Board of Governors of the Federal Reserve System



Parent Company Only Financial Statements for Small Bank Holding Companies—FR Y-9SP

Report at the close of business as of the last calendar day of June and December

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

This report form is to be filed by the parent company of small bank holding companies. For purposes of this report, small bank holding companies are bank holding companies that have total consolidated assets of less than \$500 million, except bank holding companies

that meet certain criteria to file the Consolidated Financial Statements for Bank Holding Companies (FR Y-9C). When such bank holding companies are tiered bank holding companies, separate reports are also to be filed by each of the subsidiary bank holding companies. 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.

NOTE: The Parent Company Only Financial Statements for Small Bank Holding Companies must be signed and attested by the Chief Financial Officer (CFO) of the reporting bank holding company (or by the individual performing this equivalent function).

I, the undersigned CFO (or equivalent) of the named bank holding company, attest that the Parent Company Only Financial Statements for Small Bank Holding Companies 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:

June 30, 2011

Month / Date / Year (BHSP 9999)

Printed Name of Chief Financial Officer (or Equivalent) (BHSP C490)	Legal Title of Bank Holdin	ng Company (TEXT 9010)	
Signature of Chief Financial Officer (or Equivalent)	(Mailing Address of the Ba	ank Holding Company) Street / F	2.O. Box (TEXT 9110)
Date of Signature (MM/DD/CCYY)(BHSX J196)	City (TEXT 9130)	State (TEXT 9200)	Zip Code (TEXT 9220)

Bank holding companies must maintain in their files a manually signed and attested printout of the data submitted.

For Federal Reserve Bank Use	e Only	
RSSD ID		
C.I.		S.F

Person to whom questions about this report should be directed:

Name / Title (BHSX 8901)
Area Code / Phone Number (BHSX 8902)
FAX Number (BHSX 9116)

E-mail Address of Contact (BHSX 4086)

Public reporting burden for this information collection is estimated to vary from 1.5 to 8 hours per response, with an average of 5.40 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Comments regarding this burden estimate or any other aspect of this information collection, including suggestions for reducing the burden, may be sent to Secretary, Board of Governors of the Federal Reserve System, Washington, D.C. 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100–0128), Washington, D.C. 20503.

For Federal Reserve Bank Use Only				
RSSD Number				
C.I.		S.F		

Name of Bank Holding Company

Parent Company Only Financial Statements for Small Bank Holding Companies

The Income Statement is to be reported on a calendar year-to-date basis in thousands of dollars.

Schedule SI—Income Statement

Dollar Amounts in Thousand	s BHSP	Mil	Thou
1. Income from bank subsidiary(s):			
a. Dividends	0508		
b. Other income	2111		
2. Income from nonbank subsidiary(s):			
a. Dividends	0523		
b. Other income	0530		
3. Income from subsidiary bank holding company(s):1			
a. Dividends	0206		
b. Other income	4000		
4. Other income	0447		
5. TOTAL OPERATING INCOME (Sum of items 1, 2, 3, and 4)			
6. Interest expense			
7. Other expenses	1		
8. TOTAL OPERATING EXPENSE (Sum of items 6 and 7)			
Income (loss) before income taxes and before undistributed income of subsidiary(s)	-		
(item 5 minus item 8)	4250		
Applicable income taxes (benefits) (estimated) (See instructions)	I		
Income (loss) before undistributed income of subsidiary(s) (item 9 minus item 10)			
Equity in undistributed income (loss) of subsidiary(s): (See instructions)			
a. Bank subsidiary(s)	3156		
b. Nonbank subsidiary(s)			
c. Subsidiary bank holding company(s) ¹			
3. Net income (loss) (Sum of items 11 and 12)			
MEMORANDA			
1. Cash dividends (or non-taxable distributions) declared by the bank holding company to its			
shareholders	3158		
2. Does the reporting bank holding company have a Subchapter S election in effect for federal inco	me tax	BHSP	
purposes for the current tax year? (Enter "1" for yes; enter "0" for no)		A530	
3. Interest expense paid to special-purpose subsidiaries that issued trust preferred securities	BHSP	Mil	Thou
(included in item 7 above)	C254		
(110,000 111,001 1 0,000)			
flemorandum item 4 is to be completed by bank holding companies that have elected to			
account for financial instruments or servicing assets and liabilities at fair value under a fair related to the countries of			
4. Net change in fair values of financial instruments accounted for under a fair value option	J980		
4. Net thange in fair values of financial instruments accounted for under a fair value option			

^{1.} This item is to be reported only by those holding companies that have subsidiary bank holding companies.

Schedule SC—Balance Sheet

				Mil	Thou
			5993		
		- 1	0010		
		- 1	0390		
3					
2122					
0.400					
	losses				
			2723		
			3239		
		1	3238		
		1	3148		
		ı	0088		
		- 1			
		- 1			
` '			0000		
e complete	a only by				
		ı	0201		
• .	• . ,	1			
		1			
			2170		
			2309		1
		1	2724		1
		- 1	3151		1
			3166		1
		- 1	3167		1
			3605		1
		- 1	3621		1
		Ī	3283		1
		- 1	3230		1
		- 1	3247		1
					1
			3210		1
	ncing rece 2122 3123 a and lease (s)e complete ding comp 1	ncing receivables do 2122 3123 n and lease losses (s)	3123	0010 0390	0010 0390

^{1.} This item is to be reported only by lower-tier parent bank holding companies.

^{2.} 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.

^{3.} Includes treasury stock and unearned Employee Stock Ownership Plan shares.

Schedule SC—Continued

MEMORANDA (to be completed annually only by top-tier and single-tier bank holding companies for the December 31 report date)

	BHSP	
Has the bank holding company engaged in a full-scope independent external audit at any time during the calender year (Enter "1" for yes, enter "0" for no)	C884	M.1
2. If response to Memorandum item 1 is yes, indicate below the name and address of the bank holding company's independent external auditing firm (see instructions), and the name and e-mail address of the auditing firm's engagement partner. ⁴		M.2
a b b (1) Name of External Auditing Firm (TEXT C703) (1) Name of Engagement Partner (TEXT content to the content of the content to t	C704)	
(2) City (TEXT C708) (2) E-mail Address (TEXT C705)		
(3) State Abbrev. (TEXT C714) (4) Zip Code (TEXT C715)		
Memoranda items 3.a and 3.b are to be completed by bank holding companies that have elected to account for financial instruments or servicing assets and liabilities at fair value under a fair value option.	Thou	
3. Financial assets and liabilities measured at fair value: a. Total assets		M.3.a. M.3.b.

^{4.} The Federal Reserve regards information submitted in response to Memorandum item 2.b. as confidential.

Schedule SC-M—Memoranda

Items 1 through 13 are to be completed by all bank holding companies filing the FR Y-9SP report.

	Dollar Amounts in Thous			Thou	
	tal consolidated assets of the bank holding company		9		M.1.
	ank holding company (parent company only) borrowings not held by financial institution(s) o		.	T	
	siders (including directors) and their interests (included in balance sheet items 10 or 11 abo	ve) 3152	2		M.2.
	easury stock (report only if the amount exceeds 5% of equity capital) included in item 16.e	315	2	T	
	ove		,		M.3.
	mount of nonvoting equity capital, including related surplus (included in balance sheet items		2		
	i.a., 16.b., 16.c., and 16.d.)		۷		M.4.
	tal loans from parent bank holding company and nonbank subsidiary(s) to insiders	315	<u> </u>	T	
•	xcluding directors) and their interests		_		M.5.
	edged securities		_		M.6.
	Fair value of securities classified as available-for-sale (included in item 2 of the balance sh	,)		M.7.a.
b.	Amortized cost of securities classified as held-to-maturity (included in item 2 of the balance		7	Т	
	sheet)	851	<u> </u>		M.7.b.
8. a.	Total off-balance-sheet activities conducted either directly or through a nonbank	F07	4	T	
	subsidiary	F07	+		M.8.a.
b.	Total debt and equity securities (other than trust perferred securities) outstanding that are	F07	<u> </u>	T	
	registered with the Securities and Exchange Commission	F07:)		M.8.b.
	alances held by the subsidiary bank(s) due from nonbank subsidiaries of the parent bank			T	
	lding company		5		M.9.
	alances held by the subsidiary bank(s) due to nonbank subsidiaries of the parent bank holdi	-	_ 1		
	mpany	679	<u> </u>		M.10.
	her assets (only report amounts that exceed 25 percent of balance sheet, line item 7):				
a.	Accounts receivable				M.11.a
b.	Income taxes receivable		_		M.11.b
C.	Premises and fixed assets				M.11.c
d.	Net deferred tax assets		_		M.11.d
e.	Cash surrender value of life insurance policies	C00	9		M.11.e
	TEXT				
	8520	8520	<u> </u>	T	
f.		0320	,		M.11.f.
	TEXT 8521	852 ⁻	ı	T	
g.		032	I		M.11.g
	TEXT 8522	050	.	T	
h.		8522	2		M.11.h
	ther liabilities (only report amounts that exceed 25 percent of balance sheet, line item 13):	206	.	T	
	Accounts payable	3060	-		M.12.a
	Income taxes payable		_		M.12.b
	Dividends payable				M.12.c
d.	Net deferred tax liabilities	3049	9		M.12.d
	TEVT				
_	TEXT	952	2		N440
e.	8523	8523	'		M.12.e
	TEXT 9524	050	1	T	
f.	8524	8524	*		M.12.f.
	TEXT	0.50	-	T	
g.	8525	852	P		M.12.g
_	otes payable to special-purpose subsidiaries that issued trust preferred securities (included				

Schedule SC-M—Continued

14.	. Have all changes in investments and activities been reported to the Federal Reserve on the Bank
	Holding Company Report of Changes in Organizational Structure (FR Y-10)? This item must be
	completed only by the top-tier bank holding company (and single-tier bank holding companies).
	The top-tier bank holding company must not leave blank or enter "N/A." Lower-tier bank holding
	companies should report "N/A." The top-tier bank holding company must enter "1" for yes or
	for no changes to report; or enter "0" for no. If the answer to this question is no, complete
	the FR Y-10.

BHSP M.14.

TEXT

Name of bank holding company official verifying FR Y–10 reporting Area Code and Phone Number (TEXT 9009) (Please type or print name)

Dollar	Amounts in Thousands	BHSP	Mil	Thou	
Memoranda items 15 and 16 should only be completed by tiered bank ho	Iding companies:				
15. Short-term borrowings included in balance sheet item 14.b:					
a. From parent bank holding company		3524			M.15
b. From subsidiary bank holding company		3526			M.15
16. Long-term borrowings included in balance sheet item 14.b:					
a. From parent bank holding company		3525			M.16.
b. From subsidiary bank holding company		3527			M.16.
Memorandum Item 17 is to be completed only by the top-tier bank holdir (and single-tier bank holding companies) for its consolidated nonbank a 17. a. Total combined nonbank assets of nonbank subsidiaries	nd thrift subsidiaries:	4778			M.17.
b. Total combined loans and leases of nonbank subsidiaries		C427			M.17.
c. Total aggregate operating revenue of nonbank subsidiaries		C428			M.17.
d. Combined thrift assets included in 17.a		2792			M.17.
	NUMBER (UNROUNDED)				
e. Number of nonbank subsidiaries included in 17.a					M.17
f. Number of thrift subsidiaries included in 17.d	2796				M.17.

The following two questions (items 18 and 19) will be used to determine if the reporting bank holding company must complete the Consolidated Bank Holding Company Report of Equity Investments in Nonfinancial Companies (FR Y-12). In most cases, these questions are only applicable to the top-tier BHC (and single-tier BHC). See the line item instructions for further details.

18. Does the bank holding company hold, either directly or indirectly through a subsidiary or affiliate, any nonfinancial equity investments (see instructions for definition) within a Small Business Investment Company (SBIC) structure, or under section 4(c)(6) or 4(c)(7) of the Bank Holding Company Act, or pursuant to the merchant banking authority of section 4(k)4(H) of the Bank Holding Company Act, or pursuant to the investment authority granted by Regulation K? (Enter "1" for yes; enter "0" for no)......

BHSP	
C161	M.18

If the answer to item 18 is no, your organization does not need to complete the FR Y–12. Skip item 19 and proceed to items 20.a. and 20.b., below. If the answer to item 18 is yes, proceed to item 19.

19. Do your aggregate nonfinancial equity investments (see instructions for definition) equal or exceed (on an acquisition cost basis) 10 percent of the BHC's total capital as of the report date? (Enter "1" for yes; enter "0" for no)

BHSP	
C159	M 19

If the answer to **both** item 18 and item 19 is yes, your organization must complete the FR Y–12. Skip items 20.a. and 20.b., and proceed to item 21 below.

If the answer to **either** item 18 or item 19 is no, your organization does not need to complete the FR Y–12. Proceed to items 20.a. and 20.b. below.

Schedule SC-M—Continued

Items 20.a. and 20.b. are to be completed by all bank holding companies that are not requred to file the FR Y-12.

20. a.	Has the bank holding company sold or otherwise liquidated its holding of any nonfinancial equity	BHSP		
	investment since the previous reporting period? (Enter "1" for yes; enter "0" for no)	C700		M.20.a.
b.	Does the bank holding company manage any nonfinancial equity investments for the benefit of others?			
	(Enter "1" for yes: enter "0" for no)	C701	.	M.20.b.

Memoranda items 21 and 22 are to be completed only by top-tier bank holding companies (and single-tier bank holding companies) who have made an effective election to become a financial holding company. See the line item instructions for further details.

notating company, occ the fine item instructions for further details.				
21. Net assets of broker-dealer subsidiaries engaged in underwriting or dealing securities	BHSP	Mil	Thou	
pursuant to Section 4(k)(4)(E) of the Bank Holding Company Act as amended by the				
Gramm-Leach-Bliley Act	C252			M.21.
22. Net assets of subsidiaries engaged in insurance or reinsurance underwriting pursuant to Section				
4(k)(4)(B) of the Bank Holding Company Act as amended by the Gramm-Leach-Bliley Act	C253			M.22.

Memorandum item 23 is to be completed by all bank holding companies who have participated in the U.S. Department of Treasury Capital Purchase Program.

in the o.o. bepartment of freadily outstart arenase fregram.					
23. Issuances associated with the U.S. Department of Treasury Capital Purchase Program: BHSP Mil Thou					
a. Senior perpetual preferred stock or similar items	23.a.				
b. Warrants to purchase common stock or similar items	23.b.				

Notes to the Parent Company Only Financial Statements

Enter in the lines provided below any additional information on specific line items on the financial statements that the bank holding company wishes to explain, that has been separately disclosed in the bank holding company's quarterly reports to its shareholders, in its press releases, or on its quarterly reports to the Securities and Exchange Commission (SEC).

Also include any transactions which previously would have appeared as footnotes to the Balance Sheet and Income Statement. Each additional piece of information disclosed should include the appropriate reference to schedule 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 parent bank holding company has guaranteed a new loan for its leveraged Employee Stock Ownership Plan (ESOP) for \$50 thousand and that amount has increased the parent company's long-term unsecured debt by a material amount. Enter on the line item below the following information:

TEXT		BHSP	Bil	Mil	Thou
0000	Balance Sheet, item 11, New loan to holding company's ESOP				
	guaranteed by bank holding company parent				
					50

Notes to the Financial Statements

	TEXT	Dollar Amount in Thousands	BHSP	Bil	Mil	Thou]
1.		Outstanding issuances of perpetual preferred stock associated with the U.S.					
		Department of Treasury Community Development Capital Initiative (CDCI) program					
		included in Schedule SC, item 16.a, Perpetual preferred stock including related					
		surplus (for Subchapter S corporations, outstanding issuances of subordinated					
		debt securities associated with CDCI included in Schedule SC, item 11, Long-term					
		borrowings)					1.
			K141				
2.	8527						
			8527				2.
3.	8528						
			8528				3.
4.	8529						
			8529				4.
5.	8530						
			8530				5.