

**APPLICATION OF A FOREIGN BANK CORPORATION  
TO CONVERT AN EXISTING OFFICE TO A LOWER LEVEL OFFICE  
IN THE STATE OF TEXAS**

All information submitted to the Texas Department of Banking is presumed to be public information unless it is deemed confidential under the Texas Open Records Act. Any document in the application for which you request confidential treatment must be segregated and reference the Texas Open Records Act exception supporting the request. Final determination as to the confidentiality of any information will rest with the Banking Commissioner. Inquiries concerning the preparation and filing of this or any other application with the Department should be directed to the Corporate Activities Division of the Texas Department of Banking, 2601 North Lamar Boulevard, Austin, Texas 78705-4294 (512/475-1322).

TO: Banking Commissioner of Texas  
Department of Banking  
2601 North Lamar Boulevard  
Austin, Texas 78705-4294

\_\_\_\_\_, a foreign bank corporation duly incorporated and existing under the laws of \_\_\_\_\_, hereby makes application to convert its existing license for a (*specify which*)  foreign bank agency  foreign bank branch to a (*specify which*)  foreign bank agency  foreign bank representative office in the State of Texas for the purpose of transacting such business as is authorized by the laws of the State of Texas.

In support of this application the following information and schedules are submitted:

1. Include a non-refundable check made payable to the Texas Department of Banking for the applicable filing fee prescribed in Title 7 of the Texas Administrative Code §15.2.
2. Address of principal office in country of domicile of the foreign bank corporation filing the application.
3. The actual street and post office address of the converting foreign bank agency or branch office.
4. Provide the name, title, and qualifications of each officer and director of the foreign bank corporation who will have control of all or part of the business and affairs at the foreign bank agency or representative office.
5. Certified copy of a duly adopted resolution of (1) the Board of Directors of the foreign bank corporation, or (2) managing director, or (3) other empowered executive committee, evidencing its support of this application and evidencing the names and titles of all persons authorized to sign and deliver this application and any related documents, as well as certified incumbency certificates with regard to such persons.
6. A detailed financial statement of the foreign bank corporation as of a date not greater than 360 days before the date of the application.
7. An authenticated copy of the foreign bank corporation's certificate of formation and bylaws (or other equivalent constitutive documents). If these documents are in a

language other than English, a translation of all such documents, under the oath of the translator, must be attached to the authenticated copy.

8. A certification by the chartering agency in the country in which the foreign bank corporation is domiciled stating that the foreign bank corporation has complied with the laws of that country. If certification is not available from such chartering agency, the foreign bank corporation may substitute an opinion of acceptable legal counsel licensed to practice law in the country in which the foreign bank corporation is domiciled, to the effect that (1) the bank chartering agency in such country will not furnish such a certificate and (2) that the foreign bank corporation has complied with the laws of such country.
9. Confirm that the applicant is and will remain in compliance with Section 201.102 of the Texas Finance Code.
10. A statement indicating the extent to which the conversion of the foreign bank agency or branch office will affect the needs of the community in which it is located.
11. Copies of any other applications filed with other state or federal agencies in connection with the establishment of an agency or representative office.
12. Provide a description of the types of business to be conducted and the types of services to be offered at the proposed agency or representative office. Comment on any changes in business or services to be affected by the conversion. In addition, provide details of any proposed deposit taking activities and, should the converting office be a branch office currently accepting deposits from citizens or residents of the United States, describe how such deposits are to be transferred or otherwise accommodated.
13. Describe any proposed management and staffing changes at the converted office.
14. Provide detailed comments and supporting information which indicates the conversion from an existing agency or branch office will not be substantially detrimental to such office's depositors and creditors in this state.
15. If the entity will accept deposits, and public notice in a newspaper of general circulation pertaining to such activity has not been previously made, then such public notice is required pursuant to Section 204.115 of the Texas Finance Code and 7 TAC §15.5.

I certify that the preceding application and the attached supporting documents are true and correct to the best of my knowledge.

\_\_\_\_\_

*(Foreign Bank Corporation)*

\_\_\_\_\_

*(Name)*

\_\_\_\_\_

*(Title)*

Dated: \_\_\_\_\_

**ACKNOWLEDGEMENT**

City of \_\_\_\_\_, SS.: \_\_\_\_\_

Country of \_\_\_\_\_

On this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_, before me personally came \_\_\_\_\_, to me known, who being by me duly sworn, deposes and says that he/she resides at \_\_\_\_\_; that he/she is \_\_\_\_\_ of \_\_\_\_\_, the foreign bank corporation described in the foregoing instrument; and that he/she executed the foregoing instrument on behalf of such corporation with due authorization of the Board of Directors of such corporation and as the act of such corporation and in his/her official capacity as \_\_\_\_\_ for such corporation.

[L.S.]

\_\_\_\_\_

Title of Acknowledging Officer: \_\_\_\_\_

Note: This acknowledgement may be made outside of the United States and its territories by a minister, a commissioner, a charge d'affairs, a consul-general, a consul, a vice-consul, a commercial agent, a vice-commercial agent, a deputy consul or a consular agent of the United States, resident and accredited in the country where the acknowledgement is made. The seal of his/her office or the seal of the consulate or legation to which he/she is attached should be affixed.