Thrift Bulletin

Handbook: A
Subject: A

Rescinded 03/18/94 by TB 48-12. Click HERE to link to TB 48-12

Section: 071
TB 48-11

September 20, 1993

Office Of Thrift Supervision 1993 Filing Fees

Summary: As part of a recent review of the Application Fee Schedule for 1993, the Office of Thrift Supervision ("OTS") determined that the fees charged for several application types no longer reflect the actual direct and indirect costs associated with processing such applications. Accordingly, OTS, in accordance with 12 C.F.R. Part 502, is amending the Application Fee Schedule for 1993. This bulletin supersedes TB 48-10, dated December 31, 1992, becomes effective 30 days after its publication and shall remain in effect until further notice.

For Further Information Contact: Your Regional Office, the Corporate Analysis unit, or the Corporate and Securities Division of the Office of Thrift Supervision, Washington, DC.

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Attached is the revised Application Fee Schedule for 1993 that will become effective 30 days after publication. This schedule supersedes the Application Fee Schedule for 1993 set forth in TB 48-10, dated December 31, 1992.

The Application Fee Schedule for 1993 has been amended to reflect a decrease in the fees charged for several application types. Specifically, the fee for Agency Office applications has been reduced from $1,400 to $900; the fee for Release of Dividend Agreement applications (formerly treated as a Modification of Condition) has decreased from $2,700 to $1,000; the fee for Repurchase of Stock has decreased from $1,000 to $300 and the fee for an Operating Subsidiary application processed under the "standard" procedures has decreased from $6,700 to $3,000.

As part of this bulletin, OTS has also altered the fee structure for several other application types. Most notably, OTS has removed the $4,300 fee for submitting compliance information on applications for Permission to Organize and increased the fee for the original submission to $18,100 - an amount consistent with the fee for H-(e)1 applications. In addition, the fees for applications for Permissible Bank Holding Company Activities of Savings and Loan Holding Companies and Prescribed Services and Activities of Savings and Loan Holding Companies have increased from $100 each to $300 each; and the fee for applications for Approval of Officers and Directors has increased from $600 to $800. The increases reflect the amount of review and analysis that has been required for these applications.

The amended Application Fee Schedule for 1993 also contains a new fee of $10,400 for "Reverse Sasser" and "Reverse Oakar" applications involving whole bank purchases, and makes the fee structure for simultaneous submissions of multiple Agency Office applications consistent with the fee structure for multiple Branch applications, i.e., the fee for each additional Agency Office application will be $100. The amended application Fee Schedule for 1993 also eliminates the fee for Voluntary Dissolution applications where all assets and liabilities of a thrift are acquired by another depository institution.

The Application Fee Schedule for 1993 also has been amended to reflect (1) the adoption of the Securities and Exchange Commission's Regulation S-B (and related forms); and (2) the rescission of Form 8, "Amendment to Application or Report Filed Pursuant to Section 12, 13 or 15(d) of the Securities Exchange Act of 1934." These changes were automatically made applicable to thrift securities filings made with the OTS under the Securities Exchange Act of 1934 pursuant to 12 C.F.R. 563d.1.

Finally, OTS is implementing a new policy on waiving and reducing filing fees. Under this policy, the Director, or his designee, may waive or reduce filing fees for: (i) change of control notices of holding company applications involving non-

material increases in share ownership by acquirers that have previously received approval or non-objection under 12 C.F.R. Part 574 and other acquirers whose acquisitions would be aggregated with approved parties due to presumption of concerted action; or (ii) situations where, due to the size or financial condition of the applicant, a fee is not economically feasible or justifiable. Requests for waivers must be submitted with the initial filing of the application. Applications submitted with waiver requests will not be considered officially filed until the OTS determines whether to approve the waiver.

Attachments

—John C. Price
Acting Assistant
Director for Policy

Publication Fee Schedule

Publication Fee Charges:

Refer to the OTS Publication Brochure for the current publication fees. The brochure can be obtained from the Controller, Office of Thrift Supervision, 1700 G Street, N.W., Washington, D.C. 20552.

FOIA Fee Charges:

According to Category of Requester as Established in the 1987 Amendment to the FOIA.

Commercial

Duplication	$ .15 per page
Search/Review	$20.00 per hour or fraction thereof
Computer Charges (Thrift Financial Report)	$ 4.00 processing fee per request $ 3.00 per Statement of Condition/ Operation $. 50 per page for additional financial schedules

Educational Institutions, Non-Commercial Scientific Institutions, Representatives of the News Media

The first 100 pages (or 33 Statement of Condition/Operation Reports) shall be furnished without charge. Additional documents/reports will be furnished for reproduction costs alone (no search fees).

All other Requesters

The first 100 pages (or 33 Statement of Condition/Operation Reports) and the first two hours of search time shall be furnished without charge. Thereafter they shall be charged the same as commercial requesters.

Gold Seal Fee Charges:

All documents issued by the Office of Thrift Supervision requiring affixation of the official gold seal will cost $50.00 per gold seal requested.

Application Fee Schedule for 1993

Agency Office $900

If an application contains a request to establish more than one agency office, include $100 for each additional agency office.

Approval of Director and Officer $800
The $800 fee is per individual. The applicant must also include $23 per each FBI background check required.

Branch

Interstate
- Standard $1,900
- Expedited $700

Intrastate
- Standard $1,900
- Expedited $700

Change of Location
- Standard $900
- Expedited $300

If an application contains a request to establish more than one branch office, include $100 for each additional branch office.

Bylaw Amendments
- Applications (Sections 544.5(c)(1)and 552.5(b)(1) $1,400
- Notices (Section544.5(c)(2)and552.5(b)(2) $100
- Preapproved $0

Capital
- Dividend Notification $300
- Dividend Notification in Excess of Limitation (Section 563.134(e)(1)) $1,500
- Impermissible Subsidiary Capital Deduction Phase-in $200
- Release of Dividend Agreement (Section 563.134(e)(3)) $1,000
- Release of Capital Maintenance Agreement $1,000
- Repurchase of Stock (Section 563b.3(g)(3)) $300
- Sub Debt/Mandatorily Redeemable Preferred Stock in Capital (Section 563.81)
  - Standard $5,300
  - Expedited $1,700

Change of Control $12,400
No additional fee is required for related interim and merger applications (if applicable). The applicant must also include $23 per each FBI background check required.

Charter Amendments
- Applications (Sections 544.2(a)(2)(i) and 552.4(a)(2)(i) $1,400
- Notices (Sections 544.2(a)(2)(ii) and 552.4(a)(2)(ii) $100
- Preapproved $0

Charter Certificate $100
The fee is for associations that request a new or replacement charter certificate. A charter certificate is optional.

Charter Conversions
- State to Federal $1,400
- Federal to State Bank or National Bank (Sasser) $5,700
- Commercial Bank to Thrift (Reverse Sasser) $10,400

Conversions (Mutual to Stock)
- Standard Conversions (Form AC) $6,400
- w/H-(e)1-S (Form AC included) $8,400
- w/Merger (Form AC included) $17,400
- w/Holding Company (Form AC included) $18,700

Supervisory Conversions $18,700

The fee for modified and supervisory conversions includes all related filings. In a supervisory conversion, all fees must be paid by the acquiror(s).

If the conversion involves a public offering of stock, the applicant must also pay a fee of 1/32 one percent of the maximum aggregate price at which the securities are proposed to be offered. See Rule 457 under the Securities Act of 1933.

Deregistration as a Holding Company (Section 584.1(d)) $1,000

If filed with a Divestiture of Control application the combined total fee for both transactions is only $1,000.

Divestiture of Control $1,000

If filed with a Deregistration application, the combined total fee for both transactions is only $1,000.

Extension of Time $300

A fee is required when an applicant requests an extension of the time period set forth in an approval letter or Director's order.

Finance Subsidiary
- Standard $6,700
- Expedited $2,000

Holding Company
- Form H-(e)1 ..... $18,100
- Form H-(e)2 ..... $18,100
- Form H-(e)3 ..... $18,100
- Form H-(e)4 ..... $1,000
- Form H-(e) 1-S $2,000

No additional fee is required for related interim and merger applications (if applicable). The applicant must also include $23 per each FBI background check required. If an H-(e) 1–S becomes an H-(e)1, the applicant must pay an additional $16,100.

Interim $2,400

Only applicable if not included in related filing.

Loans to One Borrower
- Standard $2,500
- Expedited $800

Management Interlock $2,600

Merger
- Voluntary $5,200
- Supervisory $5,700

Fee is per OTS-regulated institution involved in merger. No additional fee is required for related interim and merger applications (if applicable). The applicant must also include $23 per each FBI background check required.

Modification of Condition of Approval $2,700

Mutual Holding Company Reorganization (12 USC 1467a(o))
- Form MHC-1 ..... $10,000
- Form MHC-2 (Initial Public or Private Offering) $8,700
- Form MHC-2 (Secondary Public or Private Offering)l $6,400
- Waiver of Dividends to MHC $1,500

Non-residential Lending Exception $2,500

Oakar
- Standard Oakar - Indirect acquisition (Holding Company and Interim Applications) $5,700
- Super Oakar - Direct acquisition of a thrift by a bank $5,200
- Reverse Oakar (branch) Acquisition of Bank Branches by Thrift $5,200
- Reverse Oakar (whole) Acquisition of Whole Bank Entity by Thrift $10,400

Operating Subsidiary
- Standard Application $3,000
- Expedited Notice $1,000
- Redesignation Application (Section 545.81 (d)) $300

Permissible Bank Holding Company Activities of Savings and Loan Holding Companies (Section 584.2-2) $300

Permission to Organize
- Original Submission $18,100

Prescribed Services and Activities of Savings and Loan Holding Companies (Section 584.2-1) $300

Qualified Stock Issuance $12,400

Rebuttal of Concerted Action $5,600

Rebuttal of Control $5,600

Regulatory Exception $2,500

Section 563b.3(i) $4,700

This fee is charged regardless as to whether the application is filed in conjunction with an application under Part 574.

Securities Offerings – Part 563g

A fee of 1/32nd of one percent of the maximum aggregate price at which the securities are proposed to be offered. See also Rule 457 under the Securities Act of 1933.

There is no fee for securities sales reports filed pursuant to Section 563g.12 for offerings under Sections 563g.2 and 563g.4.

Service Corporations

Establishment of New Activity	$6,700
Establishment of New Activity Notice preapproved 12 CFR 545.74(c)(1-6)	$1,000
Increase of Investment Notice 12 CFR 545.74(b)(3)	$300

Transfer of Assets, Assumption of Liabilities $5,200

Fee is per OTS-regulated institution involved.

Trust Powers $4,200

Voluntary Dissolution (section 546.4) $1,000

Fee not required where all assets and all liabilities of thrift are acquired by another bank or thrift.

SECURITIES EXCHANGE ACT OF 1934 FILINGS

FOR ANY OTHER SECURITIES FILINGS NOT LISTED, THE OFFICE OF THRIFT SUPERVISION GENERALLY WILL CHARGE THE SAME FEE AS THE SECURITIES AND EXCHANGE COMMISSION

Proxy Statement	(A)
Proxy Statement/Contest	(B)
Merger Proxy Statement	(C)
Form 3	no fee
Form 4	no fee
Form 5	no fee
Form 8-A	$250
Form 8-B	$250
Form 8-K	no fee
Form 10	$250
Form 10-SB	$250
Form 10-C	no fee
Form 10-K	$250
Form 10-KSB	$250
Form 10-Q	no fee, but see below*
Form 10-QSB	no fee, but see below*
Form 11-K	$250
Form 12b-25	no fee
Form 15	no fee
Schedule 13D	$100
Schedule 13G	$100
Schedule 13E-3	(D)
Schedule 13E-4	(D)
Schedule 14D-1	(E)
Schedule 14D-9	no fee
Submission to exclude a shareholder proposal under rule 14a-8	$250

*Amendments to the following forms and schedules when required by the Office of Thrift Supervision:

Form 10-K	$250
Form 10-KSB	$250
Form 10-Q	$250
Form 10-QSB	$250
Schedule 13D	$100
Schedule 13G	$100

EXAMINATION FEES (per day)

Affiliates	$480
Justice Department Criminal Referrals	$425

FOOTNOTES

(A) Proxy Statements:

1. For definitive proxy material relating to a solicitation for which the savings association does not file preliminary proxy material, a fee of $125. See Rule 14a-6(i) under the Securities Exchange Act of 1934 ("Exchange Act").

2. For preliminary proxy material that solicits proxies for business for which a stockholder vote is necessary, but apparently no controversy is involved, a fee of $125. See Rule 14a-6(i) under the Exchange Act.

(B) For preliminary proxy material involving a proxy contest, each party to the controversy shall pay a fee of $4,100.

(C) For preliminary proxy material involving acquisitions, mergers, consolidations, and reorganizations, a fee of 1/50th of one percent of the proposed cash payment or of the value of the securities and other property to be transferred to securities holders in the transaction. See Rule 14a-6(i) and Rule 0-11 under the Exchange Act. If the transaction involves the filing of a registration statement with the Securities and Exchange Commission for the registration under the Securities Act of 1933 of securities to be issued by a holding company in the transaction, the fee for the preliminary proxy material filed with the Office of Thrift Supervision shall be $1,000.

(D) A fee of 1/50th of one percent of the value of the securities proposed to be acquired by the acquiring person. See Rule 0-11 under the Exchange Act.

(E) A fee of 1/50th of one percent of the aggregate of the cash or of the value of the securities or other property offered by the bidder. See Rule 0-11 under the Exchange Act.