Fixed Income Clearing Corporation

Financial Statements as of and for the Years Ended December 31, 2014 and 2013, and Report of Independent Registered Public Accounting Firm

FIXED INCOME CLEARING CORPORATION

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REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Board of Directors and Shareholder of
Fixed Income Clearing Corporation
New York, NY

We have audited the accompanying statements of financial condition of Fixed Income Clearing Corporation (the "Company") as of December 31, 2014 and 2013, and the related statements of income, changes in shareholder's equity, and cash flows for each of the two years in the period ended December 31, 2014. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. The Company is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe our audits provide a reasonable basis for our opinion.

In our opinion, such financial statements present fairly, in all material respects, the financial position of Fixed Income Clearing Corporation as of December 31, 2014 and 2013, and the results of its operations and its cash flows for each of the two years in the period ended December 31, 2014, in conformity with accounting principles generally accepted in the United States of America.

Deloitte & Touche LLP

February 27, 2015

FIXED INCOME CLEARING CORPORATION

STATEMENTS OF FINANCIAL CONDITION
(In thousands, except for share data)

	As of December 31, 2014	As of December 31, 2013
ASSETS		
CURRENT ASSETS		
Cash and cash equivalents	$ 107,026	$ 115,907
Accounts receivable	27,279	12,362
Clearing fund:		
Cash deposits	8,638,946	8,894,443
Investments in marketable securities	200,000	200,000
Other deposits, at fair value	7,374,074	8,318,236
Other participant assets	2,582	7,148
Other current assets	1,045	1,794
Total current assets	16,350,952	17,549,890
NON-CURRENT ASSETS		
Premises and equipment - net of accumulated depreciation of 28,367 and $28,346 at December 31, 2014 and 2013, respectively	761	782
Intangible assets - net of accumulated amortization of $85,268 and $71,301 at December 31, 2014 and 2013, respectively	27,002	33,922
Total non-current assets	27,763	34,704
TOTAL ASSETS	$ 16,378,715	$ 17,584,594
LIABILITIES AND SHAREHOLDER'S EQUITY		
CURRENT LIABILITIES		
Accounts payable	$ 3,077	$ 4,860
Clearing fund:		
Cash deposits and marketable securities	8,838,946	9,094,443
Other deposits, at fair value	7,374,074	8,318,236
Payable to participants	2,582	7,148
Other current liabilities	1,144	3,097
Total current liabilities	16,219,823	17,427,784
NON-CURRENT LIABILITIES		
Other non-current liabilities	5,411	4,241
Total non-current liabilities	5,411	4,241
Total liabilities	16,225,234	17,432,025
COMMITMENTS AND CONTINGENT LIABILITIES (Note 14)		
SHAREHOLDER'S EQUITY		
Common stock, $0.50 par value - 105,000 shares authorized, 20,400 shares issued and outstanding	10	10
Paid-in capital	26,617	26,617
Retained earnings	126,854	125,942
Total shareholder's equity	153,481	152,569
TOTAL LIABILITIES AND SHAREHOLDER'S EQUITY	$ 16,378,715	$ 17,584,594

See notes to financial statements.

FIXED INCOME CLEARING CORPORATION

STATEMENTS OF INCOME
(In thousands)

	For the years ended December 31, 2014	2013
REVENUES:		
Clearing services	$ 158,611	$ 165,281
Total revenues	158,611	165,281
EXPENSES:		
Employee compensation and related benefits	63,437	61,706
Information technology	14,471	19,893
Professional and other services	54,781	55,010
Occupancy	6,213	7,854
Depreciation and amortization	15,815	11,330
Other general and administrative, net	2,382	(576)
Total expenses	157,099	155,217
Total operating income	1,512	10,064
NON-OPERATING INCOME (EXPENSE):		
Interest income	6,495	7,622
Refunds to participants	(6,297)	(7,456)
Interest expense	-	(427)
Total non-operating income	198	(261)
Income before taxes	1,710	9,803
Provision for income taxes	798	4,398
Net income	$ 912	$ 5,405

See notes to financial statements.

FIXED INCOME CLEARING CORPORATION

STATEMENTS OF CHANGES IN SHAREHOLDER'S EQUITY
(In thousands)

For the years ended:	Common Stock	Paid-In Capital	Retained Earnings	Total Shareholder's Equity
BALANCE - December 31, 2012	$ 10	$ 26,617	$ 120,537	$ 147,164
Net income	-	-	5,405	5,405
BALANCE - December 31, 2013	$ 10	$ 26,617	$ 125,942	$ 152,569
Net income	-	-	912	912
BALANCE - December 31, 2014	$ 10	$ 26,617	$ 126,854	$ 153,481

See notes to financial statements.

FIXED INCOME CLEARING CORPORATION

STATEMENTS OF CASH FLOWS
(In thousands)

	For the years ended December 31, 2014	2013
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net income	$ 912	$ 5,405
Adjustments to reconcile net income to net cash (used in) provided by operating activities:		
Depreciation and amortization	15,815	11,330
Impairment on intangible assets	1,414	-
Net premium amortized on investments in marketable securities	(130)	(59)
Deferred income taxes	(3,228)	(35)
Changes in operating assets and liabilities:		
Increase in accounts receivable	(14,787)	(74)
Decrease (increase) in other assets	1,794	(1,769)
Decrease in accounts payable	(1,783)	(65,659)
Increase in other liabilities	1,400	1,453
Net cash provided by (used in) operating activities	1,407	(49,408)
CASH FLOWS FROM INVESTING ACTIVITIES:		
Maturities of investments in marketable securities	500,000	416,015
Purchases of investments in marketable securities	(500,000)	(400,000)
Purchases of software	(10,288)	(12,819)
Net cash (used in) provided by investing activities	(10,288)	3,196
CASH FLOWS FROM FINANCING ACTIVITIES:		
Repayment of note receivable from DTCC	-	20,000
Net cash provided by financing activities	-	20,000
Net decrease in cash and cash equivalents	(8,881)	(26,212)
Cash and cash equivalents - Beginning of year	$ 115,907	$ 142,119
Cash and cash equivalents - End of year	$ 107,026	$ 115,907
SUPPLEMENTAL DISCLOSURES:		
Income taxes paid - net	$ 832	$ 10,063

See notes to financial statements.

FIXED INCOME CLEARING CORPORATION

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2014 AND 2013

1. BUSINESS AND OWNERSHIP

Fixed Income Clearing Corporation (FICC or the Company), a clearing agency registered with the U.S. Securities and Exchange Commission (SEC), provides various services to members of the government and mortgage-backed securities markets (participants), consisting principally of automated real-time trade comparison, netting, settlement, trade confirmation, risk management and electronic pool notification. FICC has two Divisions, the Government Securities Division (GSD) and the Mortgage-Backed-Securities (MBSD) Division.

FICC is a wholly-owned subsidiary of The Depository Trust & Clearing Corporation (DTCC). Other subsidiaries of DTCC include The Depository Trust Company (DTC), National Securities Clearing Corporation (NSCC), Omgeo LLC, DTCC Deriv/SERV LLC, DTCC Solutions LLC, Clarient Global LLC (Clarient), Global Markets Entity Identifier (GMEI), and AVOX Limited.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation. The accompanying financial statements have been prepared in accordance with generally accepted accounting principles in the United States.

Use of Estimates. The preparation of financial statements in conformity with generally accepted accounting principles in the United States requires management to make estimates and assumptions that affect the amounts reported in the financial statements. Management makes estimates regarding the collectability of receivables, the outcome of litigation, the realization of deferred taxes, the recognition of unrecognized tax benefits, fair value measurement, and other matters that affect the reported amounts. Estimates, by their nature, are based on judgment and available information. Therefore, actual results could materially differ from those estimates.

Cash and Cash Equivalents. All highly liquid investments purchased with an original maturity of three months or less at the date of acquisition are classified as cash and cash equivalents. Cash equivalents consist primarily of highly liquid investments in time deposits held in banks.

Investments in Marketable Securities. All marketable securities are classified as held-to-maturity and are recorded at amortized cost. The Company intends and has the ability to hold all held-to-maturity securities to maturity. The Company does not intend to reclassify any amount of held-to-maturity investments to available-for-sale or trading investments.

The Company performs a periodic review of its investment portfolio for impairment. A debt security is considered impaired if its fair value is less than its carrying value. The decline in fair value is determined to be other-than-temporary impairment if (a) the Company has the intent to sell the impaired debt security or (b) it is more likely than not the Company will be required to sell the security before the recovery of the amortized cost in which case the carrying value is adjusted. Additionally, regardless of whether there is intention to sell or requirement to sell, if the Company does not expect to recover the entire amortized cost basis, the impaired debt security is considered an other-than-temporary impaired. Any unrealized loss deemed other-than-temporary is included in current period earnings. The Company does not intend to sell those securities and it is not more likely than not the Company will have to sell.

Fair Value Measurements. The guidance related to “Fair Value Measurements” included in Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) Topic 820 defines fair value as the price that would be received to sell an asset, or paid to transfer a liability, in an orderly transaction between market participants at the measurement date and establishes a framework for measuring fair value.

Valuation Hierarchy. FASB ASC Topic 820 established a three-level valuation hierarchy for disclosure of fair value measurements based upon the transparency of inputs to the valuation of an asset or liability as of the measurement date. The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. The three levels of the fair value hierarchy are described as follows:

> Level 1 — Inputs to the valuation methodology are unadjusted quoted market prices for identical assets or liabilities in active markets as of the valuation date.
>
> Level 2 — Inputs to the valuation methodology are other than unadjusted quoted market prices for similar assets and liabilities in active markets, which are either directly or indirectly observable as of the valuation date or can be derived principally from or corroborated by observable market data.
>
> Level 3 — Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

Financial Instruments Measured at Fair Value. The Company has established processes for determining fair values. Fair value is based upon quoted market prices in active markets, where available. Where quotes from recent exchange transactions are not available, fair values are based on discounted cash flow analyses, and comparable pricing of similar instruments. Discounted cash flow analyses are dependent upon estimated future cash flows and level of interest rates.

Financial Instruments Not Measured at Fair Value. The carrying amounts of financial instruments (i.e., monetary assets and liabilities) are determined under different accounting methods. As discussed in Note 7, Fair Value Measurements, these instruments are discussed on a uniform fair value basis. However, active markets do not exist for a significant portion of these instruments. For financial instruments where quoted prices for identical assets and liabilities in active markets do not exist, the Company determines fair value based on discounted cash flow analyses and comparable pricing of similar instruments.

The Company uses recently executed transactions, other observable market data such as exchange data, broker dealer quotes, third-party pricing vendors and aggregation services for determining the fair values of financial instruments. The Company assesses the external sources and their valuation methodologies to determine if the external providers meet the minimum standards expected of a third-party pricing source. Pricing data provided by approved external sources are evaluated using a number of approaches to ensure that the highest-ranked market data source is used to validate fair value of financial instruments.

Accounts Receivable. Accounts receivable are stated at cost, net of an allowance. The Company establishes an allowance for doubtful accounts for accounts receivable to ensure the Company has not overstated receivable balances due to potential uncollectibility. The Company determines the need for an allowance based on a variety of factors, including the length of time receivables are past due, macroeconomic conditions, historical experience and the financial condition of customers and other debtors.

Clearing Fund. Margin deposits and participant contributions are maintained within the clearing fund on the Statements of Financial Condition due to the benefits and risk ownership being incurred to the Company. Deposits and contributions may be in the form of cash and cash equivalents and securities. These deposits may be applied to satisfy obligations of the depositing participant, other participants, or the Company as provided in the Company rules.

Cash Deposits and Investments in Marketable Securities. Deposits may be invested in overnight reverse repurchase agreements, commercial paper bank sweep deposits, money market funds, direct obligations of the U.S. Government and bank deposits. Overnight reverse repurchase agreements provide for FICC's delivery of cash in exchange for securities having a fair value, which is at least 102% of the amount of the agreements. Securities purchased under overnight reverse repurchase agreements are typically U.S. Treasury and agency securities. Overnight reverse repurchase agreements are recorded at the contract amounts. Any interest earned on these investments is accrued and passed through to participants within interest income in the Statements of Income.

Other Deposits, at Fair Value. Securities may include U.S. Treasury Securities, U.S. agency-issued debt securities, and U.S. agency residential mortgage-backed securities. Any interests earned on these investments is accrued and passed through to participants within interest income in the Statements of Income. Refer to Note 7, Fair Value Measurements, for additional details of the fair value classification and measurement of these instruments.

Premises and Equipment. Premises and equipment are stated at cost, net of accumulated depreciation. Routine maintenance, repairs and replacement costs are expensed as incurred and improvements that appreciably extend the useful life of the assets are capitalized. When equipment is sold or otherwise disposed of, the cost and related accumulated depreciation are removed from the accounts and any resulting gain or loss is recognized in income. Premises and equipment are reviewed for impairment whenever events or changes in circumstances indicate the related carrying amount may not be recoverable.

Leasehold improvements are amortized using the straight line method over their useful lives or the remaining term of the related lease, whichever is shorter. Furniture and equipment are depreciated over estimated useful lives ranging from five to seven years, using the straight line method. Building and improvements are primarily amortized over 39 years using the straight line method. Depreciation expense for leasehold improvements, furniture and equipment, and buildings and improvements is included in depreciation and amortization in the accompanying Statements of Income.

Identified Intangible Assets. Identified intangible assets with finite lives are amortized in a pattern consistent with the assets' identifiable cash flows or using a straight line method over their remaining estimated benefit periods if the pattern of cash flows is not estimable. Intangible assets with finite lives are reviewed for possible impairments when events or changed circumstances may affect the underlying basis of the asset. Refer to Note 6, Intangible Assets.

Capitalized Software. The Company capitalizes costs relating to acquired software and internal-use software development projects that provide new or significantly improved functionality. The Company capitalizes projects that are expected to result in longer-term operational benefits, such as replacement systems or new applications that result in significantly increased operational efficiencies or functionality. Once the software is ready for its intended use, the Company amortizes the capitalized cost on a straight line basis over an estimated useful life of two to five years. All other costs incurred in connection with an internal-use software project are expensed as incurred. Capitalized software is recorded in intangible assets.

The Company considers many factors, including estimated future utility to estimate cash flows. Impairments are reviewed annually or more frequently if certain events or circumstances exist. The Company calculates the estimated fair value of finite lived intangible assets using undiscounted cash flows are expected to result from the use of intangible assets or group of assets.

Impairment of Long-Lived Assets. The Company evaluates long lived assets for impairment losses when indicators of impairment are present. The Company periodically evaluates the recoverability of long lived assets when events or changes in circumstances indicate the carrying amount of an asset may not be fully recoverable. When indicators of impairment are present, the carrying values of the assets are evaluated in relation to the operating performance and future discounted cash flows of the underlying business. The net book value of the underlying asset is adjusted to its fair value if the sum of the future undiscounted cash flows is less than its book value. Fair values are based on estimates of market prices and assumptions concerning the amount and timing of estimated future cash flows and assumed discount rates, reflecting varying degrees of perceived risk. Impairment losses are included in general and administrative expenses on the accompanying Statements of Income.

The Company considers the following to be important factors which could trigger an event driven impairment review:

- Significant underperformance relative to historical or projected future operating results;
- Identification of other impaired assets within a reporting unit;
- A more likely than not expectation that a reporting unit or a significant portion of a reporting unit will be sold;
- Significant adverse changes in business climate or regulations;
- Significant changes in the manner of use of the acquired assets or the strategy for the Company's overall business or significant negative industry or economic trends.

Revenue Recognition. Revenue is generally recognized as services are rendered. Activities are captured daily and billed on a monthly basis. Interest income is recorded on an accrual basis. The Company's revenue primarily consists of fees generated from clearing services.

Income Taxes. Deferred tax assets and liabilities are reported in current and non-current assets and liabilities, net, in the Statements of Financial Condition and represent the expected future tax consequences of temporary differences between the carrying amounts and tax bases of assets and liabilities. Valuation allowances are recognized if, based on the weight of available evidence, it is more likely than not that some portion of the deferred tax asset will not be realized. It is the Company's policy to provide for uncertain tax positions and the related interest and penalties based upon management's assessment of whether a tax benefit is more likely than not to be sustained upon examination by the tax authorities.

Expense Allocations. Substantially, all expenses are recorded at DTCC and are allocated to its subsidiaries including FICC, based upon their use of such goods or services as determined by applicable allocation factors, including headcount, square footage and utilization of technology resources. Accordingly, the expense classifications on the Statements of Income represents the allocated expenses, including, employee compensation and related benefits, information technology, professional and other services, occupancy, depreciation and amortization, and other general and administrative expenses.

Recently Issued Accounting Standards.

FASB ASC Topic 606, Revenue from Contracts with Customers. In May 2014, the FASB issued Accounting Standard Update (ASU) No. 2014-09 - Revenue from Contracts with Customers." This ASU requires an entity to recognize revenue when (or as) it satisfies a performance obligation by transferring a promised good or service to a customer. The amount of revenue recognized is the amount allocated to the satisfied performance obligation. The ASU will replace most existing revenue recognition guidance in U.S. General Accepted Accounting Principles (GAAP) when it becomes effective. The new standard is effective for the Company on January 1, 2017. Early adoption is not permitted. The standard permits the use of either the retrospective or cumulative effect transition method. The Company is evaluating the impact this ASU will have on its consolidated financial statements and related disclosures. The Company has not yet selected a transition method nor has it determined the effect of the standard on its ongoing financial reporting.

FASB ASC Topic 205, Presentation of Financial Statements and FASB ASC Topic 306 Property, Plant, and Equipment. In April 2014, the FASB issued ASU No. 2014-08 - Reporting Discontinued Operations and Disclosures of Disposals of Components of an Entity. This ASU changes the criteria for determining which future disposals can be presented as discontinued operations and modifies related disclosure requirements. This ASU is effective for periods beginning on or after December 15, 2014. Early adoption is permitted.

FASB ASC Topic 405, Liabilities. In February 2013, the FASB issued ASU No. 2013-04, adding disclosure requirements for entities with joint and severally liable agreements with other co-obligors. This update requires entities to measure the obligation as the sum of the amount the entity has agreed with co-obligors to pay and any additional amount it expects to pay on behalf of one or more co-obligors. Required disclosures include a description of the nature of the arrangement, how the liability arose, the relationship with co-obligors and the terms and conditions of the arrangement (ASC Topic 460-10, Guarantees). For nonpublic entities, the ASU is effective for fiscal years beginning after December 15, 2014, and interim and annual periods thereafter. Early adoption is permitted. The amendments in the ASU should be applied prospectively. FICC is evaluating the impact of this guidance on the Company's financial condition, results of operations, and cash flows upon adoption of this guidance.

FASB ASC Topic 740, Income Taxes. In July 2013, the FASB issued ASU No. 2013-11, requiring public and private entities to present unrecognized tax benefits as a decrease in net operating loss, similar tax loss or tax credit carry forward if certain criteria are met. The determination of whether a deferred tax asset is available is based on the unrecognized tax benefit and the deferred tax asset that exists at the reporting date and presumes disallowance of the tax position at the reporting date. For nonpublic entities, the amendments are effective for fiscal years, and interim periods within those years, beginning after December 15, 2014. The amendments should be applied prospectively to unrecognized tax benefits that exist at the effective date. Early adoption is permitted. FICC is evaluating the impact of this guidance on the Company's financial condition, results of operations, and cash flows upon adoption of this guidance.

3. ACCOUNTS RECEIVABLE

Accounts receivable consist of the following at December 31, 2014 and 2013 (in thousands):

	2014	2013
Clearing and transaction fees due from participants	$ 13,845	$ 11,801
Other receivables	13,434	561
Total	$ 27,279	$ 12,362

There was no allowance for doubtful accounts as of December 31, 2014 and 2013.

4. CLEARING FUND

Clearing fund deposits. FICC's rules require its participants to maintain deposits in the Clearing Fund based on calculated requirements as determined by the Company. The deposits are available to secure participants' obligations and certain liabilities of the Company, should they occur. All participant cash deposits to the clearing fund are reflected as clearing fund cash deposits on the accompanying Statements of Financial Condition.

A summary of the required and excess deposits held at December 31, 2014 follows (in thousands):

	As of December 31, 2014		
	GS Division	MBS Division	Total
Required deposits	$ 8,109,647	$ 3,509,823	$ 11,619,470
Excess deposits	3,491,256	1,102,294	4,593,550
Total deposits	$ 11,600,903	$ 4,612,117	$ 16,213,020

A summary of the required and excess deposits held at December 31, 2013 follows (in thousands):

	As of December 31, 2013		
	GS Division	MBS Division	Total
Required deposits	$ 7,518,335	$ 5,229,085	$ 12,747,420
Excess deposits	3,265,354	1,399,905	4,665,259
Total deposits	$ 10,783,689	$ 6,628,990	$ 17,412,679

A summary of the total deposits held at December 31, 2014, including the excess of the calculated requirements follows (in thousands):

	As of December 31, 2014		
	GS Division	MBS Division	Total
Cash deposits	$ 5,677,726	$ 2,961,220	$ 8,638,946
Investments in marketable securities	-	200,000	200,000
U.S. Treasury and Agency securities, at fair value	5,923,177	1,450,897	7,374,074
Total	$ 11,600,903	$ 4,612,117	$ 16,213,020

A summary of the total deposits held at December 31, 2013, including the excess of the calculated requirements follows (in thousands):

	As of December 31, 2013		
	GS Division	MBS Division	Total
Cash deposits	$ 5,097,715	$ 3,796,728	$ 8,894,443
Investments in marketable securities	-	200,000	200,000
U.S. Treasury and Agency securities, at fair value	5,685,974	2,632,262	8,318,236
Total	$ 10,783,689	$ 6,628,990	$ 17,412,679

Cash Deposits and Investments in Marketable Securities. Cash deposits and investments in marketable securities to the Clearing Fund, which may be applied to satisfy obligations of the depositing participant, as provided in FICC rules, as of December 31, 2014 and 2013, were invested as follows (in thousands):

	2014	2013
Overnight reverse repurchase agreements	$ 2,700,000	$ 4,260,054
Money market investments	4,288,000	3,434,000
Bank deposits	1,150,946	700,387
Commercial paper and bank sweep deposits	500,000	500,002
U.S. Treasury bills	200,000	200,000
Total	$ 8,838,946	$ 9,094,443

Refunds to participants. The total amount of Interest income the Company earned from the investment of cash deposits in the Clearing Fund was $6,297,000 and $7,456,000 in 2014 and 2013, respectively, and reflected as refund to participants on the accompanying Statements of Income.

5. PREMISES AND EQUIPMENT

Premises and equipment consist of the following at December 31, 2014 and 2013 (in thousands):

	2014			2013		
	Cost	Accumulated Depreciation	Net Book Value	Cost	Accumulated Depreciation	Net Book Value
Furniture and equipment	$ 26,622	$ 26,622	$ -	$ 26,622	$ 26,622	$ -
Leasehold improvements	1,418	1,418	-	1,418	1,418	-
Building and improvements	913	327	586	913	306	607
Land	175	-	175	175	-	175
Total	$ 29,128	$ 28,367	$ 761	$ 29,128	$ 28,346	$ 782

Depreciation expense for premises and equipment for the years ended December 31, 2014 and 2013 was approximately $21,000 and $21,000, respectively, and is included within depreciation and amortization in the accompanying Statements of Income.

There were no disposals in 2014 or 2013.

6. INTANGIBLE ASSETS

The gross carrying value, accumulated amortization, net carrying value and remaining useful lives of other finite-lived intangible assets at December 31, 2014 and 2013 were as follows (in thousands):

	2014			2013		
	Cost	Accumulated Amortization	Net Book Value	Cost	Accumulated Amortization	Net Book Value
Capitalized Software	112,270	85,268	27,002	105,223	71,301	33,922
Total	$ 112,270	$ 85,268	$ 27,002	$ 105,223	$ 71,301	$ 33,922

Capitalized Software. Capitalized costs for software for internal use or purchase during 2014 and 2013 are $10,287,000 and $12,819,000, respectively. Amortization expense for capitalized software for the years ended December 31, 2014 and 2013 was approximately $15,794,000 and $11,309,000, respectively, and is included within depreciation and amortization in the accompanying Statements of Income.

The Company recognized a $1,414,000 impairment charge related to capitalized software as of December 31, 2014 that were determined to have no realizable value. During 2013, there was no impairment of capitalized software costs.

There were no disposals of capitalized software in 2014 and 2013.

Estimated amortization expense related to intangible assets for each of the next three years is as follows (in thousands):

2015	$ 14,955
2016	8,463
2017	3,584
Total future estimated amortization	$ 27,002

7. FAIR VALUE MEASUREMENTS

Financial Assets and Liabilities Measured at Fair Value on a Recurring Basis. The following description of the valuation basis, including valuation techniques and inputs, used in measuring the Company's financial assets and liabilities that are accounted for at fair value on a recurring basis:

U.S. Government and Federal Agency Securities

U.S. Treasury Securities — U.S. Treasury securities are measured based on quoted market prices and classified in Level 1 of the fair value hierarchy.

U.S. Agency-Issued Debt Securities — U.S. agency issued debt securities are measured primarily based on quoted market prices obtained from external pricing services. Callable U.S. agency securities are classified within Level 2 of the fair value hierarchy while non-callable U.S. agency securities are classified within Level 1.

U.S. Agency Residential Mortgage-Backed Securities —U.S agency residential mortgage-backed securities include mortgage pass-through securities (fixed and adjustable rate), interest-only and principal-only securities and are generally measured using market price quotations from external pricing services and categorized within Level 2 of the fair value hierarchy.

Fair value measurements for those items measured on a recurring basis are summarized below as of December 31, 2014 (in thousands):

	2014			
	Level 1	Level 2	Level 3	Total
Assets - Clearing Fund - U.S. government and Federal Agency securities	$ 6,877,458	$ 496,616	$ -	$ 7,374,074
Liabilities - Clearing fund - U.S. government securities and Federal Agency Securities	$ 6,877,458	$ 496,616	$ -	$ 7,374,074

Fair value measurements for those items measured on a recurring basis are summarized below as of December 31, 2013 (in thousands):

	2013			
	Level 1	Level 2	Level 3	Total
Assets - Clearing Fund - U.S. government and Federal Agency securities	$ 6,667,306	$ 1,650,930	$ -	$ 8,318,236
Liabilities - Clearing fund - U.S. government securities and Federal Agency Securities	$ 6,667,306	$ 1,650,930	$ -	$ 8,318,236

There were no transfers between Level 1 and Level 2 nor were any amounts classified as Level 3 during the years ended December 31, 2014 and 2013.

Financial Assets and Liabilities not Measured at Fair Value. A description of the valuation basis, including valuation techniques and inputs, used in measuring the Company's financial assets and liabilities that are not accounted for at fair value follows:

Cash and Cash Equivalents— Consist primarily of highly liquid investments in time deposits held in banks, commercial paper bank sweep deposits and money market funds which are classified as Level 1 within the valuation hierarchy.

Clearing Fund Cash Deposits — Consist primarily of highly liquid investments in time deposits held in banks, commercial paper bank sweep deposits and money market funds which are classified as Level 1 and overnight reverse repurchase agreements which are classified as Level 2 within the valuation hierarchy. The estimated fair value of overnight reverse repurchase agreements is based on inputs such as interest rates and tenors.

Marketable Securities Held-to-Maturity — Marketable securities held-to-maturity are comprised of U.S. Treasury securities, U.S. Treasury Bills and Corporate Notes, which are classified as Level 1 within the valuation hierarchy.

The carrying amounts reported in the Statements of Financial Condition for cash and cash equivalents, accounts receivable, accounts payable and other current liabilities approximate fair value because of their relatively short-term nature.

The table below presents the carrying value, fair value and fair value hierarchy level of certain financial instruments not measured at fair value in the Statements of Financial Condition at December 31, 2014 (in thousands):

	2014				
	Carrying Amount	Total Fair Value	Level 1	Level 2	Level 3
Assets:					
Cash and cash equivalents	$ 107,026	$ 107,026	$ 107,026	$ -	$ -
Clearing fund cash deposits	8,638,946	8,638,946	5,939,515	2,699,431	-
Marketable securities, held-to-maturity	200,000	199,846	199,846	-	-
Total	$ 8,945,972	$ 8,945,818	$ 6,246,387	$ 2,699,431	$ -
Liabilities:					
Clearing fund cash deposits	$ 8,838,946	$ 8,838,946	$ 8,838,946	$ -	$ -

The table below presents the carrying value, fair value and fair value hierarchy level of certain financial instruments not measured at fair value in the Statements of Financial Condition at December 31, 2013 (in thousands):

	2013				
	Carrying Amount	**Total Fair Value**	**Level 1**	**Level 2**	**Level 3**
Assets:					
Cash and cash equivalents	$ 115,907	$ 115,907	$ 115,907	$ -	$ -
Clearing fund cash deposits	8,894,443	8,894,443	4,634,389	4,260,054	-
Marketable securities, held-to-maturity	200,000	199,968	199,968		-
Total	$ 9,210,350	$ 9,210,318	$ 4,950,263	$ 4,260,054	$ -
Liabilities:					
Clearing fund cash deposits	$ 8,894,443	$ 8,894,443	$ 8,894,443	$ -	$ -

Financial Assets and Liabilities Measured at Fair Value on a Non-Recurring Basis. The Company recognized a $1,414,000 impairment charge related to capitalized software as of December 31, 2014 that were determined to have no realizable value. During 2013, there was no impairment of capitalized software costs.

8. OTHER ASSETS

Details for other current assets as of December 31, 2014 and 2013, were as follows (in thousands):

	2014	**2013**
Tax receivable	$ -	$ 1,794
Deferred tax assets, net	1,045	-
Total current assets	$ 1,045	$ 1,794

9. OTHER LIABILITIES

Details for other liabilities as of December 31, 2014 and 2013, were as follows (in thousands):

	2014	**2013**
Deferred tax liability, net	$ -	$ 3,097
Tax payable	1,144	-
Total current liabilities	$ 1,144	$ 3,097
Deferred tax liability, net	$ 1,864	$ 950
Unrecognized tax benefits	3,547	3,291
Total non-current liabilities	$ 5,411	$ 4,241
Total	$ 6,555	$ 7,338

Unrecognized tax benefits. FICC applies the provision of FASB issued Financial Interpretation No. 48 (FIN 48) “Accounting for Uncertainty in Income Taxes,” (codification primarily in FASB ASC Topic 740, Income Taxes) to record unrecognized tax benefits (UTBs). Refer to Note 11, Income taxes for additional details.

10. PENSION AND POST RETIREMENT BENEFITS

Eligible employees participate in DTCC's trusteed non-contributory defined benefit pension plan, supplemental executive retirement plan and benefit restoration plan, which provide for certain benefits upon retirement. Eligible employees also participate in DTCC's life insurance program, which provides for the payment of death benefits to beneficiaries of eligible retired employees, and DTCC's healthcare program, which provides benefits to eligible retired employees.

Cost allocation. DTCC allocates the cost of these plans to participating subsidiaries based primarily upon the proportion of each subsidiary's allocated salary cost to the aggregate salary cost of DTCC and its subsidiaries. For the years ended December 31, 2014 and 2013, the benefit plan cost allocated to FICC was $1,759,000 and $4,073,000, respectively. These costs are included in Employee compensation and related benefits on the Company's Statements of Income.

Changes to benefit plan. On February 15, 2012, the DTCC Board of Directors approved changes to amend the DTCC benefit plans, in which the Company participates, to freeze the benefit for certain participants effective December 31, 2013. After the plan freeze, certain plan participants will no longer accrue any benefits under the plans.

11. INCOME TAXES

FICC is included in DTCC's consolidated Federal and combined and unitary state tax returns. FICC files other state tax returns on a separate company basis. The components of the Company's income tax provision (benefit) calculated on a separate company basis for the years ended December 31, 2014 and 2013 were as follows (in thousands):

	2014	2013
Current income tax:		
Federal	$ 2,890	$ 2,107
State and local	880	873
Deferred income tax (benefit):		
Federal	(2,569)	1,325
State and local	(403)	93
Provision for income taxes	$ 798	$ 4,398

Pursuant to a tax sharing agreement between DTCC and FICC, the Company is liable for its allocable share of Federal, state, and local tax liabilities that are paid by DTCC. During 2014 and 2013, the Company paid income taxes to DTCC, net of refunds, of $832,000 and $10,063,000, respectively.

The 2014 and 2013 effective tax rate differs from 35% Federal statutory rate primarily due to state and local taxes, permanent differences between financial statement income and taxable income, and adjustments to deferred tax balances. A reconciliation of the U.S. Federal statutory tax rate to the Company's effective tax rate on income before provision for income taxes follows:

	Year ended December 31,	
	2014	2013
U.S. Federal statutory tax rate	35.0%	35.0%
State and local income taxes, net of federal tax benefit	5.6%	5.2%
Change in unrecognized tax benefits	9.7%	3.1%
Other	-3.6%	1.6%
Effective tax rate	46.7%	44.9%

Deferred tax assets and liabilities. The components of deferred tax assets and (liabilities) at December 31, 2014 and 2013 were as follows (in thousands):

	2014	2013
Deferred tax assets:		
Accrued compensation	$ 2,508	$ 6,668
Accrued employee benefits	11,440	11,932
Software	18,591	11,719
Depreciation	448	434
Deferred rent	593	519
Other	1,241	1,152
Total deferred tax assets	34,821	32,424
Deferred tax liabilities:		
Accrued compensation	(930)	(6,116)
Accrued employee benefits	(5,263)	(4,930)
Software	(29,447)	(25,425)
Total deferred tax liabilities	(35,640)	(36,471)
Net deferred tax liabilities before valuation allowance	(819)	(4,047)
Valuation allowance	-	-
Net deferred tax liabilities	$ (819)	$ (4,047)
Reported as		
Current deferred tax assets	$ 1,045	$ 6,801
Current deferred tax liabilities	-	(9,898)
Net current deferred tax assets/(liabilities)	1,045	(3,097)
Non-current deferred tax assets	33,776	25,623
Non-current deferred tax liabilities	(35,640)	(26,573)
Net non-current deferred tax liabilities	(1,864)	(950)
Net deferred tax liabilities	$ (819)	$ (4,047)

Details for UTBs as of December 31, 2014 and 2013 were as follows (in thousands):

	2014	2013
Beginning balance at January 1,	$ 2,535	$ 1,514
Prior period tax positions:		
Increases	-	1,021
Decreases	-	-
Current period tax positions	-	-
Settlements with taxing authorities	-	-
Lapse of statute of limitations	-	-
Ending balance at December 31,	$ 2,535	$ 2,535

The Company classifies interest related to UTBs, and penalties, if incurred, in tax expense in its accompanying Statements of Income. As of December 31, 2014 and 2013, the amount of accrued interest recorded in the Statements of Financial Condition related to UTBs was $1,012,000 and $756,000, respectively.

The Company is subject to U.S. Federal income tax as well as income tax in various state and local jurisdictions. DTCC's Federal income tax returns for 2010 through 2011 are currently under examination and the Federal income tax returns for 2012 through 2013 remain subject to examination by the IRS. New York State income tax returns for 2007 through 2011 are currently under examination and 2012 through 2013 remain open to examination. New York City income tax returns for 2010 through 2011 are currently under examination and 2012 through 2013 remain subject to examination. Florida income tax returns for 2008 through 2013 are currently under examination.

For the current ongoing audit related to open tax years, the Company estimates it is possible the balance of UTBs could decrease in the next twelve months as a result of the effective settlement of this audit, which might involve the payment of additional taxes, the adjustment of certain deferred taxes and/or the recognition of tax benefits. It is also possible new issues might be raised by tax authorities which might necessitate increases to the balance of UTBs. As the Company is unable to predict the timing of conclusion of this audit, the Company is unable to estimate the amount of changes to the balance of UTBs at this time. However, the Company believes it has adequately provided for its financial exposure for all open tax years by tax jurisdiction.

12. SHAREHOLDER'S EQUITY

Common Stock. FICC has 105,000 authorized shares of common stock with a par value of $0.50 per share. As of December 31, 2014 and 2013, 20,400 shares of common stock were outstanding.

13. TRANSACTIONS WITH RELATED PARTIES

Transactions with DTCC. FICC has an agreement with DTCC whereby DTCC pays for substantially all of the expenses for the operations of FICC. The related expenses are allocated to FICC based upon FICC's use of such goods or services. Further, the agreement provides that DTCC performs credit and quantitative risk services, and certain other services for FICC including administrative, internal audit, finance and legal services. In 2014 and 2013, the billing for these services was determined as 104% of total allocated expenses, excluding pass through charges and the impact of capitalized software. The fee, representing the amount over actual cost, is included in professional and other services expense on the accompanying Statements of Income.

Total fees and outstanding payables and receivables of the related party were as follows for 2014 and 2013 (in thousands):

	Expenses For the years ended December 31,		Payables/(Receivable) As of December 31,	
	2014	**2013**	**2014**	**2013**
DTCC	$ 4,976	$ 5,224	$ (12,019)	$ 2,346
Total	$ 4,976	$ 5,224	$ (12,019)	$ 2,346

14. COMMITMENT AND CONTINGENCIES

Litigation. The Company was involved in legal proceedings and litigation arising in the ordinary course of business. In the opinion of management, the outcome of such proceedings and litigation is not expected to have a material effect on the Company's financial position, operations, or cash flows.

15. GUARANTEES

FICC provides central counterparty (CCP) services, which includes clearing, settlement, and risk management services. Acting as a CCP, it guarantees the settlement of trades in the event a participant defaults. A participant default is defined in

FICC's rules. In its guarantor role, FICC has equal claims to and from participants on opposite sides of netted transactions. To cover its guarantee risk, FICC uses risk-based margining to collect cash and securities collateral (Clearing Fund).

FICC, through its **Government Securities Division (GSD)**, is the leading provider of real-time trade matching, clearing, netting, risk management and settlement for trades in U.S. government debt, including repurchase agreements. Securities processed by GSD include Treasury bills, bonds, notes, zero-coupon securities, government agency securities, and inflation-indexed securities. The U.S. government securities market is predominantly an over-the-counter market and most transactions are settled on a T+1 basis. Trades are guaranteed upon comparison. On December 2, 2014, FICC filed a proposed rule change (SR-FICC-2014-11) with the SEC to move the timing of novation to the time that the trade is guaranteed. Upon the SEC's approval, this change will be effective in the GSD Rules and the MBSD Rules. The guarantee of net settlement positions by FICC results in a potential liability to FICC. Guaranteed positions that have not yet settled are margined and collateralized twice-daily via the member's Clearing Fund, and marked-to-market twice-daily with cash debited from or credited to the responsible participants through the funds-only settlement process. At December 31, 2014 and 2013, the amount of guaranteed positions due from netting GSD participants to FICC aggregated approximately $846.9 billion and $844.8 billion, respectively. There is an equal amount due to certain other GSD participants from FICC after consideration of deliveries pending to FICC. There were no defaults by Participants to these obligations.

MBSD is a CCP that guarantees settlement of trades. The pool netting system interposes FICC between MBSD participants for eligible trades that have been pool netted. The guarantee of settlement for pool netting eligible trades as well as TBA trades by FICC results in potential liability to FICC. Guaranteed positions that have not yet settled are margined, marked-to-market daily and collateralized via the member's Clearing Fund. At December 31, 2014 and 2013, the net amount of guaranteed positions by MBSD which were scheduled to settle, approximated $286.3 billion and $248 billion, respectively. There were no defaults by participants to these obligations.

If an FICC participant defaults, such participant's deposits to the applicable Division's Clearing Fund would be used/liquidated to satisfy an outstanding obligation and/or loss. If those funds are insufficient to cover the liquidation of the defaulting participant's outstanding obligations to FICC, FICC would then use any funds available from its multilateral netting contract and limited cross-guaranty agreement with DTC, NSCC and the Options Clearing Corporation (OCC) under which these clearing agencies have agreed to make payments to each other for any remaining unsatisfied obligations of a common defaulting participant to the extent that these clearing agencies have excess resources belonging to the defaulting participant.

In addition, FICC has entered into a separate and distinct cross-margining agreement with the Chicago Mercantile Exchange Inc. (CME). Under this agreement, FICC and CME would apply available amounts to each other under specified circumstances.

In the event a deficiency still exists, FICC would satisfy the deficiency by utilizing up to 25% of its retained earnings, or such greater amount of retained earnings to be determined by the Board of Directors. If a loss still remains, the Division will divide the loss between "Tier 1" participants and "Tier 2" participants. Tier 2 participants (currently registered investment companies) will only be subject to loss to the extent they traded with the defaulting participant, due to regulatory requirements applicable to them. Tier 1 participants will be allocated the loss applicable to them, first by assessing the required Clearing Fund deposit of each such participant in the amount of up to $50,000, equally. If a loss remains, Tier 1 participants will be assessed ratably in accordance with the respective amounts of their required Clearing Fund deposit over the prior twelve months. Participants in the GSD who act as inter-dealer brokers are limited to a loss allocation of $5 million per event in respect of their inter-dealer broker activity.

16. OFF BALANCE SHEET AND CONCENTRATION OF CREDIT RISK

Credit risk represents the potential for loss due to the default or deterioration in credit quality of a counterparty or an issuer of securities or other instruments held by the Company. The Company's exposure to credit risk comes primarily from clearing and settlement service operations. Credit risk also comes from financial assets, which consist principally of cash and cash equivalents, investments in marketable securities, accounts receivable, and the Clearing Fund.

Concentrations of credit risk may arise through having large connected individual exposures and significant exposures to groups of counterparties whose likelihood of default is driven by common underlying factors, including economic conditions affecting the securities industry and debt issuing countries.

Given FICC is a central counterparty, it is exposed to significant credit risk of third parties, including its customer base, which extends to companies within the global financial services industry. Customers are based in the United States and overseas and include participating brokers, dealers, institutional investors, banks, and other financial intermediaries — either directly or through correspondent relationships.

Cash and Cash Equivalents. The Company maintains cash and cash equivalents with various financial institutions. These financial institutions are located in various geographical regions, and the Company's policy is designed to limit exposure with any one institution. As part of its credit risk management processes, the Company performs periodic evaluations of the relative credit standing of the financial institutions with whom it places funds. The Company generally makes deposits with banks and financial institutions having a credit rating of at least A-/A3 or better from recognized rating agencies and that are approved via its internal credit review process. The Company also monitors the condition of the financial institutions with whom it places funds on an ongoing basis to identify any significant change in a financial institution's condition. If such a change takes place, the amounts deposited in such financial institutions may be adjusted.

Marketable Securities. In addition to making investments in overnight reverse repurchase agreements, money market funds and interest-bearing deposits, the Company also makes direct investments in U.S. Treasury securities. Credit risk related to marketable securities involves the risk of nonperformance by the counterparty, which could result in a material loss. To mitigate the risk of credit loss, the Company only makes investments in debt obligations of the U.S. government or those U.S. government agencies guaranteed by the U.S. government.

Accounts Receivable. Credit risk related to accounts receivable involves the risk of nonpayment by the counterparty. Credit risk is diversified due to the large number of participants comprising the Company's customer base. The Company also performs ongoing credit evaluations of the financial conditions of its customers and evaluates the delinquency status of the receivables.

Clearing Fund. In addition to risk management policies described above for cash and cash equivalents, when Participants provide cash deposits to the Clearing Fund, the Company may invest the cash in overnight reverse repurchase agreements (reverse repos). The Company bears credit risk related to overnight reverse repurchase agreements only to the extent cash advanced to the counterparty exceeds the value of collateral received. Securities purchased under reverse repos are generally U.S. Treasury and agency securities having minimal credit risk due to low probability of U.S. government default and the highly liquid nature of these securities. Reverse repo investments are secured; collateral must have a market value greater than or equal to 102% of the cash invested. Additionally, reverse repo investments are typically placed with financial institutions with a credit rating of A-/A3 or better from recognized rating agencies and are approved via the Company's credit review process. To avoid concentration of credit risk exposures, the Company sets credit limits for each counterparty.

The participant cash deposits may also be invested in money market mutual funds under Rule 2a-7 of the Investment Company Act of 1940 with a credit rating of AAA/Aaa from recognized rating agencies. Since the Company only invests in highly rated money market mutual funds and cash is returned each day, the Company has minimal credit risk related to these investments.

FICC is exposed to credit risk on a daily basis. This risk arises at FICC as it guarantees certain obligations of its participants under specified circumstances. The Company provides risk management/mitigation by identifying, measuring and responding to these risks in order to protect the safety and soundness of the FICC settlement system. Various tools are utilized to mitigate these risks including, but not limited to, setting capital adequacy standards, assessing new applicants, performing continuous monitoring of Participants' financial condition, reviewing participants' daily trading activity and determining appropriate collateral requirements, maintaining the Clearing Fund, netting, marking unsettled trades to market, and utilizing a variety of advanced quantitative analytical methodologies, such as back and stress testing.

In order to become a participating member at FICC, an applicant must meet minimum eligibility criteria (which are specified in the FICC's rules). All applicants to be FICC participants must provide FICC with certain financial and operational information. This information is reviewed to ensure the applicant has sufficient financial resources to make anticipated contributions to the Clearing Fund and to meet its obligations to FICC. The credit quality of the participant is evaluated at the time of application and monitored on an ongoing basis to determine if the participant continues to be financially stable and meet the financial requirements of membership. As part of its review, the Company utilizes an internal credit risk rating matrix to risk rate its bank and broker participants. The resulting rating determines the level of financial review to be performed on each participant and may impact their Clearing Fund requirements.

FICC collects Clearing Fund deposits from its participants using a risk-based margin methodology. The risk-based methodology enables them to identify the risks posed by a participant's unsettled portfolio and to quickly adjust and collect additional deposits as needed to cover those risks. At multiple times during the day, Clearing Fund requirements are calculated for each participant based on their then-current unsettled and pending transactions. Security pricing is updated on an intraday basis and additional charges may be collected to cover significant price movements from those participants with a significant exposure in the identified security. The Company monitors participants overall trading activities throughout the trading day to determine whether exposures are exist that would require special actions to increase their Clearing Fund deposits.

The Company regularly performs back and stress testing of the quality and accuracy of its risk management systems to ensure the adequacy of Clearing Fund requirements and to respond to other risk factors that the tests may reveal.

The Company also limits its exposure to potential losses from default by participants through its multilateral netting contract and limited cross-guaranty agreement with DTC, NSCC and The OCC. These arrangements are designed to provide a mechanism for the sharing of excess net collateral resources of a common defaulting participant held at one clearing agency to cover losses incurred at another.

17. IMPACT FROM SUPERSTORM SANDY

During the last quarter of 2012, the Company's operations were significantly impacted by Superstorm Sandy (Sandy). The flood waters that engulfed the lobby and underground floors of its corporate headquarters at 55 Water Street in lower Manhattan forced lengthy closure of that building, displacing some 2,300 employees along with the Company's operations from the site.

As of December 31, 2014 and 2013, the Company recognized approximately $0 and $835,000, respectively in Sandy related expenses. DTCC maintains a property insurance policy that has separate sub-limits that apply to the various types of damage, such as business interruption (lost profits), extra expenses (expenses incurred to keep normal business operations running), debris removal, etc., and also specific types of damage incurred from catastrophic natural disasters such as hurricanes, earthquakes, and floods.

18. OTHER MATTERS

Lehman Brothers Inc. On September 19, 2008, a Trustee was appointed, under the Securities Investor Protection Act (SIPA), to administer and liquidate the business of Lehman Brothers Inc. (LBI). As part of the liquidation of LBI, certain of its assets were sold to Barclays Capital Inc. (Barclays). These assets did not, include the accounts that LBI maintained at NSCC, FICC, and DTC.

As a result, the Trustee, Barclays and DTCC, on behalf and for the benefit of NSCC, FICC and DTC (collectively, the "Clearing Agency Subsidiaries"), entered into an agreement that provided for the Clearing Agency Subsidiaries to wind down their respective LBI accounts, including the close out of pending transactions and the use of the proceeds in accordance with their respective rules and procedures, in the same manner in which they close out positions of participants for whom they cease to act. On September 24, 2008, the Clearing Agency Subsidiaries formally ceased to act for LBI.

In addition, Barclays agreed to guaranty, indemnify and hold harmless DTCC, each of NSCC, FICC and DTC, and their officers, directors, employees, owners, agents and representatives against any and all losses, claims, damages, expenses (including legal fees) or liabilities that any of them may incur as a result of winding down and closing out the respective accounts. The guaranty is limited to $250,000,000 and a cash deposit (the "Cash Deposit") was provided for that purpose.

Any losses will first be satisfied from the Cash Deposit. If there are losses in excess of the Cash Deposit, they will be satisfied in accordance with the rules and procedures of NSCC, FICC and DTC, respectively (including through application of LBI's Clearing or Participant Fund deposits and any Clearing Agency cross guaranty agreements). If any portion of such funds remains after the close out of the LBI Accounts and satisfaction of all obligations of NSCC, FICC, and DTC, they will be remitted to the Trustee. The Cash Deposit is held at DTCC to facilitate its investment pending application against losses or its turnover to the Trustee.

With respect to LBI, DTCC and its subsidiaries held the following deposits/ balances at December 31:

	2014	2013
Cash deposits	$ 4,101,862	$ 32,556,821
Participant and clearing funds	1,160,135	1,160,135
Matured money market investment accounts	30,644,008	29,616,175
Total	$ 35,906,005	$ 63,333,131

As of December 31, 2014, DTCC had delivered to the Trustee of the LBI estate $5,153,238,000 in cash and Clearing Fund securities valued at $159,479,000 attributable to the LBI estate.

MF Global Inc. On October 31, 2011, a Trustee was appointed, under the SIPA, to administer and liquidate the business of MF Global Inc. (MFG). As part of the liquidation of MFG, any losses will first be satisfied in accordance with the rules and procedures of NSCC, FICC and DTC, respectively (including through application of MFG's Clearing or Participant Fund deposits and any Clearing Agency cross guaranty agreements). If any portion of such funds remains after the close out of the MFG Accounts and satisfaction of all obligations of NSCC, FICC and DTC, they will be remitted to the Trustee.

With respect to MFG, DTCC and its subsidiaries held the following deposits/ balances at December 31:

	2014	2013
Cash deposits	$ -	$ 22,877,984
Participant and clearing funds	1,987,406	6,120,422
Total	$ 1,987,406	$ 28,998,406

As of December 31, 2014, DTCC had delivered cash to the Trustee of the MFG estate $254,298,000 attributable to the MFG estate.

Management does not expect there will be any losses attributable to the liquidation of the LBI or MFG accounts to be assessed against either its retained earnings or participants.

Severance. At December 31, 2014, FICC incurred severance expense totaling $1,892,000 that are included in employee compensation and related benefits on the accompanying Statements of Income. At December 31, 2013, severance expense totaled $670,000.

19. SUBSEQUENT EVENTS

The Company evaluated events and transactions occurring after December 31, 2014 through February 27, 2015 for potential recognition or disclosure in these financial statements. No events or transactions occurred during such period that would require recognition or disclosure in these financial statements.