



**TAILORED RESOLUTION PLAN
2014**

PUBLIC VERSION

Executive summary

(1) The key elements of the covered company's strategic plan for rapid and orderly resolution in the event of material financial distress at or failure of the covered company.

Caixa Geral de Depósitos, New York Branch (CGD NY), located at 733 Third Avenue New York, NY 10017 is a branch of Caixa Geral de Depósitos S.A., located at Av. João XXI, no.63, 1º 1000-300 Lisbon, Portugal, which is 100% owned by the Republic of Portugal and governed by Bank of Portugal. CGD NY is licensed by the New York State Department of Financial Services (NYSDFS) as a Branch of a Foreign Bank reporting to the Federal Reserve Bank of New York (FRBNY). The license was issued on October 1, 1999.

CGD NY is an Eligible Covered Company required to prepare a Resolution Plan, its' parent's total assets are greater than \$50 billion but less than \$100 billion in total nonbank assets, therefore, CGD NY qualifies to file a Tailored Resolution Plan (TRP) but must apply to the Federal Reserve Bank of New York (FRBNY) and obtain approval to do so. On March 5, 2014 the request was made and approval was obtained on June 24, 2014.

The initial TRP was submitted to Head Office Corporate Governance (DGC) and Head Office Compliance (GFC) for review, comment and eventually approved by the Bank's Board in Portugal on November 27, 2013. At the same meeting the Bank's Board appointed the Management Committee of CGD NY as the responsible entity that will approve the TRP annually unless major changes are determined.

The key elements for a rapid, orderly and relatively simple resolution in the event of material financial distress at or failure of the CGD NY are as follows,

-the great majority of assets of CGD NY are marketable securities and syndicated loans.

-CGD NY self-assesses its liquidity position quarterly including various stress scenarios.

(2) The material changes to the covered company's resolution plan from the company's most recently filed resolution plan.

None

(3) Actions taken by the covered company since filing of the previous resolution plan to improve the effectiveness of the covered company's resolution plan or remediate or otherwise mitigate any material weaknesses or impediments to effective and timely execution of the resolution plan.

None and no material weaknesses or impediments were found.

Strategic analysis

(1) Detailed descriptions of:

(i) Key assumptions and supporting analysis underlying the covered company's resolution plan.

On a quarterly basis CGD NY produces an Individual Liquidity Adequacy Assessment (ILAA). The main purpose of this document is to set out how CGD NY assesses, quantifies and manages its key liquidity risks to which it is exposed in order to meet the requirements of its liquidity needs. It also discusses its approach to determining the level of internal liquidity resources required in terms of amount and quality in order to meet its liabilities as they fall due. This ILAA was developed by CGD NY. It applies to CGD NY as a standalone entity in order to comply with self-sufficiency requirements. The ILAA covers all of the CGD NY's business activities in the USA.

CGD North America Finance, a wholly owned subsidiary of Caixa Geral de Depósitos, Lisbon, Portugal, issues commercial paper; these instruments are guaranteed by Caixa Geral de Depósitos, Lisbon, Portugal. The issuing and paying agent is Bank of America. The proceeds of the commercial paper issued are paid to Caixa Geral de Depósitos, Grand Cayman Branch for use by the CGD Group.

(ii) The range of specific actions to be taken by the covered company to facilitate a rapid and orderly resolution of the covered company, its material entities, and its critical operations and core business lines in the event of material financial distress or failure of the covered company;

CGD NY's core assets can be retrieved or sold as follows:

Demand Deposits-CGD NY's demand deposit accounts are held with the Federal Reserve Bank of New York and very reputable institutions and can be called upon easily.

Money Market Placements-CGD NY places funds with reputable institutions under limits allocated to CGD NY by CGD Head Office. Contact information is maintained at CGD NY in its correspondent files.

Loans-The great majority of loans of CGD NY are syndications. The secondary syndicated loan market is quite robust. Markets are made for all types of loans, whether prime loans or distressed loans. When selling a loan, the agent should first be contacted, in most cases, the agent is willing to quote a price to buy the loan. Additional loans are made to subsidiaries of CGD or the clients guaranteed by the subsidiary. In those instances, the loans can be called or assigned within the group.

Securities-CGD NY maintains a securities portfolio of highly rated instruments that are liquid.

(iii) Funding, liquidity and capital needs of, and resources available to, the covered company and its material entities;

Being a branch of Head Office, Head Office is committed to support CGD NY in the event of financial distress. Head Office contact information is provided in this TRP.

(iv) The covered company's strategy for maintaining operations of, and funding for, the covered company and its material entities;

Please refer to *Strategic analysis* (1) (iii).

(v) The covered company's strategy in the event of a failure or discontinuation of a material entity, core business line or critical operation, and the actions that will be taken by the covered company to prevent or mitigate any adverse effects of such failure or discontinuation on the financial stability of the United States; provided, however, if any such material entity is subject to an insolvency regime other than the Bankruptcy Code;

CGD NY is not a market maker in the United States, therefore, the discontinuation of the entity, its core business line and operation will have no impact on the financial stability of the United States. Please refer to *Strategic analysis* (1) (ii) and (1) (iii).

(vi) The covered company's strategy for ensuring that any insured depository institution subsidiary of the covered company will be adequately protected from risks arising from the activities of any nonbank subsidiaries of the covered company (other than those that are subsidiaries of an insured depository institution);

Not applicable. CGD NY, the covered company, does not have any subsidiaries.

(2) The time period(s) the covered company expects would be needed for the covered company to successfully execute each material aspect and step of the covered company's plan;

All aspects of the TRP are already in place.

(3) The potential material weaknesses or impediments to effective and timely execution of the covered company's plan;

None. See *Strategic analysis* (2).

(4) The actions and steps the covered company has taken or proposes to take to remediate or otherwise mitigate the weaknesses or impediments identified by the covered company, including a timeline for the remedial or other mitigatory action; and

None. See *Strategic analysis* (2).

(5) A detailed description of the processes the covered company employs for:

(i) The current market values and marketability of the core business lines, critical operations, and material asset holdings of the covered company;

The securities portfolio is marked-to-market on a monthly basis. The loan portfolio market values are based on market pricing.

(ii) The feasibility of the covered company's plans (including timeframes) for executing any sales, divestitures, restructurings, recapitalizations, or other similar actions contemplated in the covered company's resolution plan;

In the daily reportings, timeframes are provided for a rapid orderly salability of the assets of CGD NY. We estimate that the securities and loans can be sold within a 30 day timeframe. Interbank placements are typically short term and will be repaid within 7 days.

(iii) The impact of any sales, divestitures, restructurings, recapitalizations, or other similar actions on the value, funding, and operations of the covered company, its material entities, critical operations and core business lines.

Clearly the sale of the securities and loan portfolios in a distressed situation will have an adverse result on the balance sheet of CGD NY; however, the third party liabilities of the branch will be met without a problem.

Corporate governance relating to resolution planning.

(1) A detailed description of:

(i) The resolution planning is integrated into the corporate governance structure and processes of the covered company.

The development, maintenance, implementation and filing of the TRP for CGD NY is the responsibility of the Deputy General Manager. Once prepared, the Plan is presented to the Management Committee of CGD NY for comments and approval. The Plan is reviewed and approved annually unless changes in the structure of CGD NY warrant more frequent reviews.

CGD NY basically has four types of credit risk exposures, they are as follows:

Demand Deposits-balances are maintained at CGD NY various correspondent accounts under limits allocated to CGD NY by Head Office.

Money Market Placements-these limits are allocated to CGD NY by Head Office. These limits are input into the branch's operating system and traders are able to deal within these limits.

Loans-CGD NY extends loan under its policies and procedures described in its Credit manual. Except for certain very well collateralized loans, majority of the loans are approved by Head Office.

Securities-these limits are allocated to CGD NY by Head Office. These limits are input into the branch's operating system and traders are able to deal within these limits.

All limits are input and monitored by the Credit Department of CGD NY. Individuals at CGD NY are limited to system functionality based on their job function in order to maintain a segregation of duties.

Various reports are produced by the system on a daily basis and are available to CGD NY management. Also, on a daily basis certain information is formatted to meet Head Office needs and sent to Head Office daily. At the request of Head Office other reports are sent to Head Office detailing all of the exposures of the branch. These reports include borrower concentration, industry sector concentration and credit ratings for borrowers. Information regarding risk measures reported to investors, detailed audited financial statements are posted on Head Office website www.cgd.pt, these financial statements are consolidated for the CGD Group. The financial statements for CGD NY are unaudited and are not publicly posted. Various reports are sent to the Federal Reserve Bank of New York on a daily and quarterly basis, these reports are available at the branch.

(ii) The covered company's policies, procedures, and internal controls governing preparation and approval of the covered company's resolution plan;

Please refer to *Corporate governance relating to resolution planning* (1) (i).

(iii) The identity and position of the senior management official(s) of the covered company that is primarily responsible for overseeing the development, maintenance, implementation, and filing of the covered company’s resolution plan and for the covered company’s compliance with the joint resolution plan rule; and

Please refer to *Corporate governance relating to resolution planning* (1) (i).

(iv) The nature, extent, and frequency of reporting to senior executive officers and the board of directors of the covered company regarding the development, maintenance, and implementation of the covered company’s resolution plan;

The table below sets out the roles and responsibilities of the relevant Board and Senior Management from HO:	
Board/ Committee/ Senior Management	Roles and responsibilities
Caixa Geral de Depósitos Board of Directors	<ul style="list-style-type: none"> • Overall oversight of the Branch’s management. • Approve and review at least annually: <ul style="list-style-type: none"> - The Branch Budget - The Branch liquidity management strategy - The Branch credit appetite and credit limits • The Board of Directors delegates its day to day responsibilities to the Executive Committee. • According to the Executive Committee appointment the Branch is under the supervision of the Chief Financial Officer of the Group.
HO\DMF	<ul style="list-style-type: none"> • Responsible for the overall funding and liquidity of the Group
HO\DGC	<ul style="list-style-type: none"> • Responsible for overseeing the Branch activities
HO\GFC	<ul style="list-style-type: none"> • Responsible for the overall Compliance Function of the Group
HO\DAI	<ul style="list-style-type: none"> • Responsible for the overall Internal Audit Function of the Group
HO\DIN	<ul style="list-style-type: none"> • Responsible for the overall International Credit Function of the Group
HO\DGR	<ul style="list-style-type: none"> • Responsible for the overall Risk Function of the Group
HO\DCI	<ul style="list-style-type: none"> • Responsible for the overall Accounting Function of the Group

(2) The nature, extent, and results of any contingency planning or similar exercise conducted by the covered company since the date of the covered company’s most recently filed resolution plan to assess the viability of or improve the resolution plan of the covered company;

CGD NY has performed the quarterly Individual Liquidity Assessment and Analysis. In each stress scenario CGD NY would be able to meet all of its obligation to third parties on their due dates.

(3) Identify and describe the relevant risk measures used by the covered company to report credit risk exposures both internally to its senior management and board of directors, as well as any relevant risk measures reported externally to investors or to the covered company’s appropriate Federal regulator.

Credit risk exposures are monitored closely by CGD NY’s Credit Department who in turn reports to the Credit Committee of CGD NY. All Annual Reviews, Criticized Loan Reports, Watch list Reports and Credit Committee minutes are sent to Head Office.

Securities have been purchased under preapproved credit limits, all purchases are reported to Head Office and marked-to-market monthly.

Interbank Money Market Placements are made under credit limits allocated to CGD NY.

All necessary reports are filed with the FRBNY.

Organizational structure and related information.—

(1) Provide a detailed description of the covered company’s organizational structure, including:

(i) A hierarchical list of all material entities within the covered company's organization (including legal entities that directly or indirectly hold such material entities) that:

The activities of each Department are governed by their respective Manuals formally approved by the Bank's Management Committee and submitted to Head Office for final review and approval. All manuals are reviewed at least annually and any material changes are approved both at the local and Head Office level.

The activities of the Bank are overseen by the following three Committees:

Management Committee:

This committee meets on a monthly basis or more often if necessary. Some of the topics discussed at these meetings are IT developments and concerns, upcoming Audits, Exams and Reviews, Compliance, BSA/AML/OFAC, Budget, Personnel issues, etc. FIS Global (FIS), our compliance monitor and advisor, attends the Compliance portion of the meeting only on a quarterly basis, or whenever the committee thinks it's appropriate to have FIS' opinion.

Members:

- General Manager
- Deputy General Manager
- Treasurer
- IT Manager & Operations Manager
- Comptroller & Compliance Officer
- Human Resources & Administrator & BSA/AML Officer

Market Risk Management Committee:

This committee meets on an as needed basis but at least monthly. The members review the interest rate risk position and the liquidity position of the Bank. The committee receives periodic risk analysis from Head Office Risk Department. Discussions are held regarding the overall economic environment and expectations for future market movements. This assists the committee in formulating a strategy for the Bank's portfolio in the near term. Longer term strategies are developed over a longer period of time. The committee minutes are sent to Head Office.

Members:

- General Manager
- Deputy General Manager
- Treasurer

Credit Committee:

This committee meets on a monthly basis. The purpose of the committee is to review and discuss the credit quality of new loan proposals being considered, in addition to the existing loan portfolio. New loans are sourced by the General Manager, the Deputy General Manager and the Treasurer. If the new proposal is not within the credit authority of the branch, the committee makes its recommendation to Head Office for approval. The committee reviews and discusses annual loan reviews prepared by the Credit Analyst. It also oversees the effectiveness and the administration of credit-related policies and reviews the adequacy of the Bank's loan loss reserves. The committee minutes are sent to HO.

Members

- General Manager
- Deputy General Manager
- Treasurer
- Comptroller & Compliance Officer (non-voting member)
- Credit Analyst (non-voting member)

The short-term liabilities of CGD NY are "funds taken" from financial institutions. At present the vast majority of "funds taken" are from related parties and to lesser extent third parties. Refer to the report "Accrual Report for Money Market" for a detailed list of "funds taken" and from whom. Contact information for these transactions are maintained at the branch's Back office Operations department.

The only pledged collateral maintained by the branch are the pledged assets requirement held at Citibank pledged to the New York State Department of Financial Services.

Currently, the branch has no off balance sheet exposure.

(A) Identifies the direct holder and the percentage of voting and nonvoting equity of each legal entity and foreign office listed;

Not applicable. We are a branch, equity is held at the Head Office level.

(B) The location, jurisdiction of incorporation, licensing, and key management associated with each material legal entity and foreign office identified;

Please refer to section *Executive Summary (1) & Supervisory and regulatory information (3) (i) Contact information.*

(ii) A mapping of the covered company's critical operations and core business lines, including material asset holdings and liabilities related to such critical operations and core business lines, to material entities;

Please refer to section *Strategic analysis (1) (ii).*

(2) The unconsolidated balance sheet for the covered company and a consolidating schedule for all material entities that are subject to consolidation by the covered company;

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(3) Include a description of the material components of the liabilities of the covered company, its material entities, critical operations and core business lines that, at a minimum, separately identifies types and amounts of the short-term and long-term liabilities, the secured and unsecured liabilities, and subordinated liabilities;

Please refer to section *(c) Strategic analysis (1) (ii).*

(4) Identify and describe the processes used by the covered company to:

(i) The covered company has pledged collateral;

The only pledged assets of the New York Branch are provided in accordance with the NYSDFS rules and regulations.

(ii) The person or entity that holds such collateral; and

Citibank New York for the benefit of the NYSDFS

(iii) The jurisdiction in which the collateral is located, and, if different, the jurisdiction in which the security interest in the collateral is enforceable against the covered company;

Please refer to previous section *(4) (i).*

(5) Any material off-balance sheet exposures (including guarantees and contractual obligations) of the covered company and its material entities, including a mapping to its critical operations and core business lines;

Not material.

(6) The practices of the covered company, its material entities and its core business lines related to the booking of trading and derivatives activities;

The NY branch does not trade derivatives. Currently, there are no derivatives outstanding on the branch's books but when derivatives were executed they were solely for hedging purposes.

(7) Material hedges of the covered company, its material entities, and its core business lines related to trading and derivative activities, including a mapping to legal entity;

There are no hedges currently on CGD NY's books.

(8) The hedging strategies of the covered company;

Hedging strategies were undertaken to hedge interest rate risk. Typically, we covered longer dated fixed rate exposure and swapped to a shorter term floating rate basis to match the branch's traditional funding sources.

(9) The process undertaken by the covered company to establish exposure limits;

Exposure limits are established at the Head Office based upon request from the branch, analysis at the Risk Management Department at Head Office and approved at the Board level.

(10) The major counterparties of the covered company and describe the interconnections, interdependencies and relationships with such major counterparties;

Not applicable. Nothing outstanding.

(11) Analyze whether the failure of each major counterparty would likely have an adverse impact on or result in the material financial distress or failure of the covered company; and

Not applicable. Nothing outstanding.

(12) Identify each trading, payment, clearing, or settlement system of which the covered company, directly or indirectly, is a member and on which the covered company conducts a material number or value amount of trades or transactions. Map membership in each such system to the covered company's material entities, critical operations and core business lines.

Not applicable. The CGD NY is not a member of any trading, clearing or settlement system.

(f) *Management information systems.*—

(1) Include—

(i) A detailed inventory and description of the key management information systems and applications, including systems and applications for risk management, accounting, and financial and regulatory reporting, used by the covered company and its material entities. The description of each system or application provided shall identify the legal owner or licensor, the use or function of the system or application, service level agreements related thereto, any software and system licenses, and any intellectual property associated therewith;

The Branch manages its own liquidity on a daily basis using the Group's trading system Kondor, the front office trading system. The Branch's internal reporting on liquidity is generated by Bankmate, the Branch's back office, accounting and settling system. Information from Bankmate feeds into internal spreadsheets, which is used for generating cash flow forecasting and generating liquidity returns.

Intra-day liquidity is monitored by the operations department who monitors all actual cash flows against the expected cash flows. The traders are also actively involved in the management of the intra-day liquidity position; this is based on the daily cash flow projections they receive from the back office and their internal spreadsheets.

The traders are responsible for ensuring that all funding obligations are going to be met and that the Branch stays within all of its liquidity limits and guidelines.

General Management is responsible for making certain that the branch is in compliance with credit limits, GAP limits and cash flow limits. These limits are monitored daily and any excesses are approved by Head office. Bankmate generates numerous reports for the monitoring of these limits.

(ii) A mapping of the key management information systems and applications to the material entities, critical operations and core business lines of the covered company that use or rely on such systems and applications;

Covered in section *Management information systems* (1) (i).

(iii) The scope, content, and frequency of the key internal reports that senior management of the covered company, its material entities, critical operations and core business lines use to monitor the financial health, risks, and operation of the covered company, its material entities, critical operations and core business lines; and

Covered in section *Management information systems* (1) (i).

(iv) A description of the process for the appropriate supervisory or regulatory agencies to access the management information systems and applications identified in section (f) of this document (“*Management information systems*”); and

Upon request these reports can easily be provided to the agencies.

(v) A description and analysis of—

(A) The capabilities of the covered company’s management information systems to collect, maintain, and report, in a timely manner to management of the covered company, and to the Board, the information and data underlying the resolution plan; and

Covered in section *Management information systems* (1) (i).

(B) Any deficiencies, gaps or weaknesses in such capabilities, and a description of the actions the covered company intends to take to promptly address such deficiencies, gaps, or weaknesses, and the time frame for implementing such actions.

None.

Interconnections and interdependencies identified in this section (g) of this document (“*Interconnections and interdependencies*”) shall be included in the analysis provided in section (c) of this document (“*Strategic analysis*”).

(g) Interconnections and interdependencies

To the extent not elsewhere provided, identify and map to the material entities the interconnections and interdependencies among the covered company and its material entities, and among the critical operations and core business lines of the covered company that, if disrupted, would materially affect the funding or operations of the covered company, its material entities, or its critical operations or core business lines. Such interconnections and interdependencies may include:

(1) Common or shared personnel, facilities, or systems (including information technology platforms, management information systems, risk management systems, and accounting and recordkeeping systems);

CGD North America Finance issues commercial paper; these instruments are guaranteed by Caixa Geral de Depósitos, Lisbon, Portugal.

For contact information refer to section *Supervisory and regulatory information* (3) (i) for CGD.

(2) Capital, funding, or liquidity arrangements;

CGD NY is dependent on its Head Office, from where it seeks to source its funding in a dysfunctional market environment and also because CGD NY works in close cooperation with a different number of Head Office departments.

(3) Existing or contingent credit exposures;

None.

(4) Cross-guarantee arrangements, cross-collateral arrangements, cross default provisions, and cross-affiliate netting agreements;

None.

(5) Risk transfers; and

None.

(6) Service level agreements & contracted vendors

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Supervisory and regulatory information.

(1) Identify any:

(i) Federal, state, or foreign agency or authority (other than a Federal banking agency) with supervisory authority or responsibility for ensuring the safety and soundness of the covered company, its material entities, critical operations and core business lines; and

The New York State Department of Financial Services, European Central Bank and Bank of Portugal

(ii) Other Federal, state, or foreign agency or authority (other than a Federal banking agency) with significant supervisory or regulatory authority over the covered company, and its material entities and critical operations and core business lines.

None.

(2) Identify any foreign agency or authority responsible for resolving a foreign-based material entity and critical operations or core business lines of the covered company; and

European Central Bank and Bank of Portugal

(3) Include contact information for each agency identified in paragraphs (1) and (2) of this section (h) of this document.

(i) Contact information

Each resolution plan shall identify a senior management official at the covered company responsible for serving as a point of contact regarding the resolution plan of the covered company, and include contact information (including phone number, email address, and physical address) for a senior management official of the material entities of the covered company.

For Caixa Geral de Depositos 733 Third Ave. New York, NY 10017:

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Other

Comment upon or attach any additional relevant information not specifically addressed elsewhere.

None.