

Board of Governors of the Federal Reserve System



Financial Statements of U.S. Nonbank Subsidiaries Held by Foreign Banking Organizations—FR Y-7N

This Report is required by law: Section 5(c) of the Bank Holding Company Act (12 U.S.C. § 1844); Section 7 and 13(a) of the International Banking Act of 1978 (12 U.S.C. §§ 3106 and 3108 (a)); Section 25 of the FRA (12 U.S.C. §§ 601-604(a)); Section 25A of the FRA (12 U.S.C. §§ 611-631); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)).

The Financial Statements of U.S. Nonbank Subsidiaries Held by Foreign Banking Organizations are to be prepared in accordance with the instructions provided by the Federal Reserve System. 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 Financial Statements of U.S. Nonbank Subsidiaries Held by Foreign Banking Organizations must be signed by an authorized officer of the foreign banking organization.

Date of Report: **September 30, 2017**

Month / Day / Year (FNBK 9999)

I, the undersigned officer of the foreign banking organization attest that the FR Y-7N 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.

Printed Name of Officer (FNBT C490)

Legal Name of Foreign Banking Organization (TEXT 9010)

Title of Officer (FNBT C491)

City (TEXT 9130)

Country (TEXT 9005)

Signature of Officer

Date of Signature (MM/DD/YYYY) (FNBT J196)

Number of reports attested to under this signature ..

| | |
|------|--|
| FNBK | |
| J444 | |

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

To be completed for the December report only.

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

| | |
|------|--|
| FNBK | |
| 6909 | |

Name / Title (TEXT 8901)

Area Code / Phone Number (TEXT 8902)

Area Code / 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

FBO RSSD ID _____
SUB RSSD ID _____
C.I. _____

Detailed Listing of Subsidiaries

Foreign banking organizations must provide the information requested below for each nonbank subsidiary included in this submission. This page must be attached to page 1 and placed in the foreign banking organization's file and should not be submitted to the Reserve Bank.

| Name(s) of Nonbank Subsidiary | Mailing Address | Subsidiary RSSD ID |
|---|--|--------------------|
| 1. _____ Legal Name of Nonbank Subsidiary | _____ Street / PO Box _____ City State Zip Code | _____ RSSD ID |
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| 4. _____ Legal Name of Nonbank Subsidiary | _____ Street / PO Box _____ City State Zip Code | _____ RSSD ID |
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| 10. _____ Legal Name of Nonbank Subsidiary | _____ Street / PO Box _____ City State Zip Code | _____ RSSD ID |

Note: If there are more than 10 submissions, attach additional pages.

Legal Name of Nonbank Subsidiary (TEXT 9012)

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

If the name of the nonbank subsidiary has changed since the previous FR Y-7N was filed with the Federal Reserve, indicate the former name of the company.
(TEXT 9023)

City (TEXT 9024)

State (TEXT 9026)

Zip Code (TEXT 9027)

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

| | Dollar Amounts in Thousands | FNBK | Amount | |
|--|-----------------------------|------|--------|----------|
| 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(ies) | 3147 | | | 11. |
| 12. Net income (loss) (sum of items 8, 10, and 11 minus item 9) | 4340 | | | 12. |

Memorandum

| | Dollar Amounts in Thousands | FNBK | Amount | |
|---|-----------------------------|------|--------|------|
| <i>Memorandum item 1 is to be completed by nonbank subsidiaries that have elected to account for financial instruments or servicing assets and liabilities at fair value under a fair value option.</i> | | | | |
| 1. 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.1. |

Schedule IS-A—Changes in Equity Capital

| | Dollar Amounts in Thousands | FNBK | Amount | |
|---|-----------------------------|------|--------|----|
| 1. Equity capital most recently reported for the end of previous calendar year (i.e., after adjustments from amended Income Statements) | 3217 | | | 1. |
| | FNBT | | | |
| 2. Net income (loss) (must equal Income Statement, item 12) | 4340 | | | 2. |
| | FNBK | | | |
| 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 | FNBK | Amount | |
|---|-----------------------------|------|--------|----|
| 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. |
| | FNBT | | | |
| 4. Provision for loan and lease losses (must equal Schedule IS, item 4) | 4230 | | | 4. |
| | FNBK | | | |
| 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 | FNBK | Amount | |
|---|-----------------------------|------|--------|------|
| 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 | FNBK | Amount | |
|---|-----------------------------|------|--------|-------|
| 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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C.I. _____

| | Dollar Amounts in Thousands | FNBK | Amount | |
|---|-----------------------------|------|--------|-------|
| 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 | FNBK | Amount | |
|--|-----------------------------|------|--------|--------|
| <i>Memoranda items 1.a. and 1.b. are to be completed by nonbank 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 | FNBK | Amount | |
|--|-----------------------------|------|--------|------|
| 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) | | FNBT | | |
| (must equal Schedule BS, item 3.a)..... | | 2122 | | 6. |
| 7. Past due and nonaccrual loans and leases: | | FNBK | | |
| 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. |

Schedule BS-M—Memoranda

| | Dollar Amounts in Thousands | FNBK | Amount | |
|---|-----------------------------|------|--------|------------|
| 1. Loans to non-U.S. addressees..... | | 1722 | | 1. |
| 2. Assets held in trading accounts (excluding trading balances with related organizations): | | | | |
| a. Securities of U.S. government and its agencies..... | | 5468 | | 2.a. |
| b. Securities of all foreign governments and official institutions..... | | 5469 | | 2.b. |
| c. Equity securities..... | | 5470 | | 2.c. |
| d. Corporate bonds, notes and debentures..... | | 5477 | | 2.d. |
| e. Revaluation gains on interest rate, foreign exchange rate, and other commodity and equity contracts..... | | A210 | | 2.e. |
| f. Loans..... | | G208 | | 2.f. |
| (1) Loans that are past due 90 days or more: | | | | |
| (a) Fair value..... | | F639 | | 2.f.(1)(a) |
| (b) Unpaid principal balance..... | | F640 | | 2.f.(1)(b) |
| g. Other (including commercial paper)..... | | 5478 | | 2.g. |
| 3. Other assets: | | | | |
| a. Accrued interest receivable..... | | B556 | | 3.a. |
| b. Prepaid expenses..... | | A022 | | 3.b. |
| c. Net deferred tax assets..... | | A023 | | 3.c. |
| d. Accounts receivable..... | | A024 | | 3.d. |
| e. Intangible assets..... | | 2143 | | 3.e. |
| 4. Balances due from related institutions, gross: | | | | |
| a. Balances due from related institutions located in the United States, gross..... | | C382 | | 4.a. |
| b. Balances due from related institutions located outside the United States, gross..... | | C383 | | 4.b. |
| 5. Commercial paper issued..... | | 2309 | | 5. |
| 6. Other liabilities: | | | | |
| a. Expenses accrued and unpaid..... | | A025 | | 6.a. |
| b. Net deferred tax liabilities..... | | A026 | | 6.b. |
| c. Accounts payable..... | | A027 | | 6.c. |
| 7. Balances due to related institutions, gross: | | | | |
| a. Balances due to related institutions located in the United States, gross..... | | C384 | | 7.a. |
| b. Balances due to related institutions located outside the United States, gross..... | | C385 | | 7.b. |

Notes to the Financial Statements

Enter in the lines provided below any additional information on specific line items on the financial statements that the foreign 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 foreign 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:

| FNBT | | FNBK | Amount |
|------|---|------|--------|
| 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

| | FNBT | Dollar Amounts in Thousands | FNBK | Amount | |
|-----|------|-----------------------------|------|--------|-----|
| 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 U.S. Nonbank Subsidiaries Held by Foreign Banking Organizations—FR Y-7NS

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

This Report is required by law: Section 5(c) of the Bank Holding Company Act (12 U.S.C. § 1844); Section 7 and 13(a) of the International Banking Act of 1978 (12 U.S.C. §§ 3106 and 3108 (a)); Section 25 of the FRA (12 U.S.C. §§ 601-604(a)); Section 25A of the FRA (12 U.S.C. §§ 611-631); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)).

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

Date of Report: _____
Month / Day / Year (FNBK 9999)

I, the undersigned officer of the foreign banking organization attest that the FR Y-7NS 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.

Printed Name of Officer (FNBT C490)

Legal Name of Foreign Banking Organization (TEXT 9010)

Title of Officer (FNBT C491)

City (TEXT 9130)

Country (TEXT 9005)

Signature of Officer

Date of Signature (MM/DD/YYYY) (FNBT J196)

Number of reports attested to under this signature ...

| | |
|------|--|
| FNBK | |
| J444 | |

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

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

Name / Title (TEXT 8901)

Area Code / Phone Number (TEXT 8902)

Area Code / FAX Number (TEXT 9116)

E-mail Address of Contact (TEXT 4086)

For Federal Reserve Bank Use Only

FBO RSSD ID _____
SUB RSSD ID _____
C.I. _____

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|---|--|--------------------|
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| 2. _____ Legal Name of Nonbank Subsidiary | _____ Street / PO Box _____ City State Zip Code | _____ RSSD ID |
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| 4. _____ Legal Name of Nonbank Subsidiary | _____ Street / PO Box _____ City State Zip Code | _____ RSSD ID |
| 5. _____ Legal Name of Nonbank Subsidiary | _____ Street / PO Box _____ City State Zip Code | _____ RSSD ID |
| 6. _____ Legal Name of Nonbank Subsidiary | _____ Street / PO Box _____ City State Zip Code | _____ RSSD ID |
| 7. _____ Legal Name of Nonbank Subsidiary | _____ Street / PO Box _____ City State Zip Code | _____ RSSD ID |
| 8. _____ Legal Name of Nonbank Subsidiary | _____ Street / PO Box _____ City State Zip Code | _____ RSSD ID |
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Note: If there are more than 10 submissions, attach additional pages.

Abbreviated Financial Statements

Legal Name of Nonbank Subsidiary (TEXT 9012)_____
(Mailing Address of Nonbank Subsidiary) Street / PO Box (TEXT 9013)_____
If the name of the nonbank subsidiary has changed since the previous FR Y-7NS
was filed with the Federal Reserve, indicate the former name of the company.
(TEXT 9023)_____
City (TEXT 9024)_____
State (TEXT 9026)_____
Zip Code (TEXT 9027)

Dollar Amounts in Thousands

| | FNBK | Amount | |
|--|------|--------|----|
| 1. Net income | 4340 | | 1. |
| 2. Total assets | 2170 | | 2. |
| 3. Equity capital | 3210 | | 3. |
| 4. Total off-balance-sheet items | 2013 | | 4. |

5. Has the nonbank 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).....

| | | | |
|-------|------|--|----|
| 0=No | FNBK | | |
| 1=Yes | F822 | | 5. |