the Federal Reserve prior to submitting a final application to allow for the completion of a pre-membership examination, if needed.

Publication requirements--newspaper/*Federal Register*

No publication notice is required.

Required form

The information requested in Form FR 2083A/B/C must be provided.

Processing time frames

For membership applications reviewed on an expedited basis, the Federal Reserve acts within 15 calendar days after receipt.[2] For other membership applications, the

Federal Reserve normally acts within 30 or 60 calendar days after receipt unless the Federal Reserve notifies the applicant that the processing period is being extended.

Factors reviewed

For membership proposals, the Federal Reserve considers the factors in section 208.3(b) of Regulation H.

Consummation period

Membership proposals may be consummated immediately. However, the banking organization must first arrange the purchase of relevant Reserve Bank stock so that the stock may be issued when the bank becomes a member.

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[1] A newly organized bank must apply directly to the FDIC for deposit insurance. The bank should also have received at least preliminary approval for a state banking charter prior to filing a final membership application with the Federal Reserve. A draft application may be submitted prior to state action on the charter. Return to text.

[2] A membership proposal may qualify for the expedited processing procedure if it meets the criteria in section 208.3(c)(1). Return to text.

Notice of Addition or Change in Directors or Senior Executive Officers

Section 225.72 of Regulation Y

Who must file?

A state member bank must provide prior notice to the Federal Reserve to add a director or a senior executive officer if the bank meets the criteria in section 225.72 of Regulation Y. An institution may request a waiver of the prior notice requirement if the individual's services are needed immediately.

Publication requirements--newspaper/*Federal Register*

No publication notice is required.

Required form

The information requested in Form FR 2081c must be submitted.

Processing time frames

The notice period expires 30 days after the notice is received by the Federal Reserve unless the Federal Reserve notifies the applicant that the processing period is being extended.

Factors reviewed

For proposals to add a director or senior officer, the

Federal Reserve considers the factors in section 225.73(c) of Regulation Y.

Consummation period

These proposals may be consummated immediately.

Premises Acquisition

Section 208.21 of Regulation H

Who must file?

A state member bank must provide prior notice to the Federal Reserve under section 208.21 of Regulation H to increase its investment in bank premises if the aggregate of all such investments and loans, together with the amount of any indebtedness incurred by any corporation that is an affiliate of the bank, will be more than the bank's perpetual preferred stock and related surplus plus common stock and surplus. The filing threshold is raised to 150 percent of the bank's perpetual preferred stock and related surplus plus common stock and surplus if the proposal meets the conditions in section 208.21(a)(3) of Regulation H.

Publication requirements--newspaper/*Federal Register*

No publication notice is required.

Required information

Applications must be submitted in the form of a letter that includes the applicant's current and pro forma financial statements, as well as the amount, general description, and purpose of the proposed investment in bank premises. The letter should also identify the seller and whether such party is related to, or is an affiliate of, the applicant or any of its directors, senior executive officers, or shareholders. If the property is being purchased from an affiliate or related party, the applicant should provide a copy of an appraisal of the property.

Processing time frames

The notice period would expire 15 days after the notice is received by the Federal Reserve unless the Federal Reserve notifies the applicant that the period is being extended.

Factors reviewed

For premises proposals, the Federal Reserve considers the impact of the transaction on the applicant's financial condition and the overall financial and managerial condition of the applicant.

Consummation period

Premises proposals may be consummated immediately.

Request to Issue Capital Notes

Section 204.2(a)(1)(vii)(c) of Regulation D

Who must file?

A state member bank must file an application for prior Federal Reserve approval under section 204.2(a)(1)(vii)(c) of Regulation D to issue capital notes or other hybrid capital instruments and to exclude such instruments from reserve requirement calculations.

Publication requirements--newspaper/*Federal Register*

No publication notice is required.

Required information

The application must be submitted in the form of a letter that includes a description of the proposed instrument. All terms of the instrument should be fully explained.

Processing time frames

For such proposals, the Federal Reserve normally acts within 30 or 60 calendar days after receipt unless the Federal Reserve notifies the applicant that the period is being extended.

Factors reviewed

The Federal Reserve considers the terms of the proposed capital instrument, the impact of the proposed transaction on the applicant's financial condition, and the overall financial and managerial condition of the applicant.

Consummation period

None.

The Federal Reserve Board

Application Filing Information

Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Types of Filings

International Organization

Edge Corporation to Amend its Articles of Association
Establishing Edge or Agreement Corporations
Edge Corporation Change in Control
Foreign Banking Organization--Change of Home State
Foreign Banking Organization--Establishing a U.S. Branch, Agency, Commercial Lending Company, or Representative Office
U.S. Banking Organization--Permissible Activities Overseas
U.S. Banking Organization--Establishing Foreign Branches
U.S. Banking Organization--Activities and Investments of Foreign Branches of Member Banks
U.S. Banking Organization--Investment in an Export Trading Company
U.S. Banking Organization--Investment in Foreign Company

Edge Corporation to Amend its Articles of Association

Section 211.5 of Regulation K

Who must file?

An Edge corporation must submit an application for the specific consent of the Federal Reserve under section 211.5 of Regulation K to amend its articles of association.

Publication requirements--newspaper/*Federal Register*

None.

Required form

The information requested in Form FR K-1 must be submitted.

Processing time frames

The Federal Reserve normally acts on an application for specific consent within 60 calendar days after receipt unless the Federal Reserve notifies the applicant that the 60-day period is being extended and states the reasons for the extension.

Factors reviewed

The Federal Reserve generally considers the impact of the proposed amendment on the Edge corporation and the

overall banking organization and the permissibility of the proposed amendment under Regulation K.

Consummation period

None.

Establishing Edge or Agreement Corporations

Section 211.5 of Regulation K

Who must file?

Any person or company must file an application for the specific consent of the Federal Reserve under section 211.5 of Regulation K in order to establish an Edge or agreement corporation. A member bank must file an application for specific consent to invest in excess of 10 percent of its capital and surplus in the capital stock of Edge and agreement corporations.

Publication requirements--newspaper/*Federal Register*

The Federal Reserve will publish notice of a proposal to establish an Edge corporation in the *Federal Register*. No publication notice is required to invest in an agreement corporation.

Required form

The information requested in Form FR K-1 must be submitted. For the establishment of Edge corporations, model Articles of Association and an Organization Certificate are provided in Attachments D and E of Form FR K-1 respectively.

Processing time frames

The Federal Reserve normally acts on an application for specific consent within 60 calendar days after receipt unless the Federal Reserve notifies the applicant that the 60-day period is being extended and states the reasons for the extension.

Factors reviewed

For proposals by U.S. organizations to establish an Edge or agreement corporation, the Federal Reserve considers the factors in section 211.5(b)(4) of Regulation K.

For proposals by a member bank to invest in excess of 10 percent of its capital and surplus in the capital stock of Edge and agreement corporations, the Federal Reserve considers the factors in section 211.5(h)(2) of Regulation K.

For proposals by foreign organizations to acquire a majority of the shares of an Edge or agreement corporation, the Federal Reserve considers the factors in section 211.5(b)(4) of Regulation K.

Consummation period

Agreement corporations may commence business immediately upon approval. An Edge corporation may elect officers and otherwise complete its organization, invest in obligations of the U.S. government, and maintain deposits with depository institutions. However, the Edge corporation may not exercise any other powers until at least 25 percent of the authorized capital stock specified in the articles of association has been paid in cash, and each shareholder has paid in cash at least 25 percent of that shareholder's stock subscription.

A letter and Form FR Y-10 must be submitted to the relevant Reserve Bank within 30 days of forming an Edge or agreement corporation.

Edge Corporation Change in Control

Section 211.5(e) of Regulation K

Who must file?

Any person or company must submit prior notice to the Federal Reserve under section 211.5(e) of Regulation K to acquire 25 percent or more of the voting shares, or to otherwise acquire control, of an Edge corporation.

Publication requirements--newspaper/*Federal Register*

None.

Required form

The information requested in Form FR K-1 must be submitted.

Processing time frames

The notice period would expire 60 calendar days after the notice is received by the Federal Reserve. The Federal Reserve may extend the notice period for an additional 30 days by notifying the filer.

Factors reviewed

For change in control proposals involving Edge corporations, the Federal Reserve considers the factors in section 211.5(b)(4) of Regulation K.

Consummation period

The filing party may consummate the proposed acquisition 60 days after submission to the Federal Reserve of a complete notice unless within that period the Federal Reserve disapproves the proposed acquisition or extends the 60-day period. The filer may consummate the proposed transaction before the expiration of the 60-day period if the Federal Reserve notifies the filer in writing of the Federal Reserve's decision to waive the remainder of the notice period. The filer should provide a written confirmation of consummation of the change-in-control to the relevant Reserve Bank.

Foreign Banking Organization--Change of Home State

Section 211.22 of Regulation K

Who must file?

A foreign banking organization (FBO) may change its home state once after providing prior notice to the Federal Reserve under section 211.22(b)(1) of Regulation K. An FBO may submit an application for the specific consent of the Federal Reserve under section 211.22(b)(2) of Regulation K to change its home state, again upon showing that a national or state-chartered bank with the same home state would be permitted to change to the new home state proposed by the FBO.

Publication requirements--newspaper/*Federal Register*

None.

Required information

The written notice or application submitted to the Federal Reserve must include the reasons for the proposed change in home state and the expected impact on the organization.

Processing time frames

The prior notice period for an FBO to change its home state once would expire 30 calendar days after the notice is received by the Federal Reserve. Based on the circumstances presented, the Federal Reserve may waive a portion of the 30-day notice period, suspend processing of the request, or act on the request under the specific consent procedure.

The Federal Reserve normally acts on an application for specific consent within 60 calendar days after receipt unless the Federal Reserve notifies the applicant that the 60-day period is being extended and states the reasons for

the extension.

Factors reviewed

For proposals to change an FBO's home state a second time, the Federal Reserve considers whether the change is consistent with competitive equity between foreign and domestic banks.

Consummation period

None.

Foreign Banking Organization--Establishing a U.S. Branch, Agency, Commercial Lending Company, or Representative Office

Section 211.24 of Regulation K

Who must file?

A foreign bank must submit an application for the specific consent of the Federal Reserve to establish its initial branch, agency, commercial lending company, or representative office in the United States under section 211.24 of Regulation K. In certain cases a foreign bank may be able to establish U.S. offices after providing prior notice to the Federal Reserve pursuant to section 211.24(a)(2) of Regulation K.

Publication requirements--newspaper/*Federal Register*

The foreign bank should publish notice of its proposal in a newspaper of general circulation in the community in which the foreign bank would engage in business pursuant to section 211.24(b)(2) of Regulation K.

Required information

The information requested in Form FR K-2 must be provided.

Processing time frames

In the cases where a U.S. office may be established under the prior notice procedure, the prior notice period would expire 45 calendar days after the notice is received by the Federal Reserve. The Federal Reserve may waive a portion of the 45-day notice period, suspend processing of the new notice, or act on the notice under the specific consent procedures based on the circumstances presented.

The Federal Reserve is required to act on an application for specific consent to establish a U.S. branch, agency, or commercial lending company within 180 calendar days of receipt unless the Federal Reserve notifies the applicant

that the period is being extended for an additional 180 days. These time frames do not apply to an application to establish a representative office.

Factors reviewed

For proposals to establish a branch, agency, commercial lending company, or representative office, the Federal Reserve considers the factors enumerated in section 211.24(c) of Regulation K.

Consummation period

None.

U.S. Banking Organization--Permissible Activities Overseas

Section 211.10 of Regulation K

Who must file?

In addition to the applicable procedure for establishing foreign branches of Edge and agreement corporations contained in section 211.3(b) of Regulation K, and the applicable investment procedures contained in section 211.9 of Regulation K, a bank holding company, a member bank, or an Edge or agreement corporation, may directly or indirectly engage abroad in activities set out in section 211.10 of Regulation K. A prior notice must be provided to the Federal Reserve for certain securities activities as provided for in sections 211.10(a)(14), 211.10 (1)(15), and 211.10(a)(18) of Regulation K. An application for the specific consent of the Federal Reserve must be submitted for activities not provided for under section 211.10(1) and (b) of Regulation K.

Publication requirements--newspaper/*Federal Register*

None.

Required form

The information requested in Form FR K-1 must be submitted.

Processing time frames

The prior notice period to engage in certain securities activities abroad would expire 30 calendar days after the notice is received by the Federal Reserve. Based on the circumstances presented, the Federal Reserve may waive a portion of the 30-day notice period, suspend processing of the notice, or act on the notice under the specific consent procedure.

The Federal Reserve normally acts on an application for specific consent within 60 calendar days after receipt unless the Federal Reserve notifies the applicant that the 60-day period is being extended and states the reasons for the extension.

Factors reviewed

For equity underwriting and dealing activities, the Federal Reserve considers the views of supervisory staff regarding whether the internal controls and policies and procedures of the organization are adequate for the proposed activity, as well as the overall financial and managerial condition of the banking organization.

For activities that are not listed in section 211.10(a) of Regulation K, the Federal Reserve would consider whether the proposed activities are usual in connection with the transaction of the business of banking or other financial operations abroad and are consistent with the Federal Reserve Act or the Bank Holding Company Act, as well as the overall financial and managerial condition of the banking organization.

Consummation period

None.

U.S. Banking Organization--Establishing Foreign Branches

Section 211.3 of Regulation K

Who must file?

Prior notice under section 211.3 of Regulation K is required for foreign branches to be established by member banks, Edge corporations, agreement corporations, and direct subsidiaries of a member bank. No prior notice is required for a nonbanking affiliate (that is, an organization that is not a member bank, an Edge or agreement corporation, or foreign bank) to establish foreign branches. Additionally, no prior notice is required to establish additional branches in a foreign country where the banking organization operates one or more branches.

Publication requirements--newspaper/*Federal Register*

None.

Required form

The information requested in Form FR K-1 must be submitted.

Processing time frames

For proposals to establish a branch in the first two foreign countries, the notice period would expire 30 calendar days after the notice is received by the Federal Reserve. For proposals to establish a branch in an additional country by a banking organization that operates branches in two or more foreign countries, the notice period would expire 12 business days after receipt of the notice. Based on the circumstances presented, the Federal Reserve may waive a portion of the notice period, suspend processing of the notice, or act on the notice under the specific consent procedure.

Factors reviewed

The factors reviewed by the Federal Reserve generally include the financial and managerial condition of the banking organization, management's experience in international banking, the branch's proposed activities, and the ability of the Federal Reserve to obtain access to necessary information about the branch's operations.

Consummation period

Foreign branching proposals may be consummated immediately after the expiration of the notice period. However, authority to establish a branch would expire one year from the earliest date on which the branch could have been established unless extended by the Federal Reserve. Within 30 days of establishing a branch, the banking organization should submit a Form FR 2058 to the relevant Reserve Bank.

U.S. Banking Organization--Activities and Investments of Foreign Branches of Member Banks

Section 211.4 of Regulation K

Who must file?

A foreign branch of a member bank may engage in activities and make investments pursuant to the conditions of section 211.4(a) of Regulation K. A bank must submit an application to the Federal Reserve for specific consent under section 211.4(a)(8) of Regulation K for a foreign branch to directly acquire a subsidiary. The permissible activities of any subsidiary acquired directly by a foreign branch would be limited to activities that are permissible for the bank or incidental to the branch's activities. A bank must also submit an application for specific consent under section 211.4(b) of Regulation K for a foreign branch to engage in activities that are not listed in section 211.4(a)

of Regulation K.

Publication requirements--newspaper/*Federal Register*

None.

Required form

The information requested in Form FR K-1 must be submitted.

Processing time frames

The Federal Reserve normally acts on the application within 60 calendar days after receipt unless the Federal Reserve notifies the applicant that the 60-day period is being extended and states the reasons for the extension.

Factors reviewed

In an application by a member bank for a foreign branch to directly acquire a subsidiary, the factors reviewed by the Federal Reserve include whether the activities of the company would be permissible for the bank directly or incidental to the branch's activities, as well as the overall financial and managerial condition of the bank.

In an application by a member bank for a foreign branch to engage in activities not listed in section 211.4(a) of Regulation K, the factors reviewed by the Federal Reserve include whether the proposed activities are usual in connection with the business of banking in the places where it transacts business, and the overall financial and managerial condition of the banking organization.

Consummation period

The foreign branch must make the investment within one year of the approval date.

U.S. Banking Organization--Investment in an Export Trading Company

Section 211.34 of Regulation K

Who must file?

A bank holding company, a banker's bank, a foreign banking organization, or an Edge or agreement corporation that is a subsidiary of a bank holding company but not of a bank may make an investment without Federal Reserve approval in an export trading company as long as the investment qualifies for general consent under section 211.34(b)(1) of Regulation K. However, the company must submit a post-investment notice to the Federal Reserve by the end of the month in which the

investment is made. For an investment that exceeds the general consent limits or for an expansion of the activities of an existing export trading company subsidiary, a bank holding company should submit prior notice to the Federal Reserve.

Publication requirements--newspaper/*Federal Register*

None.

Required form

The information requested in Form FR K-1 must be submitted.

Processing time frames

The notice period for an investment that exceeds the general consent limits would expire 60 calendar days after the notice is received by the Federal Reserve unless the Federal Reserve notifies the applicant that the 60-day notice period is being extended. The Federal Reserve may waive a portion of the 60-day notice period, suspend processing of the notice, or act on the notice under the specific consent procedure based on the circumstances presented.

Factors reviewed

The factors considered by the Federal Reserve include the permissibility of the activities of the export trading company to be acquired or established and the financial impact of the proposal on the overall banking organization.

Consummation period

The bank holding company may make an investment in an export trading company 60 days after the notice has been accepted by the Federal Reserve unless the processing period is extended. The investment may be consummated before the expiration of the 60-day period if the Federal Reserve has provided written notice of its intention not to object to the proposal. The company must make the investment within one year of the earliest date on which the investment could be made.

U.S. Banking Organization--Investment in a Foreign Company

Section 211.9 of Regulation K

Who must file?

A U.S. banking organization may make investments in foreign entities as provided in sections 211.8

through 211.10 of Regulation K without prior Federal Reserve approval if the investment amount does not qualify for general consent under section 211.9 of Regulation K. For an investment that does not qualify for the general consent procedures under paragraphs (b), (c), or (d) of section 211.9, the investing organization should submit prior notice to the Federal Reserve.

A banking organization's initial foreign investment and certain investments in foreign banks would not qualify for the general consent or prior notice procedures. Long-range investment plans also do not qualify for the general consent or prior notice procedures. For these types of proposals, the investing organization should submit an application for the specific consent of the Federal Reserve.

Publication requirements--newspaper/*Federal Register*

None.

Required form

The information requested in Form FR K-1 must be submitted.

Processing time frames

The notice period for a foreign investment would expire 30 calendar days after the notice is received by the Federal Reserve. The Federal Reserve may waive a portion of the 30-day notice period, suspend processing of the notice, or act on the notice under the specific consent procedure based on the circumstances presented.

The Federal Reserve normally acts on an application for specific consent within 60 calendar days after receipt unless the Federal Reserve notifies the investor that the 60-day period is being extended and states the reasons for the extension.

Factors reviewed

The factors considered by the Federal Reserve include the size and nature of the proposed investment, the permissibility of the activities of the company to be invested in, the financial impact of the investment on the organization, and the overall financial and managerial condition of the organization.

Consummation period

Authority to make investments granted under the prior notice or specific consent procedures would expire one year from the earliest date on which the authority could

have been exercised unless the Federal Reserve extends the authority. The period during which an organization would have authority to implement a long-range investment plan would be determined on a case-by-case basis.

The Federal Reserve Board

Application Filing Information

Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Filing Resources

Forms

The types of filings processed by the Federal Reserve System are presented below. Select a filing type to obtain the required form and filing instructions.

Bank Holding Company Formation/Expansion Filings
Bank Holding Company Nonbanking Activities Filings
Other Bank Holding Company Filings
State Member Bank Filings
International Organization Filings

Bank Holding Company (BHC) Formation/Expansion Filings

BHC Formation--expedited processing (FR Y-3N)
Formation of a BHC that qualifies for expedited processing (Riegle Notice).

BHC Formation--nonexpedited processing (FR Y-3)
Formation of a BHC that does not qualify for expedited processing.

BHC Expansion--expedited processing (FR Y-3)
Acquisition of an additional bank or BHC that qualifies for expedited processing.

BHC Expansion--nonexpedited processing (FR Y-3)
Acquisition of an additional bank or BHC that does not qualify for expedited processing.

Bank Holding Company Nonbanking Activities Filings

Activities in Regulation Y--expedited processing (FR Y-4)
Commencement of an activity listed in Regulation Y that qualifies for expedited processing.

Activities in Regulation Y--nonexpedited processing (FR Y-4)
Commencement of an activity listed in Regulation Y that does not qualify for expedited processing.

Post Commencement Notice (FR Y-10)
Notification after starting a permissible nonbanking

activity.

Other Bank Holding Company Filings

Change in Control Notice (FR 2081a)
Notice of intent to acquire a controlling interest in a bank holding company.

Stock Redemption Notice
Request to redeem equity securities.

FIRREA Notice (FR 2081c)
Notice of intent by a troubled bank holding company to add an individual to the board of directors or to employ an individual as a senior executive officer.

State Member Bank Filings

Membership (*De Novo*) Application (FR 2083/A/B/C)
Application for membership in the Federal Reserve System by a bank in formation.

Membership (Conversion) Application (FR 2083/A/B/C)
Application to receive or retain membership in the Federal Reserve System.

Merger Application (FR 2070)
Application to merge or consolidate with another insured depository institution.

Branch Application
Application to establish a new branch facility (*de novo*).

Premises Application
Request to increase investment in bank premises.

Change in Control Notice (FR 2081a)
Notice of intent to acquire a controlling interest in a bank.

FIRREA Notice (FR 2081c)
Notice of intent by a troubled bank to add an individual to the board of directors or to employ an individual as a senior executive officer.

International Organization Filings

Edge Corporation to Amend its Articles of Association (FR K-1)

Edge Corporation Change in Control (FR K-1)

Establishing Edge or agreement Corporations (FR K-1)

Foreign Banking Organization--Change of its Home State (FR K-2)

Foreign Banking Organization--Establishing a U.S. Branch, Agency, Commercial Lending Company, or Representative Office (FR K-2)

U.S. Banking Organization--Engaging in Permissible Activities Overseas (FR K-1)

U.S. Banking Organization--Establishing Foreign Branches (FR K-1)

U.S. Banking Organization--Activities and Investments of Foreign Branches of Member Banks (FR K-1)

U.S. Banking Organization--Investment in an Export Trading Company (FR K-1)

U.S. Banking Organization--Investment in a Foreign Company (FR K-1)

Last update: August 29, 2003

The Federal Reserve Board

Application Filing Information

Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

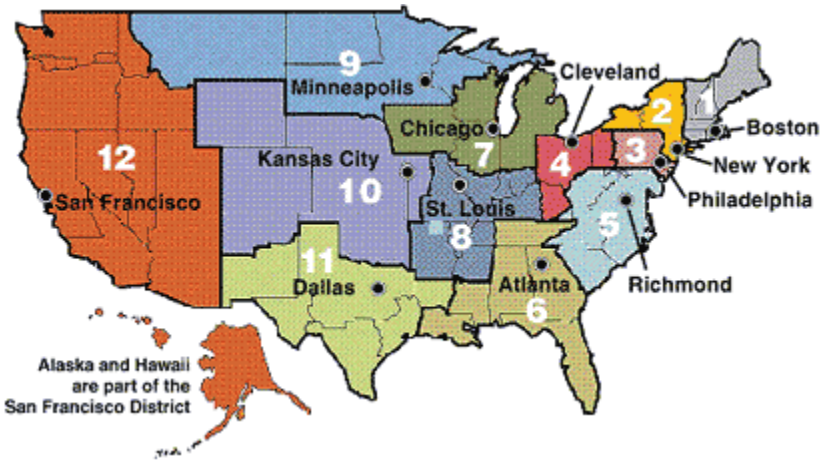
References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Filing Resources

Reserve Bank Contacts



Atlanta	Cleveland	Minneapolis	Richmond
Boston	Dallas	New York	San Francisco
Chicago	Kansas City	Philadelphia	St. Louis

Last update: August 29, 2003

The Federal Reserve Board

Application Filing Information

Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Filing Resources

Reserve Bank Contacts

Federal Reserve Bank of Atlanta

1000 Peachtree Street NE
Atlanta, GA 30309-4470

For questions concerning the submission of applications to the Federal Reserve Bank of Atlanta, please contact one of the individuals listed below:

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Applications Manager

David W. Smith
Assistant Vice President
Phone: (404) 498-7228
Fax: (404) 498-7342
Applications Officer

Joan H. Buchanan
Assistant Vice President
Phone: (404) 498-7345
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Community Affairs Officer

For questions concerning submitting comments regarding an application filed with the Federal Reserve Bank of Atlanta, please contact one of the individuals listed below:

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Phone: (404) 498-7228
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Applications Officer

Joan H. Buchanan
Assistant Vice President
Phone: (404) 498-7345
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Community Affairs Officer

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Applications Manager

The Federal Reserve Board

Application Filing Information

Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Filing Resources

Reserve Bank Contacts

Federal Reserve Bank of Boston

600 Atlantic Avenue
Boston, MA 02106

For questions concerning the submission of applications to the Federal Reserve Bank of Boston, please contact one of the individuals listed below:

Jonathan S. Fine
Assistant Vice President
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Bonnie Bauman
Senior Supervisory Analyst
Phone: (617) 973-3341

Sharon Lesondak
Manager
Phone: (617) 973-3742

Maureen B. Savage
Manager
Phone: (617) 973-3467

For questions concerning submitting comments regarding an application filed with the Federal Reserve Bank of Boston, please contact one of the individuals listed below:

Bank Holding Company Act, Federal Reserve Act, and Bank Merger Act filings:
Richard C. Walker III
Vice President
Phone: (617) 973-3059

Change in Bank Control Act filings:
Jonathan S. Fine
Assistant Vice President
Phone: (617) 973-3339

The Federal Reserve Board

Application Filing Information

Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Filing Resources

Reserve Bank Contacts

Federal Reserve Bank of Chicago

230 South LaSalle Street
Chicago, IL 60604-1413

For questions concerning the submission of applications to the Federal Reserve Bank of Chicago, please contact one of the individuals listed below:

Regulations H, K, & Y
Philip G. Jackson
Director of Applications
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Fax: (312) 322-5894

Patrick Wilder
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Regulation W
Philip G. Jackson
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William Lloyd
Senior Attorney
Phone: (312) 322-5474

For questions concerning submitting comments regarding an application filed with the Federal Reserve Bank of Chicago, please contact one of the individuals listed below:

Information on submitting comments
Alicia Williams
Vice President and Community Affairs Officer
Phone: (312) 322-5910

Submit comments to
Philip G. Jackson
Director of Applications
Phone: (312) 322-5920
Fax: (312) 322-5894

Requesting copies of applications
Philip G. Jackson
Director of Applications
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The Federal Reserve Board

Application Filing Information

Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Filing Resources

Reserve Bank Contacts

Federal Reserve Bank of Cleveland

P.O. Box 6387
Cleveland, OH 44101-1387

For questions concerning the submission of applications to the Federal Reserve Bank of Cleveland, please contact one of the individuals listed below:

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Jim Terlop
Applications Review Analyst
Phone: (216) 579-2197
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Cindy C. West
Applications Manager/Banking Supervisor
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Nadine Wallman
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Banking Market Definitions

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and Competitive Analysis
Janet Meany
Bank Structure Coordinator
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The Federal Reserve Board

Application Filing Information

Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Filing Resources

Reserve Bank Contacts

Federal Reserve Bank of Dallas

2200 N. Pearl St.
Dallas, TX 75201

For questions concerning the submission of applications to the Federal Reserve Bank of Dallas, please contact the individual listed below:

Rob Jolley
Director-Applications
Banking Supervision Department
(214) 922-6071

For questions concerning submitting comments regarding an application filed with the Federal Reserve Bank of Dallas, please contact the individual listed below:

Rob Jolley
Director-Applications
Banking Supervision Department
(214) 922-6071

The Federal Reserve Board

Application Filing Information

Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Filing Resources

Reserve Bank Contacts

Federal Reserve Bank of Kansas City

925 Grand Blvd.
Kansas City, MO 64198

For questions concerning the submission of applications to the Federal Reserve Bank of Kansas City, please contact the individual listed below:

Dennis Denney
Applications Manager
Phone: (816) 881-2633
Fax: (816) 881-2252

For questions concerning submitting comments regarding an application filed with the Federal Reserve Bank of Kansas City, please contact the individual listed below:

James Hunter
Assistant Vice President
(816) 881-2806

The Federal Reserve Board

Application Filing Information

Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Filing Resources

Reserve Bank Contacts

Federal Reserve Bank of Minneapolis

90 Hennepin Avenue
P.O. Box 291
Minneapolis, MN 55480-0291

For questions concerning the submission of applications to the Federal Reserve Bank of Minneapolis, please contact the individual listed below:

Daniel R. Hanger
Manager--Applications
Phone: (612) 204-5066
Fax: (612) 204-5114

For questions concerning submitting comments regarding an application filed with the Federal Reserve Bank of Minneapolis, please contact the individual listed below:

Richard M. Todd
Vice President and Community Affairs Officer
Phone: (612) 204-5864

The Federal Reserve Board

Application Filing Information

Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Filing Resources

Reserve Bank Contacts

Federal Reserve Bank of New York

33 Liberty Street
New York, NY 10045

For questions concerning the submission of applications to the Federal Reserve Bank of New York, please contact the individual listed below:

Bank Applications and Analysis Department
Lily Tham
Bank Supervision Officer
Phone: (212) 720-8120
Fax: (212) 720-1608

Jay B. Bernstein
Bank Supervision Officer
Phone: (212) 720-5861
Fax: (212) 720-1608

For questions concerning submitting comments regarding an application filed with the Federal Reserve Bank of New York, please contact one of the individuals listed below:

Information on submitting comments
Bank Applications and Analysis Department
Lily Tham
Bank Supervision Officer
Phone: (212) 720-8120
Fax: (212) 720-1608

Jay B. Bernstein
Bank Supervision Officer
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Fax: (212) 720-1608

Requesting copies of applications
Public Information Department
Phone: (212) 720-6130

The Federal Reserve Board

Application Filing Information

Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Filing Resources

Reserve Bank Contacts

Federal Reserve Bank of Philadelphia

Ten Independence Mall
Philadelphia, PA 19106

For questions concerning the submission of applications to the Federal Reserve Bank of Philadelphia, please contact one of the individuals listed below:

James D. DePowell
Regulatory Applications Manager
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William L. Gaunt
Assistant Vice President
Phone: (215) 574-6167
Fax: (215) 574-3754

For questions concerning submitting comments regarding an application filed with the Federal Reserve Bank of Philadelphia, please contact the individual listed below:

Dede Myers
Community Affairs Officer
Phone: (215) 574-6482

The Federal Reserve Board

Application Filing Information

Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Filing Resources

Reserve Bank Contacts

Federal Reserve Bank of Richmond

P.O. Box 27622
Richmond, VA 23261

For questions concerning the submission of applications to the Federal Reserve Bank of Richmond, please contact one of the individuals listed below:

Adam Drimer
Manager
(804) 697-8980

A. Linwood Gill, III
Vice President
(804) 697-8237

For questions concerning submitting comments regarding an application filed with the Federal Reserve Bank of Richmond, please contact the individual listed below:

A. Linwood Gill, III
Vice President
(804) 697-8237

The Federal Reserve Board

Application Filing Information

Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Filing Resources

Reserve Bank Contacts

Federal Reserve Bank of San Francisco

101 Market Street
San Francisco, CA 94105

For questions concerning the submission of applications to the Federal Reserve Bank of San Francisco, please contact the individual listed below:

Philip Ryan
Director
Phone: (415) 974-2911
Fax: (415) 974-3031

Patrick Weiss
Manager, Banking Applications
Phone: (415) 974-3013
Fax: (415) 974-3031

For questions concerning submitting comments regarding an application filed with the Federal Reserve Bank of San Francisco, please contact one of the individuals listed below:

Bank Holding Company Act, Federal Reserve Act, and Bank Merger Act filings:
Tracy Basinger
Director
Phone: (415) 974-2920
Fax: (415) 974-3031

Change in Bank Control Act filings:
Patrick Weiss
Manager, Banking Applications
Phone: (415) 974-3013
Fax: (415) 974-3031

The Federal Reserve Board

Application Filing Information

Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Filing Resources

Reserve Bank Contacts

Federal Reserve Bank of St. Louis

P.O. Box 442
St. Louis, MO 63166

For questions concerning the submission of applications to the Federal Reserve Bank of St. Louis, please contact the individual listed below:

Patrick T. Pahl
Manager
Bank and Bank Holding Company Applications Analysis Section
Administration, Applications, Automation, Credit, Payment System Risk and Statistics Department
Telephone: (314) 444-8858
Fax: (314) 444-8740

For questions concerning submitting comments regarding an application filed with the Federal Reserve Bank of St. Louis, please contact the individual listed below:

Glenda Wilson
Community Affairs Officer
Community Affairs Department
Telephone: (314) 444-8317
Fax: (314) 444-8503

The Federal Reserve Board

Application Filing Information

Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

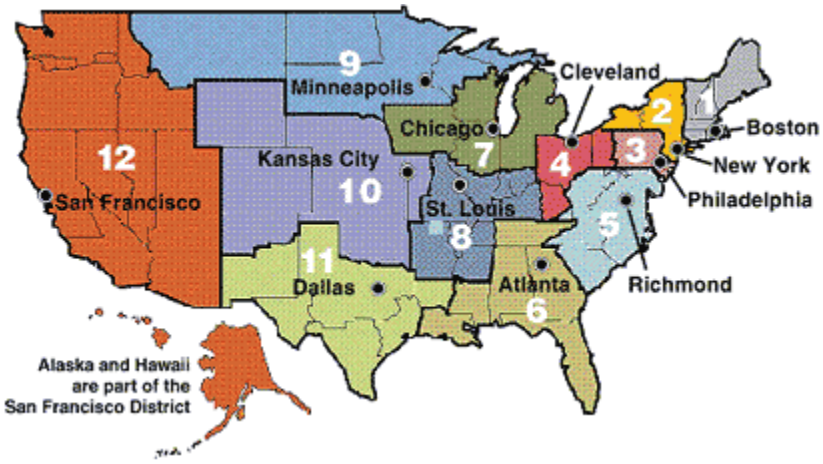
Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Filing Resources

Newspaper Notices

Federal regulations require that notice of certain proposals be published in a newspaper of general circulation in the communities that will be affected to allow the general public an opportunity to comment. First select the District and then the appropriate filing type to obtain the recommended language for the newspaper notice and the publication instructions.



Atlanta	Cleveland	Minneapolis	Richmond
Boston	Dallas	New York	San Francisco
Chicago	Kansas City	Philadelphia	St. Louis

Last update: August 29, 2003

The Federal Reserve Board

Application Filing Information

Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Filing Resources

Newspaper Notices

Federal Reserve Bank of Atlanta

Change in Control
Bank Holding Company Formation/Expansion
State Member Bank Merger
State Member Bank Domestic Branch

Notice of Change in Control of a State Member Bank or Bank Holding Company

(*Name, city and state of each notificant*) intends to apply to the Federal Reserve Board for permission to (acquire/retain) (*10 percent or more/25 percent or more*) of the shares and thereby control of (*name of bank or bank holding company and location of head office*). ((*Banking holding company*) controls (*name and head office locations of subsidiary banks*).) The Federal Reserve considers a number of factors in deciding whether to approve the notice.

You are invited to submit comments in writing on this notice to the Federal Reserve Bank of Atlanta, 1000 Peachtree Street N.E., Atlanta, Georgia 30309-4470. The comment period will not end before (*insert date-must be no less than 20 days from date of notice*) and may be somewhat longer. The Board's procedures for processing applications may be found at 12 C.F.R. Part 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the notice, contact Huston McKinney, Director of Applications Risk, at (404) 498-7221. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the notice if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

Acquiring parties must publish an announcement of their proposed acquisition in the above prescribed form. The

announcement may be published no earlier than 15 calendar days prior to the date the Reserve Bank receives the change in control notification and no later than 10 calendar days after the filing date. For a change in control of a bank holding company, the announcement must be published in a newspaper of general circulation in the community in which the head office of the company to be acquired is located, plus each community in which the head office of a bank subsidiary is located. For a change in control of a state member bank, the announcement must be published in the community in which the head office of the bank is located. The announcement need be published only once in each newspaper, providing a period for public comment extending at least 20 days after the publication date. A publisher's affidavit from each newspaper should be forwarded with the change in control notice or as soon thereafter as possible.

The Federal Reserve must also publish an announcement of the proposed acquisition in the *Federal Register*, allowing for a 15-day comment period. Acquirers may submit a request, including the specific information shown above, to the Reserve Bank to arrange for this publication no earlier than 15 calendar days prior to the date the change in control notification is filed. Otherwise, the Reserve Bank will arrange for the publication upon receipt of the filing.

Notice of Application/Notice for (Formation of Bank Holding Company) or (Acquisition of a Bank by a Bank Holding Company) or (Merger of Bank Holding Companies)[1]

(*Name and location of head office*) intends to apply to the Federal Reserve Board for permission to (*form a bank holding company with respect to*) (*acquire a bank*,) (*acquire/merge with another bank holding company*,) (*name and location of head office*). We intend to acquire control of (*name of bank* (*and thrift, if any*) *and location of head office*). The Federal Reserve considers a number of factors in deciding whether to approve the application/notice including the record of performance of banks we own in helping to meet local credit needs.

You are invited to submit comments in writing on this application/notice to the Federal Reserve Bank of Atlanta, 1000 Peachtree Street N.E., Atlanta, Georgia 30309-4470. The comment period will not end before (date must be no less than 30 days from date of notice) and may be somewhat longer. The Board's procedures for processing

applications/notices may be found at 12 C.F.R. Part 262. Procedures for processing protested applications/notices may be found at 12 C.F.R. 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the application/notice, contact Huston McKinney, Director of Applications Risk, at (404) 498-7221. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application/notice if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

The applicant must publish notice of its proposal in the above prescribed form in newspapers of general circulation in the communities served by the head office of the applicant or its lead bank, and each bank to be directly or indirectly acquired. The notice must be published no earlier than 15 calendar days prior to the date the Reserve Bank receives the application and no later than 7 calendar days after the filing date. The notice appearing in a particular newspaper need be published only once, providing a period for public comment extending at least 30 days after the date of publication. A publisher's affidavit from each newspaper should be forwarded with the formal application or as soon as possible thereafter. An application cannot be considered informationally complete without the necessary affidavits.

The Federal Reserve must also publish notice of bank holding company proposals in the *Federal Register*, allowing for up to a 30-day comment period.[2] Applicants may submit a request, including the specific information shown above, to the Reserve Bank to arrange for this publication no earlier than 15 calendar days prior to the date the application is filed. Otherwise, the Reserve Bank will arrange for the publication upon receipt of the filing.

1. No publication is required for bank holding company formation notifications filed under section 225.17 of Regulation Y, involving corporate reorganizations. Return to text.
2. Although they are not published in local newspapers, certain proposals to engage in nonbank activities must be published in the *Federal Register*. This requirement is limited to non-expedited applications for nonbank activities. Return to text.

Notice of Application for (Merger of Banks) or (Purchase of Assets and Assumption of Liabilities of a Bank)

(*Name and location of head office*) intends to apply to the Federal Reserve Board for permission to (*merge with*) (*purchase the assets and assume the liabilities of* (*a branch, located at [address]*), of) (*name and location of head office*). The Federal Reserve considers a number of factors in deciding whether to approve the application, including the record of performance of applicant banks in helping to meet local credit needs.

You are invited to submit comments in writing on this application to the Federal Reserve Bank of Atlanta, 1000 Peachtree Street N.E., Atlanta, Georgia 30309-4470. The comment period will not end before (*date - must be no less than 30 days from date of first notice*). The Board's procedures for processing applications may be found at 12 C.F.R. Part 262. Procedures for processing protested applications may be found at 12 C.F.R. 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the application, contact Huston McKinney, Director of Applications Risk, at (404) 498-7221. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

The applicant must publish notice of its proposal in the above prescribed form in newspapers of general circulation in the communities served by the head offices of the merging banks. The notice must be published at least three times on the same day of two consecutive weeks and no later than the last day of the comment period, which date must be at least 30 days after the first publication date. The application should be submitted to the Reserve Bank within 7 calendar days after the first publication.

A publisher's affidavit from each newspaper should be forwarded with the formal application or as soon as possible thereafter. An application cannot be considered informationally complete without the necessary affidavits.

Notice of Application to Establish a Branch of a State Member Bank

(*Name and location of head office*) intends to apply to the Federal Reserve Board for permission to establish a branch at (*location*). The Federal Reserve considers a number of factors in deciding whether to approve the application including the record of performance of applicant banks in

helping to meet local credit needs.

You are invited to submit comments in writing on this application to the Federal Reserve Bank of Atlanta, 1000 Peachtree Street N.E., Atlanta, Georgia 30309-4470. The comment period will not end before (*date-must be no less than 15 days from date of notice*). The Board's procedures for processing applications may be found at 12 C.F.R. Part 262. Procedures for processing protested applications may be found at 12 C.F.R. 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the application, contact Huston McKinney, Director of Applications Risk, at (404) 498-7221. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

The applicant must publish notice of its proposal in the above prescribed form in newspapers of general circulation in the communities served by the head office of the bank and the branch office to be established. The notice need be published only once, providing a period for public comment extending at least 15 days after the date of publication. The notice must be published no more than 7 calendar days before and no later than the calendar day on which the Reserve Bank receives the application.

A publisher's affidavit from each newspaper should be forwarded with the formal application or as soon as possible thereafter. An application cannot be considered informationally complete without the necessary affidavits.

The Federal Reserve Board

Application Filing Information

Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Filing Resources

Newspaper Notices

Federal Reserve Bank of Boston

Change in Control
Bank Holding Company Formation/Expansion
State Member Bank Merger
State Member Bank Domestic Branch

Notice of Change in Control of a State Member Bank or Bank Holding Company

(*Name, city and state of each notificant*) intends to apply to the Federal Reserve Board for permission to (acquire/retain) (*10 percent or more/25 percent or more*) of the shares and thereby control of (*name of bank or bank holding company and location of head office*). ((*Banking holding company*) controls (*name and head office locations of subsidiary banks*).) The Federal Reserve considers a number of factors in deciding whether to approve the notice.

You are invited to submit comments in writing on this notice to the Federal Reserve Bank of Boston, 600 Atlantic Avenue, Boston, MA 02106. The comment period will not end before (*insert date-must be no less than 20 days from date of notice*) and may be somewhat longer. The Board's procedures for processing applications may be found at 12 C.F.R. Part 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the notice, contact Jonathan S. Fine, Assistant Vice President, at (617) 973-3339. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the notice if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

Acquiring parties must publish an announcement of their proposed acquisition in the above prescribed form. The

announcement may be published no earlier than 15 calendar days prior to the date the Reserve Bank receives the change in control notification and no later than 10 calendar days after the filing date. For a change in control of a bank holding company, the announcement must be published in a newspaper of general circulation in the community in which the head office of the company to be acquired is located, plus each community in which the head office of a bank subsidiary is located. For a change in control of a state member bank, the announcement must be published in the community in which the head office of the bank is located. The announcement need be published only once in each newspaper, providing a period for public comment extending at least 20 days after the publication date. A publisher's affidavit from each newspaper should be forwarded with the change in control notice or as soon thereafter as possible.

The Federal Reserve must also publish an announcement of the proposed acquisition in the *Federal Register*, allowing for a 15-day comment period. Acquirers may submit a request, including the specific information shown above, to the Reserve Bank to arrange for this publication no earlier than 15 calendar days prior to the date the change in control notification is filed. Otherwise, the Reserve Bank will arrange for the publication upon receipt of the filing.

Notice of Application/Notice for (Formation of Bank Holding Company) or (Acquisition of a Bank by a Bank Holding Company) or (Merger of Bank Holding Companies)[1]

(*Name and location of head office*) intends to apply to the Federal Reserve Board for permission to (*form a bank holding company with respect to*) (*acquire a bank*,) (*acquire/merge with another bank holding company*,) (*name and location of head office*). We intend to acquire control of (*name of bank* (*and thrift, if any*) *and location of head office*). The Federal Reserve considers a number of factors in deciding whether to approve the application/notice including the record of performance of banks we own in helping to meet local credit needs.

You are invited to submit comments in writing on this application/notice to the Federal Reserve Bank of Boston, 600 Atlantic Avenue, Boston, MA 02106. The comment period will not end before (date must be no less than 30 days from date of notice) and may be somewhat longer. The Board's procedures for processing applications/notices

may be found at 12 C.F.R. Part 262. Procedures for processing protested applications/notices may be found at 12 C.F.R. 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the application/notice, contact Richard C. Walker, III, Vice President, at (617) 973-3059. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application/notice if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

The applicant must publish notice of its proposal in the above prescribed form in newspapers of general circulation in the communities served by the head office of the applicant or its lead bank, and each bank to be directly or indirectly acquired. The notice must be published no earlier than 15 calendar days prior to the date the Reserve Bank receives the application and no later than 7 calendar days after the filing date. The notice appearing in a particular newspaper need be published only once, providing a period for public comment extending at least 30 days after the date of publication. A publisher's affidavit from each newspaper should be forwarded with the formal application or as soon as possible thereafter. An application cannot be considered informationally complete without the necessary affidavits.

The Federal Reserve must also publish notice of bank holding company proposals in the *Federal Register*, allowing for up to a 30-day comment period.[2] Applicants may submit a request, including the specific information shown above, to the Reserve Bank to arrange for this publication no earlier than 15 calendar days prior to the date the application is filed. Otherwise, the Reserve Bank will arrange for the publication upon receipt of the filing.

1. No publication is required for bank holding company formation notifications filed under section 225.17 of Regulation Y, involving corporate reorganizations. Return to text.
2. Although they are not published in local newspapers, certain proposals to engage in nonbank activities must be published in the *Federal Register*. This requirement is limited to non-expedited applications for nonbank activities. Return to text.

Notice of Application for (Merger of Banks) or (Purchase of Assets and Assumption of Liabilities of a Bank)

(*Name and location of head office*) intends to apply to the

Federal Reserve Board for permission to (*merge with*) (*purchase the assets and assume the liabilities of* (*a branch, located at [address]*), of) (*name and location of head office*). The Federal Reserve considers a number of factors in deciding whether to approve the application, including the record of performance of applicant banks in helping to meet local credit needs.

You are invited to submit comments in writing on this application to the Federal Reserve Bank of Boston, 600 Atlantic Avenue, Boston, MA 02106. The comment period will not end before (*date - must be no less than 30 days from date of first notice*). The Board's procedures for processing applications may be found at 12 C.F.R. Part 262. Procedures for processing protested applications may be found at 12 C.F.R. 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the application, contact Richard C. Walker, III, Vice President, at (617) 973-3059. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

The applicant must publish notice of its proposal in the above prescribed form in newspapers of general circulation in the communities served by the head offices of the merging banks. The notice must be published at least three times on the same day of two consecutive weeks and no later than the last day of the comment period, which date must be at least 30 days after the first publication date. The application should be submitted to the Reserve Bank within 7 calendar days after the first publication.

A publisher's affidavit from each newspaper should be forwarded with the formal application or as soon as possible thereafter. An application cannot be considered informationally complete without the necessary affidavits.

Notice of Application to Establish a Branch of a State Member Bank

(*Name and location of head office*) intends to apply to the Federal Reserve Board for permission to establish a branch at (*location*). The Federal Reserve considers a number of factors in deciding whether to approve the application including the record of performance of applicant banks in

helping to meet local credit needs.

You are invited to submit comments in writing on this application to the Federal Reserve Bank of Boston, 600 Atlantic Avenue, Boston, MA 02106. The comment period will not end before (*date-must be no less than 15 days from date of notice*). The Board's procedures for processing applications may be found at 12 C.F.R. Part 262. Procedures for processing protested applications may be found at 12 C.F.R. 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the application, contact Richard C. Walker, III, Vice President, at (617) 973-3059. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

The applicant must publish notice of its proposal in the above prescribed form in newspapers of general circulation in the communities served by the head office of the bank and the branch office to be established. The notice need be published only once, providing a period for public comment extending at least 15 days after the date of publication. The notice must be published no more than 7 calendar days before and no later than the calendar day on which the Reserve Bank receives the application.

A publisher's affidavit from each newspaper should be forwarded with the formal application or as soon as possible thereafter. An application cannot be considered informationally complete without the necessary affidavits.

The Federal Reserve Board

Application Filing Information

Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Filing Resources

Newspaper Notices

Federal Reserve Bank of Chicago

Change in Control
Bank Holding Company Formation/Expansion
State Member Bank Merger
State Member Bank Domestic Branch

Notice of Change in Control of a State Member Bank or Bank Holding Company

(*Name, city and state of each notificant*) intends to apply to the Federal Reserve Board for permission to (acquire/retain) (*10 percent or more/25 percent or more*) of the shares and thereby control of (*name of bank or bank holding company and location of head office*). ((*Banking holding company*) controls (*name and head office locations of subsidiary banks*).) The Federal Reserve considers a number of factors in deciding whether to approve the notice.

You are invited to submit comments in writing on this notice to Philip Jackson, Director of Applications, Federal Reserve Bank of Chicago, 230 South LaSalle Street, Chicago, IL 60604. The comment period will not end before (*insert date-must be no less than 20 days from date of notice*) and may be somewhat longer. The Board's procedures for processing applications may be found at 12 C.F.R. Part 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the notice, contact Alicia Williams, Vice President and Community Affairs Officer at (312) 322-5910; to request a copy of the notice, contact Philip Jackson at (312) 322-5920. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the notice if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

Acquiring parties must publish an announcement of their proposed acquisition in the above prescribed form. The announcement may be published no earlier than 15 calendar days prior to the date the Reserve Bank receives the change in control notification and no later than 10 calendar days after the filing date. For a change in control of a bank holding company, the announcement must be published in a newspaper of general circulation in the community in which the head office of the company to be acquired is located, plus each community in which the head office of a bank subsidiary is located. For a change in control of a state member bank, the announcement must be published in the community in which the head office of the bank is located. The announcement need be published only once in each newspaper, providing a period for public comment extending at least 20 days after the publication date. A publisher's affidavit from each newspaper should be forwarded with the change in control notice or as soon thereafter as possible.

The Federal Reserve must also publish an announcement of the proposed acquisition in the *Federal Register*, allowing for a 15-day comment period. Acquirers may submit a request, including the specific information shown above, to the Reserve Bank to arrange for this publication no earlier than 15 calendar days prior to the date the change in control notification is filed. Otherwise, the Reserve Bank will arrange for the publication upon receipt of the filing.

Notice of Application/Notice for (Formation of Bank Holding Company) or (Acquisition of a Bank by a Bank Holding Company) or (Merger of Bank Holding Companies)[1]

(*Name and location of head office*) intends to apply to the Federal Reserve Board for permission to (*form a bank holding company with respect to*) (*acquire a bank*,) (*acquire/merge with another bank holding company*,) (*name and location of head office*). We intend to acquire control of (*name of bank* (*and thrift, if any*) *and location of head office*). The Federal Reserve considers a number of factors in deciding whether to approve the application/notice including the record of performance of banks we own in helping to meet local credit needs.

You are invited to submit comments in writing on this application/notice to Philip Jackson, Director of Applications, Federal Reserve Bank of Chicago, 230 South LaSalle Street, Chicago, IL 60604. The comment period

will not end before (date must be no less than 30 days from date of notice) and may be somewhat longer. The Board's procedures for processing applications/notices may be found at 12 C.F.R. Part 262. Procedures for processing protested applications/notices may be found at 12 C.F.R. 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the application/notice, contact Alicia Williams, Vice President and Community Affairs Officer, at (312) 322-5910; to request a copy of an application, contact Philip Jackson at (312) 322-5920. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application/notice if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

The applicant must publish notice of its proposal in the above prescribed form in newspapers of general circulation in the communities served by the head office of the applicant or its lead bank, and each bank to be directly or indirectly acquired. The notice must be published no earlier than 15 calendar days prior to the date the Reserve Bank receives the application and no later than 7 calendar days after the filing date. The notice appearing in a particular newspaper need be published only once, providing a period for public comment extending at least 30 days after the date of publication. A publisher's affidavit from each newspaper should be forwarded with the formal application or as soon as possible thereafter. An application cannot be considered informationally complete without the necessary affidavits.

The Federal Reserve must also publish notice of bank holding company proposals in the *Federal Register*, allowing for up to a 30-day comment period.[2] Applicants may submit a request, including the specific information shown above, to the Reserve Bank to arrange for this publication no earlier than 15 calendar days prior to the date the application is filed. Otherwise, the Reserve Bank will arrange for the publication upon receipt of the filing.

1. No publication is required for bank holding company formation notifications filed under section 225.17 of Regulation Y, involving corporate reorganizations. Return to text.
2. Although they are not published in local newspapers, certain proposals to engage in nonbank activities must be published in the *Federal Register*. This requirement is limited to non-expedited applications for nonbank activities. Return to text.

Notice of Application for (Merger of Banks) or (Purchase of Assets and Assumption of Liabilities of a Bank)

(*Name and location of head office*) intends to apply to the Federal Reserve Board for permission to (*merge with*) (*purchase the assets and assume the liabilities of* (*a branch, located at [address]*), of) (*name and location of head office*). The Federal Reserve considers a number of factors in deciding whether to approve the application, including the record of performance of applicant banks in helping to meet local credit needs.

You are invited to submit comments in writing on this application to Philip Jackson, Director of Applications, Federal Reserve Bank of Chicago, 230 South LaSalle Street, Chicago, IL 60604. The comment period will not end before (*date - must be no less than 30 days from date of first notice*). The Board's procedures for processing applications may be found at 12 C.F.R. Part 262. Procedures for processing protested applications may be found at 12 C.F.R. 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the application, contact Alicia Williams, Vice President and Community Affairs Officer, at (312) 322-5910; to request a copy of an application, contact Philip Jackson at (312) 322-5920. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

The applicant must publish notice of its proposal in the above prescribed form in newspapers of general circulation in the communities served by the head offices of the merging banks. The notice must be published at least three times on the same day of two consecutive weeks and no later than the last day of the comment period, which date must be at least 30 days after the first publication date. The application should be submitted to the Reserve Bank within 7 calendar days after the first publication.

A publisher's affidavit from each newspaper should be forwarded with the formal application or as soon as possible thereafter. An application cannot be considered informationally complete without the necessary affidavits.

Notice of Application to Establish a Branch of a State Member Bank

(*Name and location of head office*) intends to apply to the Federal Reserve Board for permission to establish a branch at (*location*). The Federal Reserve considers a number of factors in deciding whether to approve the application including the record of performance of applicant banks in helping to meet local credit needs.

You are invited to submit comments in writing on this application to Philip Jackson, Director of Applications, Federal Reserve Bank of Chicago, 230 South LaSalle Street, Chicago, IL 60604. The comment period will not end before (*date-must be no less than 15 days from date of notice*). The Board's procedures for processing applications may be found at 12 C.F.R. Part 262. Procedures for processing protested applications may be found at 12 C.F.R. 262.25. If you need information about how to submit your comments or to obtain a copy of the relevant procedures, contact Alicia Williams, Vice President and Community Affairs Officer, at (312) 322-5910; to request a copy of an application, contact Philip Jackson at (312) 322-5920. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

The applicant must publish notice of its proposal in the above prescribed form in newspapers of general circulation in the communities served by the head office of the bank and the branch office to be established. The notice need be published only once, providing a period for public comment extending at least 15 days after the date of publication. The notice must be published no more than 7 calendar days before and no later than the calendar day on which the Reserve Bank receives the application.

A publisher's affidavit from each newspaper should be forwarded with the formal application or as soon as possible thereafter. An application cannot be considered informationally complete without the necessary affidavits.

Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Filing Resources

Newspaper Notices

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State Member Bank Merger
State Member Bank Domestic Branch

Notice of Change in Control of a State Member Bank or Bank Holding Company

(*Name, city and state of each notificant*) intends to apply to the Federal Reserve Board for permission to (acquire/retain) (*10 percent or more/25 percent or more*) of the shares and thereby control of (*name of bank or bank holding company and location of head office*). ((*Banking holding company*) controls (*name and head office locations of subsidiary banks*).) The Federal Reserve considers a number of factors in deciding whether to approve the notice.

You are invited to submit comments in writing on this notice to the Federal Reserve Bank of Cleveland, 1455 East Sixth Street, Cleveland, OH 44114. The comment period will not end before (*insert date-must be no less than 20 days from date of notice*) and may be somewhat longer. The Board's procedures for processing applications may be found at 12 C.F.R. Part 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the notice, contact Ruth Clevenger, Assistant Vice President and Community Affairs Officer, at (216) 579-2392. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the notice if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

Acquiring parties must publish an announcement of their proposed acquisition in the above prescribed form. The

announcement may be published no earlier than 15 calendar days prior to the date the Reserve Bank receives the change in control notification and no later than 10 calendar days after the filing date. For a change in control of a bank holding company, the announcement must be published in a newspaper of general circulation in the community in which the head office of the company to be acquired is located, plus each community in which the head office of a bank subsidiary is located. For a change in control of a state member bank, the announcement must be published in the community in which the head office of the bank is located. The announcement need be published only once in each newspaper, providing a period for public comment extending at least 20 days after the publication date. A publisher's affidavit from each newspaper should be forwarded with the change in control notice or as soon thereafter as possible.

The Federal Reserve must also publish an announcement of the proposed acquisition in the *Federal Register*, allowing for a 15-day comment period. Acquirers may submit a request, including the specific information shown above, to the Reserve Bank to arrange for this publication no earlier than 15 calendar days prior to the date the change in control notification is filed. Otherwise, the Reserve Bank will arrange for the publication upon receipt of the filing.

Notice of Application/Notice for (Formation of Bank Holding Company) or (Acquisition of a Bank by a Bank Holding Company) or (Merger of Bank Holding Companies)[1]

(*Name and location of head office*) intends to apply to the Federal Reserve Board for permission to (*form a bank holding company with respect to*) (*acquire a bank*,) (*acquire/merge with another bank holding company*,) (*name and location of head office*). We intend to acquire control of (*name of bank* (*and thrift, if any*) *and location of head office*). The Federal Reserve considers a number of factors in deciding whether to approve the application/notice including the record of performance of banks we own in helping to meet local credit needs.

You are invited to submit comments in writing on this application/notice to the Federal Reserve Bank of Cleveland, 1455 East Sixth Street, Cleveland, OH 44114. The comment period will not end before (date must be no less than 30 days from date of notice) and may be somewhat longer. The Board's procedures for processing

applications/notices may be found at 12 C.F.R. Part 262. Procedures for processing protested applications/notices may be found at 12 C.F.R. 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the application/notice, contact Ruth Clevenger, Assistant Vice President and Community Affairs Officer, at (216) 579-2392. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application/notice if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

The applicant must publish notice of its proposal in the above prescribed form in newspapers of general circulation in the communities served by the head office of the applicant or its lead bank, and each bank to be directly or indirectly acquired. The notice must be published no earlier than 15 calendar days prior to the date the Reserve Bank receives the application and no later than 7 calendar days after the filing date. The notice appearing in a particular newspaper need be published only once, providing a period for public comment extending at least 30 days after the date of publication. A publisher's affidavit from each newspaper should be forwarded with the formal application or as soon as possible thereafter. An application cannot be considered informationally complete without the necessary affidavits.

The Federal Reserve must also publish notice of bank holding company proposals in the *Federal Register*, allowing for up to a 30-day comment period.[2] Applicants may submit a request, including the specific information shown above, to the Reserve Bank to arrange for this publication no earlier than 15 calendar days prior to the date the application is filed. Otherwise, the Reserve Bank will arrange for the publication upon receipt of the filing.

1. No publication is required for bank holding company formation notifications filed under section 225.17 of Regulation Y, involving corporate reorganizations. Return to text.
2. Although they are not published in local newspapers, certain proposals to engage in nonbank activities must be published in the *Federal Register*. This requirement is limited to non-expedited applications for nonbank activities. Return to text.

Notice of Application for (Merger of Banks) or (Purchase of Assets and Assumption of Liabilities of a Bank)

(*Name and location of head office*) intends to apply to the Federal Reserve Board for permission to (*merge with*) (*purchase the assets and assume the liabilities of* (*a branch, located at [address]*), of) (*name and location of head office*). The Federal Reserve considers a number of factors in deciding whether to approve the application, including the record of performance of applicant banks in helping to meet local credit needs.

You are invited to submit comments in writing on this application to the Federal Reserve Bank of Cleveland, 1455 East Sixth Street, Cleveland, OH 44114. The comment period will not end before (*date - must be no less than 30 days from date of first notice*). The Board's procedures for processing applications may be found at 12 C.F.R. Part 262. Procedures for processing protested applications may be found at 12 C.F.R. 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the application, contact Ruth Clevenger, Assistant Vice President and Community Affairs Officer, at (216) 579-2392. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application if they are received in writing by the Reserve Bank on or before the last day of the comment period.

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The applicant must publish notice of its proposal in the above prescribed form in newspapers of general circulation in the communities served by the head offices of the merging banks. The notice must be published at least three times on the same day of two consecutive weeks and no later than the last day of the comment period, which date must be at least 30 days after the first publication date. The application should be submitted to the Reserve Bank within 7 calendar days after the first publication.

A publisher's affidavit from each newspaper should be forwarded with the formal application or as soon as possible thereafter. An application cannot be considered informationally complete without the necessary affidavits.

Notice of Application to Establish a Branch of a State Member Bank

(*Name and location of head office*) intends to apply to the Federal Reserve Board for permission to establish a branch at (*location*). The Federal Reserve considers a number of factors in deciding whether to approve the application

including the record of performance of applicant banks in helping to meet local credit needs.

You are invited to submit comments in writing on this application to the Federal Reserve Bank of Cleveland, 1455 East Sixth Street, Cleveland, OH 44114. The comment period will not end before (*date-must be no less than 15 days from date of notice*). The Board's procedures for processing applications may be found at 12 C.F.R. Part 262. Procedures for processing protested applications may be found at 12 C.F.R. 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the application, contact Ruth Clevenger, Assistant Vice President and Community Affairs Officer, at (216) 579-2392. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application if they are received in writing by the Reserve Bank on or before the last day of the comment period.

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- Bank Holding Company
- State Member Bank
- International Organization

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- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Filing Resources

Newspaper Notices

Federal Reserve Bank of Dallas

Change in Control
Bank Holding Company Formation/Expansion
State Member Bank Merger
State Member Bank Domestic Branch

Notice of Change in Control of a State Member Bank or Bank Holding Company

(*Name, city and state of each notificant*) intends to apply to the Federal Reserve Board for permission to (acquire/retain) (*10 percent or more/25 percent or more*) of the shares and thereby control of (*name of bank or bank holding company and location of head office*). ((*Banking holding company*) controls (*name and head office locations of subsidiary banks*).) The Federal Reserve considers a number of factors in deciding whether to approve the notice.

You are invited to submit comments in writing on this notice to the Federal Reserve Bank of Dallas, 200 North Pearl, Dallas, TX 75201-2272. The comment period will not end before (*insert date-must be no less than 20 days from date of notice*) and may be somewhat longer. The Board's procedures for processing applications may be found at 12 C.F.R. Part 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the notice, contact Rob Jolly, Director - Applications, at (214) 922-6071. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the notice if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

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announcement may be published no earlier than 15 calendar days prior to the date the Reserve Bank receives the change in control notification and no later than 10 calendar days after the filing date. For a change in control of a bank holding company, the announcement must be published in a newspaper of general circulation in the community in which the head office of the company to be acquired is located, plus each community in which the head office of a bank subsidiary is located. For a change in control of a state member bank, the announcement must be published in the community in which the head office of the bank is located. The announcement need be published only once in each newspaper, providing a period for public comment extending at least 20 days after the publication date. A publisher's affidavit from each newspaper should be forwarded with the change in control notice or as soon thereafter as possible.

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Notice of Application/Notice for (Formation of Bank Holding Company) or (Acquisition of a Bank by a Bank Holding Company) or (Merger of Bank Holding Companies)[1]

(*Name and location of head office*) intends to apply to the Federal Reserve Board for permission to (*form a bank holding company with respect to*) (*acquire a bank*,) (*acquire/merge with another bank holding company*,) (*name and location of head office*). We intend to acquire control of (*name of bank* (*and thrift, if any*) *and location of head office*). The Federal Reserve considers a number of factors in deciding whether to approve the application/notice including the record of performance of banks we own in helping to meet local credit needs.

You are invited to submit comments in writing on this application/notice to the Federal Reserve Bank of Dallas, 200 North Pearl, Dallas, TX 75201-2272. The comment period will not end before (date must be no less than 30 days from date of notice) and may be somewhat longer. The Board's procedures for processing applications/notices

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Notice of Application for (Merger of Banks) or (Purchase of Assets and Assumption of Liabilities of a Bank)

(*Name and location of head office*) intends to apply to the

Federal Reserve Board for permission to (*merge with*) (*purchase the assets and assume the liabilities of* (*a branch, located at [address]*), of) (*name and location of head office*). The Federal Reserve considers a number of factors in deciding whether to approve the application, including the record of performance of applicant banks in helping to meet local credit needs.

You are invited to submit comments in writing on this application to the Federal Reserve Bank of Dallas, 200 North Pearl, Dallas, TX 75201-2272. The comment period will not end before (*date - must be no less than 30 days from date of first notice*). The Board's procedures for processing applications may be found at 12 C.F.R. Part 262. Procedures for processing protested applications may be found at 12 C.F.R. 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the application, contact Rob Jolly, Director - Applications, at (214) 922-6071. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

The applicant must publish notice of its proposal in the above prescribed form in newspapers of general circulation in the communities served by the head offices of the merging banks. The notice must be published at least three times on the same day of two consecutive weeks and no later than the last day of the comment period, which date must be at least 30 days after the first publication date. The application should be submitted to the Reserve Bank within 7 calendar days after the first publication.

A publisher's affidavit from each newspaper should be forwarded with the formal application or as soon as possible thereafter. An application cannot be considered informationally complete without the necessary affidavits.

Notice of Application to Establish a Branch of a State Member Bank

(*Name and location of head office*) intends to apply to the Federal Reserve Board for permission to establish a branch at (*location*). The Federal Reserve considers a number of factors in deciding whether to approve the application including the record of performance of applicant banks in

helping to meet local credit needs.

You are invited to submit comments in writing on this application to the Federal Reserve Bank of Dallas, 200 North Pearl, Dallas, TX 75201-2272. The comment period will not end before (*date-must be no less than 15 days from date of notice*). The Board's procedures for processing applications may be found at 12 C.F.R. Part 262. Procedures for processing protested applications may be found at 12 C.F.R. 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the application, contact Rob Jolly, Director - Applications, at (214) 922-6071. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

The applicant must publish notice of its proposal in the above prescribed form in newspapers of general circulation in the communities served by the head office of the bank and the branch office to be established. The notice need be published only once, providing a period for public comment extending at least 15 days after the date of publication. The notice must be published no more than 7 calendar days before and no later than the calendar day on which the Reserve Bank receives the application.

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Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Filing Resources

Newspaper Notices

Federal Reserve Bank of Kansas City

Change in Control
Bank Holding Company Formation/Expansion
State Member Bank Merger
State Member Bank Domestic Branch

Notice of Change in Control of a State Member Bank or Bank Holding Company

(*Name, city and state of each notificant*) intends to apply to the Federal Reserve Board for permission to (acquire/retain) (*10 percent or more/25 percent or more*) of the shares and thereby control of (*name of bank or bank holding company and location of head office*). ((*Banking holding company*) controls (*name and head office locations of subsidiary banks*).) The Federal Reserve considers a number of factors in deciding whether to approve the notice.

You are invited to submit comments in writing on this notice to the Federal Reserve Bank of Kansas City, 925 Grand Blvd., Kansas City, MO 64198. The comment period will not end before (*insert date-must be no less than 20 days from date of notice*) and may be somewhat longer. The Board's procedures for processing applications may be found at 12 C.F.R. Part 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the notice, contact James Hunter, Assistant Vice President, at (816) 881-2806. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the notice if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

Acquiring parties must publish an announcement of their proposed acquisition in the above prescribed form. The

announcement may be published no earlier than 15 calendar days prior to the date the Reserve Bank receives the change in control notification and no later than 10 calendar days after the filing date. For a change in control of a bank holding company, the announcement must be published in a newspaper of general circulation in the community in which the head office of the company to be acquired is located, plus each community in which the head office of a bank subsidiary is located. For a change in control of a state member bank, the announcement must be published in the community in which the head office of the bank is located. The announcement need be published only once in each newspaper, providing a period for public comment extending at least 20 days after the publication date. A publisher's affidavit from each newspaper should be forwarded with the change in control notice or as soon thereafter as possible.

The Federal Reserve must also publish an announcement of the proposed acquisition in the *Federal Register*, allowing for a 15-day comment period. Acquirers may submit a request, including the specific information shown above, to the Reserve Bank to arrange for this publication no earlier than 15 calendar days prior to the date the change in control notification is filed. Otherwise, the Reserve Bank will arrange for the publication upon receipt of the filing.

Notice of Application/Notice for (Formation of Bank Holding Company) or (Acquisition of a Bank by a Bank Holding Company) or (Merger of Bank Holding Companies)[1]

(*Name and location of head office*) intends to apply to the Federal Reserve Board for permission to (*form a bank holding company with respect to*) (*acquire a bank*,) (*acquire/merge with another bank holding company*,) (*name and location of head office*). We intend to acquire control of (*name of bank* (*and thrift, if any*) *and location of head office*). The Federal Reserve considers a number of factors in deciding whether to approve the application/notice including the record of performance of banks we own in helping to meet local credit needs.

You are invited to submit comments in writing on this application/notice to the Federal Reserve Bank of Kansas City, 925 Grand Blvd., Kansas City, MO 64198. The comment period will not end before (date must be no less than 30 days from date of notice) and may be somewhat longer. The Board's procedures for processing

applications/notices may be found at 12 C.F.R. Part 262. Procedures for processing protested applications/notices may be found at 12 C.F.R. 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the application/notice, contact James Hunter, Assistant Vice President, at (816) 881-2806. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application/notice if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

The applicant must publish notice of its proposal in the above prescribed form in newspapers of general circulation in the communities served by the head office of the applicant or its lead bank, and each bank to be directly or indirectly acquired. The notice must be published no earlier than 15 calendar days prior to the date the Reserve Bank receives the application and no later than 7 calendar days after the filing date. The notice appearing in a particular newspaper need be published only once, providing a period for public comment extending at least 30 days after the date of publication. A publisher's affidavit from each newspaper should be forwarded with the formal application or as soon as possible thereafter. An application cannot be considered informationally complete without the necessary affidavits.

The Federal Reserve must also publish notice of bank holding company proposals in the *Federal Register*, allowing for up to a 30-day comment period.[2] Applicants may submit a request, including the specific information shown above, to the Reserve Bank to arrange for this publication no earlier than 15 calendar days prior to the date the application is filed. Otherwise, the Reserve Bank will arrange for the publication upon receipt of the filing.

1. No publication is required for bank holding company formation notifications filed under section 225.17 of Regulation Y, involving corporate reorganizations. Return to text.
2. Although they are not published in local newspapers, certain proposals to engage in nonbank activities must be published in the *Federal Register*. This requirement is limited to non-expedited applications for nonbank activities. Return to text.

Notice of Application for (Merger of Banks) or (Purchase of Assets and Assumption of Liabilities of a Bank)

(*Name and location of head office*) intends to apply to the

Federal Reserve Board for permission to (*merge with*) (*purchase the assets and assume the liabilities of* (*a branch, located at [address]*), of) (*name and location of head office*). The Federal Reserve considers a number of factors in deciding whether to approve the application, including the record of performance of applicant banks in helping to meet local credit needs.

You are invited to submit comments in writing on this application to the Federal Reserve Bank of Kansas City, 925 Grand Blvd., Kansas City, MO 64198. The comment period will not end before (*date - must be no less than 30 days from date of first notice*). The Board's procedures for processing applications may be found at 12 C.F.R. Part 262. Procedures for processing protested applications may be found at 12 C.F.R. 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the application, contact James Hunter, Assistant Vice President, at (816) 881-2806. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

The applicant must publish notice of its proposal in the above prescribed form in newspapers of general circulation in the communities served by the head offices of the merging banks. The notice must be published at least three times on the same day of two consecutive weeks and no later than the last day of the comment period, which date must be at least 30 days after the first publication date. The application should be submitted to the Reserve Bank within 7 calendar days after the first publication.

A publisher's affidavit from each newspaper should be forwarded with the formal application or as soon as possible thereafter. An application cannot be considered informationally complete without the necessary affidavits.

Notice of Application to Establish a Branch of a State Member Bank

(*Name and location of head office*) intends to apply to the Federal Reserve Board for permission to establish a branch at (*location*). The Federal Reserve considers a number of factors in deciding whether to approve the application including the record of performance of applicant banks in

helping to meet local credit needs.

You are invited to submit comments in writing on this application to the Federal Reserve Bank of Kansas City, 925 Grand Blvd., Kansas City, MO 64198. The comment period will not end before (*date-must be no less than 15 days from date of notice*). The Board's procedures for processing applications may be found at 12 C.F.R. Part 262. Procedures for processing protested applications may be found at 12 C.F.R. 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the application, contact James Hunter, Assistant Vice President, at (816) 881-2806. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

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Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Filing Resources

Newspaper Notices

Federal Reserve Bank of Minneapolis

Change in Control
Bank Holding Company Formation/Expansion
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(*Name, city and state of each notificant*) intends to apply to the Federal Reserve Board for permission to (acquire/retain) (*10 percent or more/25 percent or more*) of the shares and thereby control of (*name of bank or bank holding company and location of head office*). ((*Banking holding company*) controls (*name and head office locations of subsidiary banks*).) The Federal Reserve considers a number of factors in deciding whether to approve the notice.

You are invited to submit comments in writing on this notice to the Federal Reserve Bank of Minneapolis, P.O. Box 291, Minneapolis, MN 55480-0291. The comment period will not end before (*insert date-must be no less than 20 days from date of notice*) and may be somewhat longer. The Board's procedures for processing applications may be found at 12 C.F.R. Part 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the notice, contact Richard M. Todd, Vice President, at (612) 204-5864. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the notice if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

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Notice of Application/Notice for (Formation of Bank Holding Company) or (Acquisition of a Bank by a Bank Holding Company) or (Merger of Bank Holding Companies)[1]

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You are invited to submit comments in writing on this application/notice to the Federal Reserve Bank of Minneapolis, P.O. Box 291, Minneapolis, MN 55480-0291. The comment period will not end before (date must be no less than 30 days from date of notice) and may be somewhat longer. The Board's procedures for processing

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Notice of Application for (Merger of Banks) or (Purchase of Assets and Assumption of Liabilities of a Bank)

(*Name and location of head office*) intends to apply to the

Federal Reserve Board for permission to (*merge with*) (*purchase the assets and assume the liabilities of* (*a branch, located at [address]*), of) (*name and location of head office*). The Federal Reserve considers a number of factors in deciding whether to approve the application, including the record of performance of applicant banks in helping to meet local credit needs.

You are invited to submit comments in writing on this application to the Federal Reserve Bank of Minneapolis, P.O. Box 291, Minneapolis, MN 55480-0291. The comment period will not end before (*date - must be no less than 30 days from date of first notice*). The Board's procedures for processing applications may be found at 12 C.F.R. Part 262. Procedures for processing protested applications may be found at 12 C.F.R. 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the application, contact Richard M. Todd, Vice President, at (612) 204-5864. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

The applicant must publish notice of its proposal in the above prescribed form in newspapers of general circulation in the communities served by the head offices of the merging banks. The notice must be published at least three times on the same day of two consecutive weeks and no later than the last day of the comment period, which date must be at least 30 days after the first publication date. The application should be submitted to the Reserve Bank within 7 calendar days after the first publication.

A publisher's affidavit from each newspaper should be forwarded with the formal application or as soon as possible thereafter. An application cannot be considered informationally complete without the necessary affidavits.

Notice of Application to Establish a Branch of a State Member Bank

(*Name and location of head office*) intends to apply to the Federal Reserve Board for permission to establish a branch at (*location*). The Federal Reserve considers a number of factors in deciding whether to approve the application including the record of performance of applicant banks in helping to meet local credit needs.

You are invited to submit comments in writing on this application to the Federal Reserve Bank of Minneapolis, P.O. Box 291, Minneapolis, MN 55480-0291. The comment period will not end before (*date-must be no less than 15 days from date of notice*). The Board's procedures for processing applications may be found at 12 C.F.R. Part 262. Procedures for processing protested applications may be found at 12 C.F.R. 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the application, contact Richard M. Todd, Vice President, at (612) 204-5864. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

The applicant must publish notice of its proposal in the above prescribed form in newspapers of general circulation in the communities served by the head office of the bank and the branch office to be established. The notice need be published only once, providing a period for public comment extending at least 15 days after the date of publication. The notice must be published no more than 7 calendar days before and no later than the calendar day on which the Reserve Bank receives the application.

A publisher's affidavit from each newspaper should be forwarded with the formal application or as soon as possible thereafter. An application cannot be considered informationally complete without the necessary affidavits.

Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Filing Resources

Newspaper Notices

Federal Reserve Bank of New York

Change in Control
Bank Holding Company Formation/Expansion
State Member Bank Merger
State Member Bank Domestic Branch

Notice of Change in Control of a State Member Bank or Bank Holding Company

(*Name, city and state of each notificant*) intends to apply to the Federal Reserve Board for permission to (acquire/retain) (*10 percent or more/25 percent or more*) of the shares and thereby control of (*name of bank or bank holding company and location of head office*). ((*Banking holding company*) controls (*name and head office locations of subsidiary banks*).) The Federal Reserve considers a number of factors in deciding whether to approve the notice.

You are invited to submit comments in writing on this notice to the Federal Reserve Bank of New York, Attention: Bank Applications and Analysis Department, 33 Liberty Street, New York, NY 10045. The comment period will not end before (*insert date-must be no less than 20 days from date of notice*) and may be somewhat longer. The Board's procedures for processing applications may be found at 12 C.F.R. Part 262.25. If you need more information about how to submit your comments on the notice or to obtain copies of relevant procedures, contact Ms. Lily Tham, Bank Supervision Officer, Bank Applications and Analysis Department, (212) 720-8120. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the notice if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

Acquiring parties must publish an announcement of their

proposed acquisition in the above prescribed form. The announcement may be published no earlier than 15 calendar days prior to the date the Reserve Bank receives the change in control notification and no later than 10 calendar days after the filing date. For a change in control of a bank holding company, the announcement must be published in a newspaper of general circulation in the community in which the head office of the company to be acquired is located, plus each community in which the head office of a bank subsidiary is located. For a change in control of a state member bank, the announcement must be published in the community in which the head office of the bank is located. The announcement need be published only once in each newspaper, providing a period for public comment extending at least 20 days after the publication date. A publisher's affidavit from each newspaper should be forwarded with the change in control notice or as soon thereafter as possible.

The Federal Reserve must also publish an announcement of the proposed acquisition in the *Federal Register*, allowing for a 15-day comment period. Acquirers may submit a request, including the specific information shown above, to the Reserve Bank to arrange for this publication no earlier than 15 calendar days prior to the date the change in control notification is filed. Otherwise, the Reserve Bank will arrange for the publication upon receipt of the filing.

Notice of Application/Notice for (Formation of Bank Holding Company) or (Acquisition of a Bank by a Bank Holding Company) or (Merger of Bank Holding Companies)[1]

(*Name and location of head office*) intends to apply to the Federal Reserve Board for permission to (*form a bank holding company with respect to*) (*acquire a bank*,) (*acquire/merge with another bank holding company*,) (*name and location of head office*). We intend to acquire control of (*name of bank* (*and thrift, if any*) *and location of head office*). The Federal Reserve considers a number of factors in deciding whether to approve the application/notice including the record of performance of banks we own in helping to meet local credit needs.

You are invited to submit comments in writing on this application/notice to the Federal Reserve Bank of New York, Attention: Bank Applications and Analysis Department, 33 Liberty Street, New York, NY 10045. The comment period will not end before (date must be no less

than 30 days from date of notice) and may be somewhat longer. The Board's procedures for processing applications/notices may be found at 12 C.F.R. Part 262. Procedures for processing protested applications/notices may be found at 12 C.F.R. 262.25. If you need more information about how to submit your comments on community affairs aspects of the application/notice or to obtain copies of relevant procedures contact Ms. Elizabeth Ann Rodriguez, Office of Regional and Community Affairs, (212) 720-5921; other questions, including those relating to general procedures, should be directed to Ms. Lily Tham, Bank Supervision Officer, Bank Applications and Analysis Department, (212) 720-8120. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application/notice if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

The applicant must publish notice of its proposal in the above prescribed form in newspapers of general circulation in the communities served by the head office of the applicant or its lead bank, and each bank to be directly or indirectly acquired. The notice must be published no earlier than 15 calendar days prior to the date the Reserve Bank receives the application and no later than 7 calendar days after the filing date. The notice appearing in a particular newspaper need be published only once, providing a period for public comment extending at least 30 days after the date of publication. A publisher's affidavit from each newspaper should be forwarded with the formal application or as soon as possible thereafter. An application cannot be considered informationally complete without the necessary affidavits.

The Federal Reserve must also publish notice of bank holding company proposals in the *Federal Register*, allowing for up to a 30-day comment period.[2] Applicants may submit a request, including the specific information shown above, to the Reserve Bank to arrange for this publication no earlier than 15 calendar days prior to the date the application is filed. Otherwise, the Reserve Bank will arrange for the publication upon receipt of the filing.

1. No publication is required for bank holding company formation notifications filed under section 225.17 of Regulation Y, involving corporate reorganizations. Return to text.
2. Although they are not published in local newspapers, certain proposals to engage in nonbank activities must be published in the *Federal Register*. This requirement is limited to non-expedited applications for nonbank activities.

Return to text.

Notice of Application for (Merger of Banks) or (Purchase of Assets and Assumption of Liabilities of a Bank)

(*Name and location of head office*) intends to apply to the Federal Reserve Board for permission to (*merge with*) (*purchase the assets and assume the liabilities of* (*a branch, located at [address]*), of) (*name and location of head office*). The Federal Reserve considers a number of factors in deciding whether to approve the application, including the record of performance of applicant banks in helping to meet local credit needs.

You are invited to submit comments in writing on this application to the Federal Reserve Bank of New York, Attention: Bank Applications and Analysis Department, 33 Liberty Street, New York, NY 10045. The comment period will not end before (*date - must be no less than 30 days from date of first notice*). The Board's procedures for processing applications may be found at 12 C.F.R. Part 262. Procedures for processing protested applications may be found at 12 C.F.R. 262.25. If you need more information about how to submit your comments on community affairs aspects of the application or to obtain copies of relevant procedures contact Ms. Elizabeth Ann Rodriguez, Office of Regional and Community Affairs, (212) 720-5921; other questions, including those relating to general procedures, should be directed to Ms. Lily Tham, Bank Supervision Officer, Bank Applications and Analysis Department, (212) 720-8120. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

The applicant must publish notice of its proposal in the above prescribed form in newspapers of general circulation in the communities served by the head offices of the merging banks. The notice must be published at least three times on the same day of two consecutive weeks and no later than the last day of the comment period, which date must be at least 30 days after the first publication date. The application should be submitted to the Reserve Bank within 7 calendar days after the first publication.

A publisher's affidavit from each newspaper should be

forwarded with the formal application or as soon as possible thereafter. An application cannot be considered informationally complete without the necessary affidavits.

Notice of Application to Establish a Branch of a State Member Bank

(*Name and location of head office*) intends to apply to the Federal Reserve Board for permission to establish a branch at (*location*). The Federal Reserve considers a number of factors in deciding whether to approve the application including the record of performance of applicant banks in helping to meet local credit needs.

You are invited to submit comments in writing on this application to the Federal Reserve Bank of New York, Attention: Bank Applications and Analysis Department, 33 Liberty Street, New York, NY 10045. The comment period will not end before (*date-must be no less than 15 days from date of notice*). The Board's procedures for processing applications may be found at 12 C.F.R. Part 262. Procedures for processing protested applications may be found at 12 C.F.R. 262.25. If you need more information about how to submit your comments on community affairs aspects of the application or to obtain copies of relevant procedures contact Ms. Elizabeth Ann Rodriguez, Office of Regional and Community Affairs, (212) 720-5921; other questions, including those relating to general procedures, should be directed to Ms. Lily Tham, Bank Supervision Officer, Bank Applications and Analysis Department, (212) 720-8120. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application if they are received in writing by the Reserve Bank on or before the last day of the comment period.

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The applicant must publish notice of its proposal in the above prescribed form in newspapers of general circulation in the communities served by the head office of the bank and the branch office to be established. The notice need be published only once, providing a period for public comment extending at least 15 days after the date of publication. The notice must be published no more than 7 calendar days before and no later than the calendar day on which the Reserve Bank receives the application.

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Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Filing Resources

Newspaper Notices

Federal Reserve Bank of Philadelphia

Change in Control
Bank Holding Company Formation/Expansion
State Member Bank Merger
State Member Bank Domestic Branch

Notice of Change in Control of a State Member Bank or Bank Holding Company

(*Name, city and state of each notificant*) intends to apply to the Federal Reserve Board for permission to (acquire/retain) (*10 percent or more/25 percent or more*) of the shares and thereby control of (*name of bank or bank holding company and location of head office*). ((*Banking holding company*) controls (*name and head office locations of subsidiary banks*).) The Federal Reserve considers a number of factors in deciding whether to approve the notice.

You are invited to submit comments in writing on this notice to Dede Myers at the Federal Reserve Bank of Philadelphia, Ten Independence Mall, Philadelphia, PA 19106. The comment period will not end before (*insert date-must be no less than 20 days from date of notice*) and may be somewhat longer. The Board's procedures for processing applications may be found at 12 C.F.R. Part 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the notice, contact Dede Myers, Vice President and Community Affairs Officer, at (215) 574-6482. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the notice if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

Acquiring parties must publish an announcement of their

proposed acquisition in the above prescribed form. The announcement may be published no earlier than 15 calendar days prior to the date the Reserve Bank receives the change in control notification and no later than 10 calendar days after the filing date. For a change in control of a bank holding company, the announcement must be published in a newspaper of general circulation in the community in which the head office of the company to be acquired is located, plus each community in which the head office of a bank subsidiary is located. For a change in control of a state member bank, the announcement must be published in the community in which the head office of the bank is located. The announcement need be published only once in each newspaper, providing a period for public comment extending at least 20 days after the publication date. A publisher's affidavit from each newspaper should be forwarded with the change in control notice or as soon thereafter as possible.

The Federal Reserve must also publish an announcement of the proposed acquisition in the *Federal Register*, allowing for a 15-day comment period. Acquirers may submit a request, including the specific information shown above, to the Reserve Bank to arrange for this publication no earlier than 15 calendar days prior to the date the change in control notification is filed. Otherwise, the Reserve Bank will arrange for the publication upon receipt of the filing.

Notice of Application/Notice for (Formation of Bank Holding Company) or (Acquisition of a Bank by a Bank Holding Company) or (Merger of Bank Holding Companies)[1]

(*Name and location of head office*) intends to apply to the Federal Reserve Board for permission to (*form a bank holding company with respect to*) (*acquire a bank*,) (*acquire/merge with another bank holding company*,) (*name and location of head office*). We intend to acquire control of (*name of bank* (*and thrift, if any*) *and location of head office*). The Federal Reserve considers a number of factors in deciding whether to approve the application/notice including the record of performance of banks we own in helping to meet local credit needs.

You are invited to submit comments in writing on this application/notice to Dede Myers at the Federal Reserve Bank of Philadelphia, Ten Independence Mall, Philadelphia, PA 19106. The comment period will not end before (date must be no less than 30 days from date of

notice) and may be somewhat longer. The Board's procedures for processing applications/notices may be found at 12 C.F.R. Part 262. Procedures for processing protested applications/notices may be found at 12 C.F.R. 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the application/notice, contact Dede Myers, Vice President and Community Affairs Officer, at (215) 574-6482. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application/notice if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

The applicant must publish notice of its proposal in the above prescribed form in newspapers of general circulation in the communities served by the head office of the applicant or its lead bank, and each bank to be directly or indirectly acquired. The notice must be published no earlier than 15 calendar days prior to the date the Reserve Bank receives the application and no later than 7 calendar days after the filing date. The notice appearing in a particular newspaper need be published only once, providing a period for public comment extending at least 30 days after the date of publication. A publisher's affidavit from each newspaper should be forwarded with the formal application or as soon as possible thereafter. An application cannot be considered informationally complete without the necessary affidavits.

The Federal Reserve must also publish notice of bank holding company proposals in the *Federal Register*, allowing for up to a 30-day comment period.[2] Applicants may submit a request, including the specific information shown above, to the Reserve Bank to arrange for this publication no earlier than 15 calendar days prior to the date the application is filed. Otherwise, the Reserve Bank will arrange for the publication upon receipt of the filing.

1. No publication is required for bank holding company formation notifications filed under section 225.17 of Regulation Y, involving corporate reorganizations. Return to text.
2. Although they are not published in local newspapers, certain proposals to engage in nonbank activities must be published in the *Federal Register*. This requirement is limited to non-expedited applications for nonbank activities. Return to text.

Notice of Application for (Merger of Banks) or (Purchase of Assets and Assumption of Liabilities

of a Bank)

(*Name and location of head office*) intends to apply to the Federal Reserve Board for permission to (*merge with*) (*purchase the assets and assume the liabilities of* (*a branch, located at [address]*), of) (*name and location of head office*). The Federal Reserve considers a number of factors in deciding whether to approve the application, including the record of performance of applicant banks in helping to meet local credit needs.

You are invited to submit comments in writing on this application to Dede Myers at the Federal Reserve Bank of Philadelphia, Ten Independence Mall, Philadelphia, PA 19106. The comment period will not end before (*date - must be no less than 30 days from date of first notice*). The Board's procedures for processing applications may be found at 12 C.F.R. Part 262. Procedures for processing protested applications may be found at 12 C.F.R. 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the application, contact Dede Myers, Vice President and Community Affairs Officer, at (215) 574-6482. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

The applicant must publish notice of its proposal in the above prescribed form in newspapers of general circulation in the communities served by the head offices of the merging banks. The notice must be published at least three times on the same day of two consecutive weeks and no later than the last day of the comment period, which date must be at least 30 days after the first publication date. The application should be submitted to the Reserve Bank within 7 calendar days after the first publication.

A publisher's affidavit from each newspaper should be forwarded with the formal application or as soon as possible thereafter. An application cannot be considered informationally complete without the necessary affidavits.

Notice of Application to Establish a Branch of a State Member Bank

(*Name and location of head office*) intends to apply to the

Federal Reserve Board for permission to establish a branch at (*location*). The Federal Reserve considers a number of factors in deciding whether to approve the application including the record of performance of applicant banks in helping to meet local credit needs.

You are invited to submit comments in writing on this application to Dede Myers at the Federal Reserve Bank of Philadelphia, Ten Independence Mall, Philadelphia, PA 19106. The comment period will not end before (*date-must be no less than 15 days from date of notice*). The Board's procedures for processing applications may be found at 12 C.F.R. Part 262. Procedures for processing protested applications may be found at 12 C.F.R. 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the application, contact Dede Myers, Vice President and Community Affairs Officer, at (215) 574-6482. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

The applicant must publish notice of its proposal in the above prescribed form in newspapers of general circulation in the communities served by the head office of the bank and the branch office to be established. The notice need be published only once, providing a period for public comment extending at least 15 days after the date of publication. The notice must be published no more than 7 calendar days before and no later than the calendar day on which the Reserve Bank receives the application.

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Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Filing Resources

Newspaper Notices

Federal Reserve Bank of Richmond

Change in Control
Bank Holding Company Formation/Expansion
State Member Bank Merger
State Member Bank Domestic Branch

Notice of Change in Control of a State Member Bank or Bank Holding Company

(*Name, city and state of each notificant*) intends to apply to the Federal Reserve Board for permission to (acquire/retain) (*10 percent or more/25 percent or more*) of the shares and thereby control of (*name of bank or bank holding company and location of head office*). ((*Banking holding company*) controls (*name and head office locations of subsidiary banks*).) The Federal Reserve considers a number of factors in deciding whether to approve the notice.

You are invited to submit comments in writing on this notice to the Federal Reserve Bank of Richmond, 701 East Byrd Street, Richmond, VA 23219. The comment period will not end before (*insert date-must be no less than 20 days from date of notice*) and may be somewhat longer. The Board's procedures for processing applications may be found at 12 C.F.R. Part 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the notice, contact A. Linwood Gill, III, Vice President, at (804) 697-8237. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the notice if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

Acquiring parties must publish an announcement of their proposed acquisition in the above prescribed form. The

announcement may be published no earlier than 15 calendar days prior to the date the Reserve Bank receives the change in control notification and no later than 10 calendar days after the filing date. For a change in control of a bank holding company, the announcement must be published in a newspaper of general circulation in the community in which the head office of the company to be acquired is located, plus each community in which the head office of a bank subsidiary is located. For a change in control of a state member bank, the announcement must be published in the community in which the head office of the bank is located. The announcement need be published only once in each newspaper, providing a period for public comment extending at least 20 days after the publication date. A publisher's affidavit from each newspaper should be forwarded with the change in control notice or as soon thereafter as possible.

The Federal Reserve must also publish an announcement of the proposed acquisition in the *Federal Register*, allowing for a 15-day comment period. Acquirers may submit a request, including the specific information shown above, to the Reserve Bank to arrange for this publication no earlier than 15 calendar days prior to the date the change in control notification is filed. Otherwise, the Reserve Bank will arrange for the publication upon receipt of the filing.

Notice of Application/Notice for (Formation of Bank Holding Company) or (Acquisition of a Bank by a Bank Holding Company) or (Merger of Bank Holding Companies)[1]

(*Name and location of head office*) intends to apply to the Federal Reserve Board for permission to (*form a bank holding company with respect to*) (*acquire a bank*,) (*acquire/merge with another bank holding company*,) (*name and location of head office*). We intend to acquire control of (*name of bank* (*and thrift, if any*) *and location of head office*). The Federal Reserve considers a number of factors in deciding whether to approve the application/notice including the record of performance of banks we own in helping to meet local credit needs.

You are invited to submit comments in writing on this application/notice to the Federal Reserve Bank of Richmond, 701 East Byrd Street, Richmond, VA 23219. The comment period will not end before (date must be no less than 30 days from date of notice) and may be somewhat longer. The Board's procedures for processing

applications/notices may be found at 12 C.F.R. Part 262. Procedures for processing protested applications/notices may be found at 12 C.F.R. 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the application/notice, contact A. Linwood Gill, III, Vice President, at (804) 697-8237. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application/notice if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

The applicant must publish notice of its proposal in the above prescribed form in newspapers of general circulation in the communities served by the head office of the applicant or its lead bank, and each bank to be directly or indirectly acquired. The notice must be published no earlier than 15 calendar days prior to the date the Reserve Bank receives the application and no later than 7 calendar days after the filing date. The notice appearing in a particular newspaper need be published only once, providing a period for public comment extending at least 30 days after the date of publication. A publisher's affidavit from each newspaper should be forwarded with the formal application or as soon as possible thereafter. An application cannot be considered informationally complete without the necessary affidavits.

The Federal Reserve must also publish notice of bank holding company proposals in the *Federal Register*, allowing for up to a 30-day comment period.[2] Applicants may submit a request, including the specific information shown above, to the Reserve Bank to arrange for this publication no earlier than 15 calendar days prior to the date the application is filed. Otherwise, the Reserve Bank will arrange for the publication upon receipt of the filing.

1. No publication is required for bank holding company formation notifications filed under section 225.17 of Regulation Y, involving corporate reorganizations. Return to text.
2. Although they are not published in local newspapers, certain proposals to engage in nonbank activities must be published in the *Federal Register*. This requirement is limited to non-expedited applications for nonbank activities. Return to text.

Notice of Application for (Merger of Banks) or (Purchase of Assets and Assumption of Liabilities of a Bank)

(*Name and location of head office*) intends to apply to the

Federal Reserve Board for permission to (*merge with*) (*purchase the assets and assume the liabilities of* (*a branch, located at [address]*), of) (*name and location of head office*). The Federal Reserve considers a number of factors in deciding whether to approve the application, including the record of performance of applicant banks in helping to meet local credit needs.

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The applicant must publish notice of its proposal in the above prescribed form in newspapers of general circulation in the communities served by the head offices of the merging banks. The notice must be published at least three times on the same day of two consecutive weeks and no later than the last day of the comment period, which date must be at least 30 days after the first publication date. The application should be submitted to the Reserve Bank within 7 calendar days after the first publication.

A publisher's affidavit from each newspaper should be forwarded with the formal application or as soon as possible thereafter. An application cannot be considered informationally complete without the necessary affidavits.

Notice of Application to Establish a Branch of a State Member Bank

(*Name and location of head office*) intends to apply to the Federal Reserve Board for permission to establish a branch at (*location*). The Federal Reserve considers a number of factors in deciding whether to approve the application including the record of performance of applicant banks in

helping to meet local credit needs.

You are invited to submit comments in writing on this application to the Federal Reserve Bank of Richmond, 701 East Byrd Street, Richmond, VA 23219. The comment period will not end before (*date-must be no less than 15 days from date of notice*). The Board's procedures for processing applications may be found at 12 C.F.R. Part 262. Procedures for processing protested applications may be found at 12 C.F.R. 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the application, contact A. Linwood Gill, III, Vice President, at (804) 697-8237. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application if they are received in writing by the Reserve Bank on or before the last day of the comment period.

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Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Filing Resources

Newspaper Notices

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State Member Bank Merger
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(*Name, city and state of each notificant*) intends to apply to the Federal Reserve Board for permission to (acquire/retain) (*10 percent or more/25 percent or more*) of the shares and thereby control of (*name of bank or bank holding company and location of head office*). ((*Banking holding company*) controls (*name and head office locations of subsidiary banks*).) The Federal Reserve considers a number of factors in deciding whether to approve the notice.

You are invited to submit comments in writing on this notice to the Federal Reserve Bank of San Francisco, P.O. Box 7702, San Francisco, CA 94120-7702. The comment period will not end before (*insert date-must be no less than 20 days from date of notice*) and may be somewhat longer. The Board's procedures for processing applications may be found at 12 C.F.R. Part 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the notice, contact Tracy Basinger, Director, at (415) 974-2920. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the notice if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

Acquiring parties must publish an announcement of their proposed acquisition in the above prescribed form. The announcement may be published no earlier than 15

calendar days prior to the date the Reserve Bank receives the change in control notification and no later than 10 calendar days after the filing date. For a change in control of a bank holding company, the announcement must be published in a newspaper of general circulation in the community in which the head office of the company to be acquired is located, plus each community in which the head office of a bank subsidiary is located. For a change in control of a state member bank, the announcement must be published in the community in which the head office of the bank is located. The announcement need be published only once in each newspaper, providing a period for public comment extending at least 20 days after the publication date. A publisher's affidavit from each newspaper should be forwarded with the change in control notice or as soon thereafter as possible.

The Federal Reserve must also publish an announcement of the proposed acquisition in the *Federal Register*, allowing for a 15-day comment period. Acquirers may submit a request, including the specific information shown above, to the Reserve Bank to arrange for this publication no earlier than 15 calendar days prior to the date the change in control notification is filed. Otherwise, the Reserve Bank will arrange for the publication upon receipt of the filing.

Notice of Application/Notice for (Formation of Bank Holding Company) or (Acquisition of a Bank by a Bank Holding Company) or (Merger of Bank Holding Companies)[1]

(*Name and location of head office*) intends to apply to the Federal Reserve Board for permission to (*form a bank holding company with respect to*) (*acquire a bank*,) (*acquire/merge with another bank holding company*,) (*name and location of head office*). We intend to acquire control of (*name of bank* (*and thrift, if any*) *and location of head office*). The Federal Reserve considers a number of factors in deciding whether to approve the application/notice including the record of performance of banks we own in helping to meet local credit needs.

You are invited to submit comments in writing on this application/notice to the Federal Reserve Bank of San Francisco, P.O. Box 7702, San Francisco, CA 94120-7702. The comment period will not end before (date must be no less than 30 days from date of notice) and may be somewhat longer. The Board's procedures for processing applications/notices may be found at 12 C.F.R. Part 262.

Procedures for processing protested applications/notices may be found at 12 C.F.R. 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the application/notice, contact Tracy Basinger, Director, at (415) 974-2920. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application/notice if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

The applicant must publish notice of its proposal in the above prescribed form in newspapers of general circulation in the communities served by the head office of the applicant or its lead bank, and each bank to be directly or indirectly acquired. The notice must be published no earlier than 15 calendar days prior to the date the Reserve Bank receives the application and no later than 7 calendar days after the filing date. The notice appearing in a particular newspaper need be published only once, providing a period for public comment extending at least 30 days after the date of publication. A publisher's affidavit from each newspaper should be forwarded with the formal application or as soon as possible thereafter. An application cannot be considered informationally complete without the necessary affidavits.

The Federal Reserve must also publish notice of bank holding company proposals in the *Federal Register*, allowing for up to a 30-day comment period.[2] Applicants may submit a request, including the specific information shown above, to the Reserve Bank to arrange for this publication no earlier than 15 calendar days prior to the date the application is filed. Otherwise, the Reserve Bank will arrange for the publication upon receipt of the filing.

1. No publication is required for bank holding company formation notifications filed under section 225.17 of Regulation Y, involving corporate reorganizations. Return to text.
2. Although they are not published in local newspapers, certain proposals to engage in nonbank activities must be published in the *Federal Register*. This requirement is limited to non-expedited applications for nonbank activities. Return to text.

Notice of Application for (Merger of Banks) or (Purchase of Assets and Assumption of Liabilities of a Bank)

(*Name and location of head office*) intends to apply to the Federal Reserve Board for permission to (*merge with*)

(*purchase the assets and assume the liabilities of* (*a branch, located at [address]*), of) (*name and location of head office*). The Federal Reserve considers a number of factors in deciding whether to approve the application, including the record of performance of applicant banks in helping to meet local credit needs.

You are invited to submit comments in writing on this application to the Federal Reserve Bank of San Francisco, P.O. Box 7702, San Francisco, CA 94120-7702. The comment period will not end before (*date - must be no less than 30 days from date of first notice*). The Board's procedures for processing applications may be found at 12 C.F.R. Part 262. Procedures for processing protested applications may be found at 12 C.F.R. 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the application, contact Tracy Basinger, Director, at (415) 974-2920. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

The applicant must publish notice of its proposal in the above prescribed form in newspapers of general circulation in the communities served by the head offices of the merging banks. The notice must be published at least three times on the same day of two consecutive weeks and no later than the last day of the comment period, which date must be at least 30 days after the first publication date. The application should be submitted to the Reserve Bank within 7 calendar days after the first publication.

A publisher's affidavit from each newspaper should be forwarded with the formal application or as soon as possible thereafter. An application cannot be considered informationally complete without the necessary affidavits.

Notice of Application to Establish a Branch of a State Member Bank

(*Name and location of head office*) intends to apply to the Federal Reserve Board for permission to establish a branch at (*location*). The Federal Reserve considers a number of factors in deciding whether to approve the application including the record of performance of applicant banks in helping to meet local credit needs.

You are invited to submit comments in writing on this application to the Federal Reserve Bank of San Francisco, P.O. Box 7702, San Francisco, CA 94120-7702. The comment period will not end before (*date-must be no less than 15 days from date of notice*). The Board's procedures for processing applications may be found at 12 C.F.R. Part 262. Procedures for processing protested applications may be found at 12 C.F.R. 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the application, contact Tracy Basinger, Director, at (415) 974-2920. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

The applicant must publish notice of its proposal in the above prescribed form in newspapers of general circulation in the communities served by the head office of the bank and the branch office to be established. The notice need be published only once, providing a period for public comment extending at least 15 days after the date of publication. The notice must be published no more than 7 calendar days before and no later than the calendar day on which the Reserve Bank receives the application.

A publisher's affidavit from each newspaper should be forwarded with the formal application or as soon as possible thereafter. An application cannot be considered informationally complete without the necessary affidavits.

The Federal Reserve Board

Application Filing Information

Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Filing Resources

Newspaper Notices

Federal Reserve Bank of St. Louis

Change in Control
Bank Holding Company Formation/Expansion
State Member Bank Merger
State Member Bank Domestic Branch

Notice of Change in Control of a State Member Bank or Bank Holding Company

(*Name, city and state of each notificant*) intends to apply to the Federal Reserve Board for permission to (acquire/retain) (*10 percent or more/25 percent or more*) of the shares and thereby control of (*name of bank or bank holding company and location of head office*). ((*Banking holding company*) controls (*name and head office locations of subsidiary banks*).) The Federal Reserve considers a number of factors in deciding whether to approve the notice.

You are invited to submit comments in writing on this notice to the Federal Reserve Bank of St. Louis, 411 Locust Street, St. Louis, MO 63102. The comment period will not end before (*insert date-must be no less than 20 days from date of notice*) and may be somewhat longer. The Board's procedures for processing applications may be found at 12 C.F.R. Part 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the notice, contact Glenda Wilson, Community Affairs Officer, at (314) 444-8317. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the notice if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

Acquiring parties must publish an announcement of their proposed acquisition in the above prescribed form. The

announcement may be published no earlier than 15 calendar days prior to the date the Reserve Bank receives the change in control notification and no later than 10 calendar days after the filing date. For a change in control of a bank holding company, the announcement must be published in a newspaper of general circulation in the community in which the head office of the company to be acquired is located, plus each community in which the head office of a bank subsidiary is located. For a change in control of a state member bank, the announcement must be published in the community in which the head office of the bank is located. The announcement need be published only once in each newspaper, providing a period for public comment extending at least 20 days after the publication date. A publisher's affidavit from each newspaper should be forwarded with the change in control notice or as soon thereafter as possible.

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(*Name and location of head office*) intends to apply to the Federal Reserve Board for permission to (*form a bank holding company with respect to*) (*acquire a bank*,) (*acquire/merge with another bank holding company*,) (*name and location of head office*). We intend to acquire control of (*name of bank* (*and thrift, if any*) *and location of head office*). The Federal Reserve considers a number of factors in deciding whether to approve the application/notice including the record of performance of banks we own in helping to meet local credit needs.

You are invited to submit comments in writing on this application/notice to the Federal Reserve Bank of St. Louis, 411 Locust Street, St. Louis, MO 63102. The comment period will not end before (date must be no less than 30 days from date of notice) and may be somewhat longer. The Board's procedures for processing

applications/notices may be found at 12 C.F.R. Part 262. Procedures for processing protested applications/notices may be found at 12 C.F.R. 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the application/notice, contact Glenda Wilson, Community Affairs Officer, at (314) 444-8317. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application/notice if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

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The Federal Reserve must also publish notice of bank holding company proposals in the *Federal Register*, allowing for up to a 30-day comment period.[2] Applicants may submit a request, including the specific information shown above, to the Reserve Bank to arrange for this publication no earlier than 15 calendar days prior to the date the application is filed. Otherwise, the Reserve Bank will arrange for the publication upon receipt of the filing.

1. No publication is required for bank holding company formation notifications filed under section 225.17 of Regulation Y, involving corporate reorganizations. Return to text.
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Notice of Application for (Merger of Banks) or (Purchase of Assets and Assumption of Liabilities of a Bank)

(*Name and location of head office*) intends to apply to the

Federal Reserve Board for permission to (*merge with*) (*purchase the assets and assume the liabilities of* (*a branch, located at [address]*), of) (*name and location of head office*). The Federal Reserve considers a number of factors in deciding whether to approve the application, including the record of performance of applicant banks in helping to meet local credit needs.

You are invited to submit comments in writing on this application to the Federal Reserve Bank of St. Louis, 411 Locust Street, St. Louis, MO 63102. The comment period will not end before (*date - must be no less than 30 days from date of first notice*). The Board's procedures for processing applications may be found at 12 C.F.R. Part 262. Procedures for processing protested applications may be found at 12 C.F.R. 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the application, contact Glenda Wilson, Community Affairs Officer, at (314) 444-8317. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application if they are received in writing by the Reserve Bank on or before the last day of the comment period.

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A publisher's affidavit from each newspaper should be forwarded with the formal application or as soon as possible thereafter. An application cannot be considered informationally complete without the necessary affidavits.

Notice of Application to Establish a Branch of a State Member Bank

(*Name and location of head office*) intends to apply to the Federal Reserve Board for permission to establish a branch at (*location*). The Federal Reserve considers a number of factors in deciding whether to approve the application including the record of performance of applicant banks in

helping to meet local credit needs.

You are invited to submit comments in writing on this application to the Federal Reserve Bank of St. Louis, 411 Locust Street, St. Louis, MO 63102. The comment period will not end before (*date-must be no less than 15 days from date of notice*). The Board's procedures for processing applications may be found at 12 C.F.R. Part 262. Procedures for processing protested applications may be found at 12 C.F.R. 262.25. To obtain a copy of the Federal Reserve Board's procedures, or if you need more information about how to submit your comments on the application, contact Glenda Wilson, Community Affairs Officer, at (314) 444-8317. The Federal Reserve will consider your comments and any request for a public meeting or formal hearing on the application if they are received in writing by the Reserve Bank on or before the last day of the comment period.

Instructions

The applicant must publish notice of its proposal in the above prescribed form in newspapers of general circulation in the communities served by the head office of the bank and the branch office to be established. The notice need be published only once, providing a period for public comment extending at least 15 days after the date of publication. The notice must be published no more than 7 calendar days before and no later than the calendar day on which the Reserve Bank receives the application.

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The Federal Reserve Board

Application Filing Information

Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

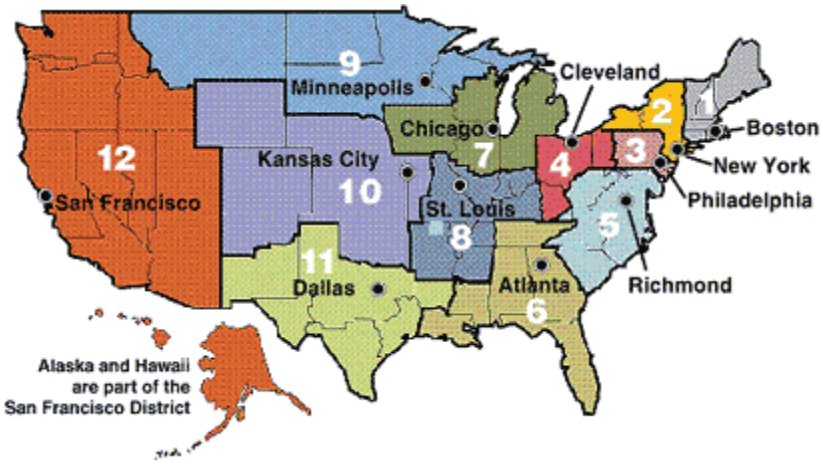
Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Filing Resources

Banking Market Information

Banking market information is used in connection with applications to evaluate the effects of proposals on competition in local banking markets. Select a District to obtain local banking market information.



Atlanta	Cleveland	Minneapolis	Richmond
Boston	Dallas	New York	San Francisco
Chicago	Kansas City	Philadelphia	St. Louis

Chicago
For banking market information regarding the 7th District, please contact Betsy Dale, (312) 322-5783, at the Federal Reserve Bank of Chicago.

Cleveland
For banking market information regarding the 4th District, please contact Janet Meany, (216) 579-2031, at the Federal Reserve Bank of Cleveland.

The Federal Reserve Board

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- Bank Holding Company
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Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Filing Processing Stages

The processing stages for filings submitted to the Federal Reserve System are presented in the following flow chart. The description of each stage can be obtained by clicking on the stage's name in the flow chart.

Receipt

Filings normally are submitted to the responsible Reserve Bank. Receipt is defined as the date on which a filing is first physically received by the Federal Reserve. Filings submitted after normal business hours shall be considered received on the following business day.

Acknowledgement

Acknowledgement is defined as the date that the filer is notified by phone or in writing that a filing satisfies the minimum informational requirements of the relevant statutes. Additional information may be needed to complete the record before the Federal Reserve acts on the proposal.

Additional Information

The Federal Reserve may request additional information by phone or in writing from a filer at any time before final action is taken. The information generally is needed to complete an analysis of the statutory factors related to a filing.

Final Action

The Board of Governors can approve or deny any filing. The Board also may delegate a filing to the Reserve Bank, the Secretary of the Board, or the Board's Director of Banking Supervision and Regulation, as appropriate. The

action taken under such delegated authority is generally limited to an approval action. The time frame in which a final action can be taken is discussed under the specific filing types. When a final action is taken, the Federal Reserve generally notifies a filer by phone or in writing.

Pre-Consummation Events

After the Federal Reserve has acted on a filing, but prior to the consummation of the proposal, events may arise whereby significant changes may be needed with respect to an approved proposal, or an extension of time may be needed in which to consummate a transaction. Under these circumstances, the filer should advise the Federal Reserve immediately.

Consummation

Consummation occurs on the date that the filer completes the transaction(s) approved by the Federal Reserve. The filer may be required to submit information to the Federal Reserve within a certain period of time after consummation. If so, the filer would be notified prior to consummation, typically in the approval letter or order.

Return

The Federal Reserve returns filings that do not meet the minimum informational requirements of all relevant statutes.

Withdrawn

To withdraw a filing, a filer may submit a letter to the Federal Reserve at any time before a final action is taken.

The Federal Reserve Board

Application Filing Information

Application Filing Information

Types of Filings
- Bank Holding Company
- State Member Bank
- International Organization

Filing Resources
- Forms
- Reserve Bank Contacts
- Newspaper Notices
- Banking Market Information

Filing Processing Stages

Community Reinvestment Act (CRA) and the Applications Process

References
- Regulations
- Legal Resources

Banking Information on Reserve Bank Web Sites

Printing All Application Filing Information

Community Reinvestment Act (CRA) and the Applications Process

Evaluation by the Federal Reserve System of CRA and other Consumer Issues in Conjunction with an Application

The Opportunity for Public Input
Submitting a Comment on an Application
Related Links

When the Federal Reserve System (FRS) accepts an application for which a financial institution's CRA record must be taken into consideration, the institution's most recent CRA performance evaluation and rating is a particularly important and often a controlling factor in the consideration of an institution's record of meeting the credit needs of its community because it represents a detailed, on-site evaluation of that institution by its federal supervisory agency. A financial institution’s record of CRA performance may be the basis for denying or conditioning approval of an application.

In evaluating an application, FRS staff determine whether depository institutions affiliated with the applicant and target in the proposed transaction have satisfactory or better consumer compliance and CRA ratings. FRS staff conduct independent reviews of CRA and compliance performance when the financial institution(s) involved in an application have less than satisfactory CRA or compliance ratings or when the FRS receives comments or protests from interested parties on CRA or compliance grounds.

Although applications are evaluated on a case-by-case basis, FRS staff commonly analyze and review the following information in conjunction with the institutions' CRA performance:

- CRA and compliance examination reports;
- CRA record of lending to small businesses and

small farms as well as Home Mortgage Disclosure Act (HMDA) data reported by the financial institution;
- Recent actions taken to improve CRA and/or compliance performance weaknesses;
- Enforcement actions, and/or any identified fair lending referrals or investigations pending by the Department of Justice, Department of Housing and Urban Development, or Federal Trade Commission;
- Comments submitted by interested parties and the financial institution's response to those comments; and,
- Any additional information FRS staff has requested from the applicant that is considered necessary to complete the record or to address concerns raised by the public.

Following completion of the record, FRS staff review all the relevant information received in connection with the application. This review focuses on the financial institution's CRA record of lending in low- and moderate-income (LMI) areas and to LMI applicants within the financial institution's assessment areas. Although an applicant's lending in its entire assessment area is generally reviewed, FRS staff members will typically focus their scrutiny on issues raised in public comments received in connection with the application. HMDA data may also be reviewed to shed additional light on an institution's lending to LMI and minority areas and individuals. Specifically, an institution's home mortgage lending is compared with the overall aggregate lending within a specific geographic area. FRS staff evaluate additional factors that may influence an institution's lending in a particular area, including, but not limited to, the lending products offered by the institution, demographic characteristics of a geographic area, and competition within the institution's market. The FRS acts on an application based on the financial institution's CRA and compliance record as a whole, and in light of public comments received in connection with an application.

The Opportunity for Public Input

An important aspect of the applications process is the opportunity for the public to comment in writing on any or all of the factors the FRS must consider in evaluating an application--including the applicant's CRA performance. In some instances, public comments provide insight to a financial institution's CRA performance. Written comments received from the public, which may express

either support for or opposition to the application, are reviewed by FRS staff, sent to the applicant financial institution, and included as part of the public record that the FRS carefully examines in the evaluation of an application.

Submitting a Comment on an Application

Public comments may be submitted in connection with an application currently under review by the FRS. Comments need not be submitted in any particular format; however, they should be supported with facts about the applicant's performance and should be as specific as possible in explaining the basis for the comment. The FRS maintains a list (H.2A) of applications and notices that have been filed or will be filed shortly with the FRS under the Bank Holding Company Act or the Change in Bank Control Act. The list briefly describes the proposal, identifies the Reserve Bank that is processing the proposal, and lists the date for the expiration of the *Federal Register* comment period. Public comments can be sent to the appropriate Federal Reserve Bank identified in the list, or to the Federal Reserve Board. Contact information and addresses are provided at the end of the listing.

Related Links

Federal Financial Institutions Examination Council (FFIEC) web site

The FFIEC is a formal interagency body empowered to prescribe uniform principles, standards, and report forms for the federal examination of financial institutions by the Board of Governors of the Federal Reserve System, the Federal Deposit Insurance Corporation (FDIC), the National Credit Union Administration (NCUA), the Office of the Comptroller of the Currency (OCC), and the Office of Thrift Supervision (OTS) and to make recommendations to promote uniformity in the supervision of financial institutions.

Additional HMDA and CRA related information, such as CRA Ratings and HMDA and CRA data for a particular institution, can be accessed at the FFIEC web site.

CRA

- CRA Information and Data
- CRA Questions and Answers (Q&A's)--Guidance on the interpretation of the CRA
- CRA Ratings--This web site also provides links to

banking supervisory agencies' CRA public evaluations.
- Regulation BB implementing the Community Reinvestment Act

HMDA

- Census Data
- HMDA Information and Data

Financial Institution Structure and History

- National Information Center (NIC)--Includes financial institution organizational, financial and historical info