

**Justification for No Material Change
Licensing Manual
OMB Control No. 1557-0014**

The burden from OMB Control No. 1557-0320 is being merged into OMB Control No. 1557-0014. The requirements contained in OMB Control No. 1557-0320 are found in part 5 and belong in the Licensing Manual collection where the remainder of the part 5 information collection requirements are found.

The information collection requirements contained in OMB Control No. 1557-0320 include: (1) the 12 CFR 5.47(g) and 12 CFR 5.56(b) requirements that national banks and Federal savings associations (collectively, “institutions”) apply for OCC approval prior to prepaying subordinated debt if the prepayment is in the form of a call option; and (2) the 12 CFR 5.47(d)(ii)(C) requirement that national banks issuing subordinated debt disclose the OCC’s authority under 12 CFR 3.11 to limit distributions.