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January 11, 2024

To the Fifth District Holding Company Addressed:

The following reports have been updated for the December 31, 2023, reporting date:

- (1) Annual Report of Holding Companies (FR Y-6),
- (2) Capital and Asset Report for Foreign Banking Organizations (FR Y-7Q),
- (3) Consolidated Financial Statements for Holding Companies (FR Y-9C)
- (4) Parent Company Only Financial Statements for Small Holding Companies (FR Y-9SP)
- (5) Consolidated Holding Company Report of Equity Investments in Nonfinancial Companies and the Annual Report of Merchant Banking Investments Held for an Extended period (FR Y-12 and FR Y-12A).

The final reporting forms and instructions for the FR Y-6, FR Y-7Q, FR Y-9C, FR Y-9SP, and FR Y-12/12A effective for December 31, 2023, have been posted to the Board's public [Reporting Forms website](#). The FR Y-9C Supplemental Instructions, which provide guidance on accounting and reporting issues affecting the FR Y-9C will be posted shortly to the Board's public [Reporting Forms website](#). The following sections provide an overview of the reporting changes for December 2023.

#### FR Y-6

The FR Y-6 report was revised to clarify that a holding company shall only submit the items that changed during the reporting period with their FR Y-6 report submission.

#### FR Y-7Q

The FR Y-7Q report was revised to (1) add a line item on Part 1A, Capital and Asset Information for the Top-tier Foreign Banking Organization, to collect the total combined U.S. assets net of intercompany balances and transactions, based on a quarterly average, (2) require the three items that capture U.S. assets (total combined U.S. assets net of intercompany balances

and transactions (Part 1A, items 6(a) and 6(b)) and total U.S. non-branch assets (Part 1A, item 7)) be filed by all respondents on a calendar quarter-end or year-end basis, and (3) as of December 31, 2023, change the due date from 90 days to 70 days after the report date for all FR Y-7Q filers that also file the Systemic Risk Report (FR Y-15; OMB No. 7100-0352) and as of December 31, 2024, change the due date from 90 days to 70 days after the report date for the remaining FR Y-7Q filers who are not eligible to file the FR Y-15. The revisions are effective for December 31, 2023, for FR Y-7Q respondents that are also required to file the FR Y-15 report. For all other FR Y-7Q respondents, the revisions are effective December 31, 2024.

### FR Y-12 and Y-12A

The FR Y-12 and FR Y-12A instructions were revised to specify when respondents should submit their reports if the submission deadline falls on a weekend or holiday and clarify the recordkeeping requirements of the submitted forms. The FR Y-12 instructions were also revised to clarify what must be included in the reported amount of a firm's aggregate nonfinancial equity investment and clarify which columns are applicable to Schedules A and C. Lastly, the FR Y-12A submission deadline was revised to be consistent with the FR Y-12 submission deadline.

### Section 23A Transactions

As a reminder, the Holding Company Report of Insured Depository Institutions' Section 23A Transactions with Affiliates (FR Y-8) is required to be filed by all top-tier holding companies that own or control insured depository institutions that have any section 23A transactions with their affiliates as of the last day of each quarter. A separate FR Y-8 report form should be filed for each insured depository institution that has section 23A transactions with affiliates. Holding companies that own or control insured depository institutions that do not have any section 23A transactions with their affiliates are not required to file the FR Y-8. For more information, holding companies should refer to the FR Y-8 instructions on the Board's public [Reporting Forms](#) website and/or reach out to their Federal Reserve District Bank with any questions.

### Reports Submission

Holding companies filing the FR Y-9 reports (FR Y-9C, FR Y-9LP, FR Y-9SP, and FR Y-9ES) are required to submit each report electronically. Holding companies must maintain in their files a manually signed and attested printout of the data submitted. The cover page of the Reserve Bank supplied report forms should be used to fulfill the signature and attestation requirement and this page should be attached to the printout placed in the bank holding company's files.

If you complete the preparation, editing, and review of your report(s) before the submission deadline, please file the report(s) immediately rather than waiting. Early submission provides for additional time for your institution to become accustomed with the new enhanced electronic submission process, and aids the Federal Reserve in the editing, review, and analysis

of the reports. If you later find certain information needs to be revised, please make the appropriate changes to your report, and promptly submit the revised data.

The Federal Reserve developed Reporting Central to enhance the overall reporting functionality of the Federal Reserve Banks' data collection and processing activities. These enhancements will allow for a more secure, technically advanced, and efficient system that will encompass a single point of entry for electronic submission and file uploads. Financial and nonfinancial institutions will access Reporting Central via the FedLine® Web Access Solutions site to submit reports and gain access to electronic reporting applications, report forms, and instructions. The [Reporting Central application](#) can be accessed for additional information including an online resource center. If you have any questions regarding Reporting Central, please contact your Reporting and Reserves District Contact.

### *Confidentiality*

One aspect of the transition to Reporting Central necessitates the Federal Reserve to modify its internal procedures for handling confidentiality requests for those holding companies that submit data electronically. Generally, individual respondent data collected on the FR Y-9C, FR Y-9LP, FR Y-9SP and FR Y-15 are made readily available on the [National Information Center](#) public website and the FR Y-6, FR Y-7Q, FR Y-9ES, FR Y-7N/7NS, FR 2314/S, FR 2886, FR Y-11/S and FR Y-12 reports are available to the public upon request on an individual basis. All data are published, except for items deemed confidential per the report's instructions, unless the individual holding company from which the data were collected has been granted confidential treatment or has a request pending. A holding company may request confidential treatment for the entire report or for specific items on the report. To better facilitate confidentiality requests and ensure the data are properly handled during the review of the request, the Federal Reserve strongly encourages institutions that are of the opinion that disclosure of certain commercial or financial information in the report would likely result in substantial harm to its (or its subsidiaries') competitive position or that disclosure of the submitted personal information would result in unwarranted invasion of personal privacy to:

- (1) Notify their Reserve Bank of their intent to request confidential treatment in advance of the written request; and
- (2) Send the confidentiality request in writing prior to data submission.

**Note:** The information referenced above pertains to the existing manual process for submitting confidentiality requests for series without the confidentiality checkbox on the cover page. For institutions that do not submit data electronically, written requests for confidentiality may be provided concurrently with the paper submission of the report. For regulatory reports that contain the confidentiality check box, supervised institutions that request confidential treatment are encouraged to submit their written justification for the request through Reporting Central.

For more information on confidentiality requests, please see the specific report General Instructions. The final notice to add the confidentiality check box to the front page of the FR 2314/S, FR 2886b, FR Y-6, FRY-7N/S, FR Y-7Q, FR Y-9C, FR Y-9LP, FR Y-9SP, FR Y-

9ES, FR Y-11/S, FR Y-12, and FR Y-15 forms was published in the [Federal Register](#).<sup>1</sup> For regulatory reports that contain the confidentiality check boxes, the Reserve Bank cannot fully consider the request for confidential treatment until the supervised institution provides an affirmative response to questions on the cover page and submits a legal justification for the request. The reported data will be available for public release until the supervised institution fulfills both requirements.

As mentioned above, the Federal Reserve publishes holding company FR Y-9 series and FR Y-15 reports submitted data to the [National Information Center](#). Data is published on a flow basis within two days following receipt of a submission from the holding company, and updates are run nightly to capture any revisions subsequently submitted by the reporting institutions.

Holding companies may subscribe to the Federal Reserve Board e-mail notification service to receive alerts regarding report form and instruction updates at: <https://www.federalreserve.gov/supervisionreg/reporting-forms-whats-new.htm>. These updates include changes related to proposed new and existing data collections and final reporting forms and instructions.

All questions regarding the FR Y-9C, FR Y-9LP, FR Y-9SP, and Y-9ES reports should be directed to Melissa Rhoades-Latham, [Melissa.Rhoades-Latham@rich.frb.org](mailto:Melissa.Rhoades-Latham@rich.frb.org); 804-697-8678. Questions concerning electronic filing should be directed to Lisa Hastings, [Lisa.Hastings@rich.frb.org](mailto:Lisa.Hastings@rich.frb.org); 804-697-8342. Our toll-free telephone number is 1-800-322-1901.

Sincerely,

A handwritten signature in black ink, reading "Michael L. Wilder". The signature is written in a cursive, slightly slanted style.

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<sup>1</sup> 80 FR 52282 (August 28, 2015)

## **ATTACHMENT 1**

### **LISTING OF REVISIONS**

#### **Revisions to the FR Y-7Q for December 2023:**

##### Report Form:

- Page 2 – renumbered item 6 to 6(a); and
- Page 2 – added item 6(b), Average total assets for the quarter.

##### Instructions:

- Page GEN-2 – added language for the staggered implementation of the new submission deadline;
- Page GEN-4 – added language for the data item that will be automatically retrieved from another report;
- Page GEN-5 -renumbered item 6 to 6(a); and
- Page GEN-5 – added item 6(b), Average total assets for the quarter.

#### **Revisions to the FR Y-9C for December 2023:**

##### Report Form:

No change.

##### Instructions:

- Schedule HC-D, Trading Assets and Liabilities – updated the instructions for item HC-D Memoranda 5 to reference HC-D, item 5.b instead of RC-D, item 5.b.

##### Edits:

No change.

#### **Revisions to the FR Y-9SP for December 2023:**

##### Report Form:

No change.

##### Instructions:

No change.

##### Edits:

- One Quality was added for the December 31, 2023 report date. (See the FR Y-9SP Summary of Edit Changes document for the most recent changes.)

#### **Revisions to the FR Y-12 for December 2023:**

Report Form:

No change.

Instructions:

- Page GEN-1 – added a footnote to clarify that the aggregate nonfinancial equity investment amount includes both the amount of any investments that the holding company has made or has commitment to make in the future;
- Page GEN-2 – specified that respondents should submit their reports the next business day following the weekend or holiday;
- Page GEN-2 – added a recordkeeping requirement that respondents must maintain a record of submitted data for three years, and permit respondents to maintain either a physical or an electronic scanned copy of the manually signed and attested submission; and
- Page LI-1 – clarified which columns are applicable to Schedules A and C on the FR Y-12.

Edits:

No change.

**Revisions to the FR Y-12A for December 2023:**

Report Form:

No change.

Instructions:

- Page GEN-2 – specified that respondents should submit their reports the next business day following the weekend or holiday;
- Page GEN-2 – modified the due date of the FR Y-12A from February 15th of each year to 45 calendar days after the end of the calendar year; and
- Page GEN-3 – added a recordkeeping requirement that respondents must maintain a record of submitted data for three years, and permit respondents to maintain either a physical or an electronic scanned copy of the manually signed and attested submission.

Edits:

No change.