Report of Foreign Ownership of U.S. Securities, Including Selected Money Market Instruments Training Seminar

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Overview

- Part of an integrated system
- > Used in conjunction with monthly flow data
- Annual data are detailed, but not timely
- Monthly data are very timely, but less precise
- Used together to create U.S. cross-border portfolio investment statistics







History

- Crisis of 1997-1998 caught most by surprise
- Lack of key data helped mask the problem
- Led to recognition that greater financial transparency was required
- ➢ Implies higher quality and faster data needed



Users

- Board of Governors of the Federal Reserve
- ➢ U.S. Treasury
- ➢ U.S. Department of Commerce
- ➤ The IMF
- Academic research
- Private sector analysts

Institute of International Finance Recommendations

- IIF strongly urged changes
- IIF recommended a more rigorous system than will be implemented
- "…private sector participants in these markets bear a responsibility for full and timely disclosure of information on their activities."

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Summary

- Changes have increased the burden on both reporters and compilers
- By combining estimates with reported data we are attempting to limit the burden
- ➤ Timely, accurate data from reporters is the key



Who Must Report

- > Why is my organization on the panel?
 - > 2009 SHL is a full Benchmark year.
 - FRBNY looks at all filings and determined who must file in non-Benchmark years.
 - If selected, must file until 2014, when panel will be re-determined based on 2009 full Benchmark filings.

 Who Must Report
 Exemption Level
 U.S.-resident entities must report detailed Schedule 2 information if the total fair market value of all reportable U.S. securities owned by foreign residents meets or exceeds \$100 million.
 If during "Non-Benchmark" years, your institution falls under the exemption level, you must still report until 2014 when new panel will be determined.

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Proper Classification of U.S. and Foreign

- ➢ Reporting organization
 - Report all U.S. securities issued directly to foreigners by <u>all</u> U.S.-resident parts of your organization including:

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- >U.S.-resident branches
- ≻U.S.-resident offices
- ≻U.S.-resident subsidiaries

Proper Classification of U.S. and Foreign

≻ Definition of U.S. resident

- Any individual, corporation, or other entity legally established in the United States, including :
 - >U.S. established subsidiaries or affiliates of foreign entities.
 - >Branches/offices located in the U.S.

Proper Classification of U.S. and Foreign

- Definition of United States
 - > The fifty states of the United States
 - > The District of Columbia
 - > The Commonwealth of Puerto Rico
 - American Samoa, Baker Island, Guam, Howland Island, Jarvis Island, Johnston Atoll, Kingman Reef, Midway Island, Navassa Island, Northern Mariana Islands, Palmyra Atoll, U.S. Virgin Islands, and Wake Island

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Proper Classification of U.S. and Foreign

International and regional organizations are foreign residents, even if located in the United States

- ≻IBRD; World Bank
- >Inter-American Development Bank (IDB)
- >International Finance Corporation (IFC)
- Refer to Appendix D of instructions and <u>www.treas.gov</u> for list of international organizations.

Proper Classification of U.S. and Foreign

- Corporations legally established in the United States are U.S. residents even if they have no "physical presence" in the United States.
- Country where legally incorporated, otherwise legally organized, or licensed determines residency.

Proper Classification of U.S. and Foreign

 \succ How to determine residency

Citizenship does not determine residency

≻ Tax forms

- >W-8 forms are filed by foreign residents
- >W-9 forms are filed by U.S. residents
- ➤ Mailing address

Proper Classification of U.S. and Foreign

- Examples of U.S. residents
 - > UBS AG, NY Branch
 - ► BP America Inc.
 - Ford Motor Company
 - Toyota Motor Credit Corp.
- Examples of non-U.S. residents
 - Bank of New York Tokyo Branch
 - > Vodafone Group, p.l.c.
 - ➤ Wal-Mart Canada
 - International Monetary Fund (IMF)
 - European Investment Bank

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Proper Classification of U.S. and Foreign

≻Holders of securities

> Non-U.S.-resident clients

- > Non-U.S.-resident custodians
- > Non-U.S.-resident central securities depositories
- > Non-U.S-resident parts of your organization

















Categories of Reporters

U.S.-resident issuers should exclude securities issued by foreign affiliates or subsidiaries.

















Depositary receipts are the one exception.

- Whether or not a depositary receipt is a U.S. security depends on the country of residence of the issuer of the underlying security,
 - not on the country of residence of the issuer of the depositary receipt.



What is a U.S. Security?

- Information that does <u>not</u> contribute to determining if a security is U.S.:
 - > place of issue or location of trades
 - ➤ currency of issue
 - > country of residence of the parent organization

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nationality or country of residence of the guarantor

What is a U.S. Security? Example 1

Euro denominated 2-year note issued by a Barclays affiliate incorporated in the United States

 \succ Is this a U.S. security?

What is a U.S. Security? Example 1 Answer

- Euro denominated 2-year note issued by a Barclays affiliate incorporated in the United States
- \succ Is this a U.S. security?
- Yes. The security was issued by a U.S.-resident entity.

What is a U.S. Security? Example 2

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- U.S. dollar-denominated 30-year Yankee bond issued by the Inter-American Development Bank
- \succ Is this a U.S. security?

What is a U.S. Security? Example 2 Answer

- U.S. dollar-denominated 30-year Yankee bond issued by the Inter-American Development Bank
- \succ Is this a U.S. security?
- No. This security was issued by a Regional Organization, which is considered to be a foreignresident entity.

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What is a U.S. Security? Example 3

- U.S. dollar-denominated asset-backed security issued by Company B incorporated in Hong Kong and guaranteed by the parent, Company A, incorporated in the United States
- \succ Is this a U.S. security?

What is a U.S. Security? Example 3 Answer

- U.S. dollar-denominated asset-backed security issued by Company B incorporated in Hong Kong and guaranteed by the parent, Company A, incorporated in the United States
- \succ Is this a U.S. security?
- No. This security was issued by a foreign-resident entity. The country of residence of the guarantor does not factor into the decision of whether the security is foreign or not.

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Types of Reportable U.S. Securities

- ➢ Equity
- Non ABS Debt (Short-Term and Long-Term)
- Asset-Backed Securities

Equity

- Instruments representing an ownership interest in U.S.-resident organizations
- However, ownership interests representing direct investment are not reported.

Equity Direct Investment is not reportable

Direct investment is defined as ownership or control of 10% or more of an organization's voting stock.

Equity

- > Reportable equity securities include:
 - \succ common stock
 - ➤ preferred stock
 - restricted stock
 - ➤ shares/units in U.S.-resident funds
 - shares/units in unincorporated business enterprises, such as limited partnerships

Equity U.S.-Resident Funds

- Report foreign residents' ownership of shares/units/ interests in funds legally established in the United States as equity.
- Examples of funds:
 - closed-end and open-end mutual funds
 - ➤ real estate investment trusts
 - ➤ money market funds
 - index-linked funds
 - investment trusts
 - exchange traded funds

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Equity U.S.-Resident Funds

- Classification of the fund as "U.S." is not based on the securities in which the fund invests.
- ➤ Examples:
 - A fund organized in New York that only purchases Japanese Treasury securities is a U.S.resident fund.
 - A fund organized in Japan that only purchases U.S. Treasury securities is a foreign-resident fund.



Equity Exclusions

- > Exclude from equity:
 - > convertible debt reported as debt instead
 - depositary receipts if the underlying security is issued by a foreign resident

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- ownership that represents general partner interests and other direct investments
- > rights and warrants

Form (short-term or long-term) is based on the original maturity of the security.
Original maturities of one year or less are short-term.
Original maturities of greater than one year are long-term.

Term

Debt with multiple call options (multiple maturity dates) is long-term if any of the maturity dates is greater than one year from the date of issue.

Perpetual debt is long-term.

Term Examples

- A U.S. Treasury bill issued on June 1, 2009 and maturing on December 31, 2009 is short-term.
- A U.S. bond issued 30 years ago that matures on December 31, 2009 is longterm.

Short-Term and Long-Term Debt (excluding asset-backed securities)

- Instruments that usually give the holder the unconditional right to financial assets
- Registered (including book entry) and Bearer debt

Short-Term Debt
 Reportable short-term debt includes the following instruments where the original maturity is one year or less:
 commercial paper - including asset-backed commercial paper

- negotiable certificates of deposit, bank notes and deposit notes
- U.S. government securities (e.g., U.S. Treasury bills)
- ➤ bankers' and trade acceptances

Long-Term Debt

- Reportable long-term debt includes the following instruments with an original maturity of greater than one year:
 - ➤ bonds
 - ➤ notes
 - ➤ debentures
 - negotiable certificates of deposit
 - convertible debt
 - > zero coupon and stripped securities

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Long-Term Debt Zero Coupon Bonds

- Pricing of Convertible Zero Coupon Debt is similar to the pricing of regular Convertible Debt
- Convertible Debt is generally priced high relative to the Par Value

Long-Term Debt Stripped Securities

- Stripped securities are reportable if the issuer of the stripped security is a U.S.-resident entity.
- Residency of the stripped security is not determined by the residency of the issuer of the underlying security.
 - New York broker issues a U.S. Treasury strip, the security is classified as U.S.
 - > Tokyo broker issues a U.S. Treasury strip, the security is classified as foreign.



Long-Term Debt Stripped Securities

- U.S. securities that are the underlying securities for stripped securities should be reported if held by a foreign resident.
- Stripped securities issued by a foreign-resident entity should not be reported, even if the underlying security is U.S.

Long-Term Debt Stripped Securities

Security type code should be:

- > 10, for stripped, if the underlying security is not asset-backed
- 12, for ABS, if the underlying security is asset-backed

Long-Term Debt Stripped Securities Example

- U.K. Company A owns \$100 million of U.S. bonds. U.K. Company A issues stripped securities where these U.S. bonds are the underlying securities. U.S. Company B purchases these stripped securities.
- What should be reported by the U.S. custodians for Company A and Company B?

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Long-Term Debt Stripped Securities Example Answer

- U.K. Company A owns \$100 million of U.S. bonds. U.K. Company A issues stripped securities where these U.S. bonds are the underlying securities. U.S. Company B purchases these stripped securities.
- What should be reported by the U.S. custodians for Company A and Company B?
- Company A's U.S.-resident custodian reports the \$100 million of U.S. bonds. The stripped securities are not reported.
Debt Exclusions

- Exclude from short-term and long-term debt:
 - shares/units/interests in U.S.-resident funds, even if the U.S. fund invests in debt
 - Foreign investments in U.S.-resident funds are reported, but should be classified as equity on this report.
 - derivative contracts

Debt Exclusions

Exclude from short-term and long-term debt:

- ➤ loans
- letters of credit
- non-negotiable certificates of deposit
- demand deposits
- > annuities, including variable rate annuities

Debt Exclusions

- Exclude from short-term and long-term debt:
 - asset-backed securities other than assetbacked commercial paper
 - > These securities are reported, but should be classified as asset-backed securities on this report.

Asset-Backed Securities

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Asset-Backed Securities

- Reportable asset-backed securities are those where the entity securitizing the assets is a U.S. resident.
- The underlying asset is not a factor in determining whether the ABS is a U.S. security.
- ABS may be stripped into Principal Only and Interest Only Securities.



Asset-Backed Securities

- Reportable asset-backed securities include:
 - other securities backed by:
 - ➤ mortgages
 - credit card receivables
 - automobile loans
 - > consumer and personal loans
 - > commercial and industrial loans

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 \succ other assets



Repurchase Agreements Security Lending Arrangements

Repurchase agreements/securities lending arrangements and reverse repurchase agreements/securities borrowing arrangements involve the temporary transfer of a security for cash or another security.

Such agreements are not reportable.

Repurchase Agreements Security Lending Arrangements

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- The security lender should report the U.S. security as if no repo or security lending arrangement existed.
- The security borrower should exclude the U.S. security.



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Reasonability Analysis

- Ensuring all Schedule 2 data fields were reported. These data must include:
 - > Security ID
 - Country of foreign-resident holder
 - > Type of foreign holder (Official, Individual or Other)
 - > Number of shares held by foreign residents (equity)
 - > Face Value held by foreign residents (non-ABS debt)
 - Remaining principal outstanding held by foreign residents (ABS)

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Reasonability

- Country of foreign holder
- Country of foreign holder is U.S.
 - Are these coded incorrectly or should these have been excluded from your report?
 - Are securities held by international and regional organizations reported with the U.S. as the country of foreign holder? If so, the Country of Foreign Holder code should be revised.
 - Are securities held in a U.S. protectorate (Puerto Rico, etc.)? If so, exclude from report.



Reasonability

- Bearer Bonds
 - > Does your institution issue any bearer bonds?
 - > All bearer bonds outstanding should be reported.
 - Country of foreign holder code 88862 (country unknown) should be reported for bearer bonds if the country of foreign holder cannot be determined.
 - We compare your reported bearer bonds to a list of known outstanding bearer bonds provided to the Federal Reserve Bank of New York by the Bank for International Settlements (BIS).

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Dependence of the provided and the provided and

Reasonability

Reporter Queries

We focus on areas that were reporting problems in prior data submissions, such as:

- keywords in descriptions, such as "rights,"
 "warrants," "repurchase," "repo," etc. (should not be reported)
- > debt prices far above par
- invalid countries of foreign holder
- ➢ issue dates after as-of date
- additional comparisons to other reporters' data (e.g., implicit prices)

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Security Level Review

- Data embedded in the security description, e.g., security type or maturity date, are compared to data in the relevant fields.
- Term of debt is calculated using issue and maturity dates and compared to the reported term and the security description.
- Issuer should not be a foreign resident.
- Reincorporated organizations' issued securities should not be reported.
- Total quantity reported across all reporters is compared to the total amount outstanding for a given security.



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How TIC S and TIC SHL(A) are used together

- Totals from prior year SHL(A) data
- Add in net purchases by foreigners of U.S. securities for the year for Treasury, Agency & Corporate debt and Equity
- > Add in a price adjustment
- Add in stock swap adjustment
- Total is estimate of the current year SHL(A) total

Reports Used for Comparison

➤ TIC SHLA

- > TIC B Reports
 - ➢ TIC BL-2 Customer Liabilities
 - TIC BQ-2 Customer Liabilities denominated in foreign currency
 - http://www.ustreas.gov/tic/







Compare - Overview

 Treasury Securities 	Agency Securities
Negotiable Securities	Foreign Currencies
Negotiable CDs	Negotiable Securities Issued
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