

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies

**Report at the close of business as of the end of fiscal year**

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844(c)(1)(A)); sections 8(a) and 13(a) of the International Banking Act (12 U.S.C. §§ 3106(a) and 3108(a)); sections 11(a)(1), 25, and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); and sections 113, 165, 312, 618, and 809 of the Dodd-Frank Act (12 U.S.C. §§ 5361, 5365, 5412, 1850a(c)(1), and 5468(b)(1)). Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

**NOTE:** The *Annual Report of Holding Companies* must be signed by one director of the top-tier holding company. This individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report. If the holding company is an ESOP/ESOT formed as a corporation or is an LLC, see the General Instructions for the authorized individual who must sign the report.

I,

Name of the Holding Company Director and Official

Title of the Holding Company Director and Official

attest that the *Annual Report of Holding Companies* (including the supporting attachments) for this report date has 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.

*With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to* **Did the holding company have changes to any reportable FR Y-6 items during the fiscal year? Please see instructions for confidential additional information for reporting this item.**

**"Rules Re  
that the R** 0=No  
**details in t** 1=Yes

Signature of Holding Company Director and Official

Date of Signature

For holding companies not registered with the SEC—

Indicate status of Annual Report to Shareholders:

- is included with the FR Y-6 report
- will be sent under separate cover
- is not prepared

**For Federal Reserve Bank Use Only**

RSSD ID \_\_\_\_\_  
C.I. \_\_\_\_\_

section 10(b)(2) of the Home Owners' Loan Act (12 U.S.C. § 1467a(b)(2)); sections 102(a)(1), 165, and 618 of the Dodd-Frank Wall Street Reform and Consumer Protection Act (12 U.S.C. §§ 5311(a)(1), 5365, and 1850a(c)(1)); and sections 8(a) and 13(a) of the International Banking Act of 1978 (12 U.S.C. §§ 3106(a) and 3108(a)).

This report is required by law for top-tier holding companies, top-tier savings and loan holding companies, and U.S. intermediate holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

**Date of Report** (top-tier holding company's fiscal year-end):

Month / Day / Year

**Reporter's Legal Entity Identifier (LEI) (20 Character LEI Code)**

Reporter's Name, Street, and Mailing Address

Legal Title of Holding Company

(Mailing Address of the Holding Company) Street / P.O. Box

City \_\_\_\_\_ State \_\_\_\_\_ Zip Code \_\_\_\_\_

Physical Location (if different from mailing address)

Person to whom questions about this report should be directed:

Name \_\_\_\_\_ Title \_\_\_\_\_

Code / Phone Number / Extension

Code / FAX Number

E-mail Address

Address (URL) for the Holding Company's web page

Is confidential treatment requested for any portion of this report submission? .....  0=No  1=Yes

In accordance with the General Instructions for this report (check only one),

1. a letter justifying this request is being provided along with the report .....
2. a letter justifying this request has been provided separately .....

NOTE: Information for which confidential treatment is being requested must be provided separately and labeled as "confidential."

## For Use By Tiered Holding Companies

~~Top tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.~~

Legal Title of Subsidiary Holding Company

~~(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box~~

City \_\_\_\_\_ State \_\_\_\_\_ Zip Code \_\_\_\_\_

~~Physical Location (if different from mailing address)~~

Legal Title of Subsidiary Holding Company

~~(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box~~

City \_\_\_\_\_ State \_\_\_\_\_ Zip Code \_\_\_\_\_

~~Physical Location (if different from mailing address)~~

Legal Title of Subsidiary Holding Company

~~(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box~~

City \_\_\_\_\_ State \_\_\_\_\_ Zip Code \_\_\_\_\_

~~Physical Location (if different from mailing address)~~

Legal Title of Subsidiary Holding Company

~~(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box~~

City \_\_\_\_\_ State \_\_\_\_\_ Zip Code \_\_\_\_\_

~~Physical Location (if different from mailing address)~~

Legal Title of Subsidiary Holding Company

~~(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box~~

City \_\_\_\_\_ State \_\_\_\_\_ Zip Code \_\_\_\_\_

~~Physical Location (if different from mailing address)~~

Legal Title of Subsidiary Holding Company

~~(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box~~

City \_\_\_\_\_ State \_\_\_\_\_ Zip Code \_\_\_\_\_

~~Physical Location (if different from mailing address)~~

Legal Title of Subsidiary Holding Company

~~(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box~~

City \_\_\_\_\_ State \_\_\_\_\_ Zip Code \_\_\_\_\_

~~Physical Location (if different from mailing address)~~

Legal Title of Subsidiary Holding Company

~~(Mailing Address of the Subsidiary Holding Company) Street / P.O. Box~~

City \_\_\_\_\_ State \_\_\_\_\_ Zip Code \_\_\_\_\_

~~Physical Location (if different from mailing address)~~

**Report Item 1: Annual Report to Shareholders**

For holding companies not registered with the SEC, **indicate status of Annual Report to Shareholders:**

- is included with the FR Y-6 report
- will be sent under separate cover
- is not prepared

**FR Y-6 Checklist**

The checklist below is provided to assist the holding company in filing all the necessary responses and verifying changes from the prior year to the various report items. The completed checklist should be submitted with the report. Please see section A of the General Instructions for additional guidance.

**Verification of Changes**

**All Reporters must respond to the following questions by checking the Yes or No box below, as appropriate.** Did the holding company have changes to any reportable FR Y-6 items (2a, 2b, 3, or 4) from the prior year?

Yes  No

If checked Yes, complete the remaining checklist for Report Items 2a, 2b, 3, and 4. For each Report Item, indicate whether there are changes from the prior year by checking Yes or No below. See section A of the General Instructions for additional information.

**Report Item 2a: Organization Chart**

Yes  No

Please visit the following site: [insert website here] to verify and reconcile the legal entities in the organizational structure of the top-tier holding company. Reporter must check whether there are changes from the prior year by checking Yes or No. See Report Item 2.a instructions for additional information.

**Report Item 2b: Domestic Branch Listing**

Yes  No

If checked Yes, please visit the following site: [insert website here] to verify and reconcile the domestic branches for each domestic depository institution and Edge and agreement corporation within the top-tier holding company's organization. See Report Item 2.b instructions for additional information.

**Report Item 3: Securities Holders**

Yes  No

If checked Yes, the Reporter must submit the information as specified in Report Item 3 instructions.

**Report Item 4: Insiders**

Yes  No

If checked Yes, the Reporter must submit the information as specified in Report Item 4 instructions.

## Report Item 3(1): Securities Holders as of the Fiscal Year-End

Use this schedule to complete Report Item 3(1) to list each securities holder, of record, that directly or indirectly owns, controls, or holds with power to vote 5% or more of any class of voting securities of the holding company as of the last day of the fiscal year-end of the holding company. Report Item 3 should be reported for the top-tier holding company and each lower-tier holding company. Use additional pages as needed.

Legal Name of Holding Company: \_\_\_\_\_

Item Number New MDRM	(a) Name New MDRM	(b) City New MDRM	(c) State New MDRM	(d) Country New MDRM	(e) Country of Citizenship or Incorporation New MDRM	(f) Number of Securities		(g) Percentage of each class of voting securities	
						(1) Common stock New MDRM	(2) Options warrants, other securities or rights New MDRM	(1) Common stock New MDRM	(2) Options warrants, other securities or rights New MDRM
1									
2									
3									
4									
5									
6									
7									

## Report Item 3(2): Securities Holders during the Fiscal Year

Use this schedule to complete Report Item 3(1) to list each securities holder, of record, that directly or indirectly owns, controls, or holds with power to vote 5% or more of any class of voting securities of the holding company during fiscal year-end of the holding company. Report Item 3 should be reported for the top-tier holding company and each lower-tier holding company. Use additional pages as needed.

Legal Name of Holding Company: \_\_\_\_\_

Item Number New MDRM	(a) Name New MDRM	(b) City New MDRM	(c) State New MDRM	(d) Country New MDRM	(e) Country of Citizenship or Incorporation New MDRM	(f) Number of Securities		(g) Percentage of each class of voting securities	
						(1) Common stock New MDRM	(2) Options warrants, other securities or rights New MDRM	(1) Common stock New MDRM	(2) Options warrants, other securities or rights New MDRM
1									
2									
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## Report Item 4: Insiders

Use this schedule to complete Report Item 4 for each principal securities holder, director, trustee, partner, executive officer, or person exercising similar functions of the holding company, regardless of title or compensation, as of the fiscal year-end. Item 4 should be reported for the top-tier holding company and each lower-tier holding company. Use additional pages as needed.

Legal Name of Holding Company: \_\_\_\_\_

Item Number New MDRM	Title and position with holding company and subsidiaries of holding companies					Title and position with other companies and names of other companies		Percentage of voting shares in holding company, subsidiaries and other companies (for other companies, report only if 25% or more of voting securities are held – included partnership)						
	(1)(a) Name New MDRM	(1)(b) City New MDRM	(1)(c) State New MDRM	(1)(d) Country New MDRM	(2) Principal Occupation if other than with Holding Company New MDRM	(3)(a) With holding company New MDRM	(3)(b) With Subsidiaries New MDRM	(3)(c) Name of Subsidiary New MDRM	(3)(d) With other company New MDRM	(3)(e) Name New MDRM	(4)(a) Holding Company New MDRM	(4)(b) Subsidiaries New MDRM	(4)(c) Names of subsidiaries New MDRM	(4)(d) Other Company New MDRM
1														
2														
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