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

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## DRAFT

## Financial Statements of Foreign Subsidiaries of U.S. Banking Organizations—FR 2314

(See General Instructions for filing frequency requirements)

This Report is required by law: 12 U.S.C. 324, 602, 625, and

The Financial Statements of Foreign Subsidiaries of U.S.

Banking Organizations are to be prepared in accordance with control number. NOTE: The Financial Statements of Foreign Subsidiaries of U.S. Date of Report: Banking Organizations must be signed by an authorized officer of June 30, 2007 the parent U.S. banking organization. Month / Date / Year (SUBS 9999) Name and Title of Officer Legal Title of the Parent USBO (TEXT 9010) have reviewed the Financial Statements of Foreign Subsidiaries of U.S. Banking Organizations (USBO) and believe that the report has been prepared in accordance with the instructions (Mailing Address of the Parent USBO) Street / P.O. Box (TEXT 9110) issued by the Federal Reserve. City (TEXT 9130) State (TEXT 9200) Zip Code (TEXT 9220) Signature of Officer Date of Signature Return to the appropriate Federal Reserve District Bank the completed original and the number of copies specified by that District Bank. To be completed for the December report only. Indicate whether the subsidiary meets Person in the U.S. to whom questions about this report should the annual or quarterly filing criteria for "1" = Annual be directed: "2" = Quarterly | 6909 December..... Name / Title (TEXT 8901) For Federal Reserve Bank Use Only PARENT RSSD ID Area Code / Phone Number (TEXT 8902) SUB RSSD ID FAX Number (TEXT 9116)

Public reporting burden for this information collection is estimated to vary from 3.0 to 8.0 hours per response, with an average of 6.25 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, end to the Office of Management and Budget, Paperwork Reduction Project (7100–0073), Washington, D.C. 20503.

## Financial Statements of Foreign Subsidiaries of U.S. Banking Organizations

For Foderal Reserve Bank Use Only	FR 2314 Page 1
PARENT RSSO ID	Page 1
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Legal Name of Foreign Subsidiary (FEXT 9012)  If the name of the foreign subsidiary has changed since the previous was filed with the Federal Reserve, indicate the former name of the o (TEXT 9023)					
City (TEXT 9024) Country (TEXT 9005)					
Report at the close of business		0	_		
9. Fees and commissions from annuity					
1. 1553 des commissorales from ann with h	sales				
Schedule IS-Income Statement (calendar year-to-d	ate) Doll	ar Amour	nts in Th	ousands	
1. Interest income:	SUI	BII BII	Mil	Thou	
a. Interest and fee income from nonrelated organizations	A02	8			
b. Interest and fee income from related organizations	A02	9			
c. Total interest income (sum of items 1.a and 1.b)	410	7			
2. Interest expense:	TO STATE OF THE PROPERTY OF TH				
Interest expense pertaining to nonrelated organizations	A03	0			
b. Interest expense pertaining to related organizations	A03	1			
c. Total interest expense (sum of items 2.a and 2.b)	407	3			
Net interest income (item 1.c minus item 2.c)	407	4			
4. Provision for loan and lease losses (must equal Schedule IS-B, item 4	423	0			
5. Noninterest income:			Titon 1/2		
a. From nonrelated organizations:					
(1) Income from fiduciary activities	407	0		T	
(2) Service charges on deposit accounts		0			
(3) Trading revenue		0			
<ul><li>(4) Investment banking, advisory, brokerage, and underwriting fee:</li></ul>		0			
(5) Venture capital revenue		1			
(6) Net servicing fees		2			
(7) Net securitization income		3			
(8) Insurance commissions and fees	B49	4			
70-(9) Other noninterest income	B49	7			
b. From related organizations	451	9			
c. Total noninterest income (sum of items 5.a.(1) through 5.a.(9) and	5 b) 407	9			
6. Realized gains (losses) on securities not held in trading accounts	409	1			
7. Noninterest expense:	200	100	THE R.	To the	
a. Pertaining to nonrelated organizations	A0	14		T	
b. Pertaining to related organizations		6			
c. Total noninterest expense (sum of items 7.a and 7.b)	409	3			
Income (loss) before extraordinary items and other adjustments		P Design	200	100	
(sum of items 3, 5.c, and 6, minus items 4 and 7.c)	360	1			
Applicable income taxes (benefits) (estimated)	430	2	1		
Extraordinary items, net of applicable income taxes	433				
11. Equity in undistributed income (loss) of subsidiary(s)	314	7			
1. 3			_		

#### MEMORANDA

Dollar Amounts in Thousands

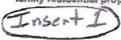
Memorandum item 1 is to be completed by nonbank subsidiaries that are required to complete Schedule BS-A, Memoranda items 1.b and 1.c.

12. Net income (loss) (sum of Items 8, 10, and 11 minus Item 9).....

Noncash income from negative amortization on closed-end loans secured by 1–4 family residential properties (included in Schedule IS, item 1.a)......

	Year-tr	Date.	
SUBI	Bil	Mil	Thou
		12000	
F228			

M.1.



### Schedule IS-A-Changes in Equity Capital

#### Dollar Amounts in Thousands

	SUBI	Bil	Mil	Thou
<ol> <li>Equity capital most recently reported for the end of previous calendar year</li> </ol>			AND DESCRIPTIONS OF THE PERSON NAMED IN COLUMN TWO IN COLU	-
(i.e., after adjustments from amended Income Statements)	3217			
	subt			The same
2. Net income (loss) (must equal income Statement, item 12)	4340			
	SUBI			
. Sale, conversion, acquisition, or retirement of common stock and perpetual preferred stock.	A035			
LESS: Cash dividends declared	4598			
5. Other comprehensive income <sup>1</sup>	B511			
5. Other adjustments to equity capital	3581			
7. Total equity capital at end of current period (sum of items 1, 2, 3, 5 and 6 minus item 4)	subt	E CHI	100	TOTAL ST
(must equal Schedule BS, item 18.g)	3210			

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

	SUBI	Bil	Mil	Thou
<ol> <li>Balance most recently reported at end of previous calendar year (i.e., after adjustments</li> </ol>				303
from amended Income Statements)	3124			
2. Recoveries	4605			
3. LESS: Charge-offs	C079			
	subt			100
Provision for loan and lease losses (must equal Schedule IS, item 4)	4230			
94 - 50 - 304 - 1931 - 233 (1944 - 1950 ) 40 00 10 10 10 10 10 10 10 10 10 10 10 10	SUBI		STATE OF	WHEN SHE
5. Adjustments	4815			
<ol><li>Balance at end of current period (sum of items 1, 2, 4 and 5 minus item 3) (must equal</li></ol>	subt	14/4/1	-	
Schedule BS, item 3.b)	3123			

#### Schedule BS-Balance Sheet

#### **Dottar Amounts in Thousands**

ASSETS	SUBC	Bil	Mil	Thou
Cash and balances due from depository institutions	0010			
2. Securities:	10000	MIN DIS	the fall	ALL GOOD
a. Held-to-maturity securities	1754			
b. Available-for-sale securities	1773			
<ol><li>Loans and lease financing receivables (including federal funds sold):</li></ol>	1000			
<ol> <li>Loans and lease financing receivables, net of unearned income</li> </ol>		10		500 W. 7
(from Schedule BS-A, item 6)	2122			
<ul> <li>b. LESS: Allowance for loan and lease losses (from Schedule IS-B, item 6)</li> </ul>	3123			
<ul> <li>Loans and lease financing receivables, net of unearned income and allowance for</li> </ul>	STEPLES		Silver !	
loan and lease losses (item 3.a minus 3.b)	2125			
Trading assets	3545			
Premises and fixed assets (including capitalized leases)	2145			
Other real estate owned	2150			
7. All other assets	1724			
Claims on nonrelated organizations (sum of items 1, 2, 3.c through 7)	C377			
Balances due from related institutions, gross	C378			
10. Total assets (sum of items 8 and 9) (must equal item 19)	2170			

#### Schedule BS-Continued

Dollar	Amounts	in T	housands

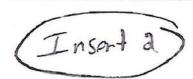
LIABILITIES AND EQUITY CAPITAL	SUBC	BII	Mil	Thou
11. Trading liabilities	3548			
12. Other borrowed money with a remaining maturity of one year or less (including	- LIPER	2	971181	WATE
commercial paper issued and federal funds purchased)	C379			
<ol><li>Other borrowed money with a remaining maturity of more than one year (including</li></ol>	Parameter .			Digital
subordinated debt and limited-life preferred stock and related surplus)	1729			
14. Other liabilities	2750			
15. Liabilities to nonrelated organizations (sum of items 11 through 14)	A012			
16. Balances due to related institutions, gross	C380			
17. Total liabilities (sum of items 15 and 16)	2948			
18. Equity capital:				
a. Stock	3230			
Surplus (exclude all surplus related to preferred stock)	3240			
c. Retained earnings	3247			
Accumulated other comprehensive income <sup>1</sup>	B530			
General and limited partnership shares and interests	F033			
f. Other equity capital components <sup>2</sup>	A130			
g. Total equity capital (sum of items 18.a through 18.f) (must equal Schedule IS-A,	Line Wall			
item 7)	3300			

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 persion liability adjustments.
 Includes treasury stock and unearned Employee Stock Ownership Plan shares.

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#### Dollar Amounts in Thousands

DERIVATIVES AND OFF-BALANCE-SHEET ITEMS	SUBC	Bil	Mil	Thou
20. Unused commitments on securities underwriting	the state of the s	Dil		11100
21. Unused commitments on loans and all other unused commitments	A013			
22. Standby letters of credit and foreign office guarantees.	A014			
23. Commercial and similar letters of credit	3411			
24. Commitments to purchase foreign currencies and U.S. dollar exchanges (spot, forward,				191
and futures)	3415			
<ol> <li>All other futures and forward contracts (excluding contracts involving foreign exchange)</li> </ol>	A015			
26. Option contracts:	95 P	ELEDA!	THE SEA	MARIE
a. Written option contracts	A098			
b. Purchased option contracts	A099			
27. Notional value of interest rate swaps	3450			
28. Notional value of exchange swaps (e.g., cross currency swaps)	3826			
29. Notional value of other swaps	3829			
30. All other off-balance-sheet liabilities	A100			



## Schedule BS-A-Loans and Lease Financing Receivables

(exclude	balances	with	related	institutions)	
----------	----------	------	---------	---------------	--

#### Dollar Amounts in Thousands

		mail i allocation in Thousands				
	SUBC	Bil	Mil	Thou		
Loans secured by real estate	1410					
Loans to depository institutions	3622					
Commercial and industrial loans	3623					
<ol> <li>Loans to individuals for personal, household, and other personal expenditures</li> </ol>	1975					
All other loans and lease financing receivables	A017					
<ol><li>Total loans and lease financing receivables (sum of items 1 through 5 above)</li></ol>		1027116	Mary and	deliber.		
(must equal Schedule BS, item 3.a)	2122					
7. Past due and nonaccrual loans and leases:	SUBC	10.183		ME STO		
a. Loans and leases past due 30 through 89 days	1406					
b. Loans and leases past due 90 days or more	1407					
c. Nonaccrual loans and leases	1403					
d. Restructured loans and leases (included in items 7.a through 7.c above)	A018					

#### MEMORANDA

## Dollar Amounts in Thousands

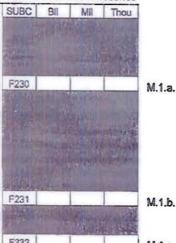
1. Closed-end loans with negative amortization features secured by 1-4 family residential properties:

Memorandum item 1.a is to be completed by all nonbank subsidiaries

a. Total carrying amount of closed-end loans with negative amortization features secured by 1-4 family residential properties (included in Schedule BS-A, item 1).

Memoranda items 1.b and 1.c are to be completed by nonbank subsidiaries that had closed-end loans with negative amortization features secured by 1-4 family residential properties (included in Schedule BS-A, item 1) as of December 31, 2006, in excess of 5 percent of total loans and leases, net of unearned income (as reported in Schedule BS-A, Item 6)

- b. Total maximum remaining amount of negative amortization contractually permitted on closed-end loans secured by 1-4 family residential properties.....
- c. Total amount of negative amortization on closed-end loans secured by 1-4 family residential properties included in the carrying amount reported in Memorandum



Schedule BS-M—Memoranda (exclude balances with related institutions)

E- (2-147)	A CONTRACTOR OF THE PARTY OF TH	2 141	
Dollar	Amounte	in T	shaesuor

Balances due from depository institutions, gross:	SUBC	Bil	Mil	Thou
a. Balances due from depository institutions in the U.S. (including their IBFs)	0069			
b. Balances due from banks in foreign countries:	DESCRIPTION OF THE PERSON OF T	H N	alt in	100
(1) Foreign branches of U.S. banks	0073			1
(2) Other banks in foreign countries	0074			
Balances due from foreign central banks	0091			
Equity interest in nonrelated organizations	0399			
<ol><li>Assets held in trading accounts (excluding trading balances with related organizations);</li></ol>	OLD A		-	1000
Securities of U.S. government and its agencies	5468			
b. Securities of all foreign governments and official institutions	5469			
c. Equity securities	5470			
d. Corporate bonds, notes and debentures	5477			
e. Revaluation gains on interest rate, foreign exchange rate, and other commodity and	Distant.			1917
equity contracts	A210			
f. Other (including commercial paper)	5478			1
5. Other assets:	19 324		100	MANA
a. Accrued interest receivable	B556			
b. Prepaid expenses	A022			
c. Net deferred tax assets	A023			
d. Accounts receivable	A024			
Intangible assets	2143			
6. Deposits	2200			
7. Balances due to U.S. and foreign banks	C381			
8. Other liabilities:	2011			273
a. Expenses accrued and unpaid	A025			
b. Net deferred tax liabilities	A026			
c. Accounts payable	A027			

#### Notes to the Financial Statements

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

SUBS		SUBC	Bil	Mil	Thou
0000	Accounts receivable of \$500,000 are included in line item 7,	1000000	NAME OF TAXABLE	ICH GEO	10000
V BUST	"All other assets," on the balance sheet.				ALC: NA
to come		0000			500

1	SUBS	Dollar amount in thousand
	8057	SUBC Bil Mil Thou
Į	NI IN	8057
1	B058	in the second se
	B059	8058
-		
-	8080	8059
		B060
١	B061	3000
	B062	B061
	160	
	B063	8062
I		B063
ŀ	B064	0003
Table 1	B065	B064
1	5005	
	B066	B065
10		B066



# Abbreviated Financial Statements of Foreign Subsidiaries of U.S. Banking Organizations—FR 2314S

(See General Instructions for filing frequency requirements)

This	Report	is	required	by	law:	12	U.S.C.	324,	602,	625.	and	١
1844												

The Abbreviated Financial Statements of Foreign Subsidiaries of U.S. Banking Organizations (USBO) 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 Abbreviated Financial Statements of Foreign Subsidiar-				
Legal Title of the Parent USBO (TEXT 9)	010)		ies of U.S. Banking Organizations must be signed by an authorized officer of the parent U.S. banking organization.					
(Mailing Address of the Parent USBO) S	treet / P.O. Box	TEXT 9110	))	Name and Title of Officer				
City (TEXT 9130) State (TEX	T 9200) Zi	p Code (T	EXT 9220)	have reviewed the Abbreviated Financial Statements of Foreign Subsidiaries of U.S. Banking Organizations and believe that the report has been prepared in accordance with the instructions issued				
Logal Name of Foreign Subsidiary (TEX	T 9012)			by the Federal Reserve.				
City (TEXT 9024)	C	ountry (TE	EXT 9005)	Signature of Officer				
3. At the close of business on	9023) th / Date / Year (3	SUBS 9999	9)	Return to the appropriate Federal Reserve District Bank the completed original and the number of copies specified by that District Bank.				
U.S. dollars):	SUB! Bill	MB	Thou	Borner in the U.S. to when a sections about the 5D course a section				
a. Net income	4340	1	1	Person in the U.S. to whom questions about the FR 2314S should be directed:				
	SUBC NA	AND VERY	111-101 FJ	ou an acced.				
b. Total assets	2170							
c. Equity capital	3210			Name / Tale (TEXT 8901)				
d lotal off-balance-sheet items	2013							
(Insert3)				Area Code / Phone Number (TEXT 8902)				
For Federal Reserve Bank Use C	Only		1					
D D000 ID	543/50 <del>- 1</del> 77			FAX Number (TEXT 9118)				
Parent RSSD ID				Public reporting burden for this information collection is estimated to be 1.0 hours per				
SUB RSSD ID				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				
C.I				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 Feder Reserve System, Washington, D.C. 20551, and to the Office of Management and Budge Paperwork Reduction Project (7100–0073), Washington, D.C. 20503.				

### **INSERT FOR FR 2314/S**

#### Insert 1

Memorandum item 2 is to be completed by subsidiaries that have elected to account for financial instruments or servicing assets and liabilities at fair value under a fair value option

2. Net change in fair values of financial instruments accounted for under a fair value option

Insert 2

#### **MEMORANDA**

Memoranda items 1.a and 1.b are to be completed by subsidiaries that have elected to account for financial instruments or servicing assets and liabilities at fair value under a fair value option

- Financial assets and liabilities measured at fair value under a fair value option
  - 1.a. Total assets
  - 1.b. Total liabilities

#### Insert 3

5. Has the 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.)