

**Board of Governors of the Federal Reserve System**



# Consolidated Financial Statements for Holding Companies—FR Y-9C

## Report at the close of business as of the last calendar day of the quarter

This Report is required by law: Section 5(c) of the Bank Holding Company Act (12 U.S.C. § 1844) and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and Section 10 of the Home Owners Loan Act (12 U.S.C. § 1467a(b)).

This report form is to be filed by holding companies with total consolidated assets of \$1 billion or more. In addition, holding companies meeting certain criteria must file this report (FR Y-9C)

regardless of size. See page 1 of the general instructions for further information. However, when such holding companies own or control, or are owned or controlled by, other holding companies, only the top-tier holding company must file this report for the consolidated holding company organization. The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, a collection of information unless it displays a currently valid OMB control number.

NOTE: Each holding company's board of directors and senior management are responsible for establishing and maintaining an effective system of internal control, including controls over the

Date of Report: March 31, 2015  
Month / Day / Year (BHCK 9999)

Consolidated Financial Statements for Holding Companies. The Consolidated Financial Statements for Holding Companies is to be prepared in accordance with instructions provided by the Federal Reserve System. The Consolidated Financial Statements for Holding Companies must be signed and attested by the Chief Financial Officer (CFO) of the reporting holding company (or by the individual performing this equivalent function).

I, the undersigned CFO (or equivalent) of the named holding company, attest that the Consolidated Financial Statements for Holding Companies (including the supporting schedules) for this report date have 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.

Tayfun Tuzun, EVP and CFO  
Printed Name of Chief Financial Officer (or Equivalent) (BHCK C490)

Fifth Third Bancorp  
Legal Title of Holding Company (TEXT 9010)  
38 Fountain Square Plaza  
(Mailing Address of the Holding Company) Street / PO Box (TEXT 9110)  
Cincinnati OH 45263  
City (TEXT 9130) State (TEXT 9200) Zip Code (TEXT 9220)

Signature of Chief Financial Officer (or Equivalent)  
05/11/2015  
Date of Signature (MM/DD/YYYY) (BHTX J196)

Person to whom questions about this report should be directed:

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RSSD ID _____
C.I. _____ S.F. _____

**Holding companies must maintain in their files a manually signed and attested printout of the data submitted.**

RSSD ID \_\_\_\_\_

S.F. \_\_\_\_\_

**Report of Income for Holding Companies**

Report all Schedules of the Report of Income on a calendar year-to-date basis.

**Schedule HI—Consolidated Income Statement**

Dollar Amounts in Thousands

	BHCK		
1. Interest income			
a. Interest and fee income on loans:			
(1) In domestic offices:			
(a) Loans secured by 1–4 family residential properties .....	4435	200,119	1.a.(1)(a)
(b) All other loans secured by real estate .....	4436	83,879	1.a.(1)(b)
(c) All other loans .....	F821	476,496	1.a.(1)(c)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs .....	4059	3,496	1.a.(2)
b. Income from lease financing receivables .....	4065	26,544	1.b.
c. Interest income on balances due from depository institutions <sup>1</sup> .....	4115	3,693	1.c.
d. Interest and dividend income on securities:			
(1) U.S. Treasury securities and U.S. government agency obligations (excluding mortgage-backed securities) .....	B488	13,976	1.d.(1)
(2) Mortgage-backed securities .....	B489	156,563	1.d.(2)
(3) All other securities .....	4060	9,427	1.d.(3)
e. Interest income from trading assets .....	4069	632	1.e.
f. Interest income on federal funds sold and securities purchased under agreements to resell .....	4020	2	1.f.
g. Other interest income .....	4518	7,799	1.g.
h. Total interest income (sum of items 1.a through 1.g) .....	4107	982,626	1.h.
2. Interest expense			
a. Interest on deposits:			
(1) In domestic offices:			
(a) Time deposits of \$100,000 or more .....	A517	7,705	2.a.(1)(a)
(b) Time deposits of less than \$100,000 .....	A518	11,570	2.a.(1)(b)
(c) Other deposits .....	6761	29,751	2.a.(1)(c)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs .....	4172	774	2.a.(2)
b. Expense on federal funds purchased and securities sold under agreements to repurchase .....	4180	209	2.b.
c. Interest on trading liabilities and other borrowed money (excluding subordinated notes and debentures) .....	4185	49,575	2.c.
d. Interest on subordinated notes and debentures and on mandatory convertible securities .....	4397	22,402	2.d.
e. Other interest expense .....	4398	366	2.e.
f. Total interest expense (sum of items 2.a through 2.e) .....	4073	122,352	2.f.
3. Net interest income (item 1.h minus item 2.f) .....	4074	860,274	3.
4. Provision for loan and lease losses (from Schedule HI-B, part II, item 5) .....	4230	69,478	4.
5. Noninterest income:			
a. Income from fiduciary activities .....	4070	60,961	5.a.
b. Service charges on deposit accounts in domestic offices .....	4483	136,480	5.b.
c. Trading revenue <sup>2</sup> .....	A220	73,088	5.c.
d. (1) Fees and commissions from securities brokerage.....	C886	18,052	5.d.(1)
(2) Investment banking, advisory, and underwriting fees and commissions.....	C888	22,128	5.d.(2)
(3) Fees and commissions from annuity sales.....	C887	10,393	5.d.(3)
(4) Underwriting income from insurance and reinsurance activities.....	C386	1,730	5.d.(4)
(5) Income from other insurance activities.....	C387	5,770	5.d.(5)
e. Venture capital revenue .....	B491	2,819	5.e.
f. Net servicing fees .....	B492	-22,748	5.f.
g. Net securitization income .....	B493	0	5.g.

1. Includes interest income on time certificates of deposit not held for trading.

2. For holding companies required to complete Schedule HI, memoranda item 9, trading revenue reported in Schedule HI, item 5.c must equal the sum of memoranda items 9.a through 9.e.

**Schedule HI—Continued**

		Dollar Amounts in Thousands		BHCK		
5.	h.	Not applicable				
	i.	Net gains (losses) on sales of loans and leases .....		8560	37,362	5.i.
	j.	Net gains (losses) on sales of other real estate owned .....		8561	-3,871	5.j.
	k.	Net gains (losses) on sales of other assets (excluding securities) .....		B496	-28,993	5.k.
	l.	Other noninterest income <sup>3</sup> .....		B497	300,875	5.l.
	m.	Total noninterest income (sum of items 5.a through 5.l).....		4079	614,046	5.m.
6.	a.	Realized gains (losses) on held-to-maturity securities .....		3521	0	6.a.
	b.	Realized gains (losses) on available-for-sale securities .....		3196	3,452	6.b.
7.	Noninterest expense:					
	a.	Salaries and employee benefits.....		4135	472,047	7.a.
	b.	Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest) .....		4217	109,505	7.b.
	c.	(1) Goodwill impairment losses.....		C216	0	7.c.(1)
		(2) Amortization expense and impairment losses for other intangible assets.....		C232	538	7.c.(2)
	d.	Other noninterest expense <sup>4</sup> .....		4092	341,256	7.d.
	e.	Total noninterest expense (sum of items 7.a through 7.d).....		4093	923,346	7.e.
8.	Income (loss) before income taxes and extraordinary items, and other adjustments (sum of items 3, 5.m, 6.a, and 6.b minus items 4 and 7.e).....		4301	484,948	8.	
9.	Applicable income taxes (foreign and domestic).....		4302	123,919	9.	
10.	Income (loss) before extraordinary items and other adjustments (item 8 minus item 9) .....		4300	361,029	10.	
11.	Extraordinary items and other adjustments, net of income taxes <sup>5</sup> .....		4320	0	11.	
12.	Net income (loss) attributable to holding company and noncontrolling (minority) interests (sum of items 10 and 11) .....		G104	361,029	12.	
13.	LESS: Net income (loss) attributable to noncontrolling (minority) interests (if net income, report as a positive value; if net loss, report as a negative value) .....		G103	329	13.	
14.	Net income (loss) attributable to holding company (item 12 minus item 13) .....		4340	360,700	14.	

3. See Schedule HI, memoranda item 6.

4. See Schedule HI, memoranda item 7.

5. Describe on Schedule HI, memoranda item 8.

**Memoranda**

		Dollar Amounts in Thousands		BHCK		
1.	Net interest income (item 3 above) on a fully taxable equivalent basis.....		4519	865,626	M.1.	
2.	Net income before income taxes, extraordinary items, and other adjustments (Item 8 above) on a fully taxable equivalent basis.....		4592	520,099	M.2.	
3.	Income on tax-exempt loans and leases to states and political subdivisions in the U.S. (included in Schedule HI, items 1.a and 1.b, above).....		4313	10,025	M.3.	
4.	Income on tax-exempt securities issued by states and political subdivisions in the U.S. (included in Schedule HI, item 1.d.(3), above).....		4507	497	M.4.	
5.	Number of full-time equivalent employees at end of current period (round to nearest whole number).....		BHCK	Number	M.5.	
			4150	18,471		
6.	Other noninterest income (from Schedule HI, item 5.l, above) (only report amounts greater than \$25,000 that exceed 3 percent of Schedule HI, item 5.l):		BHCK			
	a.	Income and fees from the printing and sale of checks.....		C013	0	M.6.a.
	b.	Earnings on/increase in value of cash surrender value of life insurance.....		C014	11,999	M.6.b.
	c.	Income and fees from automated teller machines (ATMs).....		C016	9,697	M.6.c.
	d.	Rent and other income from other real estate owned.....		4042	0	M.6.d.
	e.	Safe deposit box rent.....		C015	0	M.6.e.
	f.	Net change in the fair values of financial instruments accounted for under a fair value option ....		F229	12,533	M.6.f.

# Schedule HI—Continued

## Memoranda—Continued

		Dollar Amounts in Thousands		BHCK		
6.	g.	Bank card and credit card interchange fees .....		F555	64,243	M.6.g.
	h.	Gains on bargain purchases .....		J447	0	M.6.h.
	i.	TEXT 8562	MTM Free Standing Equity Derivatives	8562	53,089	M.6.i.
	j.	TEXT 8563	Net Gain on MSR Hedges	8563	64,945	M.6.j.
	k.	TEXT 8564	See Notes to Inc Stmt 1 thru 5	8564	42,362	M.6.k.
7.	Other noninterest expense (from Schedule HI, item 7.d, above) (only report amounts greater than \$25,000 that exceed 3 percent of the sum of Schedule HI, item 7.d):					
	a.	Data processing expenses.....		C017	30,378	M.7.a.
	b.	Advertising and marketing expenses.....		0497	27,784	M.7.b.
	c.	Directors' fees .....		4136	0	M.7.c.
	d.	Printing, stationery, and supplies.....		C018	0	M.7.d.
	e.	Postage.....		8403	11,929	M.7.e.
	f.	Legal fees and expenses.....		4141	0	M.7.f.
	g.	FDIC deposit insurance assessments.....		4146	16,109	M.7.g.
	h.	Accounting and auditing expenses .....		F556	0	M.7.h.
	i.	Consulting and advisory expenses .....		F557	0	M.7.i.
	j.	Automated teller machine (ATM) and interchange expenses .....		F558	0	M.7.j.
	k.	Telecommunications expenses .....		F559	0	M.7.k.
	l.	TEXT 8565	Software Expense	8565	48,789	M.7.l.
	m.	TEXT 8566	Losses on CRA Equity Method Investments	8566	37,124	M.7.m.
	n.	TEXT 8567	See Notes to Inc Stmt 6 thru 10	8567	86,021	M.7.n.
8.	Extraordinary items and other adjustments (from Schedule HI, item 11) (itemize all extraordinary items and other adjustments):					
	a.	(1) TEXT 3571		3571	0	M.8.a.(1)
		(2)	Applicable income tax effect ..... BHCK 3572		0	M.8.a.(2)
	b.	(1) TEXT 3573		3573	0	M.8.b.(1)
		(2)	Applicable income tax effect ..... BHCK 3574		0	M.8.b.(2)
	c.	(1) TEXT 3575		3575	0	M.8.c.(1)
		(2)	Applicable income tax effect ..... BHCK 3576		0	M.8.c.(2)
9.	Trading revenue (from cash instruments and derivative instruments) (Sum of items 9.a through 9.e must equal Schedule HI, item 5.c.)					
<i>Memorandum items 9.a through 9.e are to be completed by holding companies that reported average trading assets (Schedule HC-K, item 4.a) of \$2 million or more for any quarter of the preceding calendar year:</i>						
	a.	Interest rate exposures .....		8757	45,229	M.9.a.
	b.	Foreign exchange exposures .....		8758	19,761	M.9.b.
	c.	Equity security and index exposures .....		8759	977	M.9.c.
	d.	Commodity and other exposures .....		8760	6,677	M.9.d.
	e.	Credit exposures .....		F186	444	M.9.e.

**Schedule HI—Continued**

**Memoranda—Continued**

		Dollar Amounts in Thousands		BHCK		
<i>Memoranda items 9.f and 9.g are to be completed by holding companies with \$100 billion or more in total assets that are required to complete Schedule HI, Memorandum items 9.a through 9.e, above.<sup>1</sup></i>						
9.	f.	Impact on trading revenue of changes in the creditworthiness of the holding company's derivatives counterparties on the holding company's derivative assets (included in Memorandum items 9.a through 9.e above) .....	K090	3,697	M.9.f.	
	g.	Impact on trading revenue of changes in the creditworthiness of the holding company on the holding company's derivative liabilities (included in Memorandum items 9.a through 9.e above) .....	K094	0	M.9.g.	
10.	Net gains (losses) recognized in earnings on credit derivatives that economically hedge credit exposures held outside the trading account:					
	a.	Net gains (losses) on credit derivatives held for trading .....	C889	0	M.10.a.	
	b.	Net gains (losses) on credit derivatives held for purposes other than trading .....	C890	0	M.10.b.	
11.	Credit losses on derivatives (see instructions) .....		A251	2,069	M.11.	
<i>Memorandum item 12.a is to be completed by holding companies with \$1 billion or more in total assets.<sup>1</sup></i>						
12.	a.	Income from the sale and servicing of mutual funds and annuities (in domestic offices) .....	8431	22,174	M.12.a.	
	b.	(1) Premiums on insurance related to the extension of credit.....	C242	1,730	M.12.b.(1)	
		(2) All other insurance premiums.....	C243	0	M.12.b.(2)	
	c.	Benefits, losses and expenses from insurance-related activities .....	B983	861	M.12.c.	
13.	Does the reporting holding company have a Subchapter S election in effect for federal income tax purposes for the current tax year? (Enter "1" for Yes; enter "0" for No.) .....		0=No 1=Yes	BHCK A530	0	M.13.

		Dollar Amounts in Thousands		BHCK	
<i>Memorandum item 14 is to be completed by holding companies that have elected to account for assets and liabilities under a fair value option.</i>					
14.	Net gains (losses) recognized in earnings on assets and liabilities that are reported at fair value under a fair value option:				
	a.	Net gains (losses) on assets .....	F551	25,716	M.14.a.
		(1) Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk .....	F552	442	M.14.a.(1)
	b.	Net gains (losses) on liabilities .....	F553	0	M.14.b.
		(1) Estimated net gains (losses) on liabilities attributable to changes in instrument-specific credit risk .....	F554	0	M.14.b.(1)
15.	Stock-based employee compensation expense (net of tax effects) calculated for all awards under the fair value method .....		C409	21,118	M.15.

		Year-to-date		BHCK	
<i>Memorandum item 16 is to be completed by holding companies that are required to complete Schedule HC-C, Memorandum items 6.b and 6.c.</i>					
16.	Noncash income from negative amortization on closed-end loans secured by 1-4 family residential properties (included in Schedule HI, item 1.a.(1)(a)) .....		F228	0	M.16.
17.	Other-than-temporary impairment losses on held-to-maturity and available-for-sale debt securities:				
	a.	Total other-than-temporary impairment losses .....	J319	1,199	M.17.a.
	b.	Portion of losses recognized in other comprehensive income (before income taxes) .....	J320		M.17.b.
	c.	Net impairment losses recognized in earnings (included in Schedule HI, items 6.a and 6.b) (Memorandum item 17.a minus Memorandum item 17.b) .....	J321	1,199	M.17.c.

1. The asset size test is generally based on the total assets reported as of June 30, 2014.

# Schedule HI-A—Changes in Holding Company Equity Capital

Dollar Amounts in Thousands		BHCK	
1.	Total holding company equity capital most recently reported for the end of previous calendar year (i.e., after adjustments from amended Reports of Income) .....	3217	15,626,119
2.	Cumulative effect of changes in accounting principles and corrections of material accounting errors .....	B507	0
3.	Balance end of previous calendar year as restated (sum of items 1 and 2) .....	B508	15,626,119
		BHCT	
4.	Net income (loss) attributable to holding company (must equal Schedule HI, item 14). .....	4340	360,700
5.	Sale of perpetual preferred stock (excluding treasury stock transactions):	BHCK	
a.	Sale of perpetual preferred stock, gross .....	3577	0
b.	Conversion or retirement of perpetual preferred stock .....	3578	0
6.	Sale of common stock:		
a.	Sale of common stock, gross .....	3579	0
b.	Conversion or retirement of common stock .....	3580	19,706
7.	Sale of treasury stock .....	4782	0
8.	LESS: Purchase of treasury stock .....	4783	180,000
9.	Changes incident to business combinations, net .....	4356	0
10.	LESS: Cash dividends declared on preferred stock .....	4598	14,803
11.	LESS: Cash dividends declared on common stock .....	4460	106,026
12.	Other comprehensive income <sup>1</sup> .....	B511	158,852
13.	Change in the offsetting debit to the liability for Employee Stock Ownership Plan (ESOP) debt guaranteed by the holding company.....	4591	0
14.	Other adjustments to equity capital (not included above) .....	3581	0
15.	Total holding company equity capital end of current period (sum of items 3, 4, 5, 6, 7, 9, 12, 13, and 14, less items 8, 10, and 11) (must equal item 27.a on Schedule HC ) .....	BHCT	
		3210	15,864,548

1. Includes, but is not limited to, changes in net unrealized holding gains (losses) on available-for-sale securities, changes in accumulated net gains (losses) on cash flow hedges, foreign currency translation adjustments, and pension and other postretirement plan related changes other than net periodic benefit cost.

# Schedule HI-B—Charge-Offs and Recoveries on Loans and Leases and Changes in Allowance for Loan and Lease Losses

	(Column A) Charge-offs <sup>1</sup>		(Column B) Recoveries		
	BHCK		BHCK		
Dollar Amounts in Thousands					
<b>I. Charge-offs and Recoveries on Loans and Leases (Fully Consolidated)</b>					
1. Loans secured by real estate:					
a. Construction, land development, and other land loans in domestic offices:					
(1) 1–4 family residential construction loans.....	C891	496	C892	118	1.a.(1)
(2) Other construction loans and all land development and other land loans .....	C893	3,012	C894	5,142	1.a.(2)
b. Secured by farmland in domestic offices .....	3584	7	3585	1	1.b.
c. Secured by 1–4 family residential properties in domestic offices:					
(1) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit .....	5411	16,083	5412	2,912	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties in domestic offices:					
(a) Secured by first liens.....	C234	7,840	C217	1,558	1.c.(2)(a)
(b) Secured by junior liens.....	C235	2,656	C218	811	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices .....	3588	154	3589	25	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:					
(1) Loans secured by owner-occupied nonfarm nonresidential properties .....	C895	3,225	C896	202	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties .....	C897	1,280	C898	1,356	1.e.(2)
f. In foreign offices .....	B512	0	B513	0	1.f.
2. Loans to depository institutions and acceptances of other banks:					
a. To U.S. banks and other U.S. depository institutions .....	4653	0	4663	0	2.a.
b. To foreign banks .....	4654	0	4664	0	2.b.
3. Loans to finance agricultural production and other loans to farmers .....	4655	194	4665	146	3.
4. Commercial and industrial loans:					
a. To U.S. addressees (domicile) .....	4645	34,875	4617	3,323	4.a.
b. To non-U.S. addressees (domicile) .....	4646	6,147	4618	137	4.b.
5. Loans to individuals for household, family, and other personal expenditures:					
a. Credit cards .....	B514	23,742	B515	3,093	5.a.
b. Automobile loans .....	K129	10,549	K133	4,000	5.b.
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) .....	K205	4,466	K206	982	5.c.
6. Loans to foreign governments and official institutions .....	4643	0	4627	0	6.
7. All other loans .....	4644	180	4628	34	7.
8. Lease financing receivables:					
a. Leases to individuals for household, family, and other personal expenditures .....	F185	1	F187	17	8.a.
b. All other leases .....	C880	157	F188	172	8.b.
9. Total (sum of items 1 through 8) .....	4635	115,064	4605	24,029	9.

1. Include write-downs arising from transfers to a held-for-sale account.

# Schedule HI-B—Continued

## Memoranda

	(Column A) Charge-offs <sup>1</sup>		(Column B) Recoveries		
	Calendar Year-to-date				
	BHCK		BHCK		
Dollar Amounts in Thousands					
1. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HI-B, part I, items 4 and 7 above .....	5409	291	5410	422	M.1.
2. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HI-B, part I, item 1, above).....	4652	0	4662	0	M.2.

*Memorandum item 3 is to be completed by (1) holding companies that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).*

	Calendar Year-to-date		
	BHCK		
	C388		
3. Uncollectible retail credit card fees and finance charges reversed against income (i.e., not included in charge-offs against the allowance for loan and lease losses) .....	C388	29	M.3.

	Dollar Amounts in Thousands			
	BHCK			
<b>II. Changes in allowance for loan and lease losses</b>				
1. Balance most recently reported at end of previous year (i.e., after adjustments from amended Reports of Income).....	B522	1,321,840	1.	
2. Recoveries (must equal Schedule HI-B, part I, item 9, column B, above).....	BHCT	4605	24,029	2.
3. LESS: Charge-offs (must equal Schedule HI-B, part I, item 9, column A above less Schedule HI-B, part II, item 4) .....	BHCK	C079	115,004	3.
4. LESS: Write-downs arising from transfers of loans to a held-for-sale account .....	BHCT	5523	60	4.
5. Provision for loan and lease losses (must equal Schedule HI, item 4).....	BHCT	4230	69,478	5.
6. Adjustments (see instructions for this schedule).....	BHCK	C233	-340	6.
7. Balance at end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (must equal Schedule HC, item 4.c) .....	BHCT	3123	1,299,943	7.

1. Include write-downs arising from transfers to a held-for-sale account.

## Memoranda

	Dollar Amounts in Thousands		
	BHCK		
1. Allocated transfer risk reserve included in Schedule HI-B, part II, item 7.....	C435	0	M.1.
<i>Memoranda items 2 and 3 are to be completed by (1) holding companies that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).</i>			
2. Separate valuation allowance for uncollectible retail credit card fees and finance charges.....	C389	0	M.2.
3. Amount of allowance for loan and lease losses attributable to retail credit card fees and finance charges (included in Schedule HC, item 4.c and Schedule HI-B, part II, item 7) .....	C390	1,316	M.3.
<i>Memorandum item 4 is to be completed by all holding companies.</i>			
4. Amount of allowance for post-acquisition credit losses on purchased credit-impaired loans accounted for in accordance with AICPA Statement of Position 03-3 (included in Schedule HI-B, part II, item 7, above) .....	C781	97	M.4.



### Schedule HI-C – Disaggregated Data on the Allowance for Loan and Lease Losses

Schedule HI-C is to be completed by holding companies with \$1 billion or more in total assets.<sup>1</sup>

Dollar Amounts in Thousands	(Column A) Recorded Investment: Individually Evaluated for Impairment (ASC 310-10-35)		Column B) Allowance Balance: Individually Evaluated for Impairment (ASC 310-10-35)		(Column C) Recorded Investment: Collectively Evaluated for Impairment (ASC 450-20)		(Column D) Allowance Balance: Collectively Evaluated for Impairment (ASC 450-20)		(Column E) Recorded Investment: Purchased Credit-Impaired Loans (ASC 310-30)		(Column F) Allowance Balance: Purchased Credit-Impaired Loans (ASC 310-30)		
	BHCK		BHCK		BHCK		BHCK		BHCK		BHCK		
1. Real estate loans:													
a. Construction loans .....	M708	60,752	M709	306	M710	2,324,189	M711	18,552	M712	0	M713	0	1.a.
b. Commercial real estate loans .....	M714	344,868	M715	12,084	M716	6,808,978	M717	101,688	M719	434	M720	0	1.b.
c. Residential real estate loans .....	M721	944,292	M722	103,672	M723	19,968,961	M724	84,342	M725	2,684	M726	97	1.c.
2. Commercial loans <sup>2</sup> .....	M727	761,505	M728	164,496	M729	45,130,431	M730	557,990	M731	0	M732	0	2.
3. Credit cards .....	M733	86,008	M734	16,540	M735	2,210,270	M736	83,684	M737	0	M738	0	3.
4. Other consumer loans .....	M739	23,730	M740	2,314	M741	12,450,973	M742	50,177	M743	0	M744	0	4.
5. Unallocated, if any .....							M745	104,001					5.
6. Total (sum of items 1.a. through 5.)	M746	2,221,155	M747	299,412	M748	88,893,802	M749	1,000,434	M750	3,118	M751	97	6.

1. The asset size test is generally based on the total assets reported as of June 30, 2014.  
2. Include all loans and leases not reported as real estate loans, credit cards, or other consumer loans.

**Notes to the Income Statement—Predecessor Financial Items**

For holding companies involved in a business combination(s) during the quarter, provide on the lines below income statement information for any acquired company(ies) with aggregated assets of \$10 billion or more or 5 percent of the reporting holding company's total consolidated assets as of the previous quarter-end, whichever is less. Information should be reported year-to-date of acquisition.

	Dollar Amounts in Thousands		
	BHBC	0	
1. Total interest income .....	4107	0	1.
a. Interest income on loans and leases.....	4094	0	1.a.
b. Interest income on investment securities.....	4218	0	1.b.
2. Total interest expense .....	4073	0	2.
a. Interest expense on deposits.....	4421	0	2.a.
3. Net interest income.....	4074	0	3.
4. Provision for loan and lease losses .....	4230	0	4.
5. Total noninterest income.....	4079	0	5.
a. Income from fiduciary activities .....	4070	0	5.a.
b. Trading revenue.....	A220	0	5.b.
c. Investment banking, advisory, brokerage, and underwriting fees and commissions .....	B490	0	5.c.
d. Venture capital revenue.....	B491	0	5.d.
e. Net securitization income.....	B493	0	5.e.
f. Insurance commissions and fees.....	B494	0	5.f.
6. Realized gains (losses) on held-to-maturity and available-for-sale securities .....	4091	0	6.
7. Total noninterest expense.....	4093	0	7.
a. Salaries and employee benefits.....	4135	0	7.a.
b. Goodwill impairment losses.....	C216	0	7.b.
8. Income (loss) before taxes, extraordinary items, and other adjustments .....	4301	0	8.
9. Applicable income taxes .....	4302	0	9.
10. Noncontrolling (minority) interest .....	4484	0	10.
11. Extraordinary items, net of applicable income taxes and noncontrolling (minority) interest.....	4320	0	11.
12. Net income (loss) .....	4340	0	12.
13. Cash dividends declared.....	4475	0	13.
14. Net charge-offs.....	6061	0	14.
15. Net interest income (item 3 above) on a fully taxable equivalent basis.....	4519	0	15.

**Notes to the Income Statement (Other)**

Enter in the lines provided below any additional information on specific line items on the income statement or to its schedules that the holding company wishes to explain, that has been separately disclosed in the holding company's quarterly reports to its shareholders, in its press releases, or on its quarterly reports to the Securities and Exchange Commission (SEC). Exclude any transactions that have been separately disclosed under the reporting requirements specified in memoranda items 6 through 8 to Schedule HI, the Consolidated Income Statement.

Also include any transactions which previously would have appeared as footnotes to Schedules HI through HI-B.

Each additional piece of information disclosed should include the appropriate reference to schedule and item number, as well as a description of the additional information and the dollar amount (in thousands of dollars) associated with that disclosure.

**Example**

A holding company has received \$1.35 million of back interest on loans and leases that are currently in nonaccrual status. The holding company's interest income for the quarter shows that increase which has been disclosed in the report to the stockholders and to the SEC. Enter on the line item below the following information:

TEXT	BHCK	
0000 Sch. HI, item 1.a(1), Recognition of interest payments on nonaccrual loans to XYZ country		
	0000	1,350

**Notes to the Income Statement (Other)**

TEXT	Dollar Amount in Thousands	BHCK	
1. 5351 Sch HI Item M6k Operating Lease Rent			
		5351	22,224
2. 5352 Sch HI Item M6k International Income and Fees			
		5352	15,047
3. 5353 Sch HI Item M6k Remeasurement Hedge Gain			
		5353	14,505
4. 5354 Sch HI Item M6k Income from Investment in Unconsolidated Subsidiary			
		5354	9,267
5. 5355 Sch HI Item M6k Foreign Exchange Losses			
		5355	-18,681
6. B042 Sch HI Item M7n Loan and Lease Losses			
		B042	27,166
7. B043 Sch HI Item M7n Operating Lease Expenses			
		B043	18,377
8. B044 Sch HI Item M7n Bankcard Expenses			
		B044	14,544
9. B045 Sch HI Item M7n Travel and Meeting Expenses			
		B045	13,029
10. B046 Sch HI Item M7n Operational Losses			
		B046	12,905

**Notes to the Income Statement (Other)—Continued**

TEXT		Dollar Amounts in Thousands	BHCK	
11.	B047	Sch HIB Part 2 Item 6 Canadian Currency Valuation		
			B047	-340
12.	B048			
			B048	0
13.	B049			
			B049	0
14.	B050			
			B050	0
15.	B051			
			B051	0
16.	B052			
			B052	0
17.	B053			
			B053	0
18.	B054			
			B054	0
19.	B055			
			B055	0
20.	B056			
			B056	0

# Consolidated Financial Statements for Holding Companies

Report at the close of business March 31, 2015  
Month / Day / Year

## Schedule HC—Consolidated Balance Sheet

Dollar Amounts in Thousands

		BHCK		
<b>Assets</b>				
1.	Cash and balances due from depository institutions:			
a.	Noninterest-bearing balances and currency and coin <sup>1</sup> .....	0081	2,894,607	1.a.
b.	Interest-bearing balances: <sup>2</sup>			
	(1) In U.S. offices.....	0395	4,601,009	1.b.(1)
	(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs.....	0397	346,070	1.b.(2)
2.	Securities:			
a.	Held-to-maturity securities (from Schedule HC-B, column A).....	1754	175,609	2.a.
b.	Available-for-sale securities (from Schedule HC-B, column D).....	1773	25,808,400	2.b.
3.	Federal funds sold and securities purchased under agreements to resell:			
a.	Federal funds sold in domestic offices.....	BHDM B987	0	3.a.
b.	Securities purchased under agreements to resell <sup>3</sup> .....	BHCK B989	0	3.b.
4.	Loans and lease financing receivables:			
a.	Loans and leases held for sale .....	5369	724,482	4.a.
b.	Loans and leases, net of unearned income.....	B528	91,244,253	4.b.
c.	LESS: Allowance for loan and lease losses .....	3123	1,299,943	4.c.
d.	Loans and leases, net of unearned income and allowance for loan and lease losses (item 4.b minus 4.c).....	B529	89,944,310	4.d.
5.	Trading assets (from Schedule HC-D).....	3545	1,649,772	5.
6.	Premises and fixed assets (including capitalized leases).....	2145	2,225,841	6.
7.	Other real estate owned (from Schedule HC-M).....	2150	186,794	7.
8.	Investments in unconsolidated subsidiaries and associated companies.....	2130	403,577	8.
9.	Direct and indirect investments in real estate ventures.....	3656	1,254,617	9.
10.	Intangible assets:			
a.	Goodwill.....	3163	2,415,737	10.a.
b.	Other intangible assets (from Schedule HC-M).....	0426	802,672	10.b.
11.	Other assets (from Schedule HC-F).....	2160	7,036,419	11.
12.	Total assets (sum of items 1 through 11).....	2170	140,469,916	12.

1. Includes cash items in process of collection and unposted debits.  
 2. Includes time certificates of deposit not held for trading.  
 3. Includes all securities resale agreements in domestic and foreign offices, regardless of maturity.

**Schedule HC—Continued**

		Dollar Amounts in Thousands		BHDM	
<b>Liabilities</b>					
13.	Deposits:				
	a. In domestic offices (from Schedule HC-E):				
	(1) Noninterest-bearing <sup>1</sup> .....	6631	35,669,591		13.a.(1)
	(2) Interest-bearing .....	6636	66,956,818		13.a.(2)
	b. In foreign offices, Edge and Agreement subsidiaries, and IBFs:			BHFN	
	(1) Noninterest-bearing .....	6631	0		13.b.(1)
	(2) Interest-bearing .....	6636	1,116,656		13.b.(2)
14.	Federal funds purchased and securities sold under agreements to repurchase:			BHDM	
	a. Federal funds purchased in domestic offices <sup>2</sup> .....	B993	199,843		14.a.
		BHCK			
	b. Securities sold under agreements to repurchase <sup>3</sup> .....	B995	780,610		14.b.
15.	Trading liabilities (from Schedule HC-D) .....	3548	1,207,277		15.
16.	Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule HC-M).....	3190	11,193,530		16.
17.	Not applicable				
18.	Not applicable				
19.	a. Subordinated notes and debentures .....	4062	3,442,645		19.a.
	b. Subordinated notes payable to unconsolidated trusts issuing trust preferred securities, and trust preferred securities issued by consolidated special purpose entities .....	C699	51,362		19.b.
20.	Other liabilities (from Schedule HC-G).....	2750	3,947,372		20.
21.	Total liabilities (sum of items 13 through 20) .....	2948	124,565,704		21.
22.	Not applicable				
<b>Equity Capital</b>					
<b>Holding Company Equity Capital</b>					
23.	Perpetual preferred stock and related surplus .....	3283	1,331,122		23.
24.	Common stock (par value) .....	3230	2,051,042		24.
25.	Surplus (exclude all surplus related to preferred stock) .....	3240	2,659,603		25.
26.	a. Retained earnings .....	3247	11,380,228		26.a.
	b. Accumulated other comprehensive inco .....	B530	587,737		26.b.
	c. Other equity capital components .....	A130	-2,145,184		26.c.
27.	a. Total holding company equity capital (sum of items 23 through 26.c).....	3210	15,864,548		27.a.
	b. Noncontrolling (minority) interests in consolidated subsidiaries .....	3000	39,664		27.b.
28.	Total equity capital (sum of items 27.a and 27.b) .....	G105	15,904,212		28.
29.	Total liabilities and equity capital (sum of items 21 and 28) .....	3300	140,469,916		29.

1. Includes noninterest-bearing demand time, and savings deposits.  
2. Report overnight Federal Home Loan Bank advances in Schedule HC, item 16, "Other borrowed money".  
3. Includes all securities repurchase agreements in domestic and foreign offices regardless of maturity.  
4. Includes limited-life preferred stock and related surplus.  
5. Includes, but is not limited to, net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses) on cash flow hedges, cumulative foreign currency translation adjustments, and accumulated defined benefit pension and other postretirement plan adjustments.  
6. Includes treasury stock and unearned Employee Stock Ownership Plan shares.

# Schedule HC—Continued

**Memoranda (to be completed annually by holding companies for the December 31 report date)**

- |       |      |  |
|-------|------|--|
| 0=No  | BHCK |  |
| 1=Yes | C884 |  |
- M.1.
1. Has the holding company engaged in a full-scope independent external audit at any time during the calendar year? (Enter "1" for Yes, enter "0" for No.) .....
  2. If response to Memoranda item 1 is yes, indicate below the name and address of the holding company's independent external auditing firm (see instructions), and the name and e-mail address of the auditing firm's engagement partner.<sup>7</sup>

a. \_\_\_\_\_  
(1) Name of External Auditing Firm (TEXT C703)

b. \_\_\_\_\_  
(1) Name of Engagement Partner (TEXT C704)

\_\_\_\_\_  
(2) City (TEXT C708)

\_\_\_\_\_  
(2) E-mail Address (TEXT C705)

\_\_\_\_\_  
(3) State Abbreviation (TEXT C714)

\_\_\_\_\_  
(4) Zip Code (TEXT C715)

<sup>7</sup> The Federal Reserve regards information submitted in response to Memorandum item 2.b. as confidential.

**Schedule HC-B—Securities**

	Held-to-Maturity				Available-for-Sale				
	(Column A)		(Column B)		(Column C)		(Column D)		
	Amortized Cost		Fair Value		Amortized Cost		Fair Value		
Dollar Amounts in Thousands	BHCK		BHCK		BHCK		BHCK		
1. U.S. Treasury securities .....	0211	0	0213	0	1286	24,665	1287	25,135	1.
2. U.S. government agency obligations (exclude mortgage-backed securities):									
a. Issued by U.S. government agencies <sup>1</sup> .....	1289	0	1290	0	1291	244	1293	244	2.a.
b. Issued by U.S. government-sponsored agencies <sup>2</sup> .....	1294	0	1295	0	1297	1,519,834	1298	1,601,723	2.b.
3. Securities issued by states and political subdivisions in the U.S. ....	8496	175,609	8497	175,609	8498	184,788	8499	192,189	3.
4. Mortgage-backed securities (MBS)									
a. Residential pass-through securities:									
(1) Guaranteed by GNMA .....	G300	0	G301	0	G302	3,292,577	G303	3,331,271	4.a.(1)
(2) Issued by FNMA and FHLMC .....	G304	0	G305	0	G306	1,834,241	G307	1,948,708	4.a.(2)
(3) Other pass-through securities .....	G308	0	G309	0	G310	429	G311	429	4.a.(3)
b. Other residential mortgage-backed securities (include CMOs, REMICs, and stripped MBS):									
(1) Issued or guaranteed by U.S. Government agencies or sponsored agencies <sup>3</sup> .....	G312	0	G313	0	G314	9,358,880	G315	9,744,543	4.b.(1)
(2) Collateralized by MBS issued or guaranteed by U.S. Government agencies or sponsored agencies <sup>3</sup> .....	G316	0	G317	0	G318	0	G319	0	4.b.(2)
(3) All other residential mortgage-backed securities .....	G320	0	G321	0	G322	0	G323	0	4.b.(3)
c. Commercial MBS:									
(1) Commercial pass-through securities:									
(a) Issued or guaranteed by FNMA, FHLMC, or GNMA .....	K142	0	K143	0	K144	5,260,991	K145	5,447,390	4.c.(1)(a)
(b) Other pass-through securities .....	K146	0	K147	0	K148	0	K149	0	4.c.(1)(b)
(2) Other commercial MBS:									
(a) Issued or guaranteed by U.S. Government agencies or sponsored agencies <sup>3</sup> .....	K150	0	K151	0	K152	0	K153	0	4.c.(2)(a)
(b) All other commercial MBS .....	K154	0	K155	0	K156	1,927,685	K157	2,013,808	4.c.(2)(b)

1. Includes Small Business Administration "Guaranteed Loan Pool Certificates," U.S. Maritime Administration obligations, and Export-Import Bank participation certificates.  
2. Includes obligations (other than mortgage-backed securities) issued by the Farm Credit System, the Federal Home Loan Bank System, the Federal Home Loan Mortgage Corporation, the Federal National Mortgage Association, the Financing Corporation, Resolution Funding Corporation, the Student Loan Marketing Association, and the Tennessee Valley Authority.  
3. U.S. Government agencies include, but are not limited to, such agencies as the Government National Mortgage Association (GNMA), the Federal Deposit Insurance Corporation (FDIC), and the National Credit Union Administration (NCUA). U.S. Government-sponsored agencies include, but are not limited to, such agencies as the Federal Home Loan Mortgage Corporation (FHLMC) and the Federal National Mortgage Association (FNMA).



**Schedule HC-B—Continued**

Dollar Amounts in Thousands	Held-to-Maturity				Available-for-Sale				
	(Column A) Amortized Cost		(Column B) Fair Value		(Column C) Amortized Cost		(Column D) Fair Value		
	BHCK		BHCK		BHCK		BHCK		
5. Asset-backed securities and structured financial products:									
a. Asset-backed Securities (ABS).....	C026	0	C988	0	C989	1,207,868	C027	1,232,770	5.a.
b. Structured financial products:									
(1) Cash.....	G336	0	G337	0	G338	0	G339	0	5.b.(1)
(2) Synthetic.....	G340	0	G341	0	G342	0	G343	0	5.b.(2)
(3) Hybrid.....	G344	0	G345	0	G346	0	G347	0	5.b.(3)
6. Other debt securities:									
a. Other domestic debt securities.....	1737	0	1738	0	1739	156,168	1741	162,660	6.a.
b. Other Foreign debt securities.....	1742	0	1743	0	1744	6,800	1746	6,800	6.b.
7. Investments in mutual funds and other equity securities with readily determinable fair values .....					A510	98,496	A511	100,730	7.
8. Total (sum of 1 through 7) (total of column A must equal Schedule HC, item 2.a) (total of column D must equal Schedule HC, item 2.b) .....	BHCT						BHCT		8.
	1754	175,609	1771	175,609	1772	24,873,666	1773	25,808,400	

**Memoranda**

	Dollar Amounts in Thousands		
	BHCK		
1. Pledged securities <sup>1</sup> .....	0416	14,078,033	M.1.
2. Remaining maturity or next repricing date of debt securities (Schedule HC-B, items 1 through 6.b in columns A and D above):			
a. 1 year and less .....	0383	4,623,778	M.2.a.
b. Over 1 year to 5 years .....	0384	2,107,317	M.2.b.
c. Over 5 years .....	0387	19,152,184	M.2.c.
3. Amortized cost of held-to-maturity securities sold or transferred to available-for-sale or trading securities during the calendar year-to-date (report the amortized cost at date of sale or transfer) .....	1778	0	M.3.
4. Structured notes (included in the held-to-maturity and available-for-sale accounts in Schedule HC-B, items 2, 3, 5 and 6):			
a. Amortized cost .....	8782	0	M.4.a.
b. Fair value .....	8783	0	M.4.b.

1. Includes held-to-maturity securities at amortized cost and available-for-sale securities at fair value.  
2. Exclude investments in mutual funds and other equity securities with readily determinable fair values.  
3. Report fixed rate debt securities by remaining maturity and floating debt securities by next repricing date.

**Schedule HC-B—Continued**

**Memoranda—Continued**

	Held-to-Maturity				Available-for-Sale				
	(Column A) Amortized Cost		(Column B) Fair Value		(Column C) Amortized Cost		(Column D) Fair Value		
	BHCK		BHCK		BHCK		BHCK		
Dollar Amounts in Thousands									
<i>Memorandum item 5 is to be completed by holding companies with total assets over \$1 billion or with foreign offices.<sup>1</sup></i>									
5. Asset-backed securities (ABS) (sum of Memorandum items 5.a through 5.f must equal Schedule HC-B, item 5.a):									
a. Credit card receivables.....	B838	0	B839	0	B840	0	B841	0	M.5.a.
b. Home equity lines.....	B842	0	B843	0	B844	0	B845	0	M.5.b.
c. Automobile loans.....	B846	0	B847	0	B848	237,510	B849	239,436	M.5.c.
d. Other consumer loans.....	B850	0	B851	0	B852	914,391	B853	937,280	M.5.d.
e. Commercial and industrial loans .....	B854	0	B855	0	B856	0	B857	0	M.5.e.
f. Other .....	B858	0	B859	0	B860	55,967	B861	56,054	M.5.f.
6. Structured financial products by underlying collateral or reference assets (for each column, sum of Memorandum items 6.a through 6.g must equal Schedule HC-B, sum of items 5.b.(1) through (3)):									
a. Trust preferred securities issued by financial institutions .....	G348	0	G349	0	G350	0	G351	0	M.6.a.
b. Trust preferred securities issued by real estate investment trusts ...	G352	0	G353	0	G354	0	G355	0	M.6.b.
c. Corporate and similar loans .....	G356	0	G357	0	G358	0	G359	0	M.6.c.
d. 1–4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs) .....	G360	0	G361	0	G362	0	G363	0	M.6.d.
e. 1–4 family residential MBS not issued or guaranteed by GSEs .....	G364	0	G365	0	G366	0	G367	0	M.6.e.
f. Diversified (mixed) pools of structured financial products .....	G368	0	G369	0	G370	0	G371	0	M.6.f.
g. Other collateral or reference assets .....	G372	0	G373	0	G374	0	G375	0	M.6.g.

1. The \$1 billion asset size test is generally based on the total assets reported as of June 30, 2014.

### Schedule HC-C—Loans and Lease Financing Receivables

Do not deduct the allowance for loan and lease losses from amounts reported in this schedule. Report (1) loans and leases held for sale at the lower of cost or fair value, (2) loans and leases held for investment, net of unearned income, and (3) loans and leases accounted for at fair value under a fair value option. Exclude assets held for trading and commercial paper.

Dollar Amounts in Thousands	(Column A) Consolidated		(Column B) In Domestic Offices		
	BHCK		BHDM		
1. Loans secured by real estate .....	1410	31,130,516			1.
a. Construction, land development, and other land loans:			BHCK		
(1) 1–4 family residential construction loans .....			F158	261,322	1.a.(1)
(2) Other construction loans and all land development and other land loans.....			F159	2,542,349	1.a.(2)
b. Secured by farmland .....			BHDM		
c. Secured by 1–4 family residential properties:			1420	63,925	1.b.
(1) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit .....					
(2) Closed-end loans secured by 1–4 family residential properties:					
(a) Secured by first liens .....			1797	7,754,409	1.c.(1)
(b) Secured by junior liens .....					
d. Secured by multifamily (5 or more) residential properties .....			5367	13,197,821	1.c.(2)(a)
e. Secured by nonfarm nonresidential properties:			5368	370,571	1.c.(2)(b)
(1) Loans secured by owner-occupied nonfarm nonresidential properties .....			1460	305,049	1.d.
(2) Loans secured by other nonfarm nonresidential properties .....					
2. Loans to depository institutions and acceptances of other banks .....			BHCK		
a. To U.S. banks and other U.S. depository institutions .....			F160	4,170,970	1.e.(1)
b. To foreign banks .....			F161	2,463,961	1.e.(2)
3. Loans to finance agricultural production and other loans to farmers .....			BHDM		
4. Commercial and industrial loans .....			1288	385,134	2.
a. To U.S. addressees (domicile) .....	1292	20,000			2.a.
b. To non-U.S. addressees (domicile) .....	1296	365,134			2.b.
5. Not applicable					
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper) .....	1590	92,157	1590	92,157	3.
a. Credit cards .....					
b. Other revolving credit plans .....					
c. Automobile loans .....					
d. Other consumer loans (includes single payment, installment, and all student loans) .....					
7. Loans to foreign governments and official institutions (including foreign central banks).....			1766	35,576,483	4.
8. Not applicable					
9. Loans to nondepository financial institutions and other loans:					
a. Loans to nondepository financial institutions .....	1763	34,093,763			4.a.
b. Other loans	1764	1,935,367			4.b.
(1) Loans for purchasing or carrying securities (secured or unsecured).....					
(2) All other loans (exclude consumer loans).....					
10. Lease financing receivables (net of unearned income) .....					
a. Leases to individuals for household, family, and other personal expenditures (i.e., consumer leases) .....			1975	14,905,556	6.
b. All other leases .....	B538	2,273,474			6.a.
11. LESS: Any unearned income on loans reflected in items 1–9 above .....	B539	687,645			6.b.
12. Total (sum of items 1 through 10 minus item 11) (total of column A must equal Schedule HC, sum of items 4.a and 4.b)...	K137	11,367,961			6.c.
	K207	576,478			6.d.
	2081	0	2081	0	7.
	J454	2,405,420	J454	2,397,882	9.a.
	1545	327,142	1545	327,142	9.b.(1)
	J451	2,907,355	J451	2,907,355	9.b.(2)
			2165	3,786,323	10.
	F162	0			10.a.
	F163	3,786,323			10.b.
	2123	0	2123	0	11.
	2122	91,968,735	2122	91,508,409	12.

**Schedule HC-C—Continued**

**Memoranda**

Dollar Amounts in Thousands

		BHDM		
1.	Loans restructured in troubled debt restructurings that are in compliance with their modified terms (included in Schedule HC-C, and not reported as past due or nonaccrual in Schedule HC-N, Memorandum item 1):			
a.	Construction, land development, and other land loans in domestic offices:			
(1)	1–4 family residential construction loans .....	K158	14,859	M.1.a.(1)
(2)	All other construction loans and all land development and other land loans .....	K159	143,505	M.1.a.(2)
b.	Loans secured by 1–4 family residential properties in domestic offices .....	F576	632,493	M.1.b.
c.	Secured by multifamily (5 or more) residential properties in domestic offices .....	K160	14,101	M.1.c.
d.	Secured by nonfarm nonresidential properties in domestic offices:			
(1)	Loans secured by owner-occupied nonfarm nonresidential properties .....	K161	38,693	M.1.d.(1)
(2)	Loans secured by other nonfarm nonresidential properties .....	K162	129,201	M.1.d.(2)
e.	Commercial and industrial loans:	BHCK		
(1)	To U.S. addressees (domicile) .....	K163	183,261	M.1.e.(1)
(2)	To non-U.S. addressees (domicile) .....	K164	0	M.1.e.(2)
f.	All other loans (include loans to individuals for household, family, and other personal expenditures) <sup>1</sup> .....	K165	376,153	M.1.f.
	<i>Itemize and describe loan categories included in Memorandum item 1.f, above that exceed 10 percent of total loans restructured in troubled debt restructurings that are in compliance with their modified terms (sum of Memorandum items 1.a through 1.f):</i>	BHDM		
(1)	Loans secured by farmland in domestic offices.....	K166	0	M.1.f.(1)
		BHCK		
(2)	Loans to depository institutions and acceptances of other banks .....	K167	0	M.1.f.(2)
(3)	Loans to finance agricultural production and other loans to farmers.....	K168	0	M.1.f.(3)
(4)	Loans to individuals for household, family, and other personal expenditures:			
(a)	Credit cards.....	K098	0	M.1.f.(4)(a)
(b)	Automobile loans .....	K203	0	M.1.f.(4)(b)
(c)	Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) .....	K204	0	M.1.f.(4)(c)
(5)	Loans to foreign governments and official institutions .....	K212	0	M.1.f.(5)
(6)	Other loans <sup>1</sup> .....	K267	324,648	M.1.f.(6)
2.	Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HC-C, items 4 and 9.b.(2), column A, above .....	2746	882,688	M.2.
3.	Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HC-C, item 1, column A) .....	B837	37,241	M.3.
	<i>Memorandum item 4 is to be completed by (1) holding companies that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).</i>			
4.	Outstanding credit card fees and finance charges (included in Schedule HC-C, item 6.a, Column A) .....	C391	29,053	M.4.
	<i>Memorandum item 5 is to be completed by all holding companies.</i>			
5.	Purchased credit-impaired loans held for investment accounted for in accordance with AICPA Statement of Position 03-3 (exclude loans held for sale):			
a.	Outstanding balance .....	C779	6,138	M.5.a.
b.	Carrying amount included in Schedule HC-C, items 1 through 9 .....	C780	3,118	M.5.b.
6.	Closed-end loans with negative amortization features secured by 1–4 family residential properties in domestic offices:			
a.	Total carrying amount of closed-end loans with negative amortization features secured by 1–4 family residential properties (included in Schedule HC-C, items 1.c.(2)(a) and (b)) .....	F230	0	M.6.a.

1. Includes "Obligations (other than securities and leases) of states and political subdivisions in the U.S.," "Loans to nondepository financial institutions and other loans," and loans secured by real estate in foreign offices.

**Schedule HC-C—Continued**

**Memoranda—Continued**

Dollar Amounts in Thousands		BHCK		
<i>Memorandum items 6.b and 6.c are to be completed by holding companies that had closed-end loans with negative amortization features secured by 1– 4 family residential properties (as reported in Schedule HC-C, Memorandum item 6.a) as of December 31, 2014, that exceeded the lesser of \$100 million or 5 percent of total loans and leases, net of unearned income, in domestic offices (as reported in Schedule HC-C, item 12, column B).</i>				
6. b.	Total maximum remaining amount of negative amortization contractually permitted on closed-end loans secured by 1–4 family residential properties .....	F231	0	M.6.b.
c.	Total amount of negative amortization on closed-end loans secured by 1–4 family residential properties included in the carrying amount reported in Memorandum item 6.a above .....	F232	0	M.6.c.
7.–8.	Not applicable.			
9.	Loans secured by 1–4 family residential properties in domestic offices in process of foreclosure (included in Schedule HC-C, items 1.c.(1), 1.c.(2)(a), and 1.c.(2)(b)).....	BHDM F577	 365,137	M.9.

Dollar Amounts in Thousands		(Column A) Consolidated		(Column B) Domestic Offices	
		BHCK		BHDM	
<i>Memorandum items 10 and 11 are to be completed by holding companies that have elected to measure loans included in Schedule HC-C, items 1 through 9, at fair value under a fair value option.</i>					
10.	Loans measured at fair value:				
a.	Loans secured by real estate .....	F608	815,102		
	(1) Construction, land development, and other land loans .....			F578	0
	(2) Secured by farmland (including farm residential and other improvements) .....			F579	0
	(3) Secured by 1–4 family residential properties:				
	(a) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit .....			F580	0
	(b) Closed-end loans secured by 1–4 family residential properties:				
	(i) Secured by first liens .....			F581	815,102
	(ii) Secured by junior liens .....			F582	0
	(4) Secured by multifamily (5 or more) residential properties.....			F583	0
	(5) Secured by nonfarm nonresidential properties .....			F584	0
b.	Commercial and industrial loans .....	F585	0	F585	0
c.	Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):				
	(1) Credit cards .....	F586	0	F586	0
	(2) Other revolving credit plans .....	F587	0	F587	0
	(3) Automobile loans .....	K196	0	K196	0
	(4) Other consumer loans (includes single payment, installment, and all student loans) .....	K208	0	K208	0
d.	Other loans .....	F589	0	F589	0

**Schedule HC-C—Continued**

**Memoranda—Continued**

	(Column A) Consolidated		(Column B) Domestic Offices		
	BHCK		BHDM		
Dollar Amounts in Thousands					
11. Unpaid principal balances of loans measured at fair value (reported in memorandum item 10):					
a. Loans secured by real estate .....	F609	784,965			M.11.a.
(1) Construction, land development, and other land loans .....			F590	0	M.11.a.(1)
(2) Secured by farmland (including farm residential and other improvements) .....			F591	0	M.11.a.(2)
(3) Secured by 1–4 family residential properties:					
(a) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit .....			F592	0	M.11.a.(3)(a)
(b) Closed-end loans secured by 1–4 family residential properties:					
(i) Secured by first liens .....			F593	784,965	M.11.a.(3)(b)(i)
(ii) Secured by junior liens .....			F594	0	M.11.a.(3)(b)(ii)
(4) Secured by multifamily (5 or more) residential properties.....			F595	0	M.11.a.(4)
(5) Secured by nonfarm nonresidential properties .....			F596	0	M.11.a.(5)
b. Commercial and industrial loans .....	F597	0	F597	0	M.11.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):					
(1) Credit cards .....	F598	0	F598	0	M.11.c.(1)
(2) Other revolving credit plans .....	F599	0	F599	0	M.11.c.(2)
(3) Automobile loans .....	K195	0	K195	0	M.11.c.(3)
(4) Other consumer loans (includes single payment, installment, and all student loans) .....	K209	0	K209	0	M.11.c.(4)
d. Other loans .....	F601	0	F601	0	M.11.d.

	(Column A) Fair value of acquired loans and leases at acquisition date		(Column B) Gross contractual amounts receivable at acquisition		(Column C) Best estimate at acquisition date of con- tractual cash flows not expected to be collected		
	BHCK		BHCK		BHCK		
Dollar Amounts in Thousands							
12. Loans (not subject to the requirements of AICPA Statement of Position 03-3) and leases held for investment that are acquired in business combinations with acquisition dates in the current calendar year:							
a. Loans secured by real estate .....	G091	0	G092	0	G093	0	M.12.a.
b. Commercial and industrial loans .....	G094	0	G095	0	G096	0	M.12.b.
c. Loans to individuals for household, family, and other personal expenditures .....	G097	0	G098	0	G099	0	M.12.c.
d. All other loans and all leases .....	G100	0	G101	0	G102	0	M.12.d.

	Dollar Amounts in Thousands		
	BHCK		
13. Not applicable			
14. Pledged loans and leases .....	G378	46,857,865	M.14.

# Schedule HC-D—Trading Assets and Liabilities

Schedule HC-D is to be completed by holding companies that reported average trading assets (Schedule HC-K, item 4.a) of \$2 million or more in any of the four preceding quarters.

	(Column A) Consolidated		(Column B) Domestic Offices		
	BHCM		BHCK		
Dollar Amounts in Thousands					
<b>Assets</b>					
1. U.S. Treasury securities .....	3531	16	3531	16	1.
2. U.S. government agency obligations (exclude mortgage-backed securities) .	3532	18,771	3532	18,771	2.
3. Securities issued by states and political subdivisions in the U.S. ....	3533	54,725	3533	54,725	3.
4. Mortgage-backed securities (MBS):					
a. Residential pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA .....	BHCK		BHDM		
G379	4,348	G379	4,348	4.a.	
b. Other residential mortgage-backed securities issued or guaranteed by U.S. Government agencies or sponsored agencies <sup>1</sup> (include CMOs, REMICs and stripped MBS).....	G380	0	G380	0	4.b.
c. All other residential mortgage-backed securities .....	G381	0	G381	0	4.c.
d. Commercial MBS issued or guaranteed by U.S. Government agencies or sponsored agencies <sup>1</sup> .....	K197	0	K197	0	4.d.
e. All other commercial MBS .....	K198	0	K198	0	4.e.
5. Other debt securities					
a. Structured financial products:					
(1) Cash .....	G383	0	G383	0	5.a.(1)
(2) Synthetic .....	G384	0	G384	0	5.a.(2)
(3) Hybrid .....	G385	0	G385	0	5.a.(3)
b. All other debt securities .....	G386	15,625	G386	15,625	5.b.
6. Loans:					
a. Loans secured by real estate .....	F610	0			6.a.
(1) Construction, land development, and other land loans .....			F604	0	6.a.(1)
(2) Secured by farmland (including farm residential and other improvements) .....			F605	0	6.a.(2)
(3) Secured by 1–4 family residential properties:					
(a) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit .....			F606	0	6.a.(3)(a)
(b) Closed-end loans secured by 1–4 family residential properties:					
(i) Secured by first liens .....			F607	0	6.a.(3)(b)(i)
(ii) Secured by junior liens .....			F611	0	6.a.(3)(b)(ii)
(4) Secured by multifamily (5 or more) residential properties.....			F612	0	6.a.(4)
(5) Secured by nonfarm nonresidential properties .....			F613	0	6.a.(5)
b. Commercial and industrial loans .....	F614	0	F614	0	6.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):					
(1) Credit cards .....	F615	0	F615	0	6.c.(1)
(2) Other revolving credit plans .....	F616	0	F616	0	6.c.(2)
(3) Automobile loans .....	K199	0	K199	0	6.c.(3)
(4) Other consumer loans (includes single payment, installment, and all student loans) .....	K210	0	K210	0	6.c.(4)
d. Other loans .....	F618	0	F618	0	6.d.

1. U.S. Government agencies include, but are not limited to, such agencies as the Government National Mortgage Association (GNMA), the Federal Deposit Insurance Corporation (FDIC), and the National Credit Union Administration (NCUA). U.S. Government-sponsored agencies include, but are not limited to, such agencies as the Federal Home Loan Mortgage Corporation (FHLMC) and the Federal National Mortgage Association (FNMA).

**Schedule HC-D—Continued**

Dollar Amounts in Thousands	(Column A) Consolidated		(Column B) Domestic Offices		
	BHCM		BHCK		
7.–8. Not applicable					
9. Other trading assets.....	3541	298,829	3541	298,829	9.
10. Not applicable					
11. Derivatives with a positive fair value.....	3543	1,257,458	3543	1,257,458	11.
12. Total trading assets (sum of items 1 through 11) (total of Column A must equal Schedule HC, item 5).....	BHCT		BHDM		
	3545	1,649,772	3545	1,649,772	12.
<b>Liabilities</b>					
13. a. Liability for short positions :	BHCK		BHDM		
(1) Equity securities .....	G209	105	G209	105	13.a.(1)
(2) Debt securities .....	G210	23,227	G210	23,227	13.a.(2)
(3) All other assets .....	G211	48	G211	48	13.a.(3)
b. All other trading liabilities.....	F624	0	F624	0	13.b.
14. Derivatives with a negative fair value .....	3547	1,183,897	3547	1,183,897	14.
15. Total trading liabilities (sum of items 13.a through 14) (total of column A must equal Schedule HC, item 15) .....	BHCT				
	3548	1,207,277	3548	1,207,277	15.

**Memoranda**

Dollar Amounts in Thousands	BHCK		BHDM		
1. Unpaid principal balance of loans measured at fair value (reported in Schedule HC-D, items 6.a. through 6.d.)					
a. Loans secured by real estate .....	F790	0			M.1.a.
(1) Construction, land development, and other land loans .....			F625	0	M.1.a.(1)
(2) Secured by farmland (including farm residential and other improvements) .....			F626	0	M.1.a.(2)
(3) Secured by 1–4 family residential properties:					
(a) Revolving, open-end land secured by 1–4 family residential properties and extended under lines of credit .....			F627	0	M.1.a.(3)(a)
(b) Closed-end loans secured by 1–4 family residential properties:					
(i) Secured by first liens .....			F628	0	M.1.a.(3)(b)(i)
(ii) Secured by junior liens .....			F629	0	M.1.a.(3)(b)(ii)
(4) Secured by multifamily (5 or more) residential properties.....			F630	0	M.1.a.(4)
(5) Secured by nonfarm nonresidential properties .....			F631	0	M.1.a.(5)
b. Commercial and industrial loans .....	F632	0	F632	0	M.1.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):					
(1) Credit cards .....	F633	0	F633	0	M.1.c.(1)
(2) Other revolving credit plans .....	F634	0	F634	0	M.1.c.(2)
(3) Automobile loans .....	K200	0	K200	0	M.1.c.(3)
(4) Other consumer loans (includes single payment, installment, and all student loans) .....	K211	0	K211	0	M.1.c.(4)
d. Other loans .....	F636	0	F636	0	M.1.d.
2. Loans measured at fair value that are past due 90 days or more:					
a. Fair value .....	F639	0	F639	0	M.2.a.
b. Unpaid principal balance .....	F640	0	F640	0	M.2.b.



**Schedule HC-D—Continued**

**Memoranda—Continued**

	(Column A) Consolidated		(Column B) Domestic Offices		
	BHCK		BHDM		
Dollar Amounts in Thousands					
3. Structured financial products by underlying collateral or reference assets (for each column, sum of Memorandum items 3.a through 3.g must equal Schedule HC-D, sum of items 5.a.(1) through (3)):					
a. Trust preferred securities issued by financial institutions.....	G299	0	G299	0	M.3.a.
b. Trust preferred securities issued by real estate investment trusts.....	G332	0	G332	0	M.3.b.
c. Corporate and similar loans.....	G333	0	G333	0	M.3.c.
d. 1–4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs).....	G334	0	G334	0	M.3.d.
e. 1–4 family residential MBS not issued or guaranteed by GSEs.....	G335	0	G335	0	M.3.e.
f. Diversified (mixed) pools of structured financial products.....	G651	0	G651	0	M.3.f.
g. Other collateral or reference assets.....	G652	0	G652	0	M.3.g.
4. Pledged trading assets:					
a. Pledged securities.....	G387	334,607	G387	334,607	M.4.a.
b. Pledged loans .....	G388	0	G388	0	M.4.b.

	(Column A) Consolidated		(Column B) Domestic Offices				
	BHCK		BHDM				
Dollar Amounts in Thousands							
<i>Memoranda items 5 through 10 are to be completed by holding companies that reported average trading assets (Schedule HC-K, item 4.a.) of \$1 billion or more in any of the four preceding quarters.</i>							
5. Asset-backed securities:							
a. Credit card receivables.....	F643	0	F643	0	M.5.a.		
b. Home equity lines .....	F644	0	F644	0	M.5.b.		
c. Automobile loans .....	F645	0	F645	0	M.5.c.		
d. Other consumer loans .....	F646	0	F646	0	M.5.d.		
e. Commercial and industrial loans .....	F647	0	F647	0	M.5.e.		
f. Other .....	F648	0	F648	0	M.5.f.		
6. Retained beneficial interests in securitizations (first-loss or equity tranches) .....	F651	0	F651	0	M.6.		
7. Equity securities:							
a. Readily determinable fair values .....	F652	298,762	F652	298,762	M.7.a.		
b. Other .....	F653	0	F653	0	M.7.b.		
8. Loans pending securitization .....	F654	0	F654	0	M.8.		
9. a. (1) Gross fair value of commodity contracts .....	G212	0	G212	0	M.9.a.(1)		
(2) Gross fair value of physical commodities held in inventory .....	G213	0	G213	0	M.9.a.(2)		
b. Other trading assets (itemize and describe amounts included in Schedule HC-D, item 9, column A (other than amounts included in Memoranda items 9.a.(1) and 9.a.(2) above) that are greater than \$25,000 and exceed 25 percent of item 9 less Memoranda items 9.a.(1) and 9.a.(2)):							
(1) <table border="1" style="display: inline-table; vertical-align: middle;"><tr><td>BHTX</td><td>F655</td></tr></table> .....	BHTX	F655	F655	0	F655	0	M.9.b.(1)
BHTX	F655						
(2) <table border="1" style="display: inline-table; vertical-align: middle;"><tr><td>BHTX</td><td>F656</td></tr></table> .....	BHTX	F656	F656	0	F656	0	M.9.b.(2)
BHTX	F656						
(3) <table border="1" style="display: inline-table; vertical-align: middle;"><tr><td>BHTX</td><td>F657</td></tr></table> .....	BHTX	F657	F657	0	F657	0	M.9.b.(3)
BHTX	F657						
10. Other trading liabilities (itemize and describe amounts included in Schedule HC-D, item 13.b that are greater than \$25,000 and exceed 25 percent of the item)							
a. <table border="1" style="display: inline-table; vertical-align: middle;"><tr><td>BHTX</td><td>F658</td></tr></table> .....	BHTX	F658	F658	0	F658	0	M.10.a.
BHTX	F658						
b. <table border="1" style="display: inline-table; vertical-align: middle;"><tr><td>BHTX</td><td>F659</td></tr></table> .....	BHTX	F659	F659	0	F659	0	M.10.b.
BHTX	F659						
c. <table border="1" style="display: inline-table; vertical-align: middle;"><tr><td>BHTX</td><td>F660</td></tr></table> .....	BHTX	F660	F660	0	F660	0	M.10.c.
BHTX	F660						

## Schedule HC-E—Deposit Liabilities<sup>1</sup>

Dollar Amounts in Thousands		BHCB	
1. Deposits held in domestic offices of commercial bank subsidiaries of the reporting holding company:			
a. Noninterest-bearing balances <sup>2</sup> .....	2210	8,385,560	1.a.
b. Interest-bearing demand deposits, NOW, ATS, and other transaction accounts .....	3187	8,041,858	1.b.
c. Money market deposit accounts and other savings accounts .....	2389	79,588,357	1.c.
d. Time deposits of less than \$100,000 .....	6648	4,044,499	1.d.
e. Time deposits of \$100,000 or more .....	2604	2,566,135	1.e.
2. Deposits held in domestic offices of other depository institutions that are subsidiaries of the reporting holding company:			
	BHOD		
a. Noninterest-bearing balances <sup>2</sup> .....	3189	0	2.a.
b. Interest-bearing demand deposits, NOW, ATS, and other transaction accounts .....	3187	0	2.b.
c. Money market deposit accounts and other savings accounts .....	2389	0	2.c.
d. Time deposits of less than \$100,000 .....	6648	0	2.d.
e. Time deposits of \$100,000 or more .....	2604	0	2.e.

## Memoranda

Dollar Amounts in Thousands		BHDM	
1. Brokered deposits less than \$100,000 with a remaining maturity of one year or less .....	A243	630,207	M.1.
2. Brokered deposits less than \$100,000 with a remaining maturity of more than one year .....	A164	190	M.2.
3. Time deposits of \$100,000 or more with a remaining maturity of one year or less.....	A242	778,074	M.3.
	BHFN		
4. Foreign office time deposits with a remaining maturity of one year or less .....	A245	0	M.4.

1. The sum of items 1.a through 1.e and items 2.a through 2.e. must equal the sum of Schedule HC, items 13.a.(1) and 13.a.(2).
2. Includes noninterest-bearing demand, time, and savings deposits.

## Schedule HC-F—Other Assets

Dollar Amounts in Thousands		BHCK	
1. Accrued interest receivable <sup>1</sup> .....	B556	362,160	1.
2. Net deferred tax assets <sup>2</sup> .....	2148	10,447	2.
3. Interest-only strips receivable (not in the form of a security) <sup>3</sup> on:			
a. Mortgage loans .....	A519	0	3.a.
b. Other financial assets .....	A520	0	3.b.
4. Equity securities that DO NOT have readily determinable fair values .....	1752	600,957	4.
5. Life insurance assets:			
a. General account life insurance assets .....	K201	421,612	5.a.
b. Separate account life insurance assets .....	K202	543,581	5.b.
c. Hybrid account life insurance assets .....	K270	666,851	5.c.
6. Other.....	2168	4,430,811	6.
	BHCT		
7. Total (sum of items 1 through 6) (must equal Schedule HC, item 11) .....	2160	7,036,419	7.

1. Include accrued interest receivable on loans, leases, debt securities and other interest-bearing assets.
2. See discussion of deferred income taxes in Glossary entry on "income taxes."
3. Report interest-only strips receivable in the form of a security as available-for-sale securities in Schedule HC, item 2.b, or as trading assets in Schedule HC, item 5, as appropriate.
4. Include Federal Reserve stock, Federal Home Loan Bank stock, and bankers' bank stock.

### Schedule HC-G—Other Liabilities

	Dollar Amounts in Thousands		BHCK	
1. Not applicable				
2. Net deferred tax liabilities <sup>1</sup> .....	3049	1,289,485		2.
3. Allowance for credit losses on off-balance sheet credit exposures .....	B557	177,074		3.
4. Other .....	B984	2,480,813		4.
	BHCT			
5. Total (sum of items 2 through 4) (must equal Schedule HC, item 20) .....	2750	3,947,372		5.

1. See discussion of deferred income taxes in Glossary entry on "income taxes."

### Schedule HC-H—Interest Sensitivity<sup>1</sup>

	Dollar Amounts in Thousands		BHCK	
1. Earning assets that are repriceable within one year or mature within one year .....	3197	66,296,485		1.
2. Interest-bearing deposit liabilities that reprice within one year or mature within one year included in item 13.a.(2) and 13.b.(2) on Schedule HC, Balance Sheet .....	3296	2,818,506		2.
3. Long-term debt that reprices within one year included in items 16 and 19.a on Schedule HC, Balance Sheet .....	3298	1,398,053		3.
4. Variable-rate preferred stock (includes both limited-life and perpetual preferred stock) .....	3408	0		4.
5. Long-term debt reported in Schedule HC, item 19.a on the Balance Sheet that is scheduled to mature within one year .....	3409	0		5.

1. Holding companies with foreign offices have the option of excluding the smallest of such non-U.S. offices from coverage in this schedule. Such holding companies may omit the smallest of their offices in foreign countries when arrayed by total assets provided that the assets of the excluded offices do not exceed 50 percent of the total assets of the holding company's assets in foreign countries and 10 percent of the holding company's total consolidated assets as of the report date.

# Schedule HC-I—Insurance-Related Underwriting Activities (Including Reinsurance)

Schedule HC-I must be completed by all top-tier holding companies. (See instructions for additional information.)

## I. Property and Casualty Underwriting

		Dollar Amounts in Thousands		BHCK	
<b>Assets</b>					
1.	Reinsurance recoverables .....	B988	0		1.
2.	Total assets.....	C244	70,894		2.
<b>Liabilities</b>					
3.	Claims and claims adjustment expense reserves.....	B990	2,779		3.
4.	Unearned premiums.....	B991	5		4.
5.	Total equity.....	C245	65,488		5.
6.	Net income.....	C246	507		6.

## II. Life and Health Underwriting

		Dollar Amounts in Thousands		BHCK	
<b>Assets</b>					
1.	Reinsurance recoverables.....	C247	0		1.
2.	Separate account assets.....	B992	0		2.
3.	Total assets.....	C248	1,259		3.
<b>Liabilities</b>					
4.	Policyholder benefits and contractholder funds.....	B994	132		4.
5.	Separate account liabilities.....	B996	0		5.
6.	Total equity.....	C249	1,089		6.
7.	Net income.....	C250	-85		7.

# Schedule HC-K—Quarterly Averages

Dollar Amounts in Thousands

		BHCK		
<b>Assets</b>				
1. Securities:				
a.	U.S. Treasury securities and U.S. government agency obligations (excluding mortgage-backed securities) .....	B558	1,545,060	1.a.
b.	Mortgage-backed securities .....	B559	18,823,630	1.b.
c.	All other securities (includes securities issued by states and political subdivisions in the U.S.) .....	B560	1,802,602	1.c.
2. Federal funds sold and securities purchased under agreements to resell .....		3365	787	2.
		BHDM		
3. a.	Total loans and leases in domestic offices .....	3516	91,240,783	3.a.
(1)	Loans secured by 1-4 family residential properties .....	3465	21,684,714	3.a.(1)
(2)	All other loans secured by real estate .....	3466	9,732,823	3.a.(2)
(3)	Loans to finance agricultural production and other loans to farmers.....	3386	95,595	3.a.(3)
(4)	Commercial and industrial loans .....	3387	35,056,617	3.a.(4)
(5)	Loans to individuals for household, family, and other personal expenditures:			
(a)	Credit cards.....	B561	2,304,346	3.a.(5)(a)
(b)	Other (includes single payment, installment other than auto loans, all student loans, and revolving credit plans other than credit cards.....	B562	12,670,953	3.a.(5)(b)
b.	Total loans and leases in foreign offices, Edge and agreement subsidiaries, and IBFs .....	BHFN		
		3360	418,315	3.b.
		BHCK		
4. a.	Trading assets .....	3401	1,682,959	4.a.
b.	Other earning assets .....	B985	6,477,342	4.b.
5. Total consolidated assets .....		3368	136,789,301	5.
<b>Liabilities</b>				
6. Interest-bearing deposits (domestic) <sup>1</sup> .....		3517	65,925,525	6.
7. Interest-bearing deposits (foreign) <sup>1</sup> .....		3404	1,190,848	7.
8. Federal funds purchased and securities sold under agreements to repurchase .....		3353	1,149,963	8.
9. All other borrowed money .....		2635	11,406,155	9.
10. Not applicable				
<b>Equity Capital</b>				
11. Total equity capital (excludes limited-life preferred stock) .....		3519	15,819,768	11.

1. Includes interest-bearing demand deposits.

# Schedule HC-L—Derivatives and Off-Balance-Sheet Items

## Report only transactions with nonrelated institutions

		Dollar Amounts in Thousands		BHCK	
1. Unused commitments (report only the unused portions of commitments that are fee paid or otherwise legally binding):					
a.	Revolving, open-end loans secured by 1–4 family residential properties, (e.g., home equity lines) ....	3814	7,513,688		1.a.
b.	(1) Unused consumer credit card lines.....	J455	13,724,247		1.b.(1)
	(2) Other unused credit card lines.....	J456	3,109,830		1.b.(2)
c. (1) Commitments to fund commercial real estate, construction, and land development loans secured by real estate (sum of items 1.c.(1)(a) and (b) must equal item 1.c.(1)) .....					
		3816	3,004,995		1.c.(1)
	(a) 1–4 family residential construction loan commitments .....	F164	193,371		1.c.(1)(a)
	(b) Commercial real estate, other construction loan, and land development loan commitments .....	F165	2,811,624		1.c.(1)(b)
	(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate .....	6550	304,216		1.c.(2)
d.	Securities underwriting .....	3817	6,563		1.d.
e. Other unused commitments:					
	(1) Commercial and industrial loans .....	J457	31,325,073		1.e.(1)
	(2) Loans to financial institutions .....	J458	2,238,407		1.e.(2)
	(3) All other unused commitments .....	J459	3,265,418		1.e.(3)
2. Financial standby letters of credit and foreign office guarantees .....					
	<i>Item 2.a is to be completed by holding companies with \$1 billion or more in total assets.<sup>1</sup></i>				
a.	Amount of financial standby letters of credit conveyed to others .....	3820	18,047		2.a.
3. Performance standby letters of credit and foreign office guarantees .....					
	<i>Item 3.a is to be completed by holding companies with \$1 billion or more in total assets.<sup>1</sup></i>				
a.	Amount of performance standby letters of credit conveyed to others .....	3822	0		3.a.
4. Commercial and similar letters of credit .....					
		3411	105,316		4.
5. Not applicable					
6. Securities:					
a.	Securities lent .....	3433	0		6.a.
b.	Securities borrowed.....	3432	0		6.b.

		(Column A) Sold Protection		(Column B) Purchased Protection		
		BHCK		BHCK		
7. Credit derivatives:						
a. Notional amounts:						
(1)	Credit default swaps .....	C968	0	C969	0	7.a.(1)
(2)	Total return swaps .....	C970	0	C971	0	7.a.(2)
(3)	Credit options .....	C972	0	C973	0	7.a.(3)
(4)	Other credit derivatives .....	C974	1,154,371	C975	389,425	7.a.(4)
b. Gross fair values:						
(1)	Gross positive fair value .....	C219	0	C221	0	7.b.(1)
(2)	Gross negative fair value .....	C220	1,772	C222	0	7.b.(2)
c. Notional amounts by regulatory capital treatment:						
(1) Positions covered under the Market Risk Rule:						
(a)	Sold protection .....	G401	1,154,371			7.c.(1)(a)
(b)	Purchased protection .....	G402	389,425			7.c.(1)(b)
(2) All other positions:						
(a)	Sold protection .....	G403	0			7.c.(2)(a)
(b)	Purchased protection that is recognized as a guarantee for regulatory capital purposes .....	G404	0			7.c.(2)(b)
(c)	Purchased protection that is not recognized as a guarantee for regulatory capital purposes .....	G405	0			7.c.(2)(c)

1. The \$1 billion asset size test is generally based on the total assets reported as of June 30, 2014.

# Schedule HC-L—Continued

## Report only transactions with nonrelated institutions

Dollar Amounts in Thousands	Remaining Maturity of:						
	(Column A) One year or less		(Column B) Over One Year Through Five Years		(Column C) Over Five Years		
	BHCK		BHCK		BHCK		
7. d. Notional amounts by remaining maturity:							
(1) Sold credit protection:							
(a) Investment grade .....	G406	157,473	G407	375,902	G408	27,500	7.d.(1)(a)
(b) Subinvestment grade .....	G409	117,362	G410	451,320	G411	24,814	7.d.(1)(b)
(2) Purchased credit protection:							
(a) Investment grade .....	G412	0	G413	176,662	G414	3,259	7.d.(2)(a)
(b) Subinvestment grade .....	G415	41,738	G416	139,388	G417	28,378	7.d.(2)(b)

8. Spot foreign exchange contracts .....	BHCK								
	8765		302,181				8.		
9. All other off-balance-sheet items (exclude derivatives) (include in item 9 the aggregate amount all other off-balance-sheet items that individually exceed 10 percent of Schedule HC, item 27.a, "Total holding company equity capital") (itemize and describe in items 9.a through 9.f only amounts that exceed 25 percent of Schedule HC, item 27.a).....									
	3430		0				9.		
a. Commitments to purchase when-issued securities.....	3434		0				9.a.		
b. Commitments to sell when-issued securities.....	3435		0				9.b.		
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	6561		0				9.c.		
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	6562		0				9.d.		
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	6586		0				9.f.		

10. Not applicable

**Schedule HC-L—Continued**

Dollar Amounts in Thousands	(Column A) Interest Rate Contracts	(Column B) Foreign Exchange Contracts	(Column C) Equity Derivative Contracts	(Column D) Commodity and Other Contracts	
<b>Derivatives Position Indicators</b>					
<b>11. Gross amounts (e.g., notional amounts) (for each column, sum of items 11.a through 11.e must equal sum of items 12 and 13):</b>					
a. Futures contracts .....	BHCK 8693 13,900	BHCK 8694 0	BHCK 8695 0	BHCK 8696 451,016	11.a.
b. Forward contracts .....	BHCK 8697 1,955,680	BHCK 8698 7,681,863	BHCK 8699 0	BHCK 8700 0	11.b.
<b>c. Exchange-traded option contracts:</b>					
(1) Written options .....	BHCK 8701 0	BHCK 8702 0	BHCK 8703 0	BHCK 8704 143,881	11.c.(1)
(2) Purchased options .....	BHCK 8705 0	BHCK 8706 0	BHCK 8707 0	BHCK 8708 74,477	11.c.(2)
<b>d. Over-the-counter option contracts:</b>					
(1) Written options .....	BHCK 8709 3,062,465	BHCK 8710 1,085,531	BHCK 8711 0	BHCK 8712 530,116	11.d.(1)
(2) Purchased options .....	BHCK 8713 4,684,461	BHCK 8714 1,085,531	BHCK 8715 768,252	BHCK 8716 600,517	11.d.(2)
e. Swaps .....	BHCK 3450 33,615,616	BHCK 3826 8,067,120	BHCK 8719 1,089,836	BHCK 8720 1,340,321	11.e.
<b>12. Total gross notional amount of derivative contracts held for trading.....</b>					
	BHCK A126 29,434,442	BHCK A127 17,920,045	BHCK 8723 0	BHCK 8724 3,140,328	12.
<b>13. Total gross notional amount of derivative contracts held for purposes other than trading .....</b>					
	BHCK 8725 13,897,680	BHCK 8726 0	BHCK 8727 1,858,088	BHCK 8728 0	13.
<b>14. Gross fair values of derivative contracts:</b>					
<b>a. Contracts held for trading:</b>					
(1) Gross positive fair value .....	BHCK 8733 336,369	BHCK 8734 598,102	BHCK 8735 0	BHCK 8736 322,503	14.a.(1)
(2) Gross negative fair value .....	BHCK 8737 323,563	BHCK 8738 551,694	BHCK 8739 0	BHCK 8740 305,950	14.a.(2)
<b>b. Contracts held for purposes other than trading:</b>					
(1) Gross positive fair value .....	BHCK 8741 750,592	BHCK 8742 0	BHCK 8743 485,100	BHCK 8744 0	14.b.(1)
(2) Gross negative fair value .....	BHCK 8745 7,027	BHCK 8746 0	BHCK 8747 59,937	BHCK 8748 0	14.b.(2)



**Schedule HC-L—Continued**

Item 15 is to be completed only by holding companies with total assets of \$10 billion or more.<sup>1</sup>

	(Column A) Banks and Securities Firms		(Column B) Monoline Financial Guarantors		(Column C) Hedge Funds		(Column D) Sovereign Governments		(Column E) Corporations and All Other Counterparties		
	BHCK		BHCK		BHCK		BHCK		BHCK		
Dollar Amounts in Thousands											
15. Over-the counter derivatives:											
a. Net current credit exposure .....	G418	730,125	G419	0	G420	0	G421	0	G422	1,289,276	15.a.
b. Fair value of collateral:											
(1) Cash—U.S. dollar .....	G423	904,333	G424	0	G425	0	G426	0	G427	0	15.b.(1)
(2) Cash—Other currencies .....	G428	0	G429	0	G430	0	G431	0	G432	0	15.b.(2)
(3) U.S. Treasury securities .....	G433	9,823	G434	0	G435	0	G436	0	G437	0	15.b.(3)
(4) U.S. government agency and U.S. government-sponsored agency debt securities.....	G438	38,024	G439	0	G440	0	G441	0	G442	0	15.b.(4)
(5) Corporate bonds .....	G443	0	G444	0	G445	0	G446	0	G447	0	15.b.(5)
(6) Equity securities .....	G448	0	G449	0	G450	0	G451	0	G452	0	15.b.(6)
(7) All other collateral .....	G453	0	G454	0	G455	0	G456	0	G457	0	15.b.(7)
(8) Total fair value of collateral (sum of items 15.b.(1) through (7)) .....	G458	952,180	G459	0	G460	0	G461	0	G462	0	15.b.(8)

1. The \$10 billion asset size test is generally based on the total assets reported as of June 30, 2014.

**Schedule HC-M—Memoranda**

		Dollar Amounts in Thousands		BHCK	
1.	Total number of holding company common shares outstanding .....	Number (Unrounded)			
		3459	815,190,210		1.
2.	Debt maturing in one year or less (included in Schedule HC, items 16 and 19.a) that is issued to unrelated third parties by bank subsidiaries.....	6555	927,670		2.
3.	Debt maturing in more than one year (included in Schedule HC, items 16 and 19.a) that is issued to unrelated third parties by bank subsidiaries.....	6556	7,703,737		3.
4.	Other assets acquired in satisfaction of debts previously contracted .....	6557	20,875		4.
5.	Securities purchased under agreements to resell offset against securities sold under agreements to repurchase on Schedule HC.....	A288	0		5.
6.	Assets covered by loss-sharing agreements with the FDIC:				
a.	Loans and leases (included in Schedule HC, items 4.a and 4.b):				
(1)	Loans secured by real estate in domestic offices:				
(a)	Construction, land development, and other land loans:	BHDM			
(1)	1–4 family residential construction loans.....	K169	0		6.a.(1)(a)(1)
(2)	Other construction loans and all land development and other land loans .....	K170	0		6.a.(1)(a)(2)
(b)	Secured by farmland .....	K171	0		6.a.(1)(b)
(c)	Secured by 1–4 family residential properties:				
(1)	Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit .....	K172	0		6.a.(1)(c)(1)
(2)	Closed-end loans secured by 1–4 family residential properties:				
(a)	Secured by first liens.....	K173	0		6.a.(1)(c)(2)(a)
(b)	Secured by junior liens .....	K174	0		6.a.(1)(c)(2)(b)
(d)	Secured by multifamily (5 or more) residential properties .....	K175	0		6.a.(1)(d)
(e)	Secured by nonfarm nonresidential properties:				
(1)	Loans secured by owner-occupied nonfarm nonresidential properties .....	K176	0		6.a.(1)(e)(1)
(2)	Loans secured by other nonfarm nonresidential properties .....	K177	0		6.a.(1)(e)(2)
		BHCK			
(2)	Loans to finance agricultural production and other loans to farmers.....	K178	0		6.a.(2)
(3)	Commercial and industrial loans .....	K179	0		6.a.(3)
(4)	Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):				
(a)	Credit cards.....	K180	0		6.a.(4)(a)
(b)	Automobile loans .....	K181	0		6.a.(4)(b)
(c)	Other consumer loans (includes single payment, installment, all student loans, and all revolving credit plans other than credit cards) .....	K182	0		6.a.(4)(c)
(5)	All other loans and leases.....	K183	0		6.a.(5)
	<i>Itemize and describe loan and lease categories included in item 6.a(5) above that exceed 10 percent of total loans and leases covered by loss-sharing agreements with the FDIC (sum of items 6.a.(1) through (5)):</i>				
(a)	Loans to depository institutions and acceptances of other banks .....	K184	0		6.a.(5)(a)
(b)	Loans to foreign governments and official institutions .....	K185	0		6.a.(5)(b)
(c)	Other loans <sup>1</sup> .....	K186	0		6.a.(5)(c)
(d)	Lease financing receivables .....	K273	0		6.a.(5)(d)
b.	Other real estate owned (included in Schedule HC, item 7):	BHDM			
(1)	Construction, land development, and other land in domestic offices .....	K187	0		6.b.(1)
(2)	Farmland in domestic offices .....	K188	0		6.b.(2)
(3)	1–4 family residential properties in domestic office .....	K189	0		6.b.(3)
(4)	Multifamily (5 or more) residential properties in domestic office.....	K190	0		6.b.(4)
(5)	Nonfarm nonresidential properties in domestic offices .....	K191	0		6.b.(5)

1. Includes "Obligations (other than securities and leases) of states and political subdivisions in the U.S., "Loans to nondepository financial institutions and other loans," and loans secured by real estate in foreign offices.

**Schedule HC-M—Continued**

Dollar Amounts in Thousands

6. b. (6) In foreign offices .....	BHFN			
	K260		0	6.b.(6)
(7) Portion of covered other real estate owned included in items 6.b.(1) through (6) above that is protected by FDIC loss-sharing agreements .....	BHCK			
	K192		0	6.b.(7)
c. Debt securities (included in Schedule HC, items 2.a and 2.b) .....	J461		0	6.c.
d. Other assets (exclude FDIC loss-sharing indemnification assets) .....	J462		0	6.d.
7. Captive insurance and reinsurance subsidiaries:				
a. Total assets of captive insurance subsidiaries <sup>1</sup> .....	K193		0	7.a.
b. Total assets of captive reinsurance subsidiaries <sup>1</sup> .....	K194		72,153	7.b.

8. Has the holding company entered into a business combination during the calendar year that was accounted for by the purchase method of accounting? (Enter "1" for Yes; enter "0" for No.) .....	0=No	BHCK			
	1=Yes	C251	0		8.

9. Has the holding company restated its financial statements during the last quarter as a result of new or revised Statements of Financial Accounting Standards? (Enter "1" for Yes; enter "0" for No.) .....	0=No	BHCK			
	1=Yes	6689	0		9.

10. Not applicable

11. Have all changes in investments and activities been reported to the Federal Reserve on the Report of Changes in Organizational Structure (FR Y-10)? Holding companies must not leave blank or enter 'N/A.' The holding company must enter '1' for yes or for no changes to report; or enter '0' for no. If the answer to this question is no, complete the FR Y-10 .....	0=No	BHCK			
	1=Yes	6416	1		11.

TEXT	
6428	Jeff Lopper, SVP and Assistant Bancorp Controller

Name of Holding Company Official Verifying FR Y-10 Reporting (Please Type or Print)

513-534-5188  
Area Code / Phone Number (TEXT 9009)

12. Intangible assets other than goodwill:	BHCK			
a. Mortgage servicing assets .....	3164		787,238	12.a.
(1) Estimated fair value of mortgage servicing assets .....	6438		787,238	12.a.(1)
b. Purchased credit card relationships and nonmortgage servicing assets .....	B026		1,960	12.b.
c. All other identifiable intangible assets .....	5507		13,474	12.c.
d. Total (sum of items 12.a, 12.b, and 12.c) (must equal Schedule HC, item 10.b) .....	BHCT			
	0426		802,672	12.d.
13. Other real estate owned .....	2150		186,794	13.
14. Other borrowed money:	BHCK			
a. Commercial paper .....	2309		0	14.a.
b. Other borrowed money with a remaining maturity of one year or less .....	2332		2,386,214	14.b.
c. Other borrowed money with a remaining maturity of more than one year .....	2333		8,807,316	14.c.
d. Total (sum of items 14.a, 14.b, and 14.c) (must equal Schedule HC, item 16) .....	BHCT			
	3190		11,193,530	14.d.

15. Does the holding company sell private label or third-party mutual funds and annuities? (Enter "1" for Yes; enter "0" for No.) .....	0=No	BHCK			
	1=Yes	B569	1		15.

16. Assets under management in proprietary mutual funds and annuities .....	BHCK			
	B570		0	16.

1. Report total assets before eliminating intercompany transactions between the consolidated insurance or reinsurance subsidiary and other offices or consolidated subsidiaries of the reporting holding company.

# Schedule HC-M—Continued

The following two questions (items 17 and 18) will be used to determine if the reporting holding company must complete the Consolidated Holding Company Report of Equity Investments in Nonfinancial Companies (FR Y-12). See the line item instructions for further details.

17. Does the holding company hold, either directly or indirectly through a subsidiary or affiliate, any non-financial equity investments (see instructions for definition) within a Small Business Investment Company (SBIC) structure, or under section 4(c)(6) or 4 (c)(7) of the Bank Holding Company Act, or pursuant to the merchant banking authority of section 4(k)4(H) of the Bank Holding Company Act, or pursuant to the investment authority granted by Regulation K? (Enter "1" for Yes; enter "0" for No.) ..... 

0=No	BHCK	
1=Yes	C161	1

 17.

If the answer to item 17 is no, your organization does not need to complete the FR Y-12. Skip item 18 and proceed to items 19.a and 19.b below. If the answer to item 17 is yes, proceed to item 18.

18. Do your aggregate nonfinancial equity investments (see instructions for definition) equal or exceed the lesser of \$100 million (on an acquisition cost basis) or 10 percent of the holding company's consolidated Tier 1 capital as of the report date? (Enter "1" for Yes; enter "0" for No.) ..... 

0=No	BHCK	
1=Yes	C159	1

 18.
- If the answer to both item 17 and item 18 is yes, your organization must complete the FR Y-12. Skip items 19.a and 19.b and proceed to item 20 below.

If the answer to either item 17 or item 18 is no, your organization does not need to complete the FR Y-12. Proceed to items 19.a. and 19.b. below.

Items 19.a. and 19.b. are to be completed by all holding companies that are not required to file the FR Y-12.

19. a. Has the holding company sold or otherwise liquidated its holding of any nonfinancial equity investment since the previous reporting period? (Enter "1" for Yes; enter "0" for No.) ..... 

0=No	BHCK	
1=Yes	C700	

 19.a.
- b. Does the holding company manage any nonfinancial equity investments for the benefit of others? (Enter '1' for Yes; enter '0' for No.) ..... 

0=No		
1=Yes	C701	

 19.b.

Dollar Amounts in Thousands

Memoranda items 20 and 21 are to be completed only by holding companies who have made an effective election to become a financial holding company. See the line item instructions for further details.

	BHCK	
20. Balances of broker-dealer subsidiaries engaged in underwriting or dealing securities pursuant to Section 4(k)(4)(E) of the Bank Holding Company Act as amended by the Gramm-Leach-Bliley Act:		
a. Net assets .....	C252	20.a.
b. Balances due from related institutions:		
(1) Due from the holding company (parent company only), gross .....	4832	20.b.(1)
(2) Due from subsidiary banks of the holding company, gross .....	4833	20.b.(2)
(3) Due from nonbank subsidiaries of the holding company, gross .....	4834	20.b.(3)
c. Balances due to related institutions:		
(1) Due to holding company (parent company only), gross .....	5041	20.c.(1)
(2) Due to subsidiary banks of the holding company, gross .....	5043	20.c.(2)
(3) Due to nonbank subsidiaries of the holding company, gross .....	5045	20.c.(3)
d. Intercompany liabilities reported in items 20.c.(1), 20.c.(2), and 20.c.(3) above that qualify as liabilities subordinated to claims of general creditors.....	5047	20.d.
21. Net assets of subsidiaries engaged in insurance or reinsurance underwriting pursuant to Section 4(k)(4)(B) of the Bank Holding Company Act as amended by the Gramm-Leach-Bliley Act (12 U.S.C. § 1843(k)(4)(B)) <sup>1</sup> .....	C253	21.
		35,989

1. A savings and loan holding company that wishes to engage in financial holding company activities must have an effective election to be treated as a financial holding company or conducts activities under section 10(c)(2)(H)(i) of the HOLA (12 U.S.C. 1467a(c)(2)(H)(i)).

# Schedule HC-M—Continued

Memoranda item 22 is to be completed by holding companies with total assets of \$30 billion or more.

22. Address (URL) for the reporting holding company's web page that displays risk disclosures, including those about credit and market risk. (Example: www.examplebhc.com/riskdisclosures)

TEXT  
C497 http:// www.53.com

22.

Dollar Amounts in Thousands		BHCK	
<i>Memoranda items 23 and 24 are to be completed by all holding companies.</i>			
23. Secured liabilities:			
a. Amount of "Federal funds purchased in domestic offices" that are secured (included in Schedule HC, item 14.a).....	F064	0	23.a.
b. Amount of "Other borrowings" that are secured (included in Schedule HC-M, item 14.d).....	F065	3,048,580	23.b.
24. Issuances associated with the U.S. Department of Treasury Capital Purchase Program:			
a. Senior perpetual preferred stock or similar items .....	G234	0	24.a.
b. Warrants to purchase common stock or similar items .....	G235	0	24.b.

### Schedule HC-N—Past Due and Nonaccrual Loans, Leases, and Other Assets

	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	BHCK		BHCK		BHCK		
Dollar Amounts in Thousands							
1. Loans secured by real estate:							
a. Construction, land development, and other land loans in domestic offices:							
(1) 1–4 family residential construction loans ....	F172	1,262	F174	0	F176	1,202	1.a.(1)
(2) Other construction loans and all land development and other land loans .....	F173	6,039	F175	4,908	F177	32,049	1.a.(2)
b. Secured by farmland in domestic offices .....	3493	25	3494	0	3495	1,687	1.b.
c. Secured by 1–4 family residential properties in domestic offices:							
(1) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit .....	5398	59,475	5399	18	5400	72,423	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties:							
(a) Secured by first liens .....	C236	108,840	C237	418,102	C229	66,996	1.c.(2)(a)
(b) Secured by junior liens .....	C238	8,989	C239	457	C230	12,469	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices .....	3499	0	3500	85	3501	5,767	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:							
(1) Loans secured by owner-occupied nonfarm non-residential properties .....	F178	11,388	F180	168	F182	77,313	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties.....	F179	3,436	F181	0	F183	7,597	1.e.(2)
f. In foreign offices .....	B572	0	B573	0	B574	0	1.f.
2. Loans to depository institutions and acceptances of other banks:							
a. U.S. banks and other U.S. depository institutions .....	5377	0	5378	0	5379	0	2.a.
b. Foreign banks.....	5380	0	5381	0	5382	0	2.b.
3. Loans to finance agricultural production and other loans to farmers .....	1594	0	1597	0	1583	3,552	3.
4. Commercial and industrial loans .....	1606	8,597	1607	2,903	1608	195,194	4.
5. Loans to individuals for household, family, and other personal expenditures:							
a. Credit cards .....	B575	20,231	B576	19,305	B577	37,186	5.a.
b. Automobile loans .....	K213	46,977	K214	6,721	K215	1,771	5.b.
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	K216	5,706	K217	551	K218	868	5.c.
6. Loans to foreign governments and official institutions .....	5389	0	5390	0	5391	0	6.
7. All other loans .....	5459	771	5460	0	5461	8,895	7.
8. Lease financing receivables:							
a. Leases to individuals for household, family, and other personal expenditures .....	F166	0	F167	0	F168	0	8.a.
b. All other leases .....	F169	304	F170	0	F171	2,832	8.b.

Amounts reported in Schedule HC-N, items 1 through 8, above include guaranteed and unguaranteed portions of past due and nonaccrual loans and leases. Report in item 11 below certain guaranteed loans and leases that have already been included in the amounts reported in items 1 through 8.

**Schedule HC-N—Continued**

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	BHCK		BHCK		BHCK		
9. Debt securities and other assets (exclude other real estate owned and other repossessed assets) .....	3505	0	3506	0	3507	0	9.
10. TOTAL (sum of items 1 through 9) .....	5524	282,040	5525	453,218	5526	527,801	10.
11. Loans and leases reported in items 1 through 8 above which are wholly or partially guaranteed by the U.S. Government (excluding loans and leases covered by loss-sharing agreements with the FDIC) .....	K036	78,989	K037	375,179	K038	12,318	11.
a. Guaranteed portion of loans and leases (exclude rebooked "GNMA loans") included in item 11 above .....	K039	3,911	K040	9,099	K041	9,283	11.a.
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 11 above .....	K042	74,984	K043	366,080	K044	0	11.b.
12. Loans and leases in items 1 through 8 above which are covered by loss-sharing agreements with the FDIC:							
a. Loans secured by real estate in domestic offices:							
(1) Construction, land development, and other land loans:							
(a) 1-4 family residential construction loans .....	BHDM K045	0	BHDM K046	0	BHDM K047	0	12.a.(1)(a)
(b) Other construction loans and all land development and other land loans .....	K048	0	K049	0	K050	0	12.a.(1)(b)
(2) Secured by farmland .....	K051	0	K052	0	K053	0	12.a.(2)
(3) Secured by 1-4 family residential properties:							
(a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit .....	K054	0	K055	0	K056	0	12.a.(3)(a)
(b) Closed-end loans secured by 1-4 family residential properties:							
(1) Secured by first liens .....	K057	0	K058	0	K059	0	12.a.(3)(b)(1)
(2) Secured by junior liens .....	K060	0	K061	0	K062	0	12.a.(3)(b)(2)
(4) Secured by multifamily (5 or more) residential properties .....	K063	0	K064	0	K065	0	12.a.(4)
(5) Secured by nonfarm nonresidential properties:							
(a) Loans secured by owner-occupied nonfarm nonresidential properties.....	K066	0	K067	0	K068	0	12.a.(5)(a)
(b) Loans secured by other non-farm nonresidential properties .....	K069	0	K070	0	K071	0	12.a.(5)(b)
b. Loans to finance agricultural production and other loans to farmers .....	BHCK K072	0	BHCK K073	0	BHCK K074	0	12.b.
c. Commercial and industrial loans .....	K075	0	K076	0	K077	0	12.c.

**Schedule HC-N—Continued**

	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	BHCK		BHCK		BHCK		
Dollar Amounts in Thousands							
12. d. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):							
(1) Credit cards .....	K078	0	K079	0	K080	0	12.d.(1)
(2) Automobile loans .....	K081	0	K082	0	K083	0	12.d.(2)
(3) Other consumer loans .....	K084	0	K085	0	K086	0	12.d.(3)
e. All other loans and leases .....	K087	0	K088	0	K089	0	12.e.
<i>Itemize and describe the past due and nonaccrual amounts included in item 12.e. above for the loan and lease categories reported in Schedule HC-M, items 6.a.(5)(a) through (d):</i>							
(1) Loans to depository institutions and acceptances of other banks.....	K091	0	K092	0	K093	0	12.e.(1)
(2) Loans to foreign governments and official institutions .....	K095	0	K096	0	K097	0	12.e.(2)
(3) Other loans <sup>1</sup> .....	K099	0	K100	0	K101	0	12.e.(3)
(4) Lease financing receivables .....	K269	0	K271	0	K272	0	12.e.(4)
f. Portion of covered loans and leases included in items 12.a through 12.e above that is protected by FDIC loss-sharing agreements .....	K102	0	K103	0	K104	0	12.f.

1. Includes "Obligations (other than securities and leases) of states and political subdivisions in the U.S.," "Loans to nondepository financial institutions and other loans," and loans secured by real estate in foreign offices.

**Memoranda**

	(Column A)		(Column B)		(Column C)		
	BHDM		BHDM		BHDM		
Dollar Amounts in Thousands							
1. Loans restructured in troubled debt restructurings included in Schedule HC-N, items 1 through 7, above (and not reported in Schedule HC-C, Memorandum item 1):							
a. Construction, land development, and other land loans in domestic offices:							
(1) 1–4 family residential construction loans	K105	788	K106	0	K107	332	M.1.a.(1)
(2) Other construction loans and all land development and other land loans.....	K108	934	K109	123	K110	13,517	M.1.a.(2)
b. Loans secured by 1–4 family residential properties in domestic offices .....	BHCK		BHCK		BHCK		
	F661	55,922	F662	112,002	F663	47,921	M.1.b.
c. Secured by multifamily (5 or more) residential properties in domestic offices .....	BHDM		BHDM		BHDM		
	K111	0	K112	0	K113	1,503	M.1.c.
d. Secured by nonfarm nonresidential properties in domestic offices:							
(1) Loans secured by owner-occupied nonfarm nonresidential properties .....	K114	5,244	K115	0	K116	33,852	M.1.d.(1)
(2) Loans secured by other nonfarm nonresidential properties .....	K117	3,382	K118	0	K119	5,446	M.1.d.(2)



**Schedule HC-N—Continued**

**Memoranda—Continued**

		(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual				
		BHCK		BHCK		BHCK				
Dollar Amounts in Thousands										
1.	e.	Commercial and industrial loans:								
	(1)	K120	1,288	K121	457	K122	147,283		M.1.e.(1)	
	(2)	K123	0	K124	0	K125	0		M.1.e.(2)	
	f.	All other loans (include loans to individuals for household, family, and other personal expenditures) .....								
		K126	4,865	K127	0	K128	43,763		M.1.f.	
		<i>Itemize and describe loan categories included in item 1.f, above that exceed 10 percent of total loans restructured in troubled debt restructurings that are past due 30 days or more or in non-accrual status (sum of Memorandum items 1.a through 1.f, columns A through C):</i>								
	(1)	Loans secured by farmland in domestic offices .....								
		BHDM		BHDM		BHDM				
		K130	0	K131	0	K132	0		M.1.f.(1)	
	(2)	Loans to depository institutions and acceptances of other banks.....								
		BHCK		BHCK		BHCK				
		K134	0	K135	0	K136	0		M.1.f.(2)	
	(3)	Loans to finance agricultural production and other loans to farmers .....								
		K138	0	K139	0	K140	0		M.1.f.(3)	
	(4)	Loans to individuals for household, family, and other personal expenditures:								
	(a)	Credit cards .....								
		K274	0	K275	0	K276	0		M.1.f.(4)(a)	
	(b)	Automobile loans .....								
		K277	0	K278	0	K279	0		M.1.f.(4)(b)	
	(c)	Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) .....								
		K280	0	K281	0	K282	0		M.1.f.(4)(c)	
	(5)	Loans to foreign governments and official institutions .....								
		K283	0	K284	0	K285	0		M.1.f.(5)	
	(6)	Other loans <sup>1</sup> .....								
		K286	0	K287	0	K288	0		M.1.f.(6)	
2.		Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HC-N, items 4 and 7 above .....								
		6558	0	6559	457	6560	34,565		M.2.	
3.		Loans and leases included in Schedule HC-N, items 1, 2, 4, 5, 6, 7, and 8 extended to non-U.S. addressees .....								
		3508	2,167	1912	451	1913	1,222		M.3.	
4.		Not applicable								
5.		Loans and leases held-for-sale and loans measured at fair value (included in Schedule HC-N, items 1 through 8 above)								
	a.	Loans and leases held for sale.....								
		C240	0	C241	0	C226	2,299		M.5.a.	
	b.	Loans measured at fair value:								
	(1)	Fair value .....								
		F664	628	F665	1,846	F666	2,451		M.5.b.(1)	
	(2)	Unpaid principal balance.....								
		F667	693	F668	2,048	F669	2,537		M.5.b.(2)	

1. Includes 'Obligations (other than securities and leases) of states and political subdivisions in the U.S.,' 'Loans to nondepository financial institutions and other loans,' and loans secured by real estate in foreign offices.

# Schedule HC-N—Continued

## Memoranda—Continued

Item 6 is to be reported only by holding companies with total consolidated assets of \$1 billion or more, or with \$2 billion or more in par/notional amounts of off-balance-sheet derivative contracts (as reported in Schedule HC-L, items 11.a through 11.e).

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days		(Column B) Past due 90 days or more		
	BHCK		BHCK		
6. Derivative contracts:					
Fair value of amounts carried as assets .....	3529	0	3530	0	M.6.

Dollar Amounts in Thousands	BHCK				
7. Additions to nonaccrual assets during the quarter.....	C410		143,473		M.7.
8. Nonaccrual assets sold during the quarter.....	C411		32,340		M.8.

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	BHCK		BHCK		BHCK		
9. Purchased credit-impaired loans accounted for in accordance with FASB ASC 310-30 (former AICPA Statement of Position 03-3):							
a. Outstanding balance .....	L183	0	L184	205	L185	1,989	M.9.a.
b. Carrying amount included in Schedule HC-N, items 1 through 7, above .....	L186	0	L187	95	L188	746	M.9.b.

## Schedule HC-P—1-4 Family Residential Mortgage Banking Activities in Domestic Offices

Schedule HC-P is to be completed by (1) all holding companies with \$1 billion or more in total assets<sup>1</sup> and (2) holding companies with less than \$1 billion in total assets at which either 1-4 family residential mortgage loan originations and purchases for resale<sup>2</sup> from all sources, loan sales, or quarter-end loans held for sale or trading in domestic offices exceed \$10 million for two consecutive quarters.

Dollar Amounts in Thousands		BHCK	
1.	Retail originations during the quarter of 1-4 family residential mortgage loans for sale: <sup>2</sup>		
a.	Closed-end first liens .....	F066	904,227
b.	Closed-end junior liens .....	F067	0
c.	Open-end loans extended under lines of credit:	BHDM	
(1)	Total commitment under the lines of credit .....	F670	0
(2)	Principal amount funded under the lines of credit .....	F671	0
2.	Wholesale originations and purchases during the quarter of 1-4 family residential mortgage loans for sale: <sup>2</sup>	BHCK	
a.	Closed-end first liens .....	F068	245,451
b.	Closed-end junior liens .....	F069	0
c.	Open-end loans extended under lines of credit:	BHDM	
(1)	Total commitment under the lines of credit .....	F672	0
(2)	Principal amount funded under the lines of credit .....	F673	0
3.	1-4 family residential mortgages sold during the quarter:	BHCK	
a.	Closed-end first liens .....	F070	1,572,428
b.	Closed-end junior liens .....	F071	0
c.	Open-end loans extended under lines of credit:	BHDM	
(1)	Total commitment under the lines of credit .....	F674	0
(2)	Principal amount funded under the lines of credit .....	F675	0
4.	1-4 family residential mortgages held for sale or trading at quarter-end (included in Schedule HC, items 4.a and 5):	BHCK	
a.	Closed-end first liens .....	F072	688,925
b.	Closed-end junior liens .....	F073	0
c.	Open-end loans extended under lines of credit:	BHDM	
(1)	Total commitment under the lines of credit .....	F676	0
(2)	Principal amount funded under the lines of credit .....	F677	0
5.	Noninterest income for the quarter from the sale, securitization, and servicing of 1-4 family residential mortgage loans (included in Schedule HI, items 5.c, 5.f, 5.g, and 5.i):	BHCK	
a.	Closed-end 1-4 family residential mortgage loans .....	F184	9,695
b.	Open-end 1-4 family residential mortgage loans extended under lines of credit .....	F560	0
6.	Repurchases and indemnifications of 1-4 family residential mortgage loans during the quarter:		
a.	Closed-end first liens .....	F678	121,272
b.	Closed-end junior liens .....	F679	0
c.	Open-end loans extended under lines of credit:		
(1)	Total commitment under the lines of credit .....	F680	0
(2)	Principal amount funded under the lines of credit .....	F681	0
7.	Representation and warranty reserves for 1-4 family residential mortgage loans sold:		
a.	For representations and warranties made to U.S. government agencies and government-sponsored agencies.....	BHCK	
		L191	32,617
b.	For representations and warranties made to other parties.....	L192	3,880
c.	Total representation and warranty reserves (sum of items 7.a and 7.b).....	M288	36,497

1. The \$1 billion asset size test is generally based on the total assets reported as of June 30, 2014.  
2. Exclude originations and purchases of 1-4 family residential mortgage loans that are held for investment.

# Schedule HC-Q—Assets and Liabilities Measured at Fair Value on a Recurring Basis

Schedule HC-Q is to be completed by all holding companies.

Dollar Amounts in Thousands	(Column A) Total Fair Value Reported on Schedule HC		(Column B) LESS: Amounts Netted in the Determination of Total Fair Value		(Column C) Level 1 Fair Value Measurements		(Column D) Level 2 Fair Value Measurements		(Column E) Level 3 Fair Value Measurements		
	BHCY		BHCK		BHCK		BHCK		BHCK		
<b>Assets</b>											
1. Available-for-sale securities .....	1773	25,808,400	G474	0	G475	108,445	G476	25,699,955	G477	0	1.
2. Federal funds sold and securities purchased under agreements to resell .....	BHCK										
	G478	0	G479	0	G480	0	G481	0	G482	0	2.
3. Loans and leases held for sale .....	G483	688,925	G484	0	G485	0	G486	688,925	G487	0	3.
4. Loans and leases held for investment .....	G488	126,178	G489	0	G490	0	G491	0	G492	126,178	4.
5. Trading assets:	BHCT										
a. Derivative assets .....	3543	1,257,458	G493	0	G494	57,837	G495	1,180,847	G496	18,774	5.a.
	BHCK										
b. Other trading assets .....	G497	392,314	G498	0	G499	298,778	G500	93,536	G501	0	5.b.
(1) Nontrading securities at fair value with changes in fair value reported in current earnings (included in Schedule HC-Q, item 5.b, above) .....	F240	0	F684	0	F692	0	F241	0	F242	0	5.b.(1)
6. All other assets .....	G391	1,235,692	G392	0	G395	1,548	G396	749,044	G804	485,100	6.
7. Total assets measured at fair value on a recurring basis .....	G502	29,508,967	G503	0	G504	466,608	G505	28,412,307	G506	630,052	7.
<b>Liabilities</b>											
8. Deposits .....	F252	0	F686	0	F694	0	F253	0	F254	0	8.
9. Federal funds purchased and securities sold under agreements to repurchase .....	G507	0	G508	0	G509	0	G510	0	G511	0	9.
10. Trading liabilities:	BHCT										
a. Derivative liabilities .....	3547	1,183,897	G512	0	G513	38,582	G514	1,143,464	G515	1,851	10.a.
	BHCK										
b. Other trading liabilities .....	G516	23,380	G517	0	G518	20,774	G519	2,606	G520	0	10.b.
11. Other borrowed money .....	G521	0	G522	0	G523	0	G524	0	G525	0	11.
12. Subordinated notes and debentures .....	G526	0	G527	0	G528	0	G529	0	G530	0	12.
13. All other liabilities .....	G805	66,964	G806	0	G807	7,027	G808	0	G809	59,937	13.
14. Total liabilities measured at fair value on a recurring basis.....	G531	1,274,241	G532	0	G533	66,383	G534	1,146,070	G535	61,788	14.

**Schedule HC-Q—Continued**

**Memoranda**

	(Column A) Total Fair Value Reported on Schedule HC		(Column B) LESS: Amounts Netted in the Determination of Total Fair Value		(Column C) Level 1 Fair Value Measurements		(Column D) Level 2 Fair Value Measurements		(Column E) Level 3 Fair Value Measurements		
	BHCK		BHCK		BHCK		BHCK		BHCK		
Dollar Amounts in Thousands											
1. All other assets (itemize and describe amounts included in Schedule HC-Q, item 6 that are greater than \$25,000 and exceed 25 percent of item 6):											
a. Mortgage servicing assets .....	G536	0	G537	0	G538	0	G539	0	G540	0	M.1.a.
b. Nontrading derivative assets .....	G541	1,235,692	G542	0	G543	1,548	G544	749,044	G545	485,100	M.1.b.
c. <small>BHTX G546</small>	G546	0	G547	0	G548	0	G549	0	G550	0	M.1.c.
d. <small>BHTX G551</small>	G551	0	G552	0	G553	0	G554	0	G555	0	M.1.d.
e. <small>BHTX G556</small>	G556	0	G557	0	G558	0	G559	0	G560	0	M.1.e.
f. <small>BHTX G561</small>	G561	0	G562	0	G563	0	G564	0	G565	0	M.1.f.
2. All other liabilities (itemize and describe amounts included in Schedule HC-Q, item 13 that are greater than \$25,000 and exceed 25 percent of item 13):											
a. Loan commitments (not accounted for as derivatives) .....	F261	0	F689	0	F697	0	F262	0	F263	0	M.2.a.
b. Nontrading derivative liabilities .....	G566	66,964	G567	0	G568	7,027	G569	0	G570	59,937	M.2.b.
c. <small>BHTX G571</small>	G571	0	G572	0	G573	0	G574	0	G575	0	M.2.c.
d. <small>BHTX G576</small>	G576	0	G577	0	G578	0	G579	0	G580	0	M.2.d.
e. <small>BHTX G581</small>	G581	0	G582	0	G583	0	G584	0	G585	0	M.2.e.
f. <small>BHTX G586</small>	G586	0	G587	0	G588	0	G589	0	G590	0	M.2.f.

**Schedule HC-R—Regulatory Capital**

For Federal Reserve Bank Use Only  
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**Part I. Regulatory Capital Components and Ratios**

Common equity tier 1 capital	Dollar Amounts in Thousands	BHCA	
1. Common stock plus related surplus, net of treasury stock and unearned employee stock ownership plan (ESOP) shares.....		P742	2,565,461
2. Retained earnings.....		BHCT 3247	11,380,228
3. Accumulated other comprehensive income (AOCI) .....		BHCA B530	587,737
a. AOCI opt-out election (enter "1" for Yes; enter "0" for No.)..... (Advanced approaches institutions must enter "0" for No.)		0=No 1=Yes	BHCA P838
			1
4. Common equity Tier 1 minority interest includable in common equity Tier 1 capital .....		BHCA P839	
5. Common equity Tier 1 capital before adjustments and deductions (sum of items 1 through 4) .....		P840	14,533,426
<b>Common equity Tier 1 capital: Adjustments and Deductions</b>			
6. LESS: Goodwill net of associated deferred tax liabilities (DTLs).....		P841	2,394,077
7. LESS: Intangible assets (other than goodwill and mortgage servicing assets (MSAs)), net of associated DTLs.....		P842	5,512
8. LESS: Deferred tax assets (DTAs) that arise from net operating loss and tax credit carryforwards, net of any related valuation allowances and net of DTLs.....		P843	3,033
9. AOCI-related adjustments (items 9.a. through 9.e. are effective January 1, 2015) (if entered "1" for Yes in item 3.a, complete only items 9.a through 9.e; if entered "0" for No in item 3.a, complete only item 9.f):			
a. LESS: Net unrealized gains (losses) on available-for-sale securities (if a gain, report as a positive value; if a loss, report as a negative value).....		P844	607,577
b. LESS: Net unrealized loss on available-for-sale preferred stock classified as an equity security under GAAP and available-for-sale equity exposures (report loss as a positive value) .....		P845	0
c. LESS: Accumulated net gains (losses) on cash flow hedges (if a gain, report as a positive value; if a loss, report as a negative value) .....		P846	47,214
d. LESS: Amounts recorded in AOCI attributed to defined benefit postretirement plans resulting from the initial and subsequent application of the relevant GAAP standards that pertain to such plans (if a gain, report as a positive value; if a loss, report as a negative value).....		P847	-67,054
e. LESS: Net unrealized gains (losses) on held-to-maturity securities that are included in AOCI (if a gain, report as a positive value; if a loss, report as a negative value).....		P848	0
f. To be completed only by holding companies that entered "0" for No in item 3.a: LESS: Accumulated net gain (loss) on cash flow hedges included in AOCI, net of applicable income taxes, that relate to the hedging of items that are not recognized at fair value on the balance sheet (if a gain, report as a positive value; if a loss, report as a negative value) .....		P849	
10. Other deductions from (additions to) common equity tier 1 capital before threshold-based deductions:			
a. LESS: Unrealized net gain (loss) related to changes in the fair value of liabilities that are due to changes in own credit risk (if a gain, report as a positive value; if a loss, report as a negative value) .....		Q258	
b. LESS: All other deductions from (additions to) common equity Tier 1 capital before threshold-based deductions.....		P850	
11. LESS: Non-significant investments in the capital of unconsolidated financial institutions in the form of common stock that exceed the 10 percent threshold for non-significant investments .....		P851	
12. Subtotal (item 5 minus items 6 through 11) .....		P852	11,543,067

Part I—Continued

		Dollar Amounts in Thousands	BHCA	
13.	LESS: Significant investments in the capital of unconsolidated financial institutions in the form of common stock, net of associated DTLs, that exceed the 10 percent common equity Tier 1 capital deduction threshold .....			
			P853	13.
14.	LESS: MSAs, net of associated DTLs, that exceed the 10 percent common equity Tier 1 capital deduction threshold .....			
			P854	14.
15.	LESS: DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs, that exceed the 10 percent common equity Tier 1 capital deduction threshold.....			
			P855	15.
16.	LESS: Amount of significant investments in the capital of unconsolidated financial institutions in the form of common stock, net of associated DTLs; MSAs, net of associated DTLs; and DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs; that exceeds the 15 percent common equity Tier 1 capital deduction threshold.....			
			P856	16.
17.	LESS: Deductions applied to common equity tier 1 capital due to insufficient amounts of additional Tier 1 capital and tier 2 capital to cover deductions.....			
			P857	17.
18.	Total adjustments and deductions for common equity Tier 1 capital (sum of items 13 through 17) .....		P858	18.
19.	Common equity Tier 1 capital (item 12 minus item 18).....		P859	19.
		11,543,067		
<b>Additional tier 1 capital</b>				
20.	Additional Tier 1 capital instruments plus related surplus.....		P860	20.
		1,331,122		
21.	Non-qualifying capital instruments subject to phase out from additional Tier 1 capital.....		P861	21.
		12,456		
22.	Tier 1 minority interest not included in common equity Tier 1 capital.....		P862	22.
23.	Additional Tier 1 capital before deductions (sum of items 20, 21, and 22).....		P863	23.
		1,343,578		
24.	LESS: Additional Tier 1 capital deductions.....		P864	24.
		4,550		
25.	Additional Tier 1 capital (greater of item 23 minus item 24, or zero) .....		P865	25.
		1,339,028		
<b>Tier 1 capital</b>				
26.	Tier 1 capital (sum of items 19 and 25) .....		8274	26.
		12,882,095		
<b>Tier 2 capital</b>				
27.	Tier 2 capital instruments plus related surplus.....		P866	27.
		2,633,493		
28.	Non-qualifying capital instruments subject to phase out from Tier 2 capital .....		P867	28.
29.	Total capital minority interest that is not included in Tier 1 capital.....		P868	29.
30.	a. Allowance for loan and lease losses includable in Tier 2 capital .....		5310	30.a.
	b. (Advanced approaches holding companies that exit parallel run only): Eligible credit reserves includable in Tier 2 capital.....		BHCW	
			5310	30.b.
31.	Unrealized gains on available-for-sale preferred stock classified as an equity security under GAAP and available-for-sale equity exposures includable in Tier 2 capital.....		BHCA	
		1,006	Q257	31.
32.	a. Tier 2 capital before deductions (sum of items 27 through 30.a, plus item 31).....		P870	32.a.
		4,111,516		
	b. (Advanced approaches holding companies that exit parallel run only): Tier 2 capital before deductions (sum of items 27 through 29, plus items 30.b and 31).....		BHCW	
		2,634,499	P870	32.b.
			BHCA	
33.	LESS: Tier 2 capital deductions .....		P872	33.
34.	a. Tier 2 capital (greater of item 32.a minus item 33, or zero).....		5311	34.a.
		4,111,516		
	b. (Advanced approaches holding companies that exit parallel run only): Tier 2 capital (greater of item 32.b less item 33, or zero).....		BHCW	
		2,634,499	5311	34.b.
<b>Total Capital</b>				
35.	a. Total capital (sum of items 26 and 34.a).....		BHCA	
		16,993,611	3792	35.a.
	b. (Advanced approaches holding companies that exit parallel run only): Total capital (sum of items 26 and 34.b).....		BHCW	
		15,516,594	3792	35.b.

Part I—Continued

		Dollar Amounts in Thousands		BHCX		
<b>Total Assets for the Leverage Ratio</b>						
36.	Average total consolidated assets.....			3368	136,789,301	36.
37.	LESS: Deductions from common equity Tier 1 capital and additional Tier 1 capital (sum of items 6, 7, 8, 10.b, 11, 13 through 17, and certain elements of item 24 - see instructions).....			BHCA		
				P875	2,407,172	37.
38.	LESS: Other deductions from (additions to) assets for leverage ratio purposes.....			B596		38.
39.	<b>Total assets for the leverage ratio (item 36 minus items 37 and 38).....</b>			A224	134,382,129	39.
<b>Total Risk-Weighted Assets</b>						
40.	a. Total risk-weighted assets (from Schedule RC-R, Part II item 31).....			A223	121,309,657	40.a.
	b. (Advanced approaches holding companies that exit parallel run only): Total risk-weighted assets using advanced approaches rule (from FFIEC 101, Schedule A, item 60).....			BHCW		
				A223		40.b.

		Column A		Column B		
		BHCA	Percentage	BHCW	Percentage	
<b>Risk-Based Capital Ratios</b>						
41.	Common equity tier 1 capital ratio (Column A: item 19 divided by item 40.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 19 divided by item 40.b).....	P793	9.52	P793	0.00	41.
42.	Tier 1 capital ratio (Column A: item 26 divided by item 40.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 26 divided by item 40.b).....	7206	10.62	7206	0.00	42.
43.	Total capital ratio (Column A: item 35.a divided by item 40.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 35.b divided by item 40.b).....	7205	14.01	7205	0.00	43.

		BHCA	Percentage	
44.	Tier 1 leverage ratio (item 26 divided by item 39).....	7204	9.59	44.
45.	Advanced approaches holding companies only: Supplementary leverage ratio (from FFIEC 101, Schedule A, item 98) (effective January 1, 2015).....			45.

		BHCA	Percentage	
<b>Capital Buffer</b>				
46.	Institution-specific capital buffer necessary to avoid limitations on distributions and discretionary bonus payments (effective January 1, 2016):			
	a. Capital conservation buffer.....			46.a.
	b. (Advanced approaches holding companies that exit parallel run only): Total applicable capital buffer.....			46.b.

		Dollar Amounts in Thousands		BHCA	
Effective January 1, 2016: Institutions must complete items 47 and 48 if the amount in item 46.a (or the lower of 46.a or 46.b for an advanced approaches holding company that has exited parallel run) is less than or equal to the applicable minimum capital conservation buffer:					
47.	Eligible retained income.....				47.
48.	Distributions and discretionary bonus payments during the quarter.....				48.



# Schedule HC-R—Continued

## Part II. Risk-Weighted Assets

This schedule is to be submitted on a consolidated basis.

Holding companies (HC) are required to assign a 100 percent risk weight to all assets not specifically assigned a risk-weight under Subpart D of regulatory capital rules<sup>1</sup> and not deducted from tier 1 or tier 2 capital.

	(Column A)	(Column B)	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)	
	Totals From Schedule HC	Adjustments to Totals Reported in Column A	Allocation by Risk-Weight Category								
			0%	2%	4%	10%	20%	50%	100%	150%	
Dollar Amounts in Thousands											
<b>Balance Sheet Asset Categories <sup>2</sup></b>											
1. Cash and balances due from depository institutions.....	BHCK D957 7,841,686	BHCK S396	BHCK D958 5,873,346				BHCK D959 1,966,228	BHCK S397 70	BHCK D960 1,838	BHCK S398 204	1.
2. Securities:											
a. Held-to-maturity securities.....	BHCK D961 175,609	BHCK S399	BHCK D962				BHCK D963 175,609	BHCK D964	BHCK D965	BHCK S400	2.a.
b. Available-for-sale securities.....	BHCK D966 22,561,822	BHCK S402 822,704	BHCK D967 12,045,600				BHCK D968 8,797,757	BHCK D969 41,674	BHCK D970 854,087	BHCK S403	2.b.
3. Federal funds sold and securities purchased under agreements to resell:											
a. Federal funds sold (in domestic offices).....	BHCK D971		BHCK D972				BHCK D973	BHCK S410	BHCK D974	BHCK S411	3.a.
b. Securities purchased under agreements to resell.....	BHCK H171	BHCK H172									3.b.
4. Loans and leases held for sale:											
a. Residential mortgage exposures.....	BHCK S413 688,925	BHCK S414	BHCK H173				BHCK S415 61,340	BHCK S416 470,720	BHCK S417 156,865		4.a.
b. High volatility commercial real estate exposures.....	BHCK S419 183	BHCK S420	BHCK H174				BHCK H175	BHCK H176	BHCK H177	BHCK S421 183	4.b.
c. Exposures past due 90 days or more or on nonaccr <sup>3</sup> .....	BHCK S423 2,116	BHCK S424	BHCK S425				BHCK S426	BHCK S427	BHCK S428	BHCK S429 2,116	4.c.

1. For bank holding companies, 12 CFR Part 217 and 225; and for covered savings and loan holding companies, 12 CFR Part 217.

2. All securitization exposures held as on-balance sheet assets of the reporting institution are to be excluded from items 1 through 8 and are to be reported instead in item 9.
3. For loans and leases held for sale, exclude residential mortgage exposures, high volatility commercial real estate exposures, or sovereign exposures that are past due 90 days or more or on nonaccrual.

**Schedule HC-R—Continued**  
**Part II. Risk-Weighted Assets—Continued**

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)	
	Allocation by Risk-Weight Category							Application of Other Risk-Weighting Approaches <sup>4</sup>		
	250% <sup>5</sup>	300%	400%	600%	625%	937.5%	1250%	Exposure Amount	Risk-Weighted Asset Amount	
Dollar Amounts in Thousands										
<b>Balance Sheet Asset Categories (continued)</b>										
1. Cash and balances due from depository institutions.....										1.
2. Securities:										
a. Held-to-maturity securities.....										2.a.
b. Available-for-sale securities.....		BHCK S405		BHCK S406				BHCK H271	BHCK H272	2.b.
3. Federal funds sold and securities purchased under agreements to resell:										
a. Federal funds sold (in domestic offices).....										3.a.
b. Securities purchased under agreements to resell.....										3.b.
4. Loans and leases held for sale:										
a. Residential mortgage exposures.....								BHCK H273	BHCK H274	4.a.
b. High volatility commercial real estate exposures.....								BHCK H275	BHCK H276	4.b.
c. Exposures past due 90 days or more or on nonaccr <sup>6</sup> .....								BHCK H277	BHCK H278	4.c.

4. Includes, for example, investments in mutual funds/investment funds, exposures collateralized by securitization exposures or mutual funds, exposures to which the collateral haircut approach is applied, separate account bank-owned life insurance, and default fund contributions to central counterparties.
5. Effective January 1, 2018.
6. For loans and leases held for sale, exclude residential mortgage exposures, high volatility commercial real estate exposures, or sovereign exposures that are past due 90 days or more or on nonaccrual.

**Schedule HC-R—Continued**  
**Part II. Risk-Weighted Assets—Continued**

	(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reported in Column A	Allocation by Risk-Weight Category							(Column I)	(Column J)
			(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)			
			0%	2%	4%	10%	20%	50%	100%		
Dollar Amounts in Thousands											
4. Loans and leases held for sale (continued):											
d. All other exposures.....	BHCK S431	BHCK S432	BHCK S433				BHCK S434	BHCK S435	BHCK S436	BHCK S437	
	33,258								33,258		
5. Loans and leases, net of unearned income:											
a. Resi expo	BHCK S439	BHCK S440	BHCK H178				BHCK S441	BHCK S442	BHCK S443		
	20,693,716						849,968	13,265,930	6,577,818		
b. High volatility commercial real estate exposures.....	BHCK S445	BHCK S446	BHCK H179				BHCK H180	BHCK H181	BHCK H182	BHCK S447	
	661,157									661,157	
c. Exposures past due 90 days or more or on nonaccrual <sup>7</sup> .....	BHCK S449	BHCK S450	BHCK S451				BHCK S452	BHCK S453	BHCK S454	BHCK S455	
	400,501									400,501	
	BHCK S457	BHCK S458	BHCK S459				BHCK S460	BHCK S461	BHCK S462	BHCK S463	
	67,611,678		1,217				395,132	113,135	66,984,027	118,167	
d. All other exposures.....	BHCK S431	BHCK S432									
	1,299,943	1,299,943									
6. LESS: Allowance for loan and lease losses.....	BHCK D976	BHCK S466	BHCK D977				BHCK D978	BHCK D979	BHCK D980	BHCK S467	
	1,649,772	1,409,125									
7. Trading assets.....	BHCK D981	BHCK S469	BHCK D982				BHCK D983	BHCK D984	BHCK D985	BHCK H185	
	14,325,657	2,911,819	556,991				519,002		9,125,979		
8. All other assets <sup>8</sup> .....											
a. Separate account bank-owned life insurance.....											
b. Default fund contributions to central counterparties.....											

7. For loans and leases, net of unearned income, exclude residential mortgage exposures, high volatility commercial real estate exposures, or sovereign exposures that are past due 90 days or more or on nonaccrual.

8. Includes premises and fixed assets; other real estate owned; investments in unconsolidated subsidiaries and associated companies; direct and indirect investments in real estate ventures; intangible assets; and other assets.

**Part II. Risk-Weighted Assets—Continued**

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)	
	Allocation by Risk-Weight Category							Application of Other Risk-Weighting Approaches <sup>9</sup>		
	250% <sup>10</sup>	300%	400%	600%	625%	937.5%	1250%	Exposure Amount	Risk-Weighted Asset Amount	
Dollar Amounts in Thousands										
4. Loans and leases held for sale (continued):										
d. All other exposures.....								BHCK H279	BHCK H280	4.d.
5. Loans and leases, net of unearned income:										
a. Residential mortgage exposures.....								BHCK H281	BHCK H282	5.a.
b. High volatility commercial real estate exposures.....								BHCK H283	BHCK H284	5.b.
c. Exposures past due 90 days or more or on nonaccrual <sup>11</sup> .....								BHCK H285	BHCK H286	5.c.
d. All other exposures.....								BHCK H287	BHCK H288	5.d.
6. LESS: Allowance for loan and lease losses.....										
		BHCK H186	BHCK H290	BHCK H187				BHCK H291	BHCK H292	
7. Trading assets.....								240,647	263,872	7.
		BHCK H188	BHCK S470	BHCK S471				BHCK H294	BHCK H295	
8. All other assets <sup>12</sup>										8.
a. Separate account bank-owned life insurance.....								BHCK H296	BHCK H297	8.a.
b. Default fund contributions to central counterparties.....								1,211,866	647,536	8.a.
								BHCK H298	BHCK H299	8.b.

9. Includes, for example, investments in mutual funds/investment funds, exposures collateralized by securitization exposures or mutual funds, exposures to which the collateral haircut approach is applied, separate account bank-owned life insurance, and default fund contributions to central counterparties.

10. Effective January 1, 2018.

11. For loans and leases, held for sale, exclude residential mortgage exposures, high volatility commercial real estate exposures, or sovereign exposures that are past due 90 days or more or on nonaccrual.

12. For loans and leases, net of unearned income, exclude residential mortgage exposures, high volatility commercial real estate exposures, or sovereign exposures that are past due 90 days or more or on nonaccrual.

**Schedule HC-R—Continued**  
**Part II. Risk-Weighted Assets—Continued**

	(Column A) Totals	(Column B) Adjustments to Totals Reported in Column A	(Column Q)	(Column T)	(Column U)	
			Allocation by Risk-Weight Category	Total Risk-Weighted Asset Amount by Calculation Methodology		
				1250%	SSFA <sup>13</sup>	
Dollar Amounts in Thousands						
<b>Securitization Exposures: On-and Off-Balance Sheet</b>						
9. On-balance sheet securitization exposures:						
a. Held-to-maturity securities.....	BHCK S475	BHCK S476	BHCK S477	BHCK S478	BHCK S479	9.a.
b. Available-for-sale securities.....	BHCK S480	BHCK S481	BHCK S482	BHCK S483	BHCK S484	9.b.
	3,246,578	3,246,578		951,268		
	BHCK S485	BHCK S486	BHCK S487	BHCK S488	BHCK S489	9.c.
c. Trading assets.....	BHCK S490	BHCK S491	BHCK S492	BHCK S493	BHCK S494	
d. All other on-balance sheet securitization exposures.....	1,877,201	1,877,201		1,703,589		9.d.
	BHCK S495	BHCK S496	BHCK S497	BHCK S498	BHCK S499	10.
10 Off-balance sheet securitization exposures.....						

	(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reported in Column A	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)	
			Allocation by Risk-Weight Category								
			0%	2%	4%	10%	20%	50%	100%	150%	
Dollar Amounts in Thousands											
11 Total balance sheet assets <sup>14</sup> .....											
	BHCT 2170	BHCK S500	BHCK D987				BHCK D988	BHCK D989	BHCK D990	BHCK S503	11.
	140,469,916	8,967,484	18,477,154				12,765,036	13,891,529	83,733,872	1,182,328	

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)	
								Application of Other Risk-Weighting Approaches	
Allocation by Risk-Weight Category									
	250% <sup>15</sup>	300%	400%	600%	625%	938%	1250%		
Dollar Amounts in Thousands									
11 Total balance sheet assets <sup>14</sup> .....									
		BHCK S505	BHCK S506	BHCK S507			BHCK S510	BHCK H300	11.
								1,452,513	

13. Simplified Supervisory Formula Approach.

14. For each of columns A through R of item 11, report the sum of items 1 through 9. For item 11, the sum of columns B through R must equal column A.

15. Effective January 1, 2018.

**Schedule HC-R—Continued**  
**Part II. Risk-Weighted Assets—Continued**

Dollar Amounts in Thousa	(Column A)	<sup>16</sup>	(Column B)	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)	(Column R)	(Column S)
	Face, Notional, or Other Amount	CCF	Credit Equivalent Amount <sup>17</sup>	Allocation by Risk-Weight Category								Application of Other Risk-Weighting Approaches <sup>20</sup>	
				0%	2%	4%	10%	20%	50%	100%	150%	Credit Equivale Amount	Risk-Weighted Asset Amount
<b>Derivatives, Off-Balance Sheet Items, and Other Items Subject to Risk-Weighting (Excluding Securitization Exposure) <sup>18</sup></b>													
12 Financial standby letters of credit.....	BHCK D991		BHCK D992	BHCK D993				BHCK D994	BHCK D995	BHCK D996	BHCK S511		
	2,727,424	1.0	2,727,424	85,847				31,524		2,610,053			12.
13 Performance standby letters of credit and transaction-related contingent items.....	BHCK D997		BHCK D998	BHCK D999				BHCK G603	BHCK G604	BHCK G605	BHCK S512		
	966,060	0.5	483,030	4,612				209		478,209			13.
14 Commercial and similar letters of credit with an original maturity of one year or less.....	BHCK G606		BHCK G607	BHCK G608				BHCK G609	BHCK G610	BHCK G611	BHCK S513		
	83,702	0.2	16,740	3,130				1,344	2,359	9,864	43		14.
15 Retained recourse on small business obligations sold with recourse.....	BHCK G612		BHCK G613	BHCK G614				BHCK G615	BHCK G616	BHCK G617	BHCK S514		
		1.0											15.
16 Repo-style transactions <sup>21</sup> .....	BHCK S515		BHCK S516	BHCK S517	BHCK S518	BHCK S519		BHCK S520	BHCK S521	BHCK S522	BHCK S523	BHCK H301	BHCK H302
	877,761	1.0	877,761	780,610						97,151			
17 All other off-balance sheet liabilities.....	BHCK G618		BHCK G619	BHCK G620				BHCKG621	BHCK G622	BHCK G623	BHCK S524		
	534,694	1.0	534,694					780	138,325	395,589			17.

16. Credit conversion factor.  
17. Column A multiplied by credit conversion factor. For each of items 12 through 21, the sum of columns C through J plus column R must equal column B.  
18. All derivatives and off-balance sheet items that are securitization exposures are to be excluded from items 12 through 21 and are to be reported instead in item 10.  
19. Includes securities purchased under agreements to resell (reverse repos), securities sold under agreements to repurchase (repos), securities borrowed, and securities lent.  
20. Includes, for example, exposures collateralized by securitization exposures or mutual funds and exposures to which the collateral haircut approach is applied.  
21. Includes securities purchased under agreements to resell (reverse repos), securities sold under agreements to repurchase (repos), securities borrowed, and securities lent.

**Schedule HC-R—Continued**  
**Part II. Risk-Weighted Assets—Continued**

	(Column A)	22	(Column B)	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)	
	Face, Notional, or Other Amount	CC	Credit Equival Amount <sup>23</sup>	Allocation by Risk-Weight Category								
				0%	2%	4%	10%	20%	50%	100%	150%	
Dollar Amounts in Thousands												
18 Unused commitments:												
a. Original maturity of one year or less, excluding asset-backed commercial paper (ABCP) conduits.....	BHCK S525		BHCK S526	BHCK S527				BHCK S528	BHCK S529	BHCK S530	BHCK S531	18.a
	6,718,800	0.2	1,343,760				69,734			1,274,026		
b. Original maturity of one year or less to ABCP conduits.....												18.b
c. Original maturity exceeding one year.....	BHCK G624		BHCK G625	BHCK G626				BHCK G627	BHCK G628	BHCK G629	BHCK S539	18.c
	32,766,397	0.5	16,383,199				6,671	41,599	16,334,929			
19 Unconditionally cancelable commitments.....	BHCK S540		BHCK S541									19.
	25,028,853	0.0										
20 Over-the-counter derivatives.....			BHCK S542	BHCK S543			BHCK S544	BHCK S545	BHCK S546	BHCK S547	BHCK S548	20.
			2,535,864	841,514			549,643		1,144,707			
21 Centrally cleared derivatives.....			BHCK S549	BHCK S550	BHCK S551	BHCK S552		BHCK S554	BHCK S555	BHCK S556	BHCK S557	21.
			241,536	10,073		231,463						
22 Unsettled transactions (failed trades) <sup>24</sup> .....	BHCK H191			BHCK H193				BHCK H194	BHCK H195	BHCK H196	BHCK H197	22.

22. Credit conversion factor.  
23. For items 18.c. and 19, columnA multiplied by credit conversion factor.  
24. For item 22, the sum of columns C through Q must equal columnA.

**Schedule HC-R—Continued**  
**Part II. Risk-Weighted Assets—Continued**

	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)	
	Allocation by Risk-Weight Category			Application of Other Risk-Weighting Approaches <sup>25</sup>		
	625%	937.5%	1250%	Credit Equivalent Amount	Risk-Weighted Asset Amount	
	Dollar Amounts in Thousands					
18 Unused commitments:						
a. Original maturity of one year or less, excluding asset-backed commercial paper (ABCP) conduits.....				BHCK H303	BHCK H304	18.a.
b. Original maturity of one year or less to ABCP Conduits.....						18.b.
c. Original maturity exceeding one year.....				BHCK H307	BHCK H308	18.c.
19 Unconditionally cancelable commitments.....						19.
20 Over-the-counter derivatives.....				BHCK H309	BHCK H310	20.
21 Centrally cleared derivatives.....						21.
22 Unsettled transactions (failed trades) <sup>26</sup> .....	BHCK H198	BHCK H199	BHCK H200			22.

25. Includes, for example, exposures collateralized by securitization exposures or mutual funds and exposures to which the collateral haircut approach is applied.

26. For item 22, the sum of columns C through Q must equal column A.



**Schedule HC-R—Continued**  
**Part II. Risk-Weighted Assets—Continued**

		(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)
		Allocation by Risk-Weight Category							
		0%	2%	4%	10%	20%	50%	100%	150%
Dollar Amounts in Thousands									
23	Total assets, derivatives, off-balance sheet items, and other items subject to risk weighting by risk-weight category (for each of columns C through P, sum of items 11 through 22; for column Q, sum of items 10 through 22).....								
		BHCK G630	BHCK S558	BHCK S559	BHCK S560	BHCK G631	BHCK G632	BHCK G633	BHCK S561
		20,202,940		231,463		13,424,941	14,073,812	106,078,400	1,182,371
24	Risk weight factor.....	X 0%	X 2%	X 4%	X 10%	X 20%	X 50%	X 100%	X 150%
25	Risk-weighted assets by risk-weight category (for each column, item 23 multiplied by item 24).....								
		BHCK G634	BHCK S569	BHCK S570	BHCK S571	BHCK G635	BHCK G636	BHCK G637	BHCK S572
		0		9,259		2,684,988	7,036,906	106,078,400	1,773,557

**Schedule HC-R—Continued**  
**Part II. Risk-Weighted Assets—Continued**

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)
	Allocation by Risk-Weight Category						
	250% <sup>27</sup>	300%	400%	600%	625%	937.5%	1250%
23 Total assets, derivatives, off-balance sheet items, and other items subject to risk weighting by risk-weight category (for each of columns C through P, sum of items 11 through 22; for column Q, sum of items 10 through 22).....							
		BHCK S563	BHCK S564	BHCK S565	BHCK S566	BHCK S567	BHCK S568
24 Risk weight factor.....	X 250%	X 300%	X 400%	X 600%	X 625%	X 937.5%	X 1250%
25 Risk-weighted assets by risk-weight category (for each column, item 23 multiplied by item 24).....							
		BHCK S574	BHCK S575	BHCK S576	BHCK S577	BHCK S578	BHCK S579

23.  
24.  
25.

	Totals	
	BHC	
26 Risk-weighted assets for purposes of calculating the allowance for loan and lease losses 1.25 percent threshold.....	S580	121,149,375
27 Standardized market-risk weighted assets (applicable only to holding companies that are covered by the market risk capital rules).....	S581	160,282
28 Risk-weighted assets before deductions for excess allowance of loan and lease losses and allocated risk trans <sup>28</sup> .....	B704	121,309,657
29 LESS: Excess allowance for loan and lease losses.....	A222	
30 LESS: Allocated transfer risk reserve.....	3128	
31 Total risk-weighted assets (item 28 minus items 29 and 30).....	G641	121,309,657

26.  
27.  
28.  
29.  
30.  
31.

<sup>27</sup> Effective January 1, 2018.  
<sup>28</sup> Sum of items 2.b. through 20, column S; items 9.a., 9.b., 9.c., 9.d., and 10, columns T and U; item 25, columns C through Q; and item 27 (if applicable).

**Schedule HC-R—Continued**  
**Part II. Risk-Weighted Assets—Continued**  
**Memoranda**

		Dollar Amounts in Thousands	BHCK	
1.	Current credit exposure across all derivative contracts covered by the regulatory capital rules.....		G642	1,909,354

M.1.

		With a remaining maturity of					
		(Column A) One year or less		(Column B) Over one year through five years		(Column C) Over five years	
Dollar Amounts in Thousands		BHCK		BHCK		BHCK	
2.	Notional principal amounts of over-the-counter derivative contracts:						
a.	Interest rate	S582	6,922,835	S583	18,208,227	S584	4,261,550
b.	Foreign exchange rate and gold	S585	11,329,373	S586	3,857,316	S587	1,109
c.	Credit (investment grade reference asset)	S588		S589	176,662	S590	3,259
d.	Credit (non-investment grade reference asset)	S591	41,738	S592	139,388	S593	28,378
e.	Equity	S594		S595	1,089,836	S596	
f.	Precious metals (except gold)	S597		S598		S599	
g.	Other	S600	1,213,176	S601	727,662	S602	
3.	Notional principal amounts of centrally cleared derivative contracts:						
a.	Interest rate	S603	220,090	S604	8,602,478	S605	2,040,577
b.	Foreign exchange rate and gold	S606		S607		S608	
c.	Credit (investment grade reference asset)	S609		S610		S611	
d.	Credit (non-investment grade reference asset)	S612		S613		S614	
e.	Equity	S615		S616		S617	
f.	Precious metals (except gold)	S618		S619		S620	
g.	Other	S621	74,477	S622		S623	

M.2.a.  
M.2.b.  
M.2.c.  
M.2.d.  
M.2.e.  
M.2.f.  
M.2.g.  
M.3.a.  
M.3.b.  
M.3.c.  
M.3.d.  
M.3.e.  
M.3.f.  
M.3.g.

		Dollar Amounts in Thousands	BHCK	
4.	Standardized market risk-weighted assets attributable to specific risk (included in Schedule HC-R, item 27).....		S624	23,935

M.4.

# Schedule HC-S—Servicing, Securitization, and Asset Sale Activities

							C000
	(Column A) 1-4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans, All Leases, and All Other Assets
Dollar Amounts in Thousands							
<b>Securitization Activities</b>							
1. Outstanding principal balance of assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements .....	BHCK B705	BHCK B706	BHCK B707	BHCK B708	BHCK B709	BHCK B710	BHCK B711
	0	0	0	202,642	0	0	0
2. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to structures reported in item 1 in the form of:							
a. Credit enhancing interest-only strips (included in HC-B, HC-D, or HC-F).....	BHCK B712	BHCK B713	BHCK B714	BHCK B715	BHCK B716	BHCK B717	BHCK B718
	0	0	0	0	0	0	0
b. Subordinated securities and other residual interests.....	BHCK C393	BHCK C394	BHCK C395	BHCK C396	BHCK C397	BHCK C398	BHCK C399
	0	0	0	0	0	0	0
c. Standby letters of credit and other enhancements .....	BHCK C400	BHCK C401	BHCK C402	BHCK C403	BHCK C404	BHCK C405	BHCK C406
	0	0	0	0	0	0	0
3. Reporting institution's unused commitments to provide liquidity to structures reported in item 1 .....	BHCK B726	BHCK B727	BHCK B728	BHCK B729	BHCK B730	BHCK B731	BHCK B732
	0	0	0	0	0	0	0
4. Past due loan amounts included in item 1:	BHCK B733	BHCK B734	BHCK B735	BHCK B736	BHCK B737	BHCK B738	BHCK B739
a. 30-89 days past due .....	0	0	0	188	0	0	0
	BHCK B740	BHCK B741	BHCK B742	BHCK B743	BHCK B744	BHCK B745	BHCK B746
b. 90 days or more past due .....	0	0	0	11	0	0	0
5. Charge-offs and recoveries on assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements (calendar year-to-date):							
a. Charge-offs .....	BHCK B747	BHCK B748	BHCK B749	BHCK B750	BHCK B751	BHCK B752	BHCK B753
	0	0	0	8	0	0	0
	BHCK B754	BHCK B755	BHCK B756	BHCK B757	BHCK B758	BHCK B759	BHCK B760
b. Recoveries .....	0	0	0	2	0	0	0



# Schedule HC-S—Continued

## Memoranda

		Dollar Amounts in Thousands		BHCK	
1. Small business obligations transferred with recourse under Section 208 of the Riegle Community Development and Regulatory Improvement Act of 1994:					
a. Outstanding principal balance.....					
		A249	0		M.1.a.
b. Amount of retained recourse on these obligations as of the report date .....					
		A250	0		M.1.b.
2. Outstanding principal balance of assets serviced for others (includes participations serviced for others):					
a. 1-4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements .....					
		B804	534,694		M.2.a.
b. 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements .....					
		B805	63,643,088		M.2.b.
c. Other financial assets <sup>1</sup> .....					
		A591	1,459,221		M.2.c.
d. 1-4 family residential mortgages serviced for others that are in process of foreclosure at quarter-end (includes closed-end and open-end loans) .....					
		F699	377,543		M.2.d.
3. Asset-backed commercial paper conduits:					
a. Maximum amount of credit exposure arising from credit enhancements provided to conduit structures in the form of standby letters of credit, subordinated securities, and other enhancements:					
(1) Conduits sponsored by the bank, a bank affiliate, or the holding company.....					
		B806	0		M.3.a.(1)
(2) Conduits sponsored by other unrelated institutions.....					
		B807	0		M.3.a.(2)
b. Unused commitments to provide liquidity to conduit structures:					
(1) Conduits sponsored by the bank, a bank affiliate, or the holding company.....					
		B808	0		M.3.b.(1)
(2) Conduits sponsored by other unrelated institutions.....					
		B809	20,542		M.3.b.(2)
4. Outstanding credit card fees and finance charges (included in Schedule HC-S, item 1, column C) <sup>2</sup> .....					
		C407	0		M.4.

1. Memorandum item 2.c is to be completed if the principal balance of other financial assets serviced for others is more than \$10 million.

2. Memorandum item 4 is to be completed by (1) holding companies that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).

**Schedule HC-V—Variable Interest Entities**

Dollar Amounts in Thousands	(Column A) Securitization Vehicles		(Column B) ABCP Conduits		(Column C) Other VIEs		
	BHCK		BHCK		BHCK		
1. Assets of consolidated variable interest entities (VIEs) that can be used only to settle obligations of consolidated VIEs:							
a. Cash and balances due from depository institutions	J981	174,639	J982	0	J983	565	1.a.
b. Held-to-maturity securities .....	J984	0	J985	0	J986	0	1.b.
c. Available-for-sale securities .....	J987	0	J988	0	J989	0	1.c.
d. Securities purchased under agreements to resell .....	J990	0	J991	0	J992	0	1.d.
e. Loans and leases held for sale .....	J993	0	J994	0	J995	0	1.e.
f. Loans and leases, net of unearned income.....	J996	2,900,184	J997	0	J998	47,840	1.f.
g. Less: Allowance for loan and lease losses.....	J999	11,775	K001	0	K002	10,796	1.g.
h. Trading assets (other than derivatives) .....	K003	0	K004	0	K005	0	1.h.
i. Derivative trading assets .....	K006	0	K007	0	K008	0	1.i.
j. Other real estate owned .....	K009	0	K010	0	K011	0	1.j.
k. Other assets.....	K012	23,600	K013	0	K014	437	1.k.
2. Liabilities of consolidated VIEs for which creditors do not have recourse to the general credit of the reporting holding company:							
a. Securities sold under agreements to repurchase .....	K015	0	K016	0	K017	0	2.a.
b. Derivative trading liabilities.....	K018	0	K019	0	K020	0	2.b.
c. Commercial paper .....	K021	0	K022	0	K023	0	2.c.
d. Other borrowed money (exclude commercial paper) .....	K024	2,983,052	K025	0	K026	0	2.d.
e. Other liabilities .....	K027	4,018	K028	0	K029	13	2.e.
3. All other assets of consolidated VIEs (not included in items 1.a through 1.k above).....	K030	0	K031	0	K032	0	3.
4. All other liabilities of consolidated VIEs (not included in items 2.a through 2.e above).....	K033	0	K034	0	K035	0	4.

## Notes to the Balance Sheet—Predecessor Financial Items

For holding companies involved in a business combination(s) during the quarter, provide on the lines below quarterly average information for any acquired company(ies) with aggregated assets of \$10 billion or more or 5 percent of the reporting holding company's total consolidated assets as of the previous quarter-end, whichever is less.

	Dollar Amounts in Thousands	BHBC		
1. Average loans and leases (net of unearned income) .....		3516	0	1.
2. Average earning assets .....		3402	0	2.
3. Average total consolidated assets .....		3368	0	3.
4. Average equity capital .....		3519	0	4.

## Notes to the Balance Sheet (Other)

Enter in the lines provided below any additional information on specific line items on the balance sheet or its supporting schedules that the holding company wishes to explain, that has been separately disclosed in the holding company's quarterly reports to its shareholders, in its press releases, or on its quarterly reports to the Securities and Exchange Commission (SEC). Also include any transactions which previously would have appeared as footnotes to Schedules HC through HC-S.

Each additional piece of information disclosed should include the appropriate reference to schedule and item number, as well as a description of the additional information and the dollar amount (in thousands of dollars) associated with that disclosure.

### Example

A holding company has guaranteed a new loan for its leveraged Employee Stock Ownership Plan (ESOP) for \$750 thousand and that amount has increased the holding company's long-term unsecured debt by a material amount. The holding company has disclosed that change to its stockholders and to the SEC. Enter on the line item below the following information:

TEXT	BHCK	
0000 Sch. HC, item 16, New loan to holding company's ESOP guaranteed		
by holding company		
	0000	750

## Notes to the Balance Sheet (Other)

TEXT	Dollar Amounts in Thousands	BHCK		
1. Outstanding issuances of perpetual preferred stock associated with the U.S. Department of Treasury Community Development Capital Initiative (CDCI) program included in Schedule HC, item 23, Perpetual preferred stock and related surplus (for Subchapter S corporations, outstanding issuances of subordinated debt securities associated with CDCI included in Schedule HC, item 19.a, Subordinated notes and debentures)		K141	0	1.
2. 5357				
		5357	0	2.
3. 5358				
		5358	0	3.
4. 5359				
		5359	0	4.
5. 5360				
		5360	0	5.
6. B027				
		B027	0	6.



Notes to the Balance Sheet (Other)—Continued

TEXT		Dollar Amounts in Thousands	BHCK	
7.	B028			
			B028	0 7.
8.	B029			
			B029	0 8.
9.	B030			
			B030	0 9.
10.	B031			
			B031	0 10.
11.	B032			
			B032	0 11.
12.	B033			
			B033	0 12.
13.	B034			
			B034	0 13.
14.	B035			
			B035	0 14.
15.	B036			
			B036	0 15.
16.	B037			
			B037	0 16.
17.	B038			
			B038	0 17.
18.	B039			
			B039	0 18.
19.	B040			
			B040	0 19.
20.	B041			
			B041	0 20.

Please provide response to all questions in the section below :-

Regulatory Questions	Enter 1 for 'Yes' or 0 for 'No'
Are your quarterly average trading assets greater than OR equal to \$2 million for any of the four preceding quarters?	1
Are your BHC assets as of June of the last calendar year greater than or equal to \$1 billion?	1
Are your BHC assets as of June of the last calendar year greater than or equal to \$10 billion?	1
Are you a Top-Tier BHC OR a Lower-Tier BHC acting as a Top Tier BHC? (If NO; do NOT complete HC-Mem.)	1
Are your BHC assets greater than OR equal to \$500 million?	1
Are you an Advanced Approach (for Capital Components and Ratios) BHC?	0
Are you an Advanced Approach (for Capital Components and Ratios) BHC that exit parallel run only?	0
Are your quarterly average trading assets greater than OR equal to \$2 million for any quarter of the preceding calendar year?	1
Has your Bank Holding Company been involved in business combinations during the quarter?	0
Has the bank holding company engaged in a full-scope independent external audit as of the December 31 report date?	1
Are you a Top-Tier BHC OR a Lower-Tier BHC acting as a Top Tier BHC? (If NO; do NOT complete HC-I.)	1
Are you a grandfathered unitary SLHC that has met the exemption requirements in 12 CFR 217.2?	0

Please provide response to both questions in the section below, the default response for the second question is set on '0'. You may change the same :-

WK Questions	Enter 1 for 'Yes' or 0 for 'No'
Do you want to perform previous/current validation?	1
Do you want to provide explanations for failed edits?	1

Please select any one previous work collection from the list	Response
	Enter '1' against the selected work collection
FR Y-9C Fifth Third Bancorp (3/31/2015)	
FR 2052b (2/28/2015)	
FR 2052b (1/31/2015)	
FR Y-9C Amend 3.5.15 Fifth Third Bancorp (12/31/2014)	1
FR Y-9C Fifth Third Bancorp (12/31/2014)	
FR Y-9C Fifth Third Bancorp (CAP_TEST) (12/31/2014)	
Monthly Reg Cap - Bancorp (11/30/2014)	
FR Y-9C Fifth Third Bancorp (9/30/2014)	
FR Y-9C Bancorp Amended 12/1/14 (6/30/2014)	
FR Y-9C Bancorp Amended 12/1/14 (3/31/2014)	
FR Y-9C Bancorp Amended 12/1/14 (12/31/2013)	
FR Y-9C Bancorp Amended 12/1/14 (9/30/2013)	
FR Y-9C Bancorp Amended 12/1/14 (6/30/2013)	
FR Y-9C Bancorp Amended 12/1/2014 (3/31/2013)	