

GENERAL INSTRUCTIONS
ANNUAL REPORT OF TRUST ASSETS - FORM FFIEC 001

Purpose of Report. The purpose of the Annual Report of Trust Assets is to provide the federal supervisory agencies with details concerning the scope and amount of trust activities of the financial institutions under their respective jurisdictions. Details concerning collective investment funds which may be operated within trust departments and trust companies are also included in the scope of the report. The information is used in the supervision and examination of trust institutions by the federal supervisory agencies.

Agencies Involved. The three federal bank regulatory agencies, the Board of Governors of the Federal Reserve System, the Federal Deposit Insurance Corporation, and the Office of the Comptroller of the Currency, are the primary supervisors and regulators of the trust activities of banks and trust companies. The Federal Home Loan Bank Board is the primary supervisor and regulator of the trust activities of savings and loan associations and FSLIC-insured mutual savings banks. This report is issued under the aegis of the Federal Financial Institutions Examination Council.

Publication. The information compiled from these reports will be used in a publication of statistical data on the trust and collective investment fund activities of financial institutions. Each financial institution submitting a report will automatically receive a copy of the publication. Copies of the publication are available to the public upon request, at no charge.

Public Availability of Reports. The entire Annual Report of Trust Assets of each reporting institution may be made publicly available upon request.

Who Must File.

Abbreviated Reporting Procedures for Inactive Trust Departments.

An abbreviated report may be filed by institutions that:

Have been granted trust powers (or consent to exercise trust powers) but do not currently exercise such powers or exercise such trust powers but have no dollar values to report.

In such cases, the report should be completed by checking items 1 or 2(a) on the cover page as appropriate. The signature block should then be completed in full, and the report mailed to the appropriate address.

Schedules A, B and C:

These schedules are to be completed by each financial institution that has been:

Granted trust powers by the Office of the Comptroller of the Currency or the Federal Home Loan Bank Board, or

Granted trust powers by State authorities and granted consent to exercise trust powers by the Federal Reserve System or the Federal Deposit Insurance Corporation, or

Granted trust powers by State authorities and is an FSLIC-insured state-chartered savings and loan association, or an FSLIC-insured savings bank, or

Granted trust powers by State authorities and is a savings and loan holding company or a savings and loan service corporation, or

Granted trust powers by State authorities and is a non-deposit trust company which is a subsidiary of a federally-insured commercial bank or savings bank, savings and loan association, bank holding company, savings and loan holding company, or savings and loan service corporation,

and

That exercises the trust powers granted,

and

That has dollar values to report (see Specific Instructions under What to Omit from Schedule A).

Schedule D:

This schedule is to be completed by an institution that is registered with the Securities and Exchange Commission as an investment advisor under the Investment Advisors Act of 1940 and that is a subsidiary of a financial institution and/or its parent holding company.

Where to mail the completed report

Schedules A, B, and C:

Insured State nonmember banks (including FDIC-insured savings banks and insured State chartered nonmember trust companies) and subsidiaries thereof: Financial Projects Unit, Federal Deposit Insurance Corporation, Room F-574, Washington, D.C. 20429

State member banks (including State member trust companies and State chartered, noninsured trust company subsidiaries of bank holding companies) : Federal Reserve Bank of the District in which the institution is located.

FSLIC-insured savings and loan associations, and FSLIC-insured and/or federally-chartered savings banks, savings and loan holding companies, and savings and loan service corporations: Bill Fuller, Office of Examinations and Supervision, Federal Home Loan Bank Board, Washington, D.C. 20552

National banks (including national banks limited to trust powers): Financial Projects Unit, Federal Deposit Insurance Corporation, Room F-574, Washington, D.C. 20429

Trust Company affiliates of federally-insured savings and loan associations (i.e., savings and loan service corporations, and savings and loan holding companies that do not fall into one of the above categories): (1) Original - Federal Home Loan Bank Board District Office of the District in which the institution is located; and (2) Copy - Financial Projects Unit, Federal Deposit Insurance Corporation, Room F-574, Washington, D.C. 20249.

Schedule D:

Investment advisors affiliated with a financial institution and/or its parent holding company:
Federal Financial Institutions Examination Council
1776 G Street, N.W. - Suite 701
Washington, D.C. 20006

When to File. Completed reports are to be submitted no later than February 15.

Late Filing Penalties. Institutions which do not file reports, or which return them later than the above due date, may be subject to late filing penalties, as deemed appropriate by the appropriate supervisory agency.

Numbers of Copies to be Filed.

Cover page and Schedules A, B and C:

For institutions sending forms to the FDIC's Financial Projects Unit: one copy.

For institutions sending forms to the Federal Reserve District Bank:
one copy.

For institutions sending forms to the Federal Home Loan District
Bank: one copy to the District Bank and one copy to FDIC's Financial
Projects Unit.

Schedule D:

For investment advisors sending Schedule D to the Federal
Financial Institutions Examination Council: one copy.

For information, contact the appropriate supervisory agency:

Federal Reserve System:
Federal Reserve District Bank
or
Trust Activities Program
Federal Reserve Board, Washington, D.C.
202/452-2962

Federal Deposit Insurance Corporation:
Trust Specialist at Regional Office
or
John F. Harvey
(Trust) Review Unit
Federal Deposit Insurance Corporation, Washington, D.C.
202/389-4295

Federal Home Loan Bank Board:
Bill Fuller
Office of Examinations and Supervision
Federal Home Loan Bank Board, Washington, D.C.
202/377-6492

Office of the Comptroller of the Currency:
Trust Examinations Division
Office of the Comptroller of the Currency, Washington, D.C.
202/447-1731

ANNUAL REPORT OF TRUST ASSETS - FORM FFIEC 001
SPECIFIC INSTRUCTIONS
SCHEDULE A - TRUST ASSETS SCHEDULE

What to Report

Report in items 1 through 13 assets over which the institution exercises investment discretion, as defined below. Include in the amounts reported, assets subject to shared investment discretion and any assets that are being serviced by any investment advisor.

For purposes of this report, an institution exercises "investment discretion" with respect to an account if it directly or indirectly:

is authorized to determine which securities or other property shall be purchased or sold by or for an account, or

makes recommendations as to what securities or other property shall be purchased or sold by or for an account even though some other person may have responsibility for investment decisions.

Report in item 16 and 17 assets and accounts over which the institution does not exercise investment discretion. Examples of such accounts would include custodial/safekeeping, escrow, and agency accounts for which purely ministerial acts are performed.

Market Values

Each institution should report market value data, except as otherwise provided in these instructions. However, where market values are not readily available, such as in the case of miscellaneous type assets described below, book values (cost or inventory) may be reported. Market Values used for this schedule should be as of (a) any one date within the last 60 days of the calendar year, or (b) as of the date of the most recent annual or periodic review of the various accounts.

Accounting for Collective Investment Fund assets on Schedule A
Assets of collective investment funds should be reported in the appropriate asset line and account column on the schedule. To avoid duplication, the value of units of participation in such collective investment funds should not be reported as assets of participating accounts.

For ease of reporting, assets of accounts that are invested in a collective investment fund at the direction of an outside party should be included in the collective investment fund asset totals.

Accounting for Multi-bank Collective Investment Funds
Where several institutions in the same affiliated group participate accounts in a collective investment fund maintained by one member of the affiliated group, each participating institution should report its proportionate share of the assets in the appropriate lines and account columns on Schedule A.

To compute the proportionate share of assets, multiply the total market value of the various assets groupings in the collective investment fund by the percentage of units of participation held to total units outstanding.

Rounding of Dollar Amounts. Dollar figures in this schedule should be rounded to the nearest thousand, and reported in thousands of dollars with the 000's omitted. Numbers of accounts should not be rounded.

Multi-Bank Account Administration

Where a trustee institution utilizes another financial institution to service its fiduciary accounts, only the trustee institution should report the assets of those accounts. If two institutions are both co-trustees and both have investment discretion, both institutions should report the appropriate accounts; the duplicate nature of such reporting is recognized.

Trust Service Offices. Accounts of "trust service offices", as allowed in some states, are to be reported in the trust assets of the fiduciary bank. For example, Bank A provides trust services through a trust service office located in Bank B; the assets of those accounts should be reported by Bank A, not Bank B.

What to Omit From Schedule A:

The face value of insurance policies.

Assets of all corporate trust, bond trusteeships, and corporate paying agency accounts, including those where the institution has investment discretion.

Liabilities of accounts which are included in this schedule (show only gross assets, not net assets).

Negative figures, other than overdrafts in items 1 through 4.

Assets of custodial IRA and Keogh accounts administered solely by the commercial department.

Units of participation in collective investment funds.

Land trusts.

Types of Accounts - Columnar Heading for items 1 through 15

Column A -

Employee Benefit Trusts

Include all such accounts (including IRA and Keogh trust accounts) where the institution exercises investment discretion in the capacity of trustee.

Do not include IRA and Keogh custodial accounts administered solely by the commercial department.

"Master Trusts" should not be reported except where the institution has discretionary authority over identifiable assets of the trust, in which case only those assets should be reported.

Column B -

Personal Trusts

Include all testamentary, inter-vivos, and other private trusts. Where one or more assets of a discretionary trust are held pursuant to a mandatory retention clause or are subject to outside control, such assets may be excluded, but the remainder of the account assets must be reported.

Column C -

Estates

Include accounts where the institution exercises investment discretion and acts in the following or similar capacities: executor, administrator, guardian, or conservator, even though such authority may be shared with others.

Column D -

Employee Benefit Agencies

Accounts where the institution acts as an investment manager (and not as trustee), as defined in Section 3(38) of the Employee Retirement Income Security Act of 1974 (ERISA) should be reported in this column.

Column E -

All Other Agencies

Include such agency accounts where the institution exercises investment discretion. This includes agency accounts (with the exception of employee benefit agencies reported in column D) where the institution gives investment advice (whether or not the institution has actual custody of the assets), provided the institution is informed on a current basis of transactions in and securities held by such accounts.

Column F -

Total

The sum of columns A through E.

Types of Assets - Descriptions for lines 1 through 19

Item 1 - Non-interest bearing deposits - own

and

Item 2 - Non-interest bearing deposits - other

Report non-interest bearing deposits in own bank and in other financial institutions, whether demand or time, in these respective categories. Report non-interest bearing deposits of both principal and income cash. Balances held in time deposit open accounts, for reserve purposes only, should be included in Item 1.

Item 3 - Interest bearing deposits - own

and

Item 4 - Interest bearing deposits - other

Report interest bearing savings and time deposits in own bank and in other financial institutions. To be included are NOW and Super NOW accounts, MMDA accounts, and certificates of deposit. Report interest bearing deposits of both principal and income cash.

Item 5 - U.S. Government and agency obligations

Report all securities and/or loans of the U.S. Government and of U.S. Government corporations and agencies. Include certificates or other obligations, however named, that represent pass-through participations in pools of real estate loans when the participation instruments: (1) are

issued by FHA approved mortgagee and guaranteed by the Government National Mortgage Association, or (2) are issued, insured, or guaranteed by a U.S. Government agency or corporation (i.e., the Federal Home Loan Mortgage Corporation's Mortgage Participation Certificates).

Item 6 - State, county, and municipal obligations

Report all short and long-term obligations of State and local governments, and political subdivisions of the United States. Include obligations of U.S. territories and insular possessions and their political subdivisions and all Federal income tax exempt obligations of authorities such as local housing and industrial redevelopment authorities that derive their tax-exempt status from relationships with State or local governments.

Item 7 - Money Market Mutual Funds

Report all holdings of open-end registered investment companies - mutual funds - which attempt to maintain net asset values at \$1.00 per share. Do not report holdings in deposit accounts, short-term collective investment funds or master note arrangements.

Item 8 - Other short-term obligations

Report all short-term obligations (i.e. original maturities of less than 1 year, or 13 months in the case of the time portion of master notes). In addition to short-term notes, this would include such money market instruments as master note arrangements, commercial paper, banker's acceptances, securities repurchase agreements, and other short-term liquidity investments.

Item 9 - Other notes and bonds

Report all other bonds, notes (except personal notes) and debentures including insurance annuity contracts and obligations of foreign governments and corporations. Include also certificates or other obligations, however named, representing pass-through participations in pools of real estate loans when the participation instruments are issued by financial institutions and guaranteed in whole or part by private guarantors.

Item 10 - Common and Preferred stocks

Report all common and preferred equity holdings. Include common stocks of stock savings and loan associations and holdings of all open-end mutual funds and closed-end investment companies other than money market mutual funds.

Item 11 - Real estate mortgages

Include real estate mortgages, real estate contracts, land trust certificates, and ground rents. These assets may be reported at unpaid balance if that figure is a fair approximation of market value.

Item 12 - Real estate

Include real estate, mineral interests, royalty interests, leaseholds, and other similar assets. Where current market values of real estate are not readily ascertainable, estimates based upon appraisals within the past 3 years may be used for this report. It is permissible to estimate market values of mineral interests of whatever type by capitalizing annual income five times, when appropriate.

Item 13 - Miscellaneous Assets

Personal notes, tangible personal property, and other miscellaneous assets not reported in any of the other

Item 14 - Total discretionary assets

The sums of all asset categories reported under each type of account, e.g., the total of Items 1 through 13 in Column A = Item 14 of Column A.

Item 15 - Total number of discretionary accounts

Report the number of discretionary accounts administered in each of the specified columns.

Item 16 - Total non-discretionary assets

Report the total dollar value (market value or book value) of non-discretionary assets held in each of the specified columns. Include custodial assets.

Item 17 - Total number of non-discretionary accounts

Report the total number of non-discretionary accounts that are administered in each of the specified columns. Include custodial accounts.

Item 18 - Total Assets

The sums of line items 14 and 16 in Columns A through E.

Item 19 - Total number of accounts

The sums of line items 15 and 17 in Columns A through E.

ANNUAL REPORT OF TRUST ASSETS - FORM FFIEC 001
SPECIFIC INSTRUCTIONS
SCHEDULE B - COLLECTIVE INVESTMENT FUNDS SCHEDULE

Scope. List each collective investment fund and common trust fund operated by the reporting institution.

Who Must Report. This schedule must be completed by each institution administering one or more collective investment funds in a fiduciary capacity. The term "collective investment funds" includes common trust funds and pooled or group investment funds. This schedule is to be completed only by those institutions that operate their own funds.

A collective investment fund is a common trust fund or a pooled investment fund operated only by a bank, trust company, or savings and loan association. It is similar to a mutual fund, but is not available to the public - only to trust accounts administered by the bank or trust company. It is a means of diversifying investments and simplifying administration of individual accounts. A collective investment fund must be operated in accordance with a formal written plan, and must qualify for tax exemption under either Section 584 of the Internal Revenue Code or Revenue Ruling 81-100. In addition, it usually must be operated in conformity with OCC Regulation 9.18 or equivalent State guidelines.

What to Omit From This Schedule.

Money market or other mutual funds operated outside the reporting institution.

Variable amount ("master") notes

Poolings of deposits in order to obtain higher interest rates

Listings of individual trust accounts, IRA and Keogh accounts

Multi-Bank Collective Investment Funds. Multi-bank collective investment funds, which may be known as a Bank Fiduciary Fund, should be reported only by the bank which is trustee of the fund. The amounts reported should include the fiduciary assets of affiliated or participating banks which utilize the funds. For example, Bank A operates a collective investment fund which is used by Bank A, Bank X, and Bank Z; only Bank A should complete this schedule.

Valuation Dates. For each collective investment fund listed, information should be stated as of the fund's last valuation date in the last calendar quarter of the year.

Name of Fund. Each institution should state the name of each collective investment fund under administration. The full legal name of the fund is not necessary. In the interest of brevity, do not include the name of the bank or trust company in the name of fund. Only 50 characters of space are available for each fund's name.

In some instances, several funds may be established under a single plan document. In these situations, each of the sub-funds established under the single trust instrument should be separately reported.

Classification. Each fund should be identified by the single two-digit code number from those shown on the schedule that best identifies the predominant type of account participating in the fund. The classification categories are personal trust (those operating under OCC Regulation 9.18(a)(1)), employee benefit, Keogh (HR10), charitable trust, and other. Use only one two-digit code number for each collective investment fund.

Type of Fund. Each fund should be identified by the single two-digit code number from those shown on the schedule that best identifies the primary investment purpose of the fund as stated in the plan document. For example, if the investment purpose of the fund is to be met by investing in equity securities, and the fund is presently investing in money market instruments, the primary investment classification of the fund should be defined as Equity, Code 01. Use only one two-digit code number for each collective investment fund.

Total Assets. The total assets should be shown, at market value, as of the last valuation date in the calendar year. Report all assets of each fund, not merely those of participating discretionary accounts. The amount shown should be determined after admissions and withdrawals are accomplished on the valuation date. Also see "Valuation Dates", above. Dollar amounts of total assets are to be rounded to the nearest thousand dollars with the 000's omitted. Numbers of participating accounts should not be rounded.

Number of Participating Accounts. The number of participating accounts in each fund should be stated for the same valuation date as the total assets of the fund was determined (see "Valuation Dates", above). Report all participating accounts of each fund, not just participating discretionary accounts. The number of participating accounts should be determined after admissions and withdrawals.

If an institution operates more than 15 collective investment funds, a photocopy of the schedule should be used to list the additional funds. The appropriate page number should be inserted in the upper right-hand corner.

Contact Person. At the bottom of this schedule, please indicate the name and telephone number of the person to contact if a question arises about information on this schedule.

ANNUAL REPORT OF TRUST ASSETS - FORM FFIEC 001
SPECIFIC INSTRUCTIONS
SCHEDULE C - CORPORATE TRUST SCHEDULE

Scope. Report the type and volume of corporate trust and agency business conducted by the reporting financial institution.

What to Report

Item 1 - Corporate Securities Trusteeships

Report the total principal amount (par value) of outstanding corporate bonds, as well as the total number of corporate bond issues. Information on both bearer and registered issues should be reported. Corporate securities with different CUSIP numbers should be considered as separate bond issues for reporting purposes.

Item 2 - Tax Exempt Securities Trusteeships

Report the total principal amount (par value) of outstanding tax exempt bonds as well as the total number of tax exempt issues. Information on both bearer and registered issues should be reported. Tax exempt securities should be considered as separate issues without regard to maturity, purpose, or CUSIP numbers for reporting purposes.

Item 3 - Stock Transfer/Registrar Agencies

Report the total number of equity issues for which the institution acts as transfer agent or registrar. Those issues for which the institution acts in the dual capacity of transfer agent and registrar should be reported as a single issue.

Item 4 - Mutual Fund Transfer Agent

Report the total number of mutual funds for which the institution is named as transfer agent. Each portfolio for which distinct shares are transferred should be reported as a separate mutual fund.

Item 5 - Separate Dividend and Interest/Coupon Paying Agencies

Report the total number of stock or bond issues (in either bearer or registered form) for which the institution disburses interest or dividend payments. Such capacities are variously referred to as fiscal or dividend disbursing agencies.

Item 6 - All Other Corporate Agencies

Report the total number of issues of any type of corporate appointments not falling into categories described in items 3-5.

Item 7 - Totals

Report the aggregate number of issues reported in items 1 through 6 and the aggregate dollar amount reported in items 1 and 2.

ANNUAL REPORT OF TRUST ASSETS - FORM FFIEC 001
SPECIFIC INSTRUCTIONS
SCHEDULE D - AFFILIATED INVESTMENT ADVISOR SCHEDULE

Scope

This schedule should be completed by each registered investment advisor subsidiary or affiliate that furnishes advice with respect to the trust assets of one or more trust departments of affiliated institutions. Please duplicate this form as necessary.

Where to file

The completed Schedule D should be filed with:
Federal Financial Institutions Examination Council
1776 G Street, N.W. - Suite 701, Washington, D.C. 20006

What to Report

The total market value of assets advised by the registered investment advisor should be reported. These assets should be reported in two overall categories: (I) those assets of affiliated trust institutions for which advice is provided, and (II) all other assets for which advice is provided. If advice is provided for more than one affiliated institution, the assets of all such affiliates should be totaled and reported in the aggregate on one Schedule D.

Items 1 and 2 - Report the name and location of the registered investment advisor.

Items 3 and 4 - Report the name and location of the investment advisor's parent organization.

Items 5 and 6 - Report the name and location of each affiliate for which advice is provided by the investment advisor.

CATEGORY I - ASSETS ADVISED FOR AFFILIATED INSTITUTIONS

Item 7 and 8 (Column A) Personal Trust Accounts: Report the total assets and number of personal trust accounts advised. Include all testamentary, inter-vivos and other private trusts. (If categories of accounts are not available, include all assets advised under "All Other Accounts" - Column C.)

Item 7 and 8 (Column B) Employee Benefit Accounts: Report the total assets and number of employee benefit trust accounts advised, including IRA and Keogh accounts. (If categories of accounts are not available, include all assets advised under "All Other Accounts"-Column C.)

Item 7 and 8 (Column C) All Other Accounts: Report the total assets and number of any other accounts, for example, escrow, or managing agency accounts.

CATEGORY II - ALL OTHER ASSETS ADVISED

Item 7 and 8 (Column D) All Accounts: Report the total assets and number of accounts advised for which an affiliated bank is not named in a fiduciary capacity.

Item 7 and 8 (Column E) Totals: Report the total of assets and number of accounts in each of the four account categories (Columns A through D).