

**Supporting Statement for the  
Transfer Agent Registration and Amendment Form  
(FR TA-1; OMB No. 7100-0099)**

**Summary**

The Board of Governors of the Federal Reserve System, under delegated authority from the Office of Management and Budget (OMB), proposes to extend for three years, without revision, the uniform interagency Transfer Agent Registration and Amendment Form (FR TA-1; OMB No. 7100-0099).

The Securities Exchange Act of 1934 (the “Act”) requires any person acting as a transfer agent to register as such and to amend registration information when it changes. State member banks and their subsidiaries, bank holding companies, and certain nondeposit trust company subsidiaries of bank holding companies register with the Federal Reserve System by submitting Form TA-1. The information collected is available to the public upon request and includes the company name, all business addresses, and several questions about the registrant’s proposed activities as a transfer agent. The Federal Reserve uses the information to act upon registration applications and to aid in performing its supervisory duties. Similar data are not available from any other source. The Federal Reserve expects to receive sixteen registrations and amendments per year, for an annual burden of eight hours. A copy of the current reporting form and instructions is attached.

**Background and Justification**

By the late 1960s, the volume of paper-intensive securities transactions was overwhelming brokers and transfer agents, causing errors and delays in handling investor assets. Partly as a result of this problem, the Congress, in the Securities Acts Amendments of 1975, required that transfer agents register with their appropriate regulatory agency. Section 17A(c) of the Securities Exchange Act of 1934, as amended in 1975, requires all transfer agents for securities registered under section 12 of the Act to register “by filing with the appropriate regulatory agency . . . an application for registration in such form and containing such information and documents . . . as such appropriate regulatory agency may prescribe as necessary or appropriate in furtherance of the purposes of this section.” In general, this requires registration if a security is listed and traded on a national securities exchange and if the issuer has total assets in excess of \$10 million as of the end of the fiscal year and a class of equity security held of record by 500 or more persons. The Federal Reserve’s Regulation H (section 208.31(a) and Regulation Y (section 225.4(d)) implement the provisions of the Act.

To accomplish the registration of transfer agents, Form TA-1 was developed in 1975 as an interagency effort by the Securities and Exchange Commission (SEC) and the federal bank regulatory agencies, namely the Board of Governors of the Federal Reserve System, the Office of the Comptroller of the Currency (OCC), and the Federal Deposit Insurance Corporation (FDIC). The Federal Reserve Board primarily uses the data collected on Form TA-1 to determine whether an application for registration should be approved, denied, accelerated or postponed. The Federal Reserve uses the data in connection with its supervisory responsibilities.

The SEC maintains registration data to aid in its statutory mandate to develop rules and standards applicable to all registered transfer agents.

### **Description of Information Collected**

Currently, ninety-two transfer agents are registered with the Federal Reserve, the majority of which are state member banks. To register, registrants must submit an original and two copies of Form TA-1 to their appropriate regulatory agency. In addition to the corporate name and all business addresses, registrants also report their Financial Industry Number Standard (FINS) number and three items detailing their transfer agent activities. The Federal Reserve processes the data manually, reviewing each form for completeness and accuracy, and may contact registrants directly to verify data. The Federal Reserve notifies registrants of their registration status by letter and sends them copies of transfer agent rules and regulations. The Federal Reserve forwards copies of completed registration forms and notification letters to the SEC and to the appropriate Reserve Bank. Except in unusual circumstances, there is no communication with registrants who merely file amendments to Form TA-1.

Transfer agents may voluntarily deregister by submitting either a letter or the SEC's Form TA-W to the Federal Reserve. If the Federal Reserve finds that a registrant has ceased doing business as a transfer agent, it may initiate deregistration of the transfer agent.

### **Time Schedule for Information Collection**

Pursuant to the Act, registrants use Form TA-1 to register as a transfer agent prior to performing transfer agent functions (examples of which are found in the General Instructions) and to amend registration information as necessary. Registration becomes effective forty-five days after receipt of an acceptable Form TA-1, unless the Federal Reserve takes action to accelerate, postpone, or deny registration as provided in Regulation H, section 208.31(a). Registered transfer agents must file amendments within sixty days of the date on which the information reported in previous filings has become inaccurate, incomplete, or misleading as set forth in Regulation H, section 208.31(a).

### **Legal Status**

The Federal Reserve Board's Legal Division has determined that the FR TA-1 is mandatory and that its collection by the Federal Reserve, the FDIC, and the OCC is authorized by sections 17A(c), 17(a), and 23(a) of the Act, as amended (15 U.S.C. §§ 78q-1(c)(1) and (2), 78q(a)(3), and 78w(a)(1)). Additionally, the Federal Reserve's Regulation H (section 208.31(a)) and Regulation Y (section 225.4(d)) implement the provisions of the Act. The registrations are public filings and are not considered confidential.

## Consultation Outside the Agency

Staff members of the SEC and the federal bank regulatory agencies jointly developed the reporting form and will continue to collaborate on any future revisions.

## Estimate of Respondent Burden

The current annual reporting burden of Form TA-1, including initial registration and subsequent amendments, is estimated to be eight hours. Because the forms are event-generated, it is not possible to predict exactly how many forms will be filed in a given year. The burden estimate shown in the table below is based on the average number of responses received during the past three years. The total annual burden of this report represents less than 1 percent of total Federal Reserve System annual reporting burden.

FR TA-1	<i>Number Of respondents</i>	<i>Annual frequency</i>	<i>Estimated average hours per response</i>	<i>Estimated total annual burden hours</i>
Registrations	5	1	1.25	6
Amendments	11	1	10 minutes	2
Total	16			8

Based on an hourly rate of \$20, the annual cost to the public is estimated to be \$160.

## Sensitive Questions

This collection of information contains no questions of a sensitive nature, as defined by OMB guidelines.

## Cost to the Federal Reserve System

The annual cost to the Federal Reserve System for printing, mailing and processing Form TA -1 is negligible.