

SECURITIES AND EXCHANGE COMMISSION

FORM TA-1/A

Application for registration as a transfer agent filed pursuant to the Securities Exchange Act of 1934 [amend]

Filing Date: **2010-12-22**
SEC Accession No. [0000944496-10-000014](#)

(HTML Version on [secdatabase.com](#))

FILER

MELLON INVESTOR SERVICES LLC /TA

CIK:[944496](#) | IRS No.: **223367522** | State of Incorporation: **NJ** | Fiscal Year End: **1231**
Type: **TA-1/A** | Act: **34** | File No.: **084-05579** | Film No.: **11530145**

Mailing Address	Business Address
<i>NEWPORT OFFICE CENTER VII 480 WASHINGTON BOULEVARD JERSEY CITY NJ 07310</i>	<i>NEWPORT OFFICE CENTER VII 480 WASHINGTON BOULEVARD JERSEY CITY NJ 07310 201-680-4000</i>

UNITED STATES
SECURITIES AND EXCHANGE
COMMISSION
Washington, D.C. 20549

OMB Approval	
OMB Number:	3235-0084
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FORM TA-1

UNIFORM FORM FOR REGISTRATION AS A TRANSFER AGENT AND FOR
AMENDMENT
TO REGISTRATION PURSUANT TO SECTION 17A OF THE
SECURITIES EXCHANGE ACT OF 1934

GENERAL: Form TA-1 is to be used to register or amend registration as a transfer agent with the Comptroller of the Currency, the Board of Governors of the Federal Reserve System, the Federal Deposit Insurance Corporation or the Securities and Exchange Commission pursuant to Section 17A of the Securities Exchange Act of 1934.
Read all instructions before completing this form. Please print or type all responses.

Form Version 3.2.0

1(a). Filer CIK:

0000944496

1(c). Live/Test Filing? Live Test

1(e). Is this filing an amendment to a previous filing? Yes

1(e)(i). File Number: 084-05579

2. Appropriate regulatory agency (check one) :

Securities and Exchange Commission

Board of Governors of the Federal Reserve System

Federal Deposit Insurance Corporation

Comptroller of the Currency

3(a). Full Name of Registrant:

Mellon Investor Services LLC

3(a)(i). Previous name, if being amended:

3(b). Financial Industry
Number Standard (FINS)
number:

956664

3(c). Address of principal office where transfer agent activities are, or will be, performed:

3(c)(i). Address 1

Newport Office Center VII

3(c)(ii). Address 2

480 Washington Boulevard

3(c)(iii). City

Jersey City

3(c)(iv). State or Country

NJNEW JERSEY

3(c)(v). Postal Code

07310

3(d). Is Mailing address different from response to Question 3c?

Yes No

If "yes," provide address(es):

3(e). Telephone Number

(Include Area Code)

201-680-4000

4. Does registrant conduct, or will it conduct, transfer agent activities at any location other than that given in question 3c above?

Yes No

If "yes," provide address(es):

4(a)(i). Address 1

Mellon Client Service Center

4(a)(ii). Address 2

500 Ross Street

4(a)(iii). City

Pittsburgh

4(a)(iv). State or Country

PAPENNSYLVANIA

4(a)(v). Postal Code

15262

5. Does registrant act, or will it act, as a transfer agent solely for its own securities and/or securities of an affiliate(s)?

Yes No

6. Has registrant, as a named transfer agent, engaged, or will it engage, a service company to perform any transfer agent functions?

Yes No

7. Has registrant been engaged, or will it be engaged, as a service company by a named transfer agent to perform transfer agent functions?

Yes No

If "yes," provide the name(s) and File Number(s) of the named transfer agent(s) for which the registrant has been engaged, or will be engaged, as a service company to perform transfer agent functions:

7(a). Name

CIBC Mellon Trust Company

7(b). File Number:084-06096

7(c)(i). Address 1

320 Bay Street

7(c)(ii).Address 2

7(c)(iii).City

Toronto

7(c)(iv).State or Country

A6

7(c)(v).Postal Code

M5H 4A6

7(a). Name

The Bank of New York Mellon

7(b). File Number:085-05006

7(c)(i). Address 1

101 Barclay Street

7(c)(ii).Address 2

7(c)(iii).City

New York

7(c)(iv).State or Country

NY

7(c)(v).Postal Code

10286

7(a). Name

BNY Mellon Investment Servicing (US) Inc.

7(b). File Number:084-01761

7(c)(i). Address 1

4400 Computer Drive

7(c)(ii).Address 2

7(c)(iii).City

Westborough

7(c)(iv).State or Country

MA

7(c)(v).Postal Code

01581

Completion of Question 8 on this form is required by all independent, non-issuer registrants whose appropriate regulatory authority is the Securities and Exchange Commission. Those registrants who are not required to complete Question 8 should select "Not Applicable".

8. Is registrant a: [Other](#) Limited Liability Company

Section for Initial Registration and for Amendments Reporting Additional Persons.

8(a)(i). Full Name	Gretchen Marie Moh
8(a)(ii). Relationship Start Date	2005-03-30
8(a)(iii). Title or Status	President and Chief
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	2009-02-24

8(a)(i). Full Name	James Matthew Balsan
8(a)(ii). Relationship Start Date	1989-04-03
8(a)(iii). Title or Status	Managing Director
8(a)(iv). Description of Authority	NA

8(a)(v). Relationship End Date	2007-07-01
8(a)(i). Full Name	David Leigh Becker
8(a)(ii). Relationship Start Date	2005-08-08
8(a)(iii). Title or Status	Chief Compliance O
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	2009-11-13
8(a)(i). Full Name	Robert Michael Carney, Sr.
8(a)(ii). Relationship Start Date	1980-04-28
8(a)(iii). Title or Status	Managing Director
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	2010-05-21
8(a)(i). Full Name	Declan Peter Thomas Denehan
8(a)(ii). Relationship Start Date	1991-11-07
8(a)(iii). Title or Status	Managing Director
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	2008-12-31
8(a)(i). Full Name	Stephen Joseph Dolmatch
8(a)(ii). Relationship Start Date	1995-08-14
8(a)(iii). Title or Status	Senior Managing Co
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	2009-01-30
8(a)(i). Full Name	Barton Hill
8(a)(ii). Relationship Start Date	2003-04-07
8(a)(iii). Title or Status	Managing Director
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	2007-07-01
8(a)(i). Full Name	John Barry Power
8(a)(ii). Relationship Start Date	2005-09-29
8(a)(iii). Title or Status	Chief Administrative
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	2007-07-04

8(a)(i). Full Name	John Thomas Scagn
8(a)(ii). Relationship Start Date	1999-10-11
8(a)(iii). Title or Status	SVP, Client Relations
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	2007-07-04

8(a)(i). Full Name	Kevin Michael Brennan
8(a)(ii). Relationship Start Date	2007-07-01
8(a)(iii). Title or Status	Managing Director
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	

8(a)(i). Full Name	Kyle Cochran Kerbawy
8(a)(ii). Relationship Start Date	2007-07-01
8(a)(iii). Title or Status	Managing Director
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	2008-12-19

8(a)(i). Full Name	Mario Passudetti
8(a)(ii). Relationship Start Date	2007-07-01
8(a)(iii). Title or Status	Managing Director
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	2008-07-16

8(a)(i). Full Name	Jeffrey Edward Cohen
8(a)(ii). Relationship Start Date	2007-07-01
8(a)(iii). Title or Status	Managing Director
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	

8(a)(i). Full Name	Peter Anthony Ward
8(a)(ii). Relationship Start Date	2007-07-01
8(a)(iii). Title or Status	Vice President
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	

8(a)(i). Full Name	Marc Lawrence Librizzi
8(a)(ii). Relationship Start Date	2007-07-01

8(a)(iii). Title or Status	Managing Director
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	

8(a)(i). Full Name	Frank Anthony Madonna
8(a)(ii). Relationship Start Date	1999-06-14
8(a)(iii). Title or Status	Managing Director
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	

8(a)(i). Full Name	William Anthony Harris
8(a)(ii). Relationship Start Date	1999-02-10
8(a)(iii). Title or Status	Senior Counsel
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	

8(a)(i). Full Name	Samir Mohan Pandir
8(a)(ii). Relationship Start Date	2009-02-24
8(a)(iii). Title or Status	Chief Executive Offic
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	

8(a)(i). Full Name	Elizabeth DaSilva
8(a)(ii). Relationship Start Date	2009-07-01
8(a)(iii). Title or Status	Managing Director
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	

8(a)(i). Full Name	Peter James Duggan
8(a)(ii). Relationship Start Date	2009-07-01
8(a)(iii). Title or Status	Managing Director
8(a)(iv). Description of Authority	NA
8(a)(v). Relationship End Date	

8(a)(i). Full Name	Deborah Flickinger
8(a)(ii). Relationship Start Date	2009-08-17
8(a)(iii). Title or Status	Managing Director
8(a)(iv). Description of Authority	NA

8(a)(v). Relationship End Date	
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9. Does any person or entity not named in the answer to Question 8:

9(a). directly or indirectly, through agreement or otherwise exercise or have the power to exercise control over the management or policies of applicant; or . . .	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
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9(a)(i). Exact name of each person or entity

[The Bank of New York Mellon Corporation](#)

9(a)(ii). Description of the Agreement or other basis

[100% Indirect Owner](#)

9(b). wholly or partially finance the business of applicant, directly or indirectly, in any manner other than by a public offering of securities made pursuant to the Securities Act of 1933 or by credit extended in the ordinary course of business by suppliers, banks and others ?	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>
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9(b)(i). Exact name of each person or entity

[Mellon Investor Services Holdings LLC](#)

9(b)(ii). Description of the Agreement or other basis

[100% Owner](#)

10.Applicant and Control Affiliate Disciplinary History:

The following definitions apply for purposes of answering this Question 10

Control affiliate	- An individual or firm that directly or indirectly controls, is under common control with, or is controlled by applicant. Included are any employees identified in 8(a), 8(b), 8(c) of this form as exercising control. Excluded are any employees who perform solely clerical, administrative support of similar functions, or who, regardless of title, perform no executive duties or have no senior policy making authority.
Investment or investment related	- Pertaining to securities, commodities, banking, insurance, or real estate (including, but not limited to, acting as or being associated with a broker-dealer, investment company, investment adviser, futures sponsor, bank, or savings and loan association).
Involved	- Doing an act of aiding, abetting, counseling, commanding, inducing, conspiring with or failing reasonably to supervise another in doing an act.

10(a). In the past ten years has the applicant or a control affiliate been convicted of or plead guilty or nolo contendere ("no contest") to:

10(a)(1). a felony or misdemeanor involving: investments or an investment-related business, fraud, false statements or omissions, wrongful taking of property, or bribery, forgery, counterfeiting or extortion?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
10(a)(2). any other felony?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

10(b). Has any court in the past ten years:

10(b)(1). enjoined the applicant or a control affiliate in connection with any investment-related activity?	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>
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10(b)(1)(i). The individuals named in the Action

CIBC Mellon Trust Company

10(b)(1)(ii). Title of Action U.S. Securities and Exchange Commission v. CIBC Mellon Trust Company	10(b)(1)(iii). Date of Action 2005-01-14
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10(b)(1)(iv). The Court or body taking the Action and its location

U.S. Securities and Exchange Commission ("SEC")

10(b)(1)(v). Description of the Action

CIBC Mellon Trust Company ("CMTC"), a transfer agent that is an affiliate of Registrant by virtue of Mellon Canada Holding Company's 50 percent interest in the joint venture, submitted a Consent to Entry of Judgment (the "Consent") which was presented by the SEC in the United States District Court for the District of Columbia (the "Court") on February 16, 2005. In the Consent, and solely for the purpose of the injunctive action and any other proceedings arising out of the SEC's investigation brought by or on behalf of the SEC or to which the SEC is a party, CMTC consented to the entry of Final Judgment as to Defendant CMTC (the "Final Judgment") without admitting or denying the matters set forth therein (other than those relating to the jurisdiction of the Court and the subject matter of the action). The Final Judgment, entered on February 24, 2005, resolved the allegations that CMTC had failed to register as a transfer agent with the SEC, that it had issued "legend free" stock certificates of a company whose shares were not registered with the SEC, that one of its managers had accepted payments of stock from that company's officers to issue the certificates, and that it had acted as an unregistered broker or dealer in connection with its stock plan administration business. CMTC was permanently enjoined from prescribed violations of Securities Act Section 5, Exchange Act Section 10(b) and Rule 10b-5, Exchange Act Section 15(a), Exchange Act Section 17A(c)(1), and from aiding and abetting future violations of Exchange Act Section 10(b) or Rule 10b-5. CMTC also agreed to pay a civil monetary penalty of \$5 million and disgorgement of \$889,773 and prejudgment interest of \$140,270. Payment was made on March 4, 2005. CMTC also consented, without admitting or denying the SEC complaint allegations, to the entry of an SEC administrative order based on the Final Judgment on March 2, 2005 (the "Order"). Pursuant to the Order, CMTC was censured and agreed to an undertaking to engage an independent consultant to review its relevant businesses and procedures. This matter responds to items 10(b)(1) and 10(c)(2).

10(b)(1)(vi). The disposition of the proceeding

Entry of Judgment on consent. See item (v) above for detail.

10(b)(2). found that the applicant or a control affiliate was involved in a violation of investment-related statutes or regulations?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
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10(c). Has the U.S. Securities and Exchange Commission or the Commodity Futures Trading Commission ever:

10(c)(1). found the applicant or a control affiliate to have made a false statement or omission?	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>
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10(c)(1)(i). The individuals named in the Action

[See attached file for Question 10 Data](#)

10(c)(1)(ii). Title of Action See attached file for Question 10 Data	10(c)(1)(iii). Date of Action 2007-12-18
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10(c)(1)(iv). The Court or body taking the Action and its location

[See attached file for Question 10 Data](#)

10(c)(1)(v). Description of the Action

[See attached file for Question 10 Data](#)

10(c)(1)(vi). The disposition of the proceeding

[See attached file for Question 10 Data](#)

10(c)(2). found the applicant or a control affiliate to have been involved in a violation of its regulations or statutes?

Yes No

10(c)(2)(i). The individuals named in the Action

[See attached file for Question 10 Data](#)

10(c)(2)(ii). Title of Action See attached file for Question 10 Data	10(c)(2)(iii). Date of Action 2007-12-18
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10(c)(2)(iv). The Court or body taking the Action and its location

[See attached file for Question 10 Data](#)

10(c)(2)(v). Description of the Action

[See attached file for Question 10 Data](#)

10(c)(2)(vi). The disposition of the proceeding

[See attached file for Question 10 Data](#)

10(c)(2)(i). The individuals named in the Action

[The Bank of New York Mellon](#)

10(c)(2)(ii). Title of Action SEC Admin. Proceeding File No. 3-12526	10(c)(2)(iii). Date of Action 2007-01-09
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10(c)(2)(iv). The Court or body taking the Action and its location

[U.S. Securities and Exchange Commission](#)

10(c)(2)(v). Description of the Action

[The SEC alleged that from at least January 1, 2003 through June 30, 2004, in connection with certain auctions, The Bank of New York Mellon \(formerly, The Bank of New York, "BNY"\) accepted initial or revised bids after submission deadlines and allowed broker-dealers to intervene in auctions. In certain instances, this conduct also affected the rate paid on the auction rate securities. As a result, BNY caused violations of section 17\(a\)\(2\) of the Securities Act. BNY was required to make certain disclosures regarding its material auction practices and procedures; and not later than 6 months after the date of this order, unless otherwise extended by the Staff of the Commission for good cause shown, have its CEO or general counsel certify in writing to the Staff of the Commission that BNY has implemented procedures. In addition BNY paid a monetary settlement in the amount of \\$750,000.](#)

10(c)(2)(vi). The disposition of the proceeding

[See 10\(c\)\(2\)\(v\) above](#)

10(c)(2)(i). The individuals named in the Action

CIBC Mellon Trust Company

10(c)(2)(ii). Title of Action U.S. Securities and Exchange Commission v. CIBC Mellon Trust Company	10(c)(2)(iii). Date of Action 2005-01-14
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10(c)(2)(iv). The Court or body taking the Action and its location
see item 10(b)(1) above

10(c)(2)(v). Description of the Action
see item 10(b)(1) above

10(c)(2)(vi). The disposition of the proceeding
see item 10(b)(1) above

10(c)(2)(i). The individuals named in the Action
The Bank of New York Mellon

10(c)(2)(ii). Title of Action SEC Admin. Proceeding File no. 3-12269	10(c)(2)(iii). Date of Action 2006-04-24
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10(c)(2)(iv). The Court or body taking the Action and its location
U.S. Securities and Exchange Commission

10(c)(2)(v). Description of the Action
The SEC alleged that The Bank of New York Mellon (formerly, The Bank of New York, "BNY") failed as a transfer agent to exercise reasonable care to ascertain the correct addresses of lost security holders and escheated assets belonging to those security holders to various states. As a result BNY entered into agreement to offer payment to certain security holders for property escheated erroneously (while reserving the right to pursue their claim for repayment with the State to which the property was escheated). In addition BNY paid a penalty of \$250,000 and agreed to the retention of an independent consultant to review and evaluate certain of the Bank's policies and procedures.

10(c)(2)(vi). The disposition of the proceeding
See 10 (c) (2) (v) above

10(c)(3). found the applicant or a control affiliate to have been a cause of an investment-related business having its authorization to do business denied, suspended, revoked or restricted? Yes No

10(c)(3)(i). The individuals named in the Action
One or more control affiliates - see attached file for Question 10 Data

10(c)(3)(ii). Title of Action See attached file for Question 10 Data	10(c)(3)(iii). Date of Action 2007-12-18
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10(c)(3)(iv). The Court or body taking the Action and its location
See attached file for Question 10 Data

10(c)(3)(v). Description of the Action
See attached file for Question 10 Data

10(c)(3)(vi). The disposition of the proceeding
See attached file for Question 10 Data

10(c)(4). entered an order denying, suspending or revoking the applicant's or a control affiliate's registration or otherwise disciplined it by restricting its activities? Yes No

10(c)(4)(i). The individuals named in the Action

[One or more control affiliates - see attached file for Question 10 Data](#)

10(c)(4)(ii). Title of Action See attached file for Question 10 Data	10(c)(4)(iii). Date of Action 2007-12-18
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10(c)(4)(iv). The Court or body taking the Action and its location

[See attached file for Question 10 Data](#)

10(c)(4)(v). Description of the Action

[See attached file for Question 10 Data](#)

10(c)(4)(vi). The disposition of the proceeding

[See attached file for Question 10 Data](#)

10(c)(4)(i). The individuals named in the Action

[The Bank of New York Mellon](#)

10(c)(4)(ii). Title of Action SEC Admin. Proceeding File No. 3-12526	10(c)(4)(iii). Date of Action 2007-01-09
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10(c)(4)(iv). The Court or body taking the Action and its location

[U.S. Securities and Exchange Commission](#)

10(c)(4)(v). Description of the Action

[See item 10\(c\)\(2\) above](#)

10(c)(4)(vi). The disposition of the proceeding

[See item 10\(c\)\(2\) above](#)

10(c)(4)(i). The individuals named in the Action

[The Bank of New York Mellon](#)

10(c)(4)(ii). Title of Action SEC Admin. Proceeding File No. 3-12269	10(c)(4)(iii). Date of Action 2006-04-24
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10(c)(4)(iv). The Court or body taking the Action and its location

[U.S. Securities and Exchange Commission](#)

10(c)(4)(v). Description of the Action

[See item 10\(c\)\(2\) above](#)

10(c)(4)(vi). The disposition of the proceeding

[See item 10\(c\)\(2\) above](#)

10(d). Has any other Federal regulatory agency or any state regulatory agency:

10(d)(1). ever found the applicant or a control affiliate to have made a false statement or omission or to have been dishonest, unfair, or unethical?	Yes No <input type="checkbox"/> <input checked="" type="checkbox"/>
10(d)(2). ever found the applicant or a control affiliate to have been involved in a violation of investment-related regulations or statutes?	Yes No <input checked="" type="checkbox"/> <input type="checkbox"/>

10(d)(2)(i). The individuals named in the Action

[One or more control affiliates - see attached file for Question 10 Data](#)

10(d)(2)(ii). Title of Action See attached file for Question 10 Data	10(d)(2)(iii). Date of Action 2007-12-18
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10(d)(2)(iv). The Court or body taking the Action and its location

See attached file for Question 10 Data

10(d)(2)(v). Description of the Action

See attached file for Question 10 Data

10(d)(2)(vi). The disposition of the proceeding

See attached file for Question 10 Data

10(d)(2)(i). The individuals named in the Action

Dreyfus Service Organization, Inc.

10(d)(2)(ii). Title of Action Proceeding by the Commissioner of Banking and Ins. State of NJ Ref. No. 8059711	10(d)(2)(iii). Date of Action 2008-09-08
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10(d)(2)(iv). The Court or body taking the Action and its location

State of New Jersey Department of Banking and Insurance, Trenton, New Jersey

10(d)(2)(v). Description of the Action

It was alleged that Dreyfus Service Organization ("DSO") between June 2002 and November 2002 "caused, permitted or was otherwise responsible for allowing the employee to solicit and write eight New Jersey annuity contracts without the benefit of a current license." DSO had an employee with a non-resident NJ insurance license which had expired and was later reinstated. The sales were made during the period when the employee's license was inactive, although DSO had reason to believe the license was, in fact, active. Without admitting or denying any violation of the insurance statutes or regulations or any wrongdoing, DSO consented to an administrative sanction in the amount of \$4,000.00 to fully and completely resolve the matter.

10(d)(2)(vi). The disposition of the proceeding

See 10(d)(4)(v) above.

10(d)(3). ever found the applicant or a control affiliate to have been a cause of an investment-related business having its authorization to do business denied, suspended, revoked, or restricted? Yes No

10(d)(3)(i). The individuals named in the Action

One or more control affiliates - see attached file for Question 10 Data

10(d)(3)(ii). Title of Action See attached file for Question 10 Data	10(d)(3)(iii). Date of Action 2007-12-18
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10(d)(3)(iv). The Court or body taking the Action and its location

See attached file for Question 10 Data

10(d)(3)(v). Description of the Action

See attached file for Question 10 Data

10(d)(3)(vi). The disposition of the proceeding

See attached file for Question 10 Data

10(d)(3)(i). The individuals named in the Action

The Bank of New York Mellon

10(d)(3)(ii). Title of Action None-never reached the courts	10(d)(3)(iii). Date of Action 2005-11-08
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10(d)(3)(iv). The Court or body taking the Action and its location

U.S. Attorney offices for the EDNY and SDNY

10(d)(3)(v). Description of the Action

The Bank Of New York Mellon (formerly, The Bank of New York, the "Bank"), an affiliate of the registrant, entered into a non-prosecution agreement with the U.S. Attorneys offices for the Eastern and Southern Districts of New York ("EDNY" and "SDNY"). The respective EDNY and SDNY investigations related to actions by Bank employees that facilitated a fraudulent scheme conducted by RW Professional Leasing Services Corp., a former customer of one of the Bank's Long Island branch offices, and certain funds transfer activities to and from Russia from 1996 to1999. Among other things, the non-prosecution agreement outlines a series of measures, many of which already are completed and others that are well underway, to enhance the Bank's procedures for monitoring and reporting suspicious activity. The Bank has agreed to pay restitution and forfeiture totaling \$38 million, all of which has been previously reserved. The agreement, which has a term of three years, provides for the Bank to retain an independent examiner to review the enhanced procedures and report to the government on a periodic basis.

10(d)(3)(vi). The disposition of the proceeding

See 10 (d) (2) (v) above

10(d)(4). in the past ten years entered an order against the applicant or a control affiliate in connection with investment-related activity? Yes No

10(d)(4)(i). The individuals named in the Action

One or more control affiliates - see attached file for Question 10 Data

10(d)(4)(ii). Title of Action See attached file for Question 10 Data	10(d)(4)(iii). Date of Action 2007-12-18
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10(d)(4)(iv). The Court or body taking the Action and its location

See attached file for Question 10 Data

10(d)(4)(v). Description of the Action

See attached file for Question 10 Data

10(d)(4)(vi). The disposition of the proceeding

See attached file for Question 10 Data

10(d)(5). ever denied, suspended, or revoked the applicant's or a control affiliate's registration or license, or prevented it from associating with an investment-related business, or otherwise disciplined it by restricting its activities? Yes No

10(d)(6). ever revoked or suspended the applicant's or a control affiliate's license as an attorney or accountant? Yes No

10(e). Has any self-regulatory organization or commodities exchange ever:

10(e)(1). found the applicant or a control affiliate to have made a false statement or omission? Yes No

10(e)(1)(i). The individuals named in the Action

One or more control affiliates - see attached file for Question 10 Data

10(e)(1)(ii). Title of Action See attached file for Question 10 Data	10(e)(1)(iii). Date of Action 2009-04-14
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10(e)(1)(iv). The Court or body taking the Action and its location

[See attached file for Question 10 Data](#)

10(e)(1)(v). Description of the Action

[See attached file for Question 10 Data](#)

10(e)(1)(vi). The disposition of the proceeding

[See attached file for Question 10 Data](#)

10(e)(2). found the applicant or a control affiliate to have been involved in a violation of its rules?

Yes No

10(e)(2)(i). The individuals named in the Action

[One or more control affiliates - see attached file for Question 10 Data](#)

10(e)(2)(ii). Title of Action
[See attached file for Question 10 Data](#)

10(e)(2)(iii). Date of Action
2007-12-18

10(e)(2)(iv). The Court or body taking the Action and its location

[See attached file for Question 10 Data](#)

10(e)(2)(v). Description of the Action

[See attached file for Question 10 Data](#)

10(e)(2)(vi). The disposition of the proceeding

[See attached file for Question 10 Data](#)

10(e)(3). found the applicant or a control affiliate to have been the cause of an investment-related business losing its authorization to do business?

Yes No

10(e)(4). disciplined the applicant or a control affiliate by expelling or suspending it from membership, by barring or suspending its association with other members, or by otherwise restricting its activities?

Yes No

10(f). Has any foreign government, court, regulatory agency, or exchange ever entered an order against the applicant or a control affiliate related to investments or fraud?

Yes No

10(g). Is the applicant or a control affiliate now the subject of any proceeding that could result in a yes answer to questions 10(a) - 10(F)?

Yes No

10(h). Has a bonding company denied, paid out on, or revoked a bond for the applicant or a control affiliate?

Yes No

10(i). Does the applicant or a control affiliate have any unsatisfied judgments or liens against it?

Yes No

ATTENTION: INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACT CONSTITUTE FEDERAL CRIMINAL VIOLATIONS. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a)

SIGNATURE: The registrant submitting this form, and as required, the SEC supplement and Schedules A-D, And the executing official hereby represent that all the information contained herein is true, correct and complete.

10(a). Signature of Official responsible for Form:

10(b). Telephone number:

Deborah Flickinger	201-680-3153
10(c). Title of Signing Officer: Managing Director	10(d). Date signed (Month/Day/Year): 2010-12-09
