

REPORT CONTENT

CONTENT OF OPEN SECTION

REQUIRED HEADING

In order:

Mandatory

COVER PAGE

(Separate page required.)

Mandatory

TABLE OF CONTENTS

(Separate page required.)

Mandatory

SCOPE

(Combined or separate page.)

Comment on examination depth, scope, and procedures performed for each area of review, including any specialty areas.

Mandatory

MATTERS REQUIRING BOARD ATTENTION AND EXAMINATION CONCLUSIONS AND COMMENTS

(Combined with Scope or separate.)

Provide all supervisory ratings assigned during the examination and for the two previous examinations, any significant supervisory concerns, and general conclusions. Include any specialty or target examination ratings assigned or other assessments, including findings from other on-site visits during the recent Federal Reserve examination cycle.

Optional*

COMPLIANCE WITH ENFORCEMENT ACTIONS

Order of following at examiner discretion:

Mandatory

MANAGEMENT / ADMINISTRATION AND RISK MANAGEMENT

(Separate section required.)

Management and the board of directors are evaluated against all factors necessary to operate the institution in a safe and sound manner and their ability to identify, measure, monitor, and control the risks of the institution's activities. Consideration is given to the level and quality of oversight and support provided by management and the board; compliance with regulations and statutes; the ability to plan for and respond to risks that may arise from changing business conditions or initiation of a new product or service; the accuracy, timeliness, and effectiveness of management information and risk-monitoring systems; the adequacy of and compliance with internal policies and controls; the adequacy of audit and internal control systems; the responsiveness to recommendations from

auditors and supervisory authorities; the reasonableness of compensation policies and avoidance of self-dealing; a demonstrated understanding and willingness to serve the legitimate banking needs of the community; management depth and succession; the extent that management is affected by or susceptible to dominant influence or concentration of authority; and the overall performance of the institution and its risk profile. See SR 95-51 (SUP) for specific guidance on rating the adequacy of risk management processes and internal controls. Provide the risk management rating and discussion of risk factors and the adequacy of risk management associated with risk levels and risk trends. The impact of specialty examination areas on relevant risk areas should be incorporated. For example, the impact of any information technology concerns on operational and other relevant risks should be discussed, as well as the impact on legal or other risks of any findings with respect to fiduciary activities or compliance concerns.

If applicable, the management and risk management analysis, rating, and conclusion for the bank holding company should be included in this section.

Optional

RISK ASSESSMENT MATRIX

A risk assessment matrix may be included either in Management/Administration and Risk Management section or in the Examination Conclusions and Comments section, as appropriate.

Risk Assessment Matrix (Sample)

Type of Risk	Inherent Risk	Adequacy of Risk Management	Composite Risk	Trend
Credit	Moderate	Weak	Moderate	Increasing
Market	Low	Weak	Low	Stable
Liquidity	High	Strong	Moderate	Decreasing
Operational	Low	Acceptable	Low	Stable
Legal	Low	Acceptable	Low	Stable
Reputational	Low	Acceptable	Low	Stable

Mandatory

ANALYSIS OF FINANCIAL FACTORS

(Separate section required.)

Include all analysis and conclusions for each financial component in this section using subheadings to depict ratings and analysis of individual components and other topics of discussion. The order is optional; however, the more significant issues should be addressed up front. In addition to the CAELS components listed below, BOPEC component analysis should be written in this section, if applicable.

Capital Adequacy - Capital adequacy should be evaluated in relation to supervisory guidelines, the nature and extent of risks to the organization, and the ability of management to address these risks; consideration is given to the level and quality of capital and overall financial condition of the bank; the nature, trend, and volume of problem assets and the adequacy of the allowance for loan losses and other valuation reserves; risk exposures, presented by off-balance sheet activities; quality and strength of earnings; balance sheet composition, including the nature and amount of intangible assets, market risk, concentration risk, and nontraditional activity risk; growth experiences, plans, and prospects; reasonableness of dividends; access to capital markets and other appropriate sources of financial assistance; and ability of management to address emerging needs for additional capital.

Asset Quality - Asset quality should be evaluated in relation to the level, distribution, severity, and trend of problem, classified, delinquent, nonaccrual, nonperforming, and restructured assets, both on- and off-balance sheet; the adequacy of the allowance for loan and lease losses and other valuation reserves; demonstrated ability to identify, administer and collect problem assets; the diversification and quality of loan and investment portfolios; adequacy of loan and investment policies, procedures, and practices; extent of securities underwriting activities and exposure to counterparties in trading activities; credit risk arising from or reduced by off-balance sheet transactions; asset concentrations; volume and nature of documentation exceptions; effectiveness of credit administration procedures, underwriting standards, risk identification practices, controls, and management information systems.

Earnings - Quality and quantity of earnings should be evaluated in relation to the ability to provide for adequate capital through retained earnings; level, trend, and stability of earnings; level of expenses in relation to operations; vulnerability of earnings to market risk exposures; adequacy of provisions to the allowance for loan and lease losses and other valuation reserves; reliance on unusual or nonrecurring gains or losses; the impact of extraordinary items, securities transactions, and tax effects on net income; and adequacy of budgeting systems, forecasting processes, and management information systems.

Liquidity - Liquidity and asset/liability management should be evaluated in relation to the trend and stability of deposits; the degree and reliance on short-term volatile sources of funds, including any undue reliance on borrowings or brokered deposits to fund longer term assets; availability of assets readily

convertible to cash without undue loss; availability to securitize and sell certain pools of assets; access to money markets and other sources of funding; the adequacy of liquidity sources and ability to meet liquidity needs; the effectiveness of liquidity policies and practices, funds management strategies, management information systems, and contingency funding plans; capability of management to properly identify, measure, monitor, and control liquidity; and the level of diversification of funding sources, both on- and off-balance sheet.

Sensitivity to Market Risk - *Sensitivity to market risk reflects: the degree to which changes in interest rates, foreign exchange rates, commodity prices, or equity prices can adversely affect earnings or the economic value of capital; the ability of management to identify, measure, monitor, and control exposures to market risk given the bank's size, complexity, and risk profile; the nature and complexity of interest rate risk exposure arising from nontrading positions; and, where appropriate, the nature and complexity of interest rate risk arising from trading and foreign operations.*

Other optional and mandatory pages/sections:

Note: "" indicates optional pages that are mandatory if circumstances relevant to the page apply*

Optional *

INFORMATION TECHNOLOGY ASSESSMENT

Mandatory if an Information Technology (URSIT) rating is assigned (refer to SR 00-3 for details) or if significant supervisory concerns exist. Information technology activities should be evaluated based upon the nature and extent of information technology risks including management processes, architecture, integrity, security and availability. Supporting rationale for composite and/or component IT ratings should be included. Note whether a list of technical exceptions was provided to management. Conclusions should also be reflected in Analysis of Financial Factors and/or Management/Administration and Risk Management section of the report, as appropriate, and any significant supervisory concerns should be reflected in the Matters Requiring Board Attention and Examination Conclusions section.

Optional*

FIDUCIARY ACTIVITIES ASSESSMENT

Mandatory if a Trust (UITRS) or transfer agent rating is assigned during the most recent Federal Reserve examination cycle or if significant supervisory concerns exist in these areas. Fiduciary activities should be evaluated relative to management's oversight of fiduciary activities and the nature and extent of risk to the institution represented by the fiduciary

activities or business lines evaluated. Management's ability to assess the risk of fiduciary products and services offered, including new products, should be evaluated. Note whether a list of technical exceptions was provided to management. Supporting rationale for any ratings assigned should be included. Conclusions should also be reflected in Analysis of Financial Factors and/or Management/Administration and Risk Management section of the report, as appropriate, and any significant supervisory concerns should be reflected in the Matters Requiring Board Attention and Examination Conclusions and Comments section.

Mandatory

SUMMARY OF ITEMS SUBJECT TO ADVERSE CLASSIFICATION / SUMMARY OF ITEMS LISTED AS SPECIAL MENTION

Optional

LOANS AND LEASE-FINANCING RECEIVABLES/PAST-DUE AND NONACCRUAL LOANS AND LEASES

Optional*

ITEMS SUBJECT TO ADVERSE CLASSIFICATION

A full loan write-up is mandatory for all significant or material classified assets if (1) management disagrees with the disposition accorded by the examiner; or (2) the institution will be rated composite 3, 4, or 5. (See SR Letter 99-24 (SUP) for further information.)

Optional*

ITEMS LISTED FOR SPECIAL MENTION

A full loan write-up is mandatory for all significant or material criticized assets if (1) management disagrees with the disposition accorded by the examiner; or (2) the institution will be rated composite 3, 4, or 5. (See SR Letter 99-24 (SUP) for further information.)

Optional*

ASSETS WITH CREDIT-DATA OR COLLATERAL-DOCUMENTATION EXCEPTIONS

Mandatory if information needed for loan line sheets is not available or reliable due to materially deficient loan administration systems and processes, particularly with respect to loan and collateral documentation and collateral values. (See SR Letter 99-25 (SUP) for further information.)

Optional*

CONCENTRATIONS

Discussion of issues regarding significant concentrations of assets and liabilities, including the effectiveness of the internal policies, systems, and controls that an institution uses to identify, monitor and manage the risk associated with concentrations, and alternatives or plans for reducing concentrations.

Optional*	VIOLATIONS OF LAWS AND REGULATIONS
Optional	OTHER MATTERS <i>Discussion of issues or other matters of significance not covered elsewhere.</i>
Mandatory	COMPARATIVE STATEMENT OF FINANCIAL CONDITION <i>At examiner discretion may alternatively be included in an appendix to the report or in the confidential section.</i>
Mandatory	COMPARATIVE STATEMENT OF INCOME <i>At examiner discretion may alternatively be included in an appendix to the report or in the confidential section.</i>
Optional*	CAPITAL CALCULATIONS <i>Mandatory if: (i) the bank has a financial subsidiary within the meaning of the Gramm-Leach Bliley Act; or (ii) there is a change in the capital category as a result of the examination; or (iii) the ratios supporting the capital category in the examination are not derived from the bank's call report as of the same date. Exception (iii) could occur if the examination ratios were calculated at a date other than a quarter end, or, if calculated at quarter-end, the numbers were adjusted/changed from those filed in the call report.</i>
Optional	OTHER FINANCIAL PAGES <i>At examiner discretion may alternatively be included in an appendix to the report or in the confidential section.</i>
 <i>Last:</i>	
Mandatory	SIGNATURE OF DIRECTORS <i>(Separate page required.)</i>

**CONTENT OF
CONFIDENTIAL
SECTION**

REQUIRED HEADING

Order of following at examiner discretion:

Mandatory	DIRECTORS AND OFFICERS
Mandatory	GENERAL INFORMATION <i>Includes a discussion of strategic plans, future technology plans, planned bank products or services, and/or prospects for</i>

the bank; significant or sensitive matters regarding the bank's management not previously addressed; applicable comments on the extent a particular insider controls or dominates the organization and any adverse effect of insiders on operating policies, procedures, or overall financial condition of the bank; and a discussion of any recommendations for supervisory actions and any additional material matters of a sensitive or confidential nature not previously addressed. To the extent not included on the Directors and Officers page, this discussion should also include a list of each major shareholder of the bank (5 percent or more) and the respective percentage of ownership. When the major shareholder is a bank holding company, its major shareholders and the percent controlled should be listed. Include a listing of critical turnkey software vendors, and/or information technology service providers, and any client institutions for which processing services are provided. Include any significant matters of a confidential nature regarding vendors or third-party service providers. In addition, include a description of any electronic banking activities.

REPORT OF COMMERCIAL BANK EXAMINATION

Lead Bank Name

Street Address

City

County
Mailing Address:

State

Zip Code

_____ Joint

_____ Concurrent

_____ Independent

Federal Reserve Bank Examiner-In-Charge

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(Order of content is dependent upon importance and significance of the issues)

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Note: Except as indicated, amounts in tables are shown to the nearest thousand dollars.

Date of previous Examination: _____

* Mandatory Content

** Optional Content (However, some content is mandatory if circumstances relevant to the issue apply.)

**SCOPE / MATTERS REQUIRING BOARD ATTENTION
AND EXAMINATION CONCLUSIONS AND COMMENTS**

SCOPE

Comment on examination depth, scope, and procedures performed for each are of review, including any specialty areas.

MATTERS REQUIRING BOARD ATTENTION

Note matters requiring board of director's attention, including significant issues from specialty examination areas, as applicable.

EXAMINATION CONCLUSIONS

Provide all supervisory ratings assigned during the examination and for the two previous examinations, any significant supervisory concerns, and general conclusions. Include any specialty or target examination ratings assigned or other assessments, including findings from other on-site visits during the recent Federal Reserve examination cycle.

	<u>Exam Date</u> mm/dd/yyyy	<u>Prior Exam</u> mm/dd/yyyy	<u>Prior Exam</u> mm/dd/yyyy
Uniform Composite Rating – Bank	X	X	X
Component Ratings:			
Capital	X	X	X
Asset Quality	X	X	X
Management	X	X	X
Earnings	X	X	X
Liquidity	X	X	X
Sensitivity to Market Risk	X	X	X
Risk Management	X	X	X
Uniform Composite Rating – BHC <i>(if applicable)</i>	X	X	X
Bank	X	X	X
Other	X	X	X
Parent	X	X	X
Consolidated Earnings	X	X	X
Consolidated Capital	X	X	X

Other examination area ratings <i>(if applicable)</i> :	<u>Date of Examination</u> mm/dd/yyyy	<u>Composite</u>
Trust	mm/dd/yyyy	X
Compliance	mm/dd/yyyy	X
CRA	mm/dd/yyyy	X

UNIFORM COMPOSITE RATING

Bank

SCOPE / MATTERS REQUIRING BOARD ATTENTION
AND EXAMINATION CONCLUSIONS AND COMMENTS

BHC

Other

s/

Examiner-In-Charge

ANALYSIS OF FINANCIAL FACTORS

Include analysis and conclusions for each financial component in this section using subheadings to depict ratings and analysis of individual components and other topics of discussion. The order is optional; however, the more significant issues should be addressed up front. In addition to the CAELS components listed below, BOPEC component analysis should be written in this section, if applicable. Financial tables and graphs are optional and may be included in an appendix instead of this page.

Asset Quality (X)

Asset quality is X.

Liquidity Position (X)

The bank's liquidity position and funds management are X.

Sensitivity to Market Risk (X)

Interest rate risk (IRR) management is X and exposure to market risk is X.

Capital Adequacy (X)

The bank's capital position is X.

Earnings (X)

Earnings performance is X.

MANAGEMENT / ADMINISTRATION
AND RISK MANAGEMENT

The management and risk management analysis, rating, and conclusion for the bank and holding company, if applicable, should be included in this section.

Management (X)

Management is X.

Risk Management (X)

Mandatory Risk Management Assessment - Provide the risk management numerical rating and discussion of risk factors and the adequacy of risk management associated with risk levels and risk trends. The impact of specialty examination areas on relevant risk areas should be incorporated. For example, the impact of any information technology concerns on operational and other relevant risks should be discussed, as well as the impact on legal or other risks of any findings with respect to fiduciary activities or compliance concerns.

Risk Management is X.

Optional Risk Assessment Matrix - A risk assessment matrix may be included either in the Management/Administration and Risk Management section or in the Examination Conclusions and Comments section, as appropriate.

Risk Assessment Matrix (Optional)

Type of Risk	Inherent Risk	Adequacy of Risk Management	Composite Risk	Trend
Credit	Moderate	Weak	Moderate	Increasing
Market	Low	Weak	Low	Stable
Liquidity	High	Strong	Moderate	Decreasing
Operational	Low	Acceptable	Low	Stable
Legal	Low	Acceptable	Low	Stable
Reputational	Low	Acceptable	Low	Stable

Credit Risk (Mandatory)

Market Risk (Mandatory)

Liquidity Risk (Mandatory)

Operational Risk (Mandatory)

Legal Risk (Mandatory)

Reputational Risk (Mandatory)

**SUMMARY OF ITEMS SUBJECT TO ADVERSE CLASSIFICATION /
SUMMARY OF ITEMS LISTED AS SPECIAL MENTION**

Asset Category	Adversely Classified			Total
	Substandard	Doubtful	Loss	
Loans/Leases	\$			
Securities	\$			
Other Real Estate Owned	\$			
Other Assets	\$			
Totals at this Exam <i>date</i>	<u>\$</u>	<u></u>	<u></u>	<u></u>
Totals at Prior Exam <i>date</i>	<u>\$</u>	<u></u>	<u></u>	<u></u>

SUMMARY OF ITEMS LISTED FOR SPECIAL MENTION

Loans/Leases	\$		
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COMPARATIVE STATEMENT OF INCOME

ITEMS	mm/dd/yyyy	mm/dd/yyyy	mm/dd/yyyy
INTEREST INCOME:			
Interest and fee income on loans			
Income from lease financing			
Interest on balances with depository institutions			
Income on Federal funds sold and repos			
Interest from assets held in trading accounts			
Interest and dividends on:			
U.S. Government securities			
Obligations of states and political subdivisions			
Other securities			
TOTAL INTEREST INCOME			
INTEREST EXPENSE:			
Interest on deposits			
Expense on Federal funds purchased and repos			
Interest on demand notes, other borrowed money, mortgages, and capitalized leases.			
Interest on subordinated notes and debentures			
TOTAL INTEREST EXPENSE			
NET INTEREST INCOME			
NONINTEREST INCOME:			
Services charges on deposit accounts			
Other fee income			
All other noninterest income			
TOTAL NONINTEREST INCOME			
NONINTEREST EXPENSE:			
Salaries and employee benefits			
Premises and fixed assets expense (net of rental income)			
Other noninterest expense			
TOTAL NONINTEREST EXPENSE			
Provision for loan and lease losses			
Provision for allocated transfer risk			
Securities gains (losses)			
NET OPERATING INCOME (PRETAX)			
Applicable income taxes			
NET OPERATING INCOME (AFTERTAX)			
Extraordinary credits (charges) net of income tax			
NET INCOME			
Cash dividends declared on common stock			

Footnotes:

CONFIDENTIAL

CONFIDENTIAL SECTION
DIRECTORS AND OFFICERS

Name & Committees Address Year of Birth	Meetings Missed ¹	Years on Board	Shares Owned	Compensation (Bonus)	Occupation or Principal Business Affiliation
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Chairman

Directors

Principal Officers

Insert statements on qualifications of individual officers and directors as appropriate.

Regular schedule of directors' meetings:

Fee paid each director:

Committees:

¹ Number of meetings missed out of a total of X held since X

CONFIDENTIAL SECTION
GENERAL INFORMATION

Include a discussion of strategic plans, future technology plans, planned bank products or services, and/or prospects for the bank; significant or sensitive matters regarding the bank's management not previously addressed; applicable comments on the extent a particular insider controls or dominates the organization and any adverse effect of insiders on operating policies, procedures, or overall financial condition of the bank; and a discussion of any recommendations for supervisory actions and any additional material matters of a sensitive or confidential nature not previously addressed. To the extent not included on the Directors and Officers page, this discussion should also include a list of each major shareholder of the bank (5 percent or more) and the respective percentage of ownership. When the major shareholder is a bank holding company, its major shareholders and the percent controlled should be listed. Include a listing of critical turnkey software vendors, and/or service providers, and any client institutions for which processing services are provided. Include any significant matters of a confidential nature regarding vendors or third-party service providers. In addition, include a listing of E banking activities.

OPTIONAL PAGES

INFORMATION TECHNOLOGY ASSESSMENT

Mandatory if an Information Technology (URSIT) rating is assigned (refer to SR 00-3 for details) or if significant supervisory concerns exist. Information technology activities should be evaluated based upon the nature and extent of information technology risks including management processes, architecture, integrity, security and availability. Supporting rationale for composite and/or component IT ratings should be included. Note whether a list of technical exceptions was provided to management. Conclusions should also be reflected in Analysis of Financial Factors and/or Management/Administration and Risk Management section of the report, as appropriate, and any significant supervisory concerns should be reflected in the Matters Requiring Board Attention and Examination Conclusions section.

FIDUCIARY ACTIVITIES ASSESSMENT

Mandatory if a Trust (UITRS) or transfer agent rating is assigned during the most recent Federal Reserve examination cycle or if significant supervisory concerns exist in these areas. Fiduciary activities should be evaluated relative to management's oversight of fiduciary activities and the nature and extent of risk to the institution represented by the fiduciary activities or business lines evaluated. Management's ability to assess the risk of fiduciary products and services offered, including new products, should be evaluated. Note whether a list of technical exceptions was provided to management. Supporting rationale for any ratings assigned should be included. Conclusions should also be reflected in Analysis of Financial Factors and/or Management/Administration and Risk Management section of the report, as appropriate, and any significant supervisory concerns should be reflected in the Matters Requiring Board Attention and Examination Conclusions and Comments section.

**LOAN AND LEASE FINANCING RECEIVABLES/
PAST DUE AND NONACCRUAL LOANS AND LEASES**

<u>Category</u>	<u>Amount</u>	<u>Percent</u>
Real estate loans		
Installment loans		
Credit card and related plans		
Commercial loans		
All other loans and leases		
Gross loans and leases	<u>\$</u>	<u>100.00%</u>

PAST DUE AND NONACCRUAL LOANS AND LEASES

Asset Category	Past Due Amount		Past Due Total		Nonaccrual		Total Past Due and Nonaccrual	
	30 - 89 Days	90 Days or More	Amount	Percent	Amount	Percent	Amount	Percent
Real estate loans								
Installment loans								
Credit card and related plans								
Commercial loans and all other loans and leases.								
Totals								

Memorandum: Restructured loans and leases included in the above totals.

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Comments:

ITEMS SUBJECT TO ADVERSE CLASSIFICATION

Includes assets and off-balance sheet items which are detailed in the following categories:

Substandard Assets - A Substandard asset is inadequately protected by the current sound worth and paying capacity of the obligor or of the collateral pledged, if any. Assets so classified must have a well-defined weakness or weaknesses that jeopardize the liquidation of the debt. They are characterized by the distinct possibility that the institution will sustain some loss if the deficiencies are not corrected.

Doubtful Assets - An asset classified Doubtful has all the weaknesses inherent in one classified Substandard with the added characteristic that the weaknesses make collection or liquidation in full, on the basis of currently existing facts, conditions, and values, highly questionable and improbable.

Loss Assets - An asset classified Loss is considered uncollectible and of such little value that continuance as a bankable asset is not warranted. This classification does not mean that the asset has absolutely no recovery or salvage value, but rather it is not practical or desirable to defer writing off this basically worthless asset even though partial recovery may be

AMOUNT, DESCRIPTION, AND COMMENTS	CATEGORY		
	Substandard	Doubtful	Loss

ITEMS LISTED FOR SPECIAL MENTION

Includes assets and off-balance sheet items which are detailed as follows:

Special Mention Assets - A Special Mention asset has potential weaknesses that deserve management's close attention. If left uncorrected, these potential weaknesses may result in the deterioration of the repayment prospects for the asset or in the institution's credit position at some future date. Special Mention assets are not adversely classified and do not expose an institution to sufficient risk to warrant adverse classification.

DESCRIPTION	AMOUNT
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ASSETS WITH CREDIT-DATA OR COLLATERAL-DOCUMENTATION EXCEPTIONS

Includes assets with technical defects not corrected during the examination for which deficiency the appropriate number or description is noted in the "Deficiency" column.

- | | |
|-----------------------------------|---------------------------|
| 1 – Appraisal | 6 – Collateral Assignment |
| 2 – Title Search or Legal Opinion | 7 – Financial Statement |
| 3 – Borrowing Authorization | 8 – |
| 4 – Recordation | 9 – |
| 5 – Insurance | 10 – |

Name or Description	Amount	Date of Most Recent Financial Statement	Deficiency Description
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VIOLATIONS OF LAWS AND REGULATIONS
