



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, 2014

Month / Day / Year

None

Reporter's Legal Entity Identifier (LEI) (20-Character LEI Code)

I, Paulo Almadanim de Napoles Santa Marta

Name of the Holding Company Director and Official

Joint Administrator

Title of the Holding Company Director and Official

Reporter's Name, Street, and Mailing Address

Bankia Inversiones Financieras, S.A.U.

Legal Title of Holding Company

Paseo de la Castellana, 189

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

Madrid, Spain

28046

City

State

Zip Code

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:

S. Marshall Martin Co-General Counsel

Name

Title

305-577-7460

Area Code / Phone Number / Extension

305-350-3013

Area Code / FAX Number

marshall.martin@citynational.com

E-mail Address

Signature of Holding Company Director and Official

Date of Signature 8/8/2015

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

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 [X] is not prepared

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." [X] No

For Federal Reserve Bank Use Only RSSD ID 3762411 C.I.

For Use By Tiered Holding Companies

Top-tiered holding companies must list the names, mailing address, and physical locations of each of their subsidiary holding companies below.

CM Florida Holdings, Inc.

Legal Title of Subsidiary Holding Company

2525 Ponce de Leon Blvd., Suite 1225

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

Miami

FL

33134

City

State

Zip Code

Physical Location (if different from mailing address)

Legal Title of Subsidiary Holding Company

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

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State

Zip Code

Physical Location (if different from mailing address)



Bankia Inversiones Financieras, S.A.U.

FR Y-6 - Report Item 2(a)

**Bankia Inversiones Financieras,
S.A.U.**

Madrid, Spain •

Country of Incorporation: Spain •

100%

CM Florida Holdings, Inc. •

Coral Gables, FL •

State of Incorporation: Florida •

99.999%

City National Bank of Florida •

Miami, FL •

State of Organization: Florida •

Information as of 12/31/14

Bankia Inversiones Financieras, S.A.U.

FR Y-6 - Report Item 2(b)

Results: A list of branches for your depository institution CITY NATIONAL BANK OF FLORIDA FD RSSD 814430
 This depository institution is held by CM FLORIDA HOLDINGS INC (878245), of CORAL GABLES FL
 The data are as of 12/31/2014. Data reflects information that was received and processed through 01/09/2015

Reconciliation and Verification Steps

1. In the **Data Action** column of each branch row, enter one or more of the actions specified below
2. If required, enter the date in the **Effective Date** column

Actions

- OK: If the branch information is correct, enter 'OK' in the **Data Action** column
- Change: If the branch information is incorrect or incomplete, revise the data, enter 'Change' in the **Data Action** column and the date when this information first became valid in the **Effective Date** column
- Close: If a branch listed was sold or closed, enter 'Close' in the **Data Action** column and the sale or closure date in the **Effective Date** column
- Delete: If a branch listed was never owned by this depository institution, enter 'Delete' in the **Data Action** column
- Add: If a reportable branch is missing, insert a row, add the branch data, and enter 'Add' in the **Data Action** column and the opening or acquisition date in the **Effective Date** column

If printing this list, you may need to adjust your page setup in MS Excel. Try using landscape orientation, page scaling, and/or legal sized paper

Submission Procedure

When you are finished, send a saved copy to your FRB contact. See the detailed instructions on this site for more information
 If you are e-mailing this to your FRB contact, put your institution name, city and state in the subject line of the e-mail

Note

To satisfy the FR Y-10 reporting requirements, you must also submit FR Y-10 Domestic Branch Schedules for each branch with a **Data Action** of Change, Close, Delete, or Add
 The FR Y-10 report may be submitted in a hardcopy format or via the FR Y-10 Online application - <https://y10online.federalreserve.gov>

* FDIC UNINUM, Office Number, and ID_RSSD columns are for reference only. Verification of these values is not required

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)	814430	CITY NATIONAL BANK OF FLORIDA	25 WEST FLAGLER STREET	MIAMI	FL	33130	MIAMI-DADE	UNITED STATES	13915	0	CITY NATIONAL BANK OF FLORIDA	814430	
OK		Full Service	2389503	AVENTURA OFFICE	2875 NORTH EAST 191 STREET	AVENTURA	FL	33180	MIAMI-DADE	UNITED STATES	250544	11	CITY NATIONAL BANK OF FLORIDA	814430	
CHANGE	11/1/2013	Full Service	2837853	BOCA BRANCH	641 SOUTH FEDERAL HIGHWAY	BOCA RATON	FL	33432	PALM BEACH	UNITED STATES	250550	17	CITY NATIONAL BANK OF FLORIDA	814430	Popular Name Changed
CHANGE	11/02/2014	Full Service	2764931	BOCA DEL MAR	7000 W PALMETTO PARK ROAD #100	BOCA RATON	FL	33431	PALM BEACH	UNITED STATES	250549	16	CITY NATIONAL BANK OF FLORIDA	814430	MOVED/Popular Name Changed
OK		Full Service	869936	CORAL GABLES BRANCH	2855 LEJEUNE ROAD	CORAL GABLES	FL	33134	MIAMI-DADE	UNITED STATES	11634	2	CITY NATIONAL BANK OF FLORIDA	814430	
OK		Full Service	4236487	CORAL SPRINGS BRANCH	9750 WEST ATLANTIC BOULEVARD	CORAL SPRINGS	FL	33071	BROWARD	UNITED STATES	Not Required	Not Required	CITY NATIONAL BANK OF FLORIDA	814430	
OK		Full Service	3287512	DELRAY BEACH BRANCH	1120 SOUTH FEDERAL HIGHWAY	DELRAY BEACH	FL	33483	PALM BEACH	UNITED STATES	432110	21	CITY NATIONAL BANK OF FLORIDA	814430	
OK		Full Service	3726630	DORAL BRANCH	8725 NW 18TH TERRACE	DORAL	FL	33122	MIAMI-DADE	UNITED STATES	250547	14	CITY NATIONAL BANK OF FLORIDA	814430	
OK		Full Service	2570039	LAS OLAS BRANCH	450 EAST LAS OLAS BOULEVARD	FORT LAUDERDALE	FL	33301	BROWARD	UNITED STATES	750546	13	CITY NATIONAL BANK OF FLORIDA	814430	
OK		Full Service	3987926	YOUNG CIRCLE BRANCH	1845 HOLLYWOOD BOULEVARD	HOLLYWOOD	FL	33020	BROWARD	UNITED STATES	495409	25	CITY NATIONAL BANK OF FLORIDA	814430	
OK		Full Service	4277480	BIRD ROAD BRANCH	9696 SOUTHWEST 40TH STREET	MIAMI	FL	33165	MIAMI-DADE	UNITED STATES	Not Required	Not Required	CITY NATIONAL BANK OF FLORIDA	814430	
CHANGE	11/1/2013	Full Service	727035	ONE B-SCAYNE BRANCH	1 B-SCAYNE OFFICE TOWER	MIAMI	FL	33131	MIAMI-DADE	UNITED STATES	234135	5	CITY NATIONAL BANK OF FLORIDA	814430	Popular Name Changed
OK		Full Service	1411546	BRICKELL BRANCH	1450 BRICKELL AVENUE, SUITE 100	MIAMI	FL	33131	MIAMI-DADE	UNITED STATES	250543	10	CITY NATIONAL BANK OF FLORIDA	814430	
OK		Full Service	660132	HALLANDALE BRANCH	1895 EAST HALLANDALE BEACH BLVD	MIAMI	FL	33008	MIAMI-DADE	UNITED STATES	9793	1	CITY NATIONAL BANK OF FLORIDA	814430	
OK		Full Service	4038588	KENDALL BRANCH	13780 S W 38TH STREET	MIAMI	FL	33186	MIAMI-DADE	UNITED STATES	505894	28	CITY NATIONAL BANK OF FLORIDA	814430	
CHANGE	11/1/2013	Full Service	972938	GOVERNMENT CENTER	111 NW 1ST STREET	MIAMI	FL	33128	MIAMI-DADE	UNITED STATES	234136	6	CITY NATIONAL BANK OF FLORIDA	814430	Popular Name Changed
OK		Full Service	3108644	PINECREST OFFICE	11675 SOUTH DIXIE HIGHWAY	MIAMI	FL	33156	MIAMI-DADE	UNITED STATES	363583	18	CITY NATIONAL BANK OF FLORIDA	814430	
CHANGE	11/1/2013	Full Service	48637	GALLOWAY	6975 SW 87TH AVENUE	MIAMI	FL	33173	MIAMI-DADE	UNITED STATES	15230	3	CITY NATIONAL BANK OF FLORIDA	814430	Popular Name Changed
OK		Full Service	1219087	41ST STREET BRANCH	475 ARTHUR GODFREY ROAD	MIAMI BEACH	FL	33140	MIAMI-DADE	UNITED STATES	250541	8	CITY NATIONAL BANK OF FLORIDA	814430	
CHANGE	11/1/2013	Full Service	753436	71ST STREET	300 71ST STREET	MIAMI BEACH	FL	33141	MIAMI-DADE	UNITED STATES	10657	4	CITY NATIONAL BANK OF FLORIDA	814430	Popular Name Changed
OK		Full Service	2507110	SOUTH BEACH BRANCH	448 COLLINS AVENUE	MIAMI BEACH	FL	33139	MIAMI-DADE	UNITED STATES	250545	12	CITY NATIONAL BANK OF FLORIDA	814430	
OK		Full Service	1218503	NORTH MIAMI BRANCH	13400 BISCAYNE BLVD	NORTH MIAMI	FL	33181	MIAMI-DADE	UNITED STATES	250543	7	CITY NATIONAL BANK OF FLORIDA	814430	
CHANGE	11/1/2013	Full Service	3767256	DOWNTOWN ORLANDO	355 NORTH ORANGE AVENUE	ORLANDO	FL	32801	ORANGE	UNITED STATES	475455	22	CITY NATIONAL BANK OF FLORIDA	814430	Popular Name Changed
CLOSED	4/3/2012	Full Service	3712724	TREASURE COAST BRANCH	3341 SW MARTIN DOWNS BOULEVARD	PALM CITY	FL	34990	MARTIN	UNITED STATES	462941	24	CITY NATIONAL BANK OF FLORIDA	814430	
OK		Full Service	4034861	POMPANO BEACH BRANCH	10 NORTH FEDERAL HIGHWAY	POMPANO BEACH	FL	33062	BROWARD	UNITED STATES	505872	27	CITY NATIONAL BANK OF FLORIDA	814430	
OK		Full Service	3998693	WINTER PARK BRANCH	976 A ORANGE AVENUE	WINTER PARK	FL	32769	ORANGE	UNITED STATES	468644	29	CITY NATIONAL BANK OF FLORIDA	814430	
OK		Full Service		SOUTH MIAM. BRANCH	6388 SOUTH DIXE HWY	MIAMI	FL	33143	MIAMI-DADE	UNITED STATES	531797	29	CITY NATIONAL BANK OF FLORIDA	814430	

OK SR.

BANKIA INVERSIONES FINANCIERAS, S.A.U.
Reporting Form FR Y-6
12/31/14

➤ **ITEM 1. ANNUAL REPORT TO SHAREHOLDERS**

Is not prepared.

➤ **ITEM 2.a) Organizational Chart**

See Organizational Chart attached.

b) Domestic Branch Listing

See list attached

➤ **ITEM 3. SECURITIES HOLDERS**

(1) Shareholders controlling 5% or more of common stock:

- a. Bankia, S.A.
- b. Madrid, Spain
- c. 100% (490,178,357 shares)

(2) None

➤ **ITEM 4. INSIDERS**

David Lara López

- 1. Madrid, Spain
- 2. Director of Legal Advice, Bankia, S.A.
- 3. a) Joint Administrator
- b) N/A
- c) Joint Administrator, ABITARIA CONSULTORÍA Y GESTIÓN, S.A.
 Joint Administrator, CORPORACIÓN INDUSTRIAL BANKIA, S.A.U.
 Joint Administrator, INMOGESTIÓN Y PATRIMONIOS, S.A.
 Joint Administrator, MEDIACIÓN Y DIAGNÓSTICOS, S.A.
- 4. a) N/A
- b) N/A
- c) N/A

Paulo Almadanim de Nápoles Santa Marta

- 1. Madrid, Spain



2. Head of Legacy Unit, Bankia, S.A.
3.
 - a) Joint Administrator
 - b) Director of the Corporation, CM FLORIDA HOLDINGS, INC.
 - c) Joint Administrator, ABITARIA CONSULTORÍA Y GESTIÓN, S.A.
Member of the Board of Directors, AVANZA INVERSIONES EMPRESARIALES, SGEGR, S.A.U.
Joint Administrator, CM INVEST 1702 CORPORACIÓN INTERNACIONAL, ETVE, S.L.
Joint Administrator, CORPORACIÓN INDUSTRIAL BANKIA, S.A.U.
Joint Administrator, INMOGESTIÓN Y PATRIMONIOS, S.A.
Joint Administrator, MEDIACIÓN Y DIAGNÓSTICOS, S.A.
Joint Administrator, PARTICIPACIONES Y CARTERA DE INVERSIÓN, S.L.
Joint Administrator, SECTOR DE PARTICIPACIONES INTEGRALES, S.L.
Joint Administrator, VALORACIÓN Y CONTROL, S.L.
4.
 - a) N/A
 - b) N/A
 - c) N/A

CM FLORIDA HOLDINGS, INC.
Reporting Form FR Y-6
12/31/14

➤ **ITEM 3. SECURITIES HOLDERS**

(1) Shareholders controlling 5% or more of common stock:

- a. Bankia Inversiones Financieras S.A.U., Madrid
- b. Spain.
- c. 100%

(2) None

➤ **ITEM 4. INSIDERS**

Jorge Gonzalez

- 1. Miami, Florida
- 2. President/CEO, City National Bank of Florida
- 3. a) Director, General Manager
b) President/CEO/Director, City National Bank of Florida
c) N/A
- 4. a) N/A
b) Owns 100 shares (.007%) of City National Bank of Florida
c) N/A

Manuel Nuñez Fernandez

- 1. Miami, Florida
- 2. Time is shared between: (i) Manager of The Borax Project LLC and (ii) financial advisor at Realidad Latam LLC
- 3. a) Director, General Manager
b) N/A
c) N/A
- 4. a) N/A
b) N/A
c) 50% in The Borax Project LLC and 8% in Realidad Latam LLC

Paulo Almadanim de Nápoles Santa Marta

- 1. Madrid, Spain
- 2. Director of Participating Financial Companies, Bankia, S.A.
- 3. a) Director, General Manager
b) N/A
c) Director, Participating Financial Companies, Bankia, S.A.



Joint Administrator, Bankia Inversiones Financieras, S.A.U.

Joint Administrator, CM Invest 1702 Corporación Internacional ETVE, S.L.

4. a) N/A
- b) N/A
- c) N/A

S. Marshall Martin

1. Miami, Florida
2. Co-General Counsel, City National Bank of Florida
3. a) Secretary
- b) Co-General Counsel, City National Bank of Florida
- c) N/A
4. a) N/A
- b) N/A
- c) N/A