

Board of Governors of the Federal Reserve System



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

(See General Instructions for filing frequency requirements)

This Report is required by law: 12 U.S.C. 324, 602, 625, and 1844(c).

The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, a collection of information unless it displays a currently valid OMB control number.

The Financial Statements of Foreign Subsidiaries of U.S. Banking Organizations (USBO) are to be prepared in accordance with the instructions provided by the Federal Reserve System.

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

Date of Report:

December 31, 2011

Month / Date / Year (SUBS 9999)

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

Legal Name of the Parent USBO (TEXT 9010)

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

Printed Name of Officer (SUBS C490)

City (TEXT 9130)

State (TEXT 9200)

Zip Code (TEXT 9220)

Title of Officer (SUBS C491)

Signature of Officer

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

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

| | |
|------|--|
| SUBC | |
| J444 | |

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

Name / Title (TEXT 8901)

To be completed for the December report only.

Indicate whether the subsidiary(s) meets the annual or quarterly filing criteria for December (Enter "1" for annual; enter "2" for quarterly).....

| | |
|------|--|
| SUBC | |
| 6909 | |

Area Code / Phone Number (TEXT 8902)

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

FAX Number (TEXT 9116)

For Federal Reserve Bank Use Only

Parent RSSD ID _____

SUB RSSD ID _____

C.I. _____

E-mail Address of Contact (TEXT 4086)

Detailed Listing of Subsidiaries

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

| Name(s) of Foreign Subsidiary | Mailing Address | Subsidiary RSSD ID |
|-------------------------------|-----------------|--------------------|
|-------------------------------|-----------------|--------------------|

| | | |
|---|--|--------------------------|
| <p>1. _____ Legal Name of Foreign Subsidiary</p> | <p>_____ Street / PO Box</p> <p>_____ City Country</p> | <p>_____ RSSD ID</p> |
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Note: If there are more than 10 submissions, attach additional pages.

Financial Statements of Foreign Subsidiaries of U.S. Banking Organizations

| | |
|-----------------------------------|-------|
| For Federal Reserve Bank Use Only | |
| PARENT RSSD ID | _____ |
| SUB RSSD ID | _____ |
| C.I. | _____ |

Legal Name of Foreign Subsidiary (TEXT 9012)

(Mailing Address of Foreign Subsidiary) Street / P.O. Box (TEXT 9013)

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

City (TEXT 9024)

Country (TEXT 9005)

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

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

MEMORANDA

| | Dollar Amounts in Thousands | | | | |
|---|-----------------------------|-----|-----|------|-----------|
| | SUBI | Bil | Mil | Thou | |
| <i>Memorandum item 1 is to be completed by nonbank subsidiaries that are required to complete Schedule BS-A, Memorandum items 1.b and 1.c.</i> | | | | | |
| 1. Noncash income from negative amortization on closed-end loans secured by 1–4 family residential properties (included in Schedule IS, item 1.a)..... | F228 | | | | M.1. |
| <i>Memorandum item 2 is to be completed by subsidiaries that have elected to account for financial instruments or servicing assets and liabilities at fair value under a fair value option.</i> | | | | | |
| 2. Net change in fair values of financial instruments accounted for under a fair value option (included in items 5.a.(3), 5.a.(6), 5.a.(10) and 5.b above) | J980 | | | | M.2. 3/11 |

Schedule IS-A—Changes in Equity Capital

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

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

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

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

Schedule BS—Balance Sheet

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

Schedule BS—Continued

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

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

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| For Federal Reserve Bank Use Only | |
| C.I. | <input type="checkbox"/> |

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

MEMORANDA

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

Schedule BS-A—Loans and Lease Financing Receivables
(exclude balances with related institutions)

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

MEMORANDA

| | Dollar Amounts in Thousands | | | | |
|---|-----------------------------|-----|-----|------|--------|
| | SUBC | Bil | Mil | Thou | |
| 1. Closed-end loans with negative amortization features secured by 1–4 family residential properties: | | | | | |
| <i>Memorandum item 1.a is to be completed by all nonbank subsidiaries</i> | | | | | |
| a. Total carrying amount of closed-end loans with negative amortization features secured by 1–4 family residential properties (included in Schedule BS-A, item 1)..... | F230 | | | | M.1.a. |
| <i>Memoranda items 1.b and 1.c are to be completed by nonbank subsidiaries that had closed-end loans with negative amortization features secured by 1–4 family residential properties (included in Schedule BS-A, item 1) as of December 31, 2010, in excess of 5 percent of total loans and leases, net of unearned income (as reported in Schedule BS-A, item 6)</i> | | | | | |
| b. Total maximum remaining amount of negative amortization contractually permitted on closed-end loans secured by 1–4 family residential properties..... | F231 | | | | M.1.b. |
| c. Total amount of negative amortization on closed-end loans secured by 1–4 family residential properties included in the carrying amount reported in Memorandum item 1.a above..... | F232 | | | | M.1.c. |

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

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

Notes to the Financial Statements

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

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

Example

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

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

Notes to the Financial Statements

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

Board of Governors of the Federal Reserve System



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

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

This Report is required by law: 12 U.S.C. 324, 602, 625, and 1844(c).

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

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

Date of Report:

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Signature of Officer

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

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

| | |
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| SUBC | |
| J444 | |

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

Name / Title (TEXT 8901)

Area Code / Phone Number (TEXT 8902)

FAX Number (TEXT 9116)

E-mail Address of Contact (TEXT 4086)

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

For Federal Reserve Bank Use Only

Parent RSSD ID _____

SUB RSSD ID _____

C.I. _____

Detailed Listing of Subsidiaries

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| | | |
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| 2. _____ Legal Name of Foreign Subsidiary | _____ Street / PO Box _____ City Country | _____ RSSD ID |
| 3. _____ Legal Name of Foreign Subsidiary | _____ Street / PO Box _____ City Country | _____ RSSD ID |
| 4. _____ Legal Name of Foreign Subsidiary | _____ Street / PO Box _____ City Country | _____ RSSD ID |
| 5. _____ Legal Name of Foreign Subsidiary | _____ Street / PO Box _____ City Country | _____ RSSD ID |
| 6. _____ Legal Name of Foreign Subsidiary | _____ Street / PO Box _____ City Country | _____ RSSD ID |
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| C.I. | _____ |

Abbreviated Financial Statements of Foreign Subsidiaries of U.S. Banking Organizations

Legal Name of Foreign Subsidiary (TEXT 9012)

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

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

City (TEXT 9024)

Country (TEXT 9005)

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