

Conditions for Initial and Additional Establishment

1. In addition to compliance with other applicable requirements under United States law, a **Foreign bank's parent and federal branch or agency** shall make available to the OCC such information on the operations and activities of the **Foreign bank parent and federal branch or agency** and any of the affiliates of the **Foreign bank parent and federal branch or agency** that the OCC deems necessary to determine and enforce compliance by the **federal branch or agency** with applicable Federal laws, including 12 C.F.R 21.21, irrespective of whether activities are performed by the Federal branch in the United States or on behalf of the Federal branch in **home country** or elsewhere. If the disclosure of any required information is prohibited by law or otherwise, the **Foreign bank parent and federal branch or agency** shall cooperate with the OCC, including seeking timely waivers of or exemptions from any applicable confidentiality or secrecy restrictions or requirements to enable the **Foreign bank parent and federal branch or agency** to make any such information available to the OCC.
2. **The Foreign bank parent and federal branch or agency** consent to the jurisdiction of the Federal courts of the United States and of all United States government agencies, departments and divisions for purposes of any and all claims made by, proceedings initiated by, or obligations to, the United States, the OCC, and any other United States government agency, department or division, in any matter arising under the National Bank Act, the International Banking Act, and other applicable federal laws.
3. For a period of three years after the Federal Branch commences operations, **The federal branch or agency**: (i) shall give the OCC's Northeastern supervisory office at least sixty (60) days prior written notice of its intent to significantly deviate or change from its business plan or operations, and (ii) shall obtain the OCC's prior written determination of no objection before the **branch or agency** engages in any significant deviation or change from its business plan or operations.
4. **The Foreign bank parent and federal branch or agency** must comply with all understandings and commitments contained in any approval order issued by the Federal Reserve Board in connection with the proposed Federal branch.

The **Foreign bank parent and federal branch or agency** acknowledges that these conditions are conditions "imposed in writing by a Federal banking agency in connection with any action on any application, notice, or other request" within the meaning of 12 U.S.C. § 1818. As such, the conditions are enforceable under 12 U.S.C. § 1818.

Executed the _____ day of _____, _____.

(Signature)

(Typed name and title of foreign bank representative)