

UNITED STATES OF AMERICA
DEPARTMENT OF THE TREASURY
OFFICE OF THE COMPTROLLER OF THE CURRENCY

In the Matter of:)
Hernan Donoso)
Former General Manager) AA-EC-05-10
Banco de Chile, New York Branch)
New York, New York)
(Federal Branch of Banco de Chile))

STIPULATION AND CONSENT ORDER

WHEREAS, the Comptroller of the Currency of the United States of America (“Comptroller” or “OCC”) has initiated proceedings against Hernan Donoso (“Respondent”), for an order of prohibition, pursuant to 12 U.S.C. §1818(e), by issuing a Notice of Intention to Prohibit Further Participation;

WHEREAS, the Comptroller intends to initiate proceedings for the assessment of a civil money penalty, pursuant to 12 U.S.C. § 1818(i) (as amended), by issuing a Notice of Assessment of a Civil Money Penalty;

WHEREAS, the Comptroller has considered the size of the financial resources and good faith of the Respondent, the gravity of the violations, the history of previous violations and such other matters as justice may require, as required by 12 U.S.C. §1818(i)(2)(G), and solicited and given full consideration to the Respondent’s views with respect to these considerations,

WHEREAS, Respondent filed an Answer denying the allegations of the Comptroller; and

WHEREAS, in the interest of cooperation and to avoid the costs associated with future administrative and judicial proceedings with respect to the above matters, the Comptroller and Respondent desire to enter into this Stipulation and Consent Order (“Order”);

NOW THEREFORE, in consideration of the above premises, it is stipulated by and between the Comptroller, through her duly authorized representative, and Respondent that:

ARTICLE I

JURISDICTION

(1) Banco de Chile, New York Branch (“New York Branch”), a Federal branch of Banco de Chile, Santiago, Chile (“Bank”) is a Federal branch licensed and examined by the Comptroller pursuant to the International Banking Act of 1978, as amended, 12 U.S.C. § 3101 *et seq.*

(2) The New York Branch is an “insured depository institution” as that term is defined in 12 U.S.C. § 1813(c)(3) and within the meaning of 12 U.S.C. § 1818(e).

(3) Respondent was formerly the General Manager of the New York Branch from 1987 through 2004, and is an “institution-affiliated party” of the Branch as that term is defined in 12 U.S.C. § 1813(u), having served in such capacity within six (6) years from the date hereof (*see* 12 U.S.C. § 1818(i)(3)).

(4) Pursuant to 12 U.S.C. § 1813(q), and for purposes of 12 U.S.C. §§ 3102 and 3108(b), the Comptroller is the “appropriate Federal banking agency” to initiate and maintain an enforcement proceeding against institution-affiliated parties. Therefore, the

Comptroller has the authority to initiate and maintain these proceedings for an order of prohibition and a civil money penalty against Respondent pursuant to 12 U.S.C. §§ 1818 (e) and (i)(2).

ARTICLE II

ORDER FOR PROHIBITION

(1) With respect to the institutions and agencies set forth in paragraph (2) of this Article, the Comptroller orders that Respondent shall not:

- (a) participate in any manner in the conduct of their affairs;
- (b) solicit, procure, transfer, attempt to transfer, vote, or attempt to vote any proxy, consent, or authorization with respect to any voting rights;
- (c) violate any voting agreement previously approved by the “appropriate Federal banking agency,” as defined in 12 U.S.C. § 1813(q) (as amended); or
- (d) vote for a director, or serve or act as an “institution-affiliated party,” as defined in 12 U.S.C. § 1813(u) (as amended).

(2) The prohibitions in paragraph (1) of this Article apply to the following institutions and agencies:

- (a) any insured depository institution, as defined in 12 U.S.C. § 1813(c);
- (b) any institution treated as an insured bank under 12 U.S.C. §§ 1818(b)(3), (b)(4), or as a savings association under 12 U.S.C. § 1818(b)(9) (as amended);

- (c) any insured credit union under the Federal Credit Union Act;
- (d) any institution chartered under the Farm Credit Act of 1971;
- (e) any appropriate Federal depository institution regulatory agency; and
- (f) the Federal Housing Finance Board and any Federal Home Loan Bank.

(3) The prohibitions of paragraphs (1) and (2) of this Article shall cease to apply with respect to a particular institution if Respondent obtains the prior written consent of both the Comptroller and the institution's "appropriate Federal financial institutions regulatory agency," as defined in 12 U.S.C. § 1818(e)(7)(D) (as amended).

(4) This Order shall be enforceable to the same extent and in the same manner as an effective and outstanding order that has been issued and has become final pursuant to 12 U.S.C. §§ 1818(e), (h), (i), and (j) (as amended).

ARTICLE III

ORDER FOR CIVIL MONEY PENALTY

(1) It is further ordered that Respondent shall pay a civil money penalty in the amount of two hundred thousand dollars (\$200,000), to be paid in full upon the execution of this Order. Respondent shall make payment in full by a certified check made payable to the Treasurer of the United States and shall deliver the payment to: Comptroller of the Currency, P.O. Box 9012, St. Louis, Missouri 63197-9012. The case number, AA-EC-05-10, should be entered on the memo line of the check. A copy of the check shall be sent to the Director, Enforcement & Compliance, Office of the Comptroller of the Currency, 250 E St., SW, Washington, D.C. 20219.

(2) This Order shall be enforceable to the same extent and in the same manner as an effective and outstanding order that has been issued and has become final pursuant to 12 U.S.C. §§ 1818(h) and (i) (as amended).

ARTICLE IV

WAIVERS

- (1) By executing this Order, Respondent waives:
- (a) the right to the issuance of a Notice under 12 U.S.C. § 1818(i);
 - (b) all rights to a hearing and a final agency decision pursuant to 12 U.S.C. §§ 1818 (e) and (i) and 12 C.F.R. Part 19;
 - (c) all rights to seek judicial review of this Order;
 - (d) all rights in any way to contest the validity of this Order; and
 - (e) any and all claims for fees, costs, or expenses against the Comptroller, or any of her agents or employees, related in any way to this enforcement matter or this Order, whether arising under common law or under the terms of any statute, including but not limited to, the Equal Access to Justice Act, 5 U.S.C. § 504 and 28 U.S.C. § 2412.

ARTICLE V

CLOSING

(1) Respondent shall not cause, participate in, or authorize the New York Branch or the Bank (or any subsidiary or affiliate thereof) to incur, directly or indirectly, any expense for the payment of the civil money penalty under this Order, or any legal (or

other professional) expense relative to the negotiation and issuance of this Order except in accordance with 12 C.F.R. § 7.2014 and Part 359; and Respondent shall not, directly or indirectly, obtain or accept any indemnification (or other reimbursement) from the New York Branch or the Bank (or any subsidiary or affiliate thereof) with respect to such amounts except in accordance with 12 C.F.R. § 7.2014 and Part 359.

(2) Respondent acknowledges that he has read and understands the premises and obligations of this Order and declares that no separate promise or inducement of any kind has been made by the Comptroller, her agents, or her employees to cause or induce the Respondent to agree to consent to the issuance of this Order or to execute this Order.

(3) It is hereby agreed that the provisions of this Order constitute a settlement of the proceedings initiated for an order for prohibition and to be initiated for the assessment of a civil money penalty contemplated by the Comptroller. The Comptroller agrees not to institute any further proceedings for the specific acts, omissions, or violations contained in the Notice of Intention to Prohibit Further Participation.

(4) It is further agreed that the provisions of this Order shall not be construed as an adjudication on the merits but, instead, as a settlement of the dispute and, except as set forth above, shall not inhibit, estop, bar, or otherwise prevent the Comptroller from taking any action affecting the Respondent if, at any time, s/he deems it appropriate to do so to fulfill the responsibilities placed upon him/her by the several laws of the United States of America.

(5) Respondent understands that nothing herein shall preclude any proceedings brought by the Comptroller to enforce the terms of this Order, and that nothing herein

constitutes, nor shall Respondent contend that it constitutes, a waiver of any right, power, or authority of any other representatives of the United States or agencies thereof, including the Department of Justice, to bring other actions deemed appropriate.

IN TESTIMONY WHEREOF, the undersigned have hereunto set their hands.

/s/ Ronald G. Schneck
Ronald G. Schneck
Director
Special Supervision Division

4/14/05
Date

/s/
Hernan Donoso

04/11/05
Date