

FR Y-6  
OMB Number 7100-0297  
Approval expires December 31, 2015  
Page 1 of 2

Board of Governors of the Federal Reserve System



Annual Report of Holding Companies—FR Y-6

Report at the close of business as of the end of fiscal year

This Report is required by law: Section 5(c)(1)(A) of the Bank Holding Company Act (12 U.S.C. § 1844 (c)(1)(A)); Section 8(a) of the International Banking Act (12 U.S.C. § 3106(a)); Sections 11(a)(1), 25 and 25A of the Federal Reserve Act (12 U.S.C. §§ 248(a)(1), 602, and 611a); Section 211.13(c) of Regulation K (12 C.F.R. § 211.13(c)); and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and section 10(c)(2)(H) of the Home Owners' Loan Act. Return to the appropriate Federal Reserve Bank the original and the number of copies specified.

This report form is to be filed by all top-tier bank holding companies and top-tier savings and loan holding companies organized under U.S. law, and by any foreign banking organization that does not meet the requirements of and is not treated as a qualifying foreign banking organization under Section 211.23 of Regulation K (12 C.F.R. § 211.23). (See page one of the general instructions for more detail of who must file.) The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, an information collection unless it displays a currently valid OMB control number.

NOTE: The *Annual Report of Holding Companies* must be signed by one director of the top-tier holding company. This individual should also be a senior official of the top-tier holding company. In the event that the top-tier holding company does not have an individual who is a senior official and is also a director, the chairman of the board must sign the report.

Date of Report (top-tier holding company's fiscal year-end):

**December 31, 2012**

Month / Day / Year

I, John Kanas

Reporter's Name, Street, and Mailing Address

BankUnited, Inc.

Legal Title of Holding Company

14817 Oak Lane

(Mailing Address of the Holding Company) Street / P.O. Box

Miami Lakes

FL

33016

City

State

Zip Code

Name of the Holding Company Director and Official  
Chairman and CEO

Title of the Holding Company Director and Official

attest that the *Annual Report of Holding Companies* (including the supporting attachments) for this report date has been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

Physical location (if different from mailing address)

With respect to information regarding individuals contained in this report, the Reporter certifies that it has the authority to provide this information to the Federal Reserve. The Reporter also certifies that it has the authority, on behalf of each individual, to consent or object to public release of information regarding that individual. The Federal Reserve may assume, in the absence of a request for confidential treatment submitted in accordance with the Board's "Rules Regarding Availability of Information," 12 C.F.R. Part 261, that the Reporter and individual consent to public release of all details in the report concerning that individual.

Person to whom questions about this report should be directed:

Terry Baxter

Director of Financial Rptg

Name

Title

786-313-1689

Area Code / Phone Number / Extension

Area Code / FAX Number

TBaxter@BankUnited.com

E-mail Address

www.BankUnited.com

Address (URL) for the Holding Company's web page

Signature of Holding Company Director and Official

Date of Signature

For holding companies not registered with the SEC—  
Indicate status of Annual Report to Shareholders:

- is included with the FR Y-6 report
- will be sent under separate cover
- is not prepared

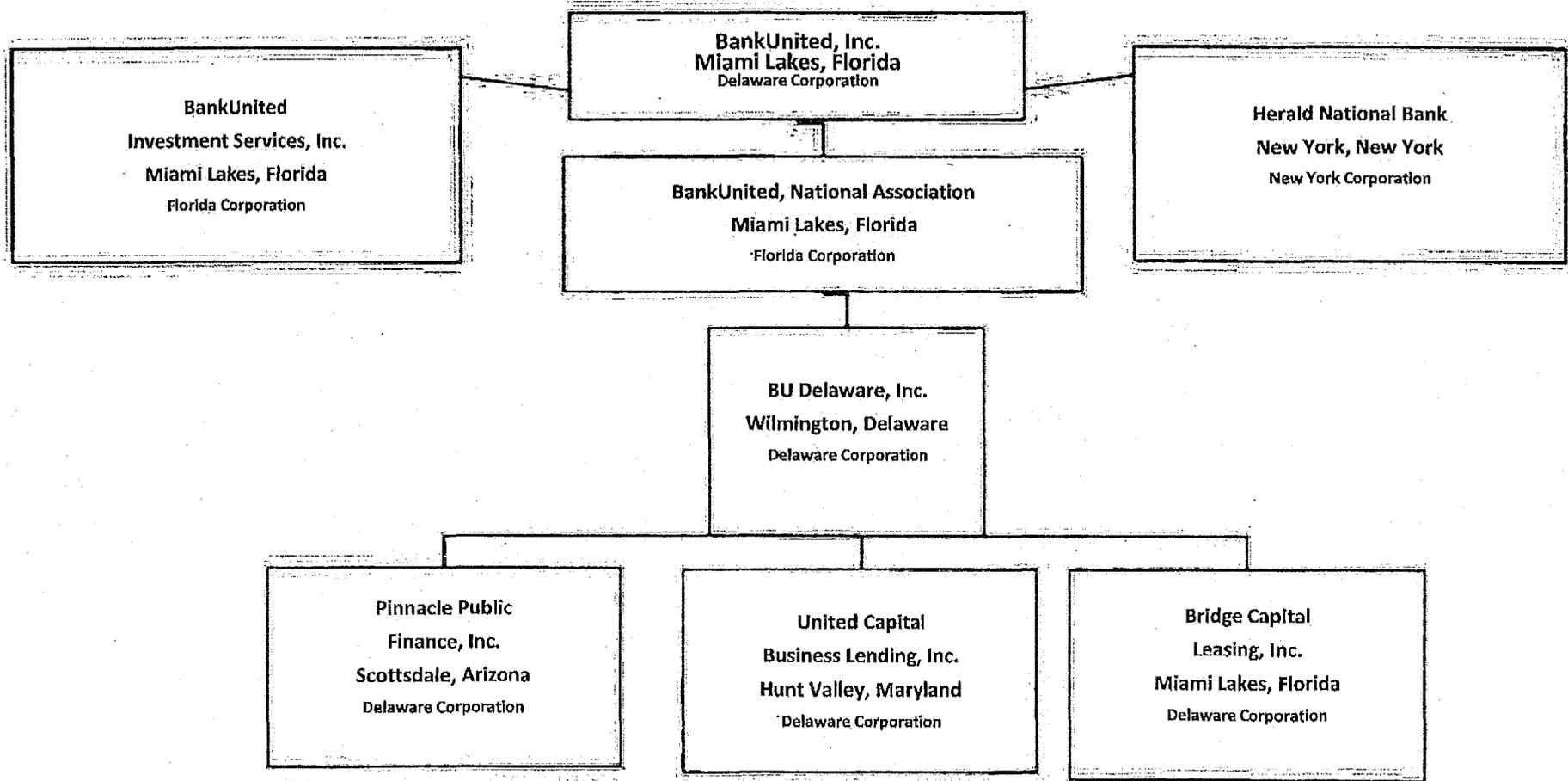
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C.I. \_\_\_\_\_

Does the reporter request confidential treatment for any portion of this submission?  
 Yes Please identify the report items to which this request applies:  
 In accordance with the instructions on pages GEN-2 and 3, a letter justifying the request is being provided.  
 The information for which confidential treatment is sought is being submitted separately labeled "Confidential."  
 No

BankUnited, Inc.  
 FRY-6  
 12/31/2012

Item 2a – Organization Chart  
 All Subsidiaries are 100% owned; there are no minority interests



Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	3938186	BANKUNITED, NATIONAL ASSOCIATION	14817 OAK LANE	MIAMI LAKES	FL	33016	MIAMI-DADE	UNITED STATES	489492	0	BANKUNITED, NATIONAL ASSOCIATION	3938186	Main Office is the same location as the Corporate Center
OK		Full Service	4176042	AVENTURA SOUTH BRANCH	19125 BISCAYNE BOULEVARD	AVENTURA	FL	33180	MIAMI-DADE	UNITED STATES	Not Required	Not Required	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4176417	AVENTURA WATERWAY BRANCH	21155 BISCAYNE BOULEVARD	AVENTURA	FL	33180	MIAMI-DADE	UNITED STATES	364296	37	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4176453	BOCA ATRIUM BRANCH	1515 NORTH FEDERAL HIGHWAY	BOCA RATON	FL	33432	PALM BEACH	UNITED STATES	491923	51	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4179931	BOCA HAMPTONS BRANCH	9050 KIMBERLY BOULEVARD, SUITE 68	BOCA RATON	FL	33434	PALM BEACH	UNITED STATES	287321	15	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4176462	BOCA TOWN CENTER BRANCH	21222 SAINT ANDREWS BOULEVARD	BOCA RATON	FL	33433	PALM BEACH	UNITED STATES	287314	7	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4445131	WESTWINDS OF BOCA BRANCH	9834 WEST GLADES ROAD, SUITE C-15	BOCA RATON	FL	33434	PALM BEACH	UNITED STATES	Not Required	Not Required	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4176480	BONITA SPRINGS RIVERVIEW BRANCH	27200 RIVERVIEW CENTER BOULEVARD	BONITA SPRINGS	FL	34134	LEE	UNITED STATES	Not Required	Not Required	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4179883	BOYNTON BEACH OAKWOOD SQUARE BRANCH	324 NORTH CONGRESS AVENUE	BOYNTON BEACH	FL	33487	PALM BEACH	UNITED STATES	287315	8	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4445177	BRADENTON/MANATEE AVENUE BRANCH	5905 MANATEE AVENUE	BRADENTON	FL	34209	MANATEE	UNITED STATES	Not Required	Not Required	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4177964	CAPE CORAL DEL PRADO BRANCH	2503 DEL PRADO BOULEVARD SOUTH	CAPE CORAL	FL	33904	LEE	UNITED STATES	491954	81	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4176604	CLEARWATER COUNTRYSIDE BRANCH	2569 COUNTRYSIDE BOULEVARD	CLEARWATER	FL	33761	PINELLAS	UNITED STATES	491955	82	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4177142	CLEARWATER HARBOR OAKS BRANCH	629 SOUTH FORT HARRISON AVENUE	CLEARWATER	FL	33756	PINELLAS	UNITED STATES	491953	80	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4445168	CLEARWATER/FEATHER SOUND BRANCH	3507 ULMERTON ROAD	CLEARWATER	FL	33762	PINELLAS	UNITED STATES	Not Required	Not Required	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4176556	COCONUT CREEK BRANCH	4913 COCONUT CREEK PARKWAY	COCONUT CREEK	FL	33036	BROWARD	UNITED STATES	287319	13	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4176583	CORAL SPRINGS BRANCH	2895 UNIVERSITY DRIVE	CORAL SPRINGS	FL	33065	BROWARD	UNITED STATES	365716	38	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4180012	CORAL SPRINGS TURTLE CREEK BRANCH	4101 TURTLE CREEK DRIVE	CORAL SPRINGS	FL	33067	BROWARD	UNITED STATES	491929	57	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4176622	DEERFIELD BEACH BRANCH	2201 WEST HILLSBORO BOULEVARD	DEERFIELD BEACH	FL	33442	BROWARD	UNITED STATES	287313	6	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4179838	CENTRAL DELRAY BRANCH	5300 WEST ATLANTIC AVENUE	DELRAY BEACH	FL	33484	PALM BEACH	UNITED STATES	491927	55	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4176640	DOWNTOWN DELRAY BRANCH	331 EAST ATLANTIC AVENUE	DELRAY BEACH	FL	33483	PALM BEACH	UNITED STATES	491938	65	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4176668	DOWNTOWN FORT LAUDERDALE BRANCH	900 SOUTHEAST 3RD AVENUE	FORT LAUDERDALE	FL	33316	BROWARD	UNITED STATES	359590	31	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4438348	FORT LAUDERDALE 17TH STREET BRANCH	808 SE 17TH STREET	FORT LAUDERDALE	FL	33316	BROWARD	UNITED STATES	Not Required	Not Required	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4177106	GALT OCEAN MILE BRANCH	3400 NORTHEAST 34TH STREET	FORT LAUDERDALE	FL	33308	BROWARD	UNITED STATES	491935	63	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4177115	FORT MYERS GLADIOLUS CROSSING BRANCH	8646 GLADIOLUS DRIVE, SUITE 310	FORT MYERS	FL	33908	LEE	UNITED STATES	491930	58	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4179865	FT. SABAL PALM PLAZA BRANCH	2503 SOUTH US HIGHWAY 1	FORT PIERCE	FL	34982	ST. LUCIE	UNITED STATES	491931	59	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4177124	HALLANDALE BRANCH	501 GOLDEN ISLES DRIVE	HALLANDALE BEACH	FL	33009	BROWARD	UNITED STATES	287697	10	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4177188	HOBE SOUND ISLAND CROSSING BRANCH	11702 SOUTHEAST FEDERAL HIGHWAY	HOBE SOUND	FL	33455	MARTIN	UNITED STATES	491949	76	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4177151	HOLLYWOOD BRANCH	4919 SHERIDAN STREET	HOLLYWOOD	FL	33021	BROWARD	UNITED STATES	45160	9	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4281656	HOLLYWOOD PRESIDENTIAL PLAZA BRANCH	3795 HOLLYWOOD BOULEVARD	HOLLYWOOD	FL	33021	BROWARD	UNITED STATES	Not Required	Not Required	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4461832	JUPITER INDIANTOWN ROAD BRANCH	620 WEST INDIANTOWN ROAD	JUPITER	FL	33458	PALM BEACH	UNITED STATES	Not Required	Not Required	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4177197	KENDALL BRANCH	12905 NORTH KENDALL DRIVE	KENDALL	FL	33176	MIAMI-DADE	UNITED STATES	423452	43	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4177218	KEY BISCAYNE BRANCH	260 CRANDON BOULEVARD, SUITE B-7	KEY BISCAYNE	FL	33149	MIAMI-DADE	UNITED STATES	359592	33	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4418920	LAKE MARY BRANCH	4406 WEST LAKE MARY BOULEVARD	LAKE MARY	FL	32746	SEMINOLE	UNITED STATES	Not Required	Not Required	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4177290	LAKE WORTH LANTANA BRANCH	5764 JOG ROAD	LAKE WORTH	FL	33467	PALM BEACH	UNITED STATES	491950	77	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4177302	LAUDERDALE BY THE SEA BRANCH	227 EAST COMMERCIAL BOULEVARD	LAUDERDALE BY THE SEA	FL	33308	BROWARD	UNITED STATES	287700	12	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4177311	LAUDERDALE LAKES BRANCH	3660 WEST OAKLAND PARK BOULEVARD	LAUDERDALE LAKES	FL	33311	BROWARD	UNITED STATES	294948	29	BANKUNITED, NATIONAL ASSOCIATION	3938186	
Change	12/17/2012	Full Service	4177320	LIGHTHOUSE POINT BRANCH	2500 NORTH FEDERAL HIGHWAY	LIGHTHOUSE POINT	FL	33064	BROWARD	UNITED STATES	491937	64	BANKUNITED, NATIONAL ASSOCIATION	3938186	FRY10 was filed on 2/12/2013
OK		Full Service	4176444	BIRD ROAD BRANCH	9495 SOUTHWEST 40TH STREET	MIAMI	FL	33165	MIAMI-DADE	UNITED STATES	491957	84	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4176499	BRICKELL BRANCH	1428 BRICKELL AVENUE, SUITE 111	MIAMI	FL	33131	MIAMI-DADE	UNITED STATES	Not Required	Not Required	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	1005790	DORAL BRANCH	7970 NORTHWEST 36TH STREET	MIAMI	FL	33166	MIAMI-DADE	UNITED STATES	17540	19	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4176686	DOWNTOWN MIAMI BRANCH	310 SOUTHEAST 1ST STREET	MIAMI	FL	33131	MIAMI-DADE	UNITED STATES	287327	25	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4460059	MIAMI AIRPORT BRANCH	1099 NW 42ND AVENUE	MIAMI	FL	33126	MIAMI-DADE	UNITED STATES	Not Required	Not Required	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	1220485	PALMETTO LAKES BRANCH	16800 NORTHWEST 67TH AVENUE	MIAMI	FL	33015	MIAMI-DADE	UNITED STATES	258082	21	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4179968	TAMIAMI LAKES BRANCH	13270 SOUTHWEST 8TH STREET	MIAMI	FL	33184	MIAMI-DADE	UNITED STATES	294947	28	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4180094	WEST AIRPORT BRANCH	2410 NORTHWEST 72ND AVENUE	MIAMI	FL	33122	MIAMI-DADE	UNITED STATES	287322	16	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4177366	MIAMI BEACH BRANCH	300 ARTHUR GODFREY ROAD	MIAMI BEACH	FL	33140	MIAMI-DADE	UNITED STATES	432360	47	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4428750	SOUTH BEACH BRANCH	1695 ALTON ROAD	MIAMI BEACH	FL	33139	MIAMI-DADE	UNITED STATES	Not Required	Not Required	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4281544	CORPORATE CENTER BRANCH	14817 OAK LAKE	MIAMI LAKES	FL	33016	MIAMI-DADE	UNITED STATES	Not Required	Not Required	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4177375	MIAMI LAKES BRANCH	15201 NORTHWEST 67TH AVENUE	MIAMI LAKES	FL	33014	MIAMI-DADE	UNITED STATES	428572	45	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4177450	MIRAMAR PARKWAY BRANCH	17011 MIRAMAR PARKWAY	MIRAMAR	FL	33027	BROWARD	UNITED STATES	491934	62	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4177384	NAPLES HAMMOCKS COVE BRANCH	4412 THOMASSON DRIVE	NAPLES	FL	34112	COLLIER	UNITED STATES	491925	53	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4177852	NAPLES NEAPOLITAN BRANCH	4649 NINTH STREET NORTH	NAPLES	FL	34103	COLLIER	UNITED STATES	287325	23	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4177898	NAPLES TAMIAMI TRAIL NORTH BRANCH	8877 TAMIAMI TRAIL NORTH	NAPLES	FL	34108	COLLIER	UNITED STATES	423451	42	BANKUNITED, NATIONAL ASSOCIATION	3938186	

BankUnited, N.A.  
 FRY-6  
 Item 2b - Domestic Branch Listing  
 12/31/2012

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service	4453350	BISCAYNE BOULEVARD - NORTH MIAMI BRANCH	12290 BISCAYNE BOULEVARD	NORTH MIAMI	FL	33181	MIAMI-DADE	UNITED STATES	Not Required	Not Required	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4177236	KEYSTONE NORTH MIAMI PLAZA BRANCH	13705 BISCAYNE BOULEVARD	NORTH MIAMI BEACH	FL	33181	MIAMI-DADE	UNITED STATES	Not Required	Not Required	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4177469	MIRASOL WALK BRANCH	6271 PGA BOULEVARD	PALM BEACH GARDEN	FL	33418	PALM BEACH	UNITED STATES	491947	74	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4177348	PALM CITY MARTIN DOWNS BRANCH	2710 SOUTHWEST MARTIN DOWNS BOULEVARD	PALM CITY	FL	34990	MARTIN	UNITED STATES	491940	67	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4177919	PALM AND PINES BRANCH	10090 PINES BOULEVARD	PEMBROKE PINES	FL	33024	BROWARD	UNITED STATES	Not Required	Not Required	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4177955	PEMBROKE PINES BRANCH	160 SOUTH FLAMINGO ROAD	PEMBROKE PINES	FL	33027	BROWARD	UNITED STATES	287698	11	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4179801	PLANTATION TOWNE SQUARE BRANCH	6941 WEST BROWARD BOULEVARD	PLANTATION	FL	33317	BROWARD	UNITED STATES	432819	49	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4179810	POMPANO BEACH BRANCH	1313 NORTH OCEAN BOULEVARD	POMPANO BEACH	FL	33062	BROWARD	UNITED STATES	287326	24	BANKUNITED, NATIONAL ASSOCIATION	3938186	
✓ CLOSE	10/1/2012	Full Service	4177870	EAST PORT PLAZA BRANCH	9130 SOUTH US HIGHWAY 1	PORT SAINT LUCIE	FL	34952	ST. LUCIE	UNITED STATES	Not Required	Not Required	BANKUNITED, NATIONAL ASSOCIATION	3938186	Requested assistance in 2012 on how to report one branch merging into a new branch. Will report as "closed" and file an FRY-10.
OK		Full Service	4179829	PORT ST. LUCIE BRANCH	905 EAST PRIMA VISTA BOULEVARD	PORT SAINT LUCIE	FL	34952	ST. LUCIE	UNITED STATES	491928	56	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4281638	ST. PETERSBURG 4TH STREET BRANCH	2832 4TH STREET NORTH	SAINT PETERSBURG	FL	33704	PINELLAS	UNITED STATES	Not Required	Not Required	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4176510	SARASOTA BROADWAY PROMENADE BRANCH	1058 NORTH TAMiami TRAIL	SARASOTA	FL	34236	SARASOTA	UNITED STATES	491956	83	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4179874	SARASOTA PAVILLION BRANCH	6511 SOUTH TAMiami TRAIL	SARASOTA	FL	34231	SARASOTA	UNITED STATES	491944	71	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4179904	SOUTH MIAMI PLAZA BRANCH	6300 SOUTH DIXIE HIGHWAY, SUITE B	SOUTH MIAMI	FL	33143	MIAMI-DADE	UNITED STATES	428124	44	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4179913	STUART WEDGEWOOD BRANCH	3316 SOUTHEAST FEDERAL HIGHWAY	STUART	FL	34997	MARTIN	UNITED STATES	432361	48	BANKUNITED, NATIONAL ASSOCIATION	3938186	
✓ CLOSE	12/28/2012	Full Service	4177245	SUN CITY CENTER KINGS CROSSING BRANCH	4878 SUN CITY CENTER BOULEVARD	SUN CITY CENTER	FL	33573	HILLSBOROUGH	UNITED STATES	491958	85	BANKUNITED, NATIONAL ASSOCIATION	3938186	FRY10 was filed on 3/15/2013
OK		Full Service	4179922	SUNNY ISLES BRANCH	17100 COLLINS AVENUE STOP 1	SUNNY ISLES BEACH	FL	33160	MIAMI-DADE	UNITED STATES	359146	30	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4180124	WEST SUNRISE BRANCH	13705 WEST SUNRISE BOULEVARD	SUNRISE	FL	33323	BROWARD	UNITED STATES	432359	46	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4179940	BAL HARBOUR-SURFSIDE BRANCH	9537 HARDING AVENUE	SURFSIDE	FL	33154	MIAMI-DADE	UNITED STATES	Not Required	Not Required	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4179959	TAMARAC BRANCH	5779 NORTH UNIVERSITY DRIVE	TAMARAC	FL	33321	BROWARD	UNITED STATES	287310	2	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4445140	TAMPA/CARROLLWOOD BRANCH	14802 NORTH DALE MABRY HIGHWAY	TAMPA	FL	33618	HILLSBOROUGH	UNITED STATES	Not Required	Not Required	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4176613	TEQUESTA COUNTRY LINE BRANCH	504 NORTH US HIGHWAY 1	TEQUESTA	FL	33469	PALM BEACH	UNITED STATES	491959	86	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4445195	VENICE/VILLAGE SHOPPES BRANCH	4149 SOUTH TAMiami TRAIL	VENICE	FL	34293	SARASOTA	UNITED STATES	Not Required	Not Required	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4179856	VERO BEACH RYANWOOD SQUARE BRANCH	2134 58TH AVENUE	VERO BEACH	FL	32966	INDIAN RIVER	UNITED STATES	491952	79	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4180085	WELLINGTON TOWNE SQUARE BRANCH	11924 WEST FOREST HILL BOULEVARD	WELLINGTON	FL	33414	PALM BEACH	UNITED STATES	491948	75	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4177937	PALM BEACH GARDENS BRANCH	907 NORTH MILITARY TRAIL	WEST PALM BEACH	FL	33410	PALM BEACH	UNITED STATES	422891	40	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4180115	WPB OKEECHOBEE BRANCH	4871 OKEECHOBEE BOULEVARD	WEST PALM BEACH	FL	33417	PALM BEACH	UNITED STATES	359591	32	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4180133	WESTON BRANCH	2200 WESTON ROAD	WESTON	FL	33326	BROWARD	UNITED STATES	432820	50	BANKUNITED, NATIONAL ASSOCIATION	3938186	
OK		Full Service	4180142	WILTON MANORS BRANCH	2723 NORTH DIXIE HIGHWAY	WILTON MANORS	FL	33334	BROWARD	UNITED STATES	366314	39	BANKUNITED, NATIONAL ASSOCIATION	3938186	
Add		Full Service		Gables North	999 Ponce DeLeon Boulevard	Coral Gables	FL	33134	Miami-Dade	UNITED STATES			BANKUNITED, NATIONAL ASSOCIATION		Included in initial branch list provided 5/2012
Add		Full Service		Miami / Sunset	6075 Sunset Drive	South Miami	FL	33143	Miami-Dade	UNITED STATES			BANKUNITED, NATIONAL ASSOCIATION		Included in initial branch list provided 5/2012
Add		Full Service		Pinecrest / The Falls	13593 S Dixie Highway	Pinecrest	FL	33156	Miami-Dade	UNITED STATES			BANKUNITED, NATIONAL ASSOCIATION		Included in initial branch list provided 5/2012
Add		Full Service		Hialeah	1291 W 49th Street	Hialeah	FL	33012	Miami-Dade	UNITED STATES			BANKUNITED, NATIONAL ASSOCIATION		Included in initial branch list provided 5/2012
Add		Full Service		Miami / Coral Way	2159 Coral Way	Miami Beach	FL	33129	Miami-Dade	UNITED STATES			BANKUNITED, NATIONAL ASSOCIATION		Included in initial branch list provided 5/2012
Add		Full Service		Oldsmar / Tampa Road	4015 Tampa Road	Oldsmar	FL	34677	Pinellas	UNITED STATES			BANKUNITED, NATIONAL ASSOCIATION		Included in initial branch list provided 5/2012
Add		Limited		Boynton Beach	117 N Congress Avenue	Boynton Beach	FL	33426	Palm Beach	UNITED STATES			BANKUNITED, NATIONAL ASSOCIATION		Included in initial branch list provided 5/2012
Add		Full Service		Orlando / Downtown Central	44 East Central Blvd.	Orlando	FL	32801	Orange	UNITED STATES			BANKUNITED, NATIONAL ASSOCIATION		Included in initial branch list provided 5/2012
Add		Full Service		Port Charlotte / Town & Country	4265 Tamiami Trail	Port Charlotte	FL	33980	Charlotte	UNITED STATES			BANKUNITED, NATIONAL ASSOCIATION		Included in initial branch list provided 5/2012
Add		Full Service		Miami / Mall of the Americas	7703 West Flagler Street	Miami	FL	33144	Miami-Dade	UNITED STATES			BANKUNITED, NATIONAL ASSOCIATION		Included in initial branch list provided 5/2012
Add		Full Service		Palm Beach Island South	2875 S Ocean Boulevard	Palm Beach	FL	33480	Palm Beach	UNITED STATES			BANKUNITED, NATIONAL ASSOCIATION		Included in initial branch list provided 5/2012
Add		Full Service		Miami / SW 8th Street	3650 SW 8th Street	Miami	FL	33135	Miami-Dade	UNITED STATES			BANKUNITED, NATIONAL ASSOCIATION		Included in initial branch list provided 5/2012
Add		Full Service		Boca Raton / Garden Shops at Boca	7024 W. Palmetto Park Road	Boca Raton	FL	33493	Palm Beach	UNITED STATES			BANKUNITED, NATIONAL ASSOCIATION		Included in initial branch list provided 5/2012

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
Add		Full Service		Tampa / Henderson Blvd.	3801 Henderson Blvd.	Tampa	FL	33629	Hillsborough	UNITED STATES			BANKUNITED, NATIONAL ASSOCIATION		Included in initial branch list provided 5/2012
Add		Full Service		West Palm Beach / Dixie Highway & 5th Street	600 N. Dixie Highway	West Palm Beach	FL	33401	Palm Beach	UNITED STATES			BANKUNITED, NATIONAL ASSOCIATION		Included in initial branch list provided 5/2012
Add		Limited		Orlando / SODO	2495 S. Orange Avenue	Orlando	FL	32806	Orange	UNITED STATES			BANKUNITED, NATIONAL ASSOCIATION		Included in initial branch list provided 5/2012
Add		Full Service		Vero Beach	2050 US Highway 1	Vero Beach	FL	32960	Indian River	UNITED STATES			BANKUNITED, NATIONAL ASSOCIATION		Included in initial branch list provided 5/2012
Add		Full Service		St. Petersburg / Central Avenue	6201 Central Avenue	St. Petersburg	FL	33710	Pinellas	UNITED STATES			BANKUNITED, NATIONAL ASSOCIATION		Included in initial branch list provided 5/2012
Add		Full Service		Orlando / Casselberry	945 Semoran Blvd.	Casselberry	FL	32707	Seminole	UNITED STATES			BANKUNITED, NATIONAL ASSOCIATION		Included in initial branch list provided 5/2012

Herald National Bank  
 FRY-6  
 Item 2b - Domestic Branch Listing  
 12/31/2012

Data Action	Effective Date	Branch Service Type	Branch ID_RSSD*	Popular Name	Street Address	City	State	Zip Code	County	Country	FDIC UNINUM*	Office Number*	Head Office	Head Office ID_RSSD*	Comments
OK		Full Service (Head Office)	3830235	HERALD NATIONAL BANK	623 FIFTH AVENUE - 11TH FLOOR	NEW YORK	NY	10022	NEW YORK	UNITED STATES	470812	0	HERALD NATIONAL BANK	3830235	
OK		Full Service	4421238	MELVILLE BRANCH	58 SOUTH SERVICE ROAD, SUITE 120	MELVILLE	NY	11747	NASSAU	UNITED STATES	Not Required	Not Required	HERALD NATIONAL BANK	3830235	

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Form FR Y-6  
BankUnited, Inc.  
Fiscal Year Ending December 31, 2012

Report Item 3: Securities holders  
(1)(a)(b)(c) and (2)(a)(b)(c)

Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2012

(1)(a) Name, City, State, Country	(1)(b) Country of Citizenship or Inc.	(1)(c) Number and Percentage of Each Class of Voting Securities
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The Blackstone Group, L.P.  
New York, NY, USA

Blackstone Capital Partners V L.P.	USA	6,313,634	
Blackstone Capital Partners V-AC L.P.	USA	1,974,262	
Blackstone Family Investment Partnership V L.P.	USA	11,031	
Blackstone Participation Partnership V L.P.	USA	6,410	
<b>Total Blackstone Group (Common)</b>		<b>8,305,337</b>	<b>8.74%</b>
Blackstone Capital Partners V L.P.	USA	4,117,032	
Blackstone Capital Partners V-AC L.P.	USA	1,287,389	
Blackstone Family Investment Partnership V L.P.	USA	7,193	
Blackstone Participation Partnership V L.P.	USA	4,180	
<b>Total Blackstone Group (Nonvoting Preferred) <sup>(2)</sup></b>		<b>5,415,794</b>	<b>5.70%</b>

The Carlyle Group, L.P.  
New York, NY, USA

DBD Cayman			
Carlyle Financial Services BU, L.P.	USA	6,152,974	
Carlyle Strategic Partners II, L.P.	USA	1,367,645	
CSP II Co-Investment, L.P.	USA	47,539	
TCG Holdings			
Carlyle Partners V, L.P.	USA	5,791,067	
CP V CoInvestment A, L.P.	USA	232,580	
CP V CoInvestment B, L.P.	USA	12,813	
Carlyle Partners V-A, L.P.	USA	116,513	
<b>Total The Carlyle Group</b>		<b>13,721,131</b>	<b>14.44%</b>

WL Ross & Co., LLC  
New York, NY, USA

WLR Recovery Fund IV, L.P.	USA	12,440,575	
WLR IV Parallel ESC, L.P.	USA	49,962	
WLR/GS Master Co-Investment, L.P.	Cayman Islands	1,230,594	
<b>Total WL Ross</b>		<b>13,721,131</b>	<b>14.44%</b>

Securities holders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-2012

(2)(a) Name, City, State, Country	(2)(b) Country of Citizenship or Inc.	(2)(c) Number and Percentage of Each Class of Voting Securities
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NONE

Form FR Y-6  
 BankUnited, Inc.  
 Fiscal Year Ending December 31, 2012

Report Item 3: Securities holders  
 (1)(a)(b)(c) and (2)(a)(b)(c)

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Current securities holders with ownership, control or holdings of 5% or more with power to vote as of fiscal year ending 12-31-2012

(1)(a) Name, City, State, Country	(1)(b) Country of Citizenship or Inc.	(1)(c) Number and Percentage of Each Class of Voting Securities	
<b>Centerbridge Partners, L.P.</b> New York, NY, USA			
Centerbridge Capital Partners, L.P.	USA	9,182,791	
Centerbridge Capital Partners Strategic, L.P.	USA	339,205	
Centerbridge Capital Partners SBS, L.P.	USA	15,114	
CB BU Investors, LLC	USA	584,632	
CB BU Investors II, LLC	USA	338,413	
CB BU Investors III, LLC	USA	307,649	
<b>Total Centerbridge</b>		<b>10,767,704</b>	<b>11.33%</b>
<b>T. Rowe Price</b> Baltimore, MD, USA			
	USA	<b>9,095,420</b>	<b>9.57%</b>
<b>John A. Kanas</b> <sup>(1)</sup> East Moriches, NY, USA			
	USA	<b>5,644,335</b>	<b>5.94%</b>

Securities holders not listed in 3(1)(a) through 3(1)(c) that had ownership, control or holdings of 5% or more with power to vote during the fiscal year ending 12-31-2012

(2)(a) Name, City, State, Country	(2)(b) Country of Citizenship or Inc.	(2)(c) Number and Percentage of Each Class of Voting Securities
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(1) Includes 2,226,258 Options that are currently exercisable  
 (2) Nonvoting Preferred stock convertible to common stock

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ITEM 4: INSIDERS

NAME, CITY AND STATE/COUNTRY (4.1)	PRINCIPAL OCCUPATION (4.2)	TITLE OR POSITION WITH HOLDING CO (4.3a)	TITLE OR POSITION WITH ANY SUBSIDIARY (4.3b)	POSITION WITH ANY OTHER BUSINESS COMPANY (4.3c)	% BHC SHARES OWNED (4.4a)	SHARES IN BHC SUBSIDIARIES (4.4b)	SHARES IN OTHER BUSINESS CO. 25% OR MORE % (4.4c)
John A. Kanas East Moriches, NY / USA	Banker	President, CEO and Director	Director, President & CEO BankUnited, N.A.	None	5.94%	None	N.A.
John Bohlsen East Islip, NY / USA	Banker	Chief Lending Officer Director	Director, Vice Chairman BankUnited, N.A. Director, Pinnacle Public Finance Director, United Capital Business Lending Director, Bridge Capital Leasing	President, The Bohlsen Restaurant Group	2.44%	None	N.A.
Douglas J. Pauls Johns Island, SC / USA	Banker	Chief Financial Officer	Chief Financial Officer, BankUnited, N.A.  Director and Treasurer; Pinnacle Public Finance, Inc. United Capital Business Lending, Inc. Bridge Capital Leasing, Inc.  Director, BU Delaware	None		None	N/A
Rajinder P. Singh Syosset, NY / USA	Banker	Chief Operating Officer and Secretary	Chief Operating Officer, BankUnited, N.A.  Director, BU Delaware	None	1.30%	None	N/A
Randy R. Melby Aventura, FL / USA	Banker		Chief Risk Officer, BankUnited, N.A.	None		None	N/A
Chinh E. Chu New York, NY / USA	Senior Managing Director, The Blackstone Group	Director	Director BankUnited, N.A.	Director of the following: HealthMarkets DJO Global Catalent Bayview Alliant Bluestar Freescala		None	N.A.
Amb. Sue M. Cobb (ret.) Miami, Florida / USA	Ambassador of the United States, ret.	Director	Director BankUnited, N.A.	Officer, Cobb Partners	*	None	Cobb River, 100% Cobb Mountain, 100% Sucobcco, 100%
Eugene F. DeMark Naples, Florida / USA	KPMG (retired partner)	Director	Director, BankUnited, N.A.	Director, 1-800-Flowers	*	None	N/A
Richard S. LeFrak New York, NY / USA	Chairman & CEO, The LeFrak Organization	Director	Director, BankUnited, N.A.	Affiliated entities of the LeFrak Organization (numerous)	*	None	N/A
Thomas M. O'Brien Saddlebrook, NJ / USA	Banker (retired)	Director	Director, BankUnited, N.A.	Trustee and Chairman, The Audit Committee of the Prudential Insurance Company Mutual Fund Complex	*		
P. Olivier Sarkozy New York, NY / USA	Managing Director The Carlye Group	Director	Director, BankUnited, N.A.	Director: Bank of Butterfield TCW	*	None	N/A

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ITEM 4: INSIDERS

NAME, CITY AND STATE/COUNTRY (4.1)	PRINCIPAL OCCUPATION (4.2)	TITLE OR POSITION WITH HOLDING CO (4.3a)	TITLE OR POSITION WITH ANY SUBSIDIARY (4.3b)	POSITION WITH ANY OTHER BUSINESS COMPANY (4.3c)	% BHC SHARES OWNED (4.4a)	SHARES IN BHC SUBSIDIARIES (4.4b)	SHARES IN OTHER BUSINESS CO. 25% OR MORE % (4.4c)
Wilbur L. Ross, Jr. Palm Beach, FL / USA	Chairman & CEO W.L. Ross & Co. LLC Chairman & CEO Invesco Private Capital	Director	Director, BankUnited, N.A.	Director of the following: Talmer Bancorp, Inc Sun Bancorp Greenbrier Companies Arcelor Mittal N.V Assured Guaranty Ltd Compagnie Européenne de Wagons SARL Insuratex, Ltd Plascat Participacoes SA Air Lease Corporation EXCO Resources, Inc.  Chairman of the Following: International Textile Group Nano-Tex, Inc. International Automotive Components Group DSS Holdings, GP, Limited	*	None	El Vadado, LLC; 100%
Larice N. West New York, NY / USA	Chairman Centerbridge Partners, Europe	Director	Director, BankUnited, N.A.			None	N/A
The Carlyle Group New York, NY / USA Carlyle Financial Services BU, L.P., Carlyle Strategic Partners II, L.P., CSP II Co-Investment, L.P., Carlyle Partners V, L.P., CP V Coinvestment A, L.P., CP V Coinvestment B, L.P., Carlyle Partners V-A, L.P.	Private Equity Firm	Principal shareholder	NA	NA	14.44%	None	(1)  Carlyle Financial Services BU, L.P. Carlyle Partners V, L.P. Carlyle Partners V-A, L.P. CP V Coinvestment A, L.P. CP V Coinvestment B, L.P. CGFSP Coinvestment, L.P. Carlyle Global Partner Master Coinvestment Cayman, L.P. Carlyle Financial Services AIV, L.P. TCG Financial Services, L.P. Carlyle Financial Services, Ltd. TC Group Cayman Investment Holdings, L.P. TCG Holdings Cayman, L.P. TCG Holdings Cayman II, L.P. DBD Cayman, Limited TCG Financial Services Investment Holdings, L.P. Carlyle Financial Services Holdings, Ltd. TC Group V, L.P. TC Group V Managing GP, L.L.C. TC Group, L.L.C. TCG Holdings, L.L.C. TC Group Global Partners Master Coinvestment Cayman GP, L.P. TCG Global Partners Master Coinvestment Cayman GP, Ltd. TC Group V, L.L.C. DBD Cayman Holdings, Ltd. CP V Investment Holdings, L.P. CP V ILP GP, Ltd. TC Group CSP II, L.L.C. CSP II ILP GP, Ltd. CSP II Investment Holdings, L.P. CSP II General Partner, L.P. Carlyle Global Partner Master Coinvestment, L.P. CSP II Coinvestment, L.P. Carlyle Strategic Partners II, L.P. Carlyle Investment Management, L.L.

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ITEM 4: INSIDERS

NAME, CITY AND STATE/COUNTRY (4.1)	PRINCIPAL OCCUPATION (4.2)	TITLE OR POSITION WITH HOLDING CO (4.3a)	TITLE OR POSITION WITH ANY SUBSIDIARY (4.3b)	POSITION WITH ANY OTHER BUSINESS COMPANY (4.3c)	% BHC SHARES OWNED (4.4a)	SHARES IN BHC SUBSIDIARIES (4.4b)	SHARES IN OTHER BUSINESS CO. 25% OR MORE % (4.4c)
WL Ross & Co., LLC New York, NY / USA WLR Recovery Fund IV, L.P. WLR IV Parallel ESC, L.P. WLR/GS Master Co-Investment, L.P.	Private Equity Firm	Principal shareholder	NA	NA	14.44%	None	Berkeley Point Financial LLC  Capital Market Holdings Daimond S Shipping International Textile Group Navigator Holdings Ltd. Virgin Money Holdings (UK) Limited WLR Greenbrier Rail, Inc. ZCS Investments LLC  (1) El Vadado LLC Invesco Private Capital, Inc. WL Ross Group, L.P. WL Ross & Co. LLC WLR Recovery Fund IV, L.P. WLR/GS Master Co-Investment, L.P. WLR Master Co-Investment GP, LLC WLR Recovery associates IV LLC INVESCO WLR IV Associates LLC WLR IV Parallel Esc, L.P. Invesco Ltd. Invesco Holding Company Limited IVZ, Inc. Invesco Group Services, Inc. IVZ UK Limited Invesco Management Group, Inc. Invesco North America Holdings, Inc. Invesco Advisers, Inc.
The Blackstone Group New York, NY / USA	Private Equity Firm	Principal shareholder	NA	NA	14.44%	None	(1) Blackstone Group Management LLC The Blackstone Group L.P. Blackstone Holdings VII GP Inc. Blackstone Holdings I L.P. Blackstone Holdings III GP Management L.L.C. Blackstone Holdings III GP L.P. Blackstone Holdings III L.P. BCP V Side-by-Side GP L.L.C. BMA V L.L.C. Blackstone Family Investment Partnership V L.P. Blackstone Participation Partnership V L.P. Blackstone Management Associates V L.L.C. Blackstone Capital Partners V L.P. Blackstone Capital Partners V-AC L.P. Blackstone Management Partners L.L.C.
Centerbridge Partners New York, NY / USA Centerbridge Capital Partners, L.P. Centerbridge Capital Partners Strategic, L.P. Centerbridge Capital Partners SBS, L.P. CB BU Investors, LLC CB BU investors II, LLC CB BU Investors III, LLC	Private Equity Firm	Principal shareholder	NA	NA	11.33%	None	(1) Centerbridge GP Investors, LLC Centerbridge Associates, L.P. Centerbridge Capital Partners, L.P. Centerbridge Capital Partners Strategic, L.P. Centerbridge Capital Partners SBS, L.P. CB BU Investors, LLC CB BU Investors II, LLC CB BU Investors, III, LLC Centerbridge Partners Holdings, LLC Centerbridge Partners, L.P. Centerbridge Advisors, LLC

(1) The Companies above are affiliated with numerous investment vehicles and portfolio companies not known to BankUnited

\* Less than 1%