



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 1844(c).

The Financial Statements of Foreign Subsidiaries of U.S. 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 Foreign Subsidiaries of U.S. Banking Organizations must be signed by an authorized officer of the parent U.S. banking organization.

Date of Report:

~~June 30, 2007~~ March 31, 2008
Month / Date / Year (SUBS 9999)

I, _____
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 issued by the Federal Reserve.

(Mailing Address of the Parent USBO) Street / P.O. Box (TEXT 9110)

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 the annual or quarterly filing criteria for December

*1 = Annual	SUBC
*2 = Quarterly	6909

Person in the U.S. to whom questions about this report should be directed:

For Federal Reserve Bank Use Only	
PARENT RSSD ID	_____
SUB RSSD ID	_____
C.I.	_____

Name / Title (TEXT 8901)

Area Code / Phone Number (TEXT 8902)

FAX Number (TEXT 9116)

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

For Federal Reserve Bank Use Only
 PARENT RSSD ID _____
 SUB RSSD ID _____
 C.I. _____

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Legal Name of Foreign Subsidiary (TEXT 9012)

If the name of the foreign subsidiary has changed since the previous FR 2314 was filed with the Federal Reserve, indicate the former name of the company. (TEXT 9023)

City (TEXT 9024) Country (TEXT 9005)

Report at the close of business _____

9. Fees and commissions from annuity sales

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

Dollar Amounts in Thousands

	SUBI	Bil	Mil	Thou	
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) Other noninterest income	B497				5.a.(9)
b. From related organizations	4519				5.b.
c. Total noninterest income (sum of items 5.a.(1) through 5.a.(9) 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(s)	3147				11.
12. Net income (loss) (sum of items 8, 10, and 11 minus item 9)	4340				12.

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.

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

Year-to-Date			
SUBI	Bil	Mil	Thou
F226			

M.1.

Insert I

Schedule IS-A—Changes in Equity Capital

Dollar Amounts in Thousands

	SUBI	Bil	Mil	Thou	
1. Equity capital most recently reported for the end of previous calendar year (i.e., after adjustments from amended Income Statements).....	3217				1.
	subt				
2. Net income (loss) (must equal Income Statement, item 12).....	4340				2.
	SUBI				
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.
	subt				
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

	SUBI	Bil	Mil	Thou	
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.
	subt				
4. Provision for loan and lease losses (must equal Schedule IS, item 4).....	4230				4.
	SUBI				
5. Adjustments.....	4815				5.
	subt				
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

ASSETS	SUBC	Bil	Mil	Thou	
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				
		SUBC	Bl	Mil	Thou	
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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		Dollar Amounts in Thousands				
		SUBC	Bl	Mil	Thou	
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.

Insert a

Name of Reporting Organization

Schedule BS-A—Loans and Lease Financing Receivables
(exclude balances with related institutions)

Dollar Amounts in Thousands

	SUBC	Bl	Mil	Thou	
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) (must equal Schedule BS, item 3.a)	subt				6.
7. Past due and nonaccrual loans and leases:	SUBC				
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. Restructured loans and leases (included in items 7.a through 7.c above).....	A018				7.d.

MEMORANDA

Dollar Amounts in Thousands

	SUBC	Bl	Mil	Thou	
1. Closed-end loans with negative amortization features secured by 1-4 family residential properties:					
<i>Memorandum item 1.a is to be completed by all nonbank subsidiaries</i>					
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).	F230				M.1.a.
<i>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)</i>					
b. Total maximum remaining amount of negative amortization contractually permitted on closed-end loans secured by 1-4 family residential properties	F231				M.1.b.
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 item 1.a above	F232				M.1.c.

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

Dollar Amounts in Thousands

	SUBC	Bil	Mil	Thou	
1. Balances due from depository institutions, gross:					
a. Balances due from depository institutions in the U.S. (including their IBFs).....	0069				1.a.
b. Balances due from banks in foreign countries:					
(1) Foreign branches of U.S. banks	0073				1.b.(1)
(2) Other banks in foreign countries.....	0074				1.b.(2)
2. Balances due from foreign central banks.....	0091				2.
3. Equity interest in nonrelated organizations.....	0399				3.
4. Assets held in trading accounts (excluding trading balances with related organizations):					
a. Securities of U.S. government and its agencies	5468				4.a.
b. Securities of all foreign governments and official institutions.....	5469				4.b.
c. Equity securities.....	5470				4.c.
d. Corporate bonds, notes and debentures.....	5477				4.d.
e. Revaluation gains on interest rate, foreign exchange rate, and other commodity and equity contracts.....	A210				4.e.
f. Other (including commercial paper).....	5478				4.f.
5. Other assets:					
a. Accrued interest receivable.....	B556				5.a.
b. Prepaid expenses.....	A022				5.b.
c. Net deferred tax assets.....	A023				5.c.
d. Accounts receivable.....	A024				5.d.
e. Intangible assets.....	2143				5.e.
6. Deposits.....	2200				6.
7. Balances due to U.S. and foreign banks.....	C381				7.
8. Other liabilities:					
a. Expenses accrued and unpaid.....	A025				8.a.
b. Net deferred tax liabilities.....	A026				8.b.
c. Accounts payable.....	A027				8.c.

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	Bll	Mll	Thou
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

Dollar amount in thousands

SUBS		SUBC	Bll	Mll	Thou	
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.



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 1844(c).

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.

1. _____
 Legal Title of the Parent USBO (TEXT 9010)

 (Mailing Address of the Parent USBO) Street / P.O. Box (TEXT 9110)

 City (TEXT 9130) State (TEXT 9200) Zip Code (TEXT 9220)

2. _____
 Legal Name of Foreign Subsidiary (TEXT 9012)

 City (TEXT 9024) Country (TEXT 9005)

 Prior Name of Foreign Subsidiary (Only if present name is different from that used on prior year's submission) (TEXT 9023)

3. At the close of business on _____
 Month / Date / Year (SUBS 9999)

4. Financial data (in thousands of U.S. dollars):

a. Net income

b. Total assets

c. Equity capital

d. Total off-balance-sheet items

SUBI	Bil	Mil	Thou
4340			
SUBC			
2170			
3210			
2013			

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Parent RSSD ID _____

SUB RSSD ID _____

C.I. _____

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

I, _____
 Name and Title of Officer

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 by the Federal Reserve.

 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.

 Person in the U.S. to whom questions about the FR 2314S should be directed:

 Name / Title (TEXT 8901)

 Area Code / Phone Number (TEXT 9902)

 FAX Number (TEXT 9116)

Public reporting burden for this information collection is estimated to be 1.0 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, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0073), Washington, D.C. 20503.

Insert 3

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

1. 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.)