

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 BHC Act (12 U.S.C. § 1844(c)), section 10 of Home Owners' Loan Act (HOLA) (12 U.S.C. § 1467a(b)), section 618 of the Dodd-Frank Act (12 U.S.C. § 1850a(c)(1)), section 165 of the Dodd-Frank Act (12 U.S.C. § 5365), and section 252.153(b)(2) of Regulation YY (12 CFR 252.153(b)(2)).

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 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).

Date of Report: **September 30, 2017**
Month / Day / Year (BHCK 9999)

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)

Signature of Chief Financial Officer (or Equivalent)

11/08/2017

Date of Signature (MM/DD/YYYY) (BHTX J196)

Cincinnati

OH

45263

City (TEXT 9130)

State (TEXT 9200)

Zip Code (TEXT 9220)

Person to whom questions about this report should be directed:

Name / Title (BHTX 8901)

Area Code / Phone Number (BHTX 8902)

Area Code / FAX Number (BHTX 9116)

E-mail Address of Contact (BHTX 4086)

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

Public reporting burden for this information collection is estimated to vary from 5 to 1,250 hours per response, with an average of 45.59 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Comments regarding this burden estimate or any other aspect of this information collection, including suggestions for reducing the burden, may be sent to Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0128), Washington, DC 20503.

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	633,357	1.a.(1)(a)
(b) All other loans secured by real estate	4436	331,996	1.a.(1)(b)
(c) All other loans	F821	1,574,663	1.a.(1)(c)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs	4059	11,612	1.a.(2)
b. Income from lease financing receivables	4065	80,035	1.b.
c. Interest income on balances due from depository institutions [1]	4115	9,842	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	4,158	1.d.(1)
(2) Mortgage-backed securities	B489	658,774	1.d.(2)
(3) All other securities	4060	52,681	1.d.(3)
e. Interest income from trading assets	4069	8,730	1.e.
f. Interest income on federal funds sold and securities purchased under agreements to resell	4020	13	1.f.
g. Other interest income	4518	14,997	1.g.
h. Total interest income (sum of items 1.a through 1.g)	4107	3,380,858	1.h.
2. Interest expense			
a. Interest on deposits:			
(1) In domestic offices:			
(a) Time deposits of \$250,000 or less.....	HK03	46,591	2.a.(1)(a)
(b) Time deposits of more than \$250,000.....	HK04	14,581	2.a.(1)(b)
(c) Other deposits	6761	132,308	2.a.(1)(c)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs	4172	3,189	2.a.(2)
b. Expense on federal funds purchased and securities sold under agreements to repurchase	4180	4,697	2.b.
c. Interest on trading liabilities and other borrowed money (excluding subordinated notes and debentures)	4185	206,419	2.c.
d. Interest on subordinated notes and debentures and on mandatory convertible securities	4397	92,824	2.d.
e. Other interest expense	4398	1,439	2.e.
f. Total interest expense (sum of items 2.a through 2.e)	4073	502,048	2.f.
3. Net interest income (item 1.h minus item 2.f)	4074	2,878,810	3.
4. Provision for loan and lease losses (from Schedule HI-B, part II, item 5)	4230	193,181	4.
5. Noninterest income:			
a. Income from fiduciary activities	4070	184,594	5.a.
b. Service charges on deposit accounts in domestic offices	4483	430,402	5.b.
c. Trading revenue [2]	A220	163,045	5.c.
d. (1) Fees and commissions from securities brokerage.....	C886	37,197	5.d.(1)
(2) Investment banking, advisory, and underwriting fees and commissions.....	C888	103,239	5.d.(2)
(3) Fees and commissions from annuity sales.....	C887	21,788	5.d.(3)
(4) Underwriting income from insurance and reinsurance activities.....	C386	-368	5.d.(4)
(5) Income from other insurance activities.....	C387	15,138	5.d.(5)
e. Venture capital revenue	B491	28,619	5.e.
f. Net servicing fees	B492	48,436	5.f.
g. Net securitization income	B493	31	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	-12,908	5.i.
	j.	Net gains (losses) on sales of other real estate owned	8561	-5,167	5.j.
	k.	Net gains (losses) on sales of other assets [3].....	B496	13,335	5.k.
	l.	Other noninterest income [4].....	B497	1,583,494	5.l.
	m.	Total noninterest income (sum of items 5.a through 5.l).....	4079	2,610,875	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	-4,934	6.b.
7.	Noninterest expense:				
	a.	Salaries and employee benefits.....	4135	1,506,437	7.a.
	b.	Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest)	4217	309,187	7.b.
	c.	(1) Goodwill impairment losses.....	C216	0	7.c.(1)
		(2) Amortization expense and impairment losses for other intangible assets.....	C232	1,419	7.c.(2)
	d.	Other noninterest expense [5].....	4092	1,095,623	7.d.
	e.	Total noninterest expense (sum of items 7.a through 7.d).....	4093	2,912,666	7.e.
8.	Income (loss) before applicable income taxes and discontinued operations (sum of items 3, 5.m, 6.a, and 6.b minus items 4 and 7.e).....		4301	2,378,904	8.
9.	Applicable income taxes (foreign and domestic).....		4302	693,638	9.
10.	Income (loss) before discontinued operations (item 8 minus item 9).....		4300	1,685,266	10.
11.	Discontinued operations, net of applicable income taxes[6].....		FT28	0	11.
12.	Net income (loss) attributable to holding company and noncontrolling (minority) interests (sum of items 10 and 11)		G104	1,685,266	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	84	13.
14.	Net income (loss) attributable to holding company (item 12 minus item 13)		4340	1,685,182	14.

3. Exclude net gains(losses) on sales of trading assets and held-to-maturity and available-for-sale-securities.

4. See Schedule HI, memoranda item 6.

5. See Schedule HI, memoranda item 7.

6. 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	2,897,818	M.1.
2.	Net income before applicable income taxes, and discontinued operations (item 8 above) on a fully taxable equivalent basis.....		4592	2,397,913	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	33,282	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	1,632	M.4.
5.	Number of full-time equivalent employees at end of current period (round to nearest whole number).....		BHCK	Number	
			4150	17,797	M.5.
6.	Other noninterest income (from Schedule HI, item 5.l, above) (only report amounts greater than \$100,000 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	0	M.6.b.
	c.	Income and fees from automated teller machines (ATMs).....	C016	0	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	78,167	M.6.f.

Schedule HI—Continued

Memoranda—Continued

		Dollar Amounts in Thousands		BHCK		
6.	g.	Bank card and credit card interchange fees		F555	209,077	M.6.g.
	h.	Gains on bargain purchases		J447	0	M.6.h.
	i.	Income and fees from wire transfers.....		T047	0	M.6.i.
	j.	TEXT 8562	Gain on Sale of Vantiv Shares	8562	1,037,070	M.6.j.
	k.	TEXT 8563	Operating Lease Rent	8563	72,791	M.6.k.
	l.	TEXT 8564	See Notes to Income Statement 1 to 3	8564	58,616	M.6.l.
7.	Other noninterest expense (from Schedule HI, item 7.d, above) (only report amounts greater than \$100,000 that exceed 3 percent of the sum of Schedule HI, item 7.d):					
	a.	Data processing expenses.....		C017	91,836	M.7.a.
	b.	Advertising and marketing expenses.....		0497	86,339	M.7.b.
	c.	Directors' fees		4136	0	M.7.c.
	d.	Printing, stationery, and supplies.....		C018	0	M.7.d.
	e.	Postage.....		8403	33,014	M.7.e.
	f.	Legal fees and expenses.....		4141	0	M.7.f.
	g.	FDIC deposit insurance assessments.....		4146	71,589	M.7.g.
	h.	Accounting and auditing expenses		F556	0	M.7.h.
	i.	Consulting and advisory expenses		F557	37,685	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.	Other real estate owned expenses.....		Y923	0	M.7.l.
	m.	Insurance expenses (not included in employee expenses, premises and fixed assets expenses, and other real estate owned expenses).....		Y924	0	M.7.m.
	n.	TEXT 8565	Software Expense	8565	161,806	M.7.n.
	o.	TEXT 8566	Losses on CRA Equity Method Investments	8566	118,738	M.7.o.
	p.	TEXT 8567	See Notes to Income Statement 4 to 8	8567	261,995	M.7.p.
8.	Discontinued operations and applicable income tax effect (from Schedule HI, item 11) (itemize and describe each discontinued operation):					
	a.	(1)	TEXT FT29	FT29	0	M.8.a.(1)
		(2)	Applicable income tax effect	BHCK FT30	0	M.8.a.(2)
	b.	(1)	TEXT FT31	FT31	0	M.8.b.(1)
		(2)	Applicable income tax effect	BHCK FT32	0	M.8.b.(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	119,404	M.9.a.
	b.	Foreign exchange exposures		8758	33,336	M.9.b.
	c.	Equity security and index exposures		8759	5,823	M.9.c.
	d.	Commodity and other exposures		8760	4,011	M.9.d.
	e.	Credit exposures		F186	471	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. [1]</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	-57	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	-3,074	M.11.	
<i>Memorandum item 12.a is to be completed by holding companies with \$1 billion or more in total assets. [1]</i>						
12.	a.	Income from the sale and servicing of mutual funds and annuities (in domestic offices)	8431	47,609	M.12.a.	
	b.	(1) Premiums on insurance related to the extension of credit.....	C242	-368	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	83	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	99,248	M.14.a.
		(1) Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk	F552	576	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	63,009	M.15.
<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>					
		Year-to-date			
		BHCK			
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 recognized in earnings (included in Schedule HI, items 6.a and 6.b).....		J321	28,284	M.17.

1. The asset size test is based on the total assets reported as of June 30, 2016.

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	16,205,532	1.
2.	Cumulative effect of changes in accounting principles and corrections of material accounting errors	B507	0	2.
3.	Balance end of previous calendar year as restated (sum of items 1 and 2)	B508	16,205,532	3.
		BHCT		
4.	Net income (loss) attributable to holding company (must equal Schedule HI, item 14).	4340	1,685,182	4.
5.	Sale of perpetual preferred stock (excluding treasury stock transactions):	BHCK		
a.	Sale of perpetual preferred stock, gross	3577	0	5.a.
b.	Conversion or retirement of perpetual preferred stock	3578	0	5.b.
6.	Sale of common stock:			
a.	Sale of common stock, gross	3579	0	6.a.
b.	Conversion or retirement of common stock	3580	52,096	6.b.
7.	Sale of treasury stock	4782	0	7.
8.	LESS: Purchase of treasury stock	4783	1,332,000	8.
9.	Changes incident to business combinations, net	4356	0	9.
10.	LESS: Cash dividends declared on preferred stock	4598	52,359	10.
11.	LESS: Cash dividends declared on common stock	4460	324,438	11.
12.	Other comprehensive income [1]	B511	125,758	12.
13.	Change in the offsetting debit to the liability for Employee Stock Ownership Plan (ESOP) debt guaranteed by the holding company.....	4591	0	13.
14.	Other adjustments to equity capital (not included above)	3581	0	14.
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	16,359,771	15.

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 ^[1]		(Column B) Recoveries		
	BHCK		BHCK		
Dollar Amounts in Thousands					
I. Charge-offs and Recoveries on Loans and Leases (Fully Consolidated)					
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	165	C892	128	1.a.(1)
(2) Other construction loans and all land development and other land loans	C893	537	C894	1,106	1.a.(2)
b. Secured by farmland in domestic offices	3584	50	3585	11	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	18,818	5412	7,914	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties in domestic offices:					
(a) Secured by first liens.....	C234	12,924	C217	7,022	1.c.(2)(a)
(b) Secured by junior liens.....	C235	2,718	C218	1,252	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices	3588	1	3589	56	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:					
(1) Loans secured by owner-occupied nonfarm nonresidential properties	C895	5,864	C896	1,152	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties	C897	8,578	C898	409	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	41	4665	121	3.
4. Commercial and industrial loans:					
a. To U.S. addressees (domicile)	4645	99,748	4617	20,120	4.a.
b. To non-U.S. addressees (domicile)	4646	123	4618	0	4.b.
5. Loans to individuals for household, family, and other personal expenditures:					
a. Credit cards	B514	70,836	B515	7,408	5.a.
b. Automobile loans	K129	42,084	K133	15,822	5.b.
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	K205	21,418	K206	1,970	5.c.
6. Loans to foreign governments and official institutions	4643	0	4627	0	6.
7. All other loans	4644	2,406	4628	1,019	7.
8. Lease financing receivables:					
a. Leases to individuals for household, family, and other personal expenditures	F185	0	F187	2	8.a.
b. All other leases	C880	859	F188	0	8.b.
9. Total (sum of items 1 through 8)	4635	287,170	4605	65,512	9.

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

Schedule HI-B—Continued

Memoranda

	(Column A) Charge-offs [1]		(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	1,483	5410	506	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		
II. Changes in allowance for loan and lease losses			
1. Balance most recently reported at end of previous year (i.e., after adjustments from amended Reports of Income).....	B522	1,253,418	1.
2. Recoveries (must equal Schedule HI-B, part I, item 9, column B, above).....	BHCT		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)	4605	65,512	2.
4. LESS: Write-downs arising from transfers of loans to a held-for-sale account	BHCK		3.
5. Provision for loan and lease losses (must equal Schedule HI, item 4).....	C079	256,436	3.
6. Adjustments (see instructions for this schedule).....	5523	30,734	4.
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		5.
	4230	193,181	5.
	BHCK		6.
	C233	-20,227	6.
	BHCT		7.
	3123	1,204,714	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.

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).

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	1,152	M.3.

Memorandum item 4 is to be completed by all holding companies.

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	69	M.4.
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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. [1]

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	0	M709	0	M710	4,787,024	M711	24,159	M712	0	M713	0
b. Commercial real estate loans	M714	70,288	M715	9,056	M716	6,792,419	M717	63,074	M719	0	M720	0
c. Residential real estate loans	M721	930,332	M722	90,527	M723	21,373,565	M724	45,942	M725	1,791	M726	69
2. Commercial loans [2]	M727	530,250	M728	82,644	M729	44,598,998	M730	599,962	M731	0	M732	0
3. Credit cards	M733	46,827	M734	10,203	M735	2,116,651	M736	94,270	M737	0	M738	0
4. Other consumer loans	M739	10,792	M740	1,006	M741	10,484,643	M742	63,324	M743	0	M744	0
5. Unallocated, if any							M745	120,478				
6. Total (sum of items 1. a. through 5.)	M746	1,588,489	M747	193,436	M748	90,153,300	M749	1,011,209	M750	1,791	M751	69

1. The asset size test is based on the total assets reported as of June 30, 2016.

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		
1. Total interest income	BHBC		
		0	1.
a. Interest income on loans and leases.....		0	1.a.
b. Interest income on investment securities.....		0	1.b.
2. Total interest expense		0	2.
a. Interest expense on deposits.....		0	2.a.
3. Net interest income.....		0	3.
4. Provision for loan and lease losses		0	4.
5. Total noninterest income.....		0	5.
a. Income from fiduciary activities		0	5.a.
b. Trading revenue.....		0	5.b.
c. Investment banking, advisory, brokerage, and underwriting fees and commissions		0	5.c.
d. Venture capital revenue.....		0	5.d.
e. Net securitization income.....		0	5.e.
f. Insurance commissions and fees.....		0	5.f.
6. Realized gains (losses) on held-to-maturity and available-for-sale securities		0	6.
7. Total noninterest expense.....		0	7.
a. Salaries and employee benefits.....		0	7.a.
b. Goodwill impairment losses.....		0	7.b.
8. Income (loss) before applicable income taxes and discontinued operations.....		0	8.
9. Applicable income taxes		0	9.
10. Noncontrolling (minority) interest		0	10.
	BHCK		
11. Discontinued operations, net of applicable income taxes and noncontrolling (minority) interest.....	FT41	0	11.
	BHBC		
12. Net income (loss)		0	12.
13. Cash dividends declared.....		0	13.
14. Net charge-offs.....		0	14.
15. Net interest income (item 3 above) on a fully taxable equivalent basis.....		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 Memorandum Line 6l Commercial Commitment Fees			
		5351	66,481
2. 5352 Sch HI Memorandum Line 6l Commercial Syndication Fees			
		5352	61,073
3. 5353 Sch HI Memorandum Line 6l MTM Free Standing Equity Derivatives			
		5353	-68,938
4. 5354 Sch HI Memorandum Line 7p Loan and Lease Expense			
		5354	72,178
5. 5355 Sch HI Memorandum Line 7p Operating Lease Expense			
		5355	66,523
6. B042 Sch HI Memorandum Line 7p Operational Losses			
		B042	46,947
7. B043 Sch HI Memorandum Line 7p Bankcard Expense			
		B043	41,462
8. B044 Sch HI Memorandum Line 7p Travel Meetings and Entertainment			
		B044	34,885
9. B045			
		B045	0
10. B046			
		B046	0

Notes to the Income Statement (Other)—Continued

TEXT		Dollar Amounts in Thousands	BHCK	
11.	B047			
			B047	0
11.				
12.	B048			
			B048	0
12.				
13.	B049			
			B049	0
13.				
14.	B050			
			B050	0
14.				
15.	B051			
			B051	0
15.				
16.	B052			
			B052	0
16.				
17.	B053			
			B053	0
17.				
18.	B054			
			B054	0
18.				
19.	B055			
			B055	0
19.				
20.	B056			
			B056	0
20.				

Consolidated Financial Statements for Holding Companies

Report at the close of business September 30, 2017

Month / Day / Year

Schedule HC—Consolidated Balance Sheet

Dollar Amounts in Thousands

		BHCK		
Assets				
1.	Cash and balances due from depository institutions:			
a.	Noninterest-bearing balances and currency and coin[1]	0081	2,209,962	1.a.
b.	Interest-bearing balances:[2]			
(1)	In U.S. offices.....	0395	3,163,662	1.b.(1)
(2)	In foreign offices, Edge and Agreement subsidiaries, and IBFs.....	0397	133,881	1.b.(2)
2.	Securities:			
a.	Held-to-maturity securities (from Schedule HC-B, column A).....	1754	23,694	2.a.
b.	Available-for-sale securities (from Schedule HC-B, column D).....	1773	30,868,948	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 [3]	BHCK B989	0	3.b.
4.	Loans and lease financing receivables:			
a.	Loans and leases held for sale	5369	705,662	4.a.
b.	Loans and leases, net of unearned income.....	B528	91,883,625	4.b.
c.	LESS: Allowance for loan and lease losses	3123	1,204,714	4.c.
d.	Loans and leases, net of unearned income and allowance for loan and lease losses (item 4.b minus 4.c).....	B529	90,678,911	4.d.
5.	Trading assets (from Schedule HC-D).....	3545	1,233,627	5.
6.	Premises and fixed assets (including capitalized leases).....	2145	1,785,085	6.
7.	Other real estate owned (from Schedule HC-M).....	2150	42,464	7.
8.	Investments in unconsolidated subsidiaries and associated companies.....	2130	220,852	8.
9.	Direct and indirect investments in real estate ventures.....	3656	1,367,280	9.
10.	Intangible assets:			
a.	Goodwill.....	3163	2,423,416	10.a.
b.	Other intangible assets (from Schedule HC-M).....	0426	865,371	10.b.
11.	Other assets (from Schedule HC-F).....	2160	6,541,282	11.
12.	Total assets (sum of items 1 through 11).....	2170	142,264,097	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	
Liabilities					
13.	Deposits:				
	a. In domestic offices (from Schedule HC-E):				
	(1) Noninterest-bearing [1]	6631	35,621,451		13.a.(1)
	(2) Interest-bearing	6636	65,596,615		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	609,496		13.b.(2)
14.	Federal funds purchased and securities sold under agreements to repurchase:			BHDM	
	a. Federal funds purchased in domestic offices [2]	B993	118,150		14.a.
		BHCK			
	b. Securities sold under agreements to repurchase [3]	B995	638,190		14.b.
15.	Trading liabilities (from Schedule HC-D)	3548	354,741		15.
16.	Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule HC-M).....	3190	15,722,888		16.
17.	Not applicable				
18.	Not applicable				
19.	a. Subordinated notes and debentures [4].....	4062	3,314,716		19.a.
	b. Subordinated notes payable to unconsolidated trusts issuing trust preferred securities, and trust preferred securities issued by consolidated special purpose entities	C699	51,988		19.b.
20.	Other liabilities (from Schedule HC-G).....	2750	3,856,318		20.
21.	Total liabilities (sum of items 13 through 20)	2948	125,884,553		21.
22.	Not applicable				
Equity Capital					
Holding Company Equity Capital					
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	2,681,496		25.
26.	a. Retained earnings	3247	14,747,815		26.a.
	b. Accumulated other comprehensive income [5].....	B530	184,878		26.b.
	c. Other equity capital components [6].....	A130	-4,636,582		26.c.
27.	a. Total holding company equity capital (sum of items 23 through 26.c).....	3210	16,359,771		27.a.
	b. Noncontrolling (minority) interests in consolidated subsidiaries	3000	19,773		27.b.
28.	Total equity capital (sum of items 27.a and 27.b)	G105	16,379,544		28.
29.	Total liabilities and equity capital (sum of items 21 and 28)	3300	142,264,097		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 | 0 |
- 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.[7]

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)

7. 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)	(Column E)	(Column F)
	Amortized Cost	Fair Value	Amortized Cost	Fair Value	Amortized Cost	Fair Value
	BHCK	BHCK	BHCK	BHCK	BHCK	BHCK
Dollar Amounts in Thousands	0211	0213	1286	1287	1287	68,867
1. U.S. Treasury securities	0	0	0	0	68,716	68,867
2. U.S. government agency obligations (exclude mortgage-backed securities):						
a. Issued by U.S. government agencies [1]	1289	1290	1291	1293	70	70
b. Issued by U.S. government-sponsored agencies [2]	1294	1295	1297	1298	0	0
3. Securities issued by states and political subdivisions in the U.S.	8496	8497	8498	8499	43,446	44,538
4. Mortgage-backed securities (MBS)						
a. Residential pass-through securities:						
(1) Guaranteed by GNMA	G300	G301	G302	G303	3,859,786	3,878,466
(2) Issued by FNMA and FHLMC	G304	G305	G306	G307	3,513,868	3,539,893
(3) Other pass-through securities	G308	G309	G310	G311	253	253
b. Other residential mortgage-backed securities (include CMOs, REMICs, and stripped MBS):						
(1) Issued or guaranteed by U.S. Government agencies or sponsored agencies [3]	G312	G313	G314	G315	8,376,746	8,515,052
(2) Collateralized by MBS issued or guaranteed by U.S. Government agencies or sponsored agencies [3].....	G316	G317	G318	G319	0	0
(3) All other residential mortgage-backed securities	G320	G321	G322	G323	0	0
c. Commercial MBS:						
(1) Commercial pass-through securities:						
(a) Issued or guaranteed by FNMA, FHLMC, or GNMA	K142	K143	K144	K145	9,136,828	9,232,395
(b) Other pass-through securities	K146	K147	K148	K149	0	0
(2) Other commercial MBS:						
(a) Issued or guaranteed by U.S. Government agencies or sponsored agencies [3]	K150	K151	K152	K153	0	0
(b) All other commercial MBS	K154	K155	K156	K157	3,300,089	3,358,300

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

	Held-to-Maturity		Available-for-Sale	
	(Column A) Amortized Cost	(Column B) Fair Value	(Column C) Amortized Cost	(Column D) Fair Value
Dollar Amounts in Thousands				
5. Asset-backed securities and structured financial products:				
a. Asset-backed Securities (ABS)	0	0	2,094,016	2,120,294
b. Structured financial products:				
(1) Cash	0	0	0	0
(2) Synthetic	0	0	0	0
(3) Hybrid	0	0	0	0
6. Other debt securities:				
a. Other domestic debt securities	0	0	15,049	15,356
b. Other Foreign debt securities	0	0	6,800	6,800
7. Investments in mutual funds and other equity securities with readily determinable fair values				
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)	23,694	23,694	30,502,898	30,868,948

Memoranda

	Dollar Amounts in Thousands
1. Pledged securities [1]	BHCK 0416 7,299,346
2. Remaining maturity or next repricing date of debt securities [2,3](Schedule HC-B, items 1 through 6.b in columns A and D above):	
a. 1 year and less	0383 5,926,832
b. Over 1 year to 5 years	0384 406,474
c. Over 5 years	0387 24,470,672
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
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
b. Fair value	8783 0

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

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
<i>Memorandum item 5 is to be completed by holding companies with total assets over \$1 billion or with foreign offices. [1]</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.....	0	B839	0	B841
b. Home equity lines.....	0	B843	0	B845
c. Automobile loans.....	0	B847	379,706	B849
d. Other consumer loans.....	0	B851	1,541,816	B853
e. Commercial and industrial loans.....	0	B855	0	B857
f. Other.....	0	B859	172,494	B861
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.....	0	G349	0	G351
b. Trust preferred securities issued by real estate investment trusts.....	0	G353	0	G355
c. Corporate and similar loans.....	0	G357	0	G359
d. 1–4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs).....	0	G361	0	G363
e. 1–4 family residential MBS not issued or guaranteed by GSEs.....	0	G365	0	G367
f. Diversified (mixed) pools of structured financial products.....	0	G369	0	G371
g. Other collateral or reference assets.....	0	G373	0	G375

M.5.a. 0
M.5.b. 0
M.5.c. 384,325
M.5.d. 1,561,236
M.5.e. 0
M.5.f. 174,733

M.6.a. 0
M.6.b. 0
M.6.c. 0
M.6.d. 0
M.6.e. 0
M.6.f. 0
M.6.g. 0

1. The \$1 billion asset size test is based on the total assets reported as of June 30, 2016.

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	34,097,424			1.
a. Construction, land development, and other land loans:			BHCK		
(1) 1–4 family residential construction loans			F158	499,789	1.a.(1)
(2) Other construction loans and all land development and other land loans.....			F159	4,210,504	1.a.(2)
b. Secured by farmland			BHDM		
c. Secured by 1–4 family residential properties:			1420	81,039	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	6,480,371	1.c.(1)
(b) Secured by junior liens					
d. Secured by multifamily (5 or more) residential properties			5367	16,085,599	1.c.(2)(a)
e. Secured by nonfarm nonresidential properties:			5368	202,355	1.c.(2)(b)
(1) Loans secured by owner-occupied nonfarm nonresidential properties			1460	528,598	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	1292	20,000	F160	3,690,067	1.e.(1)
b. To foreign banks	1296	0	F161	2,302,032	1.e.(2)
3. Loans to finance agricultural production and other loans to farmers	1590	42,424	BHDM		
4. Commercial and industrial loans			1288	20,000	2.
a. To U.S. addressees (domicile)	1763	33,753,107			2.a.
b. To non-U.S. addressees (domicile)	1764	2,101,908			2.b.
5. Not applicable					
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper)			1590	42,424	3.
a. Credit cards	B538	2,167,624	1766	35,458,667	4.
b. Other revolving credit plans	B539	791,254			
c. Automobile loans	K137	8,841,800			
d. Other consumer loans (includes single payment, installment, and all student loans)	K207	862,381			
7. Loans to foreign governments and official institutions (including foreign central banks).....	2081	0	1975	12,663,059	6.
8. Not applicable					
9. Loans to nondepository financial institutions and other loans:					
a. Loans to nondepository financial institutions	J454	2,481,564	J454	2,481,564	9.a.
b. Other loans					
(1) Loans for purchasing or carrying securities (secured or unsecured).....	1545	392,969	1545	392,969	9.b.(1)
(2) All other loans (exclude consumer loans).....	J451	2,990,345	J451	2,990,320	9.b.(2)
10. Lease financing receivables (net of unearned income)			2165	4,046,487	10.
a. Leases to individuals for household, family, and other personal expenditures (i.e., consumer leases)	F162	0			
b. All other leases	F163	4,046,487			
11. LESS: Any unearned income on loans reflected in items 1–9 above	2123	0	2123	0	11.
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)...	2122	92,589,287	2122	92,175,844	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	9,042		M.1.a.(1)	
	(2) All other construction loans and all land development and other land loans	K159	54,503		M.1.a.(2)	
b.	Loans secured by 1–4 family residential properties in domestic offices	F576	661,584		M.1.b.	
c.	Secured by multifamily (5 or more) residential properties in domestic offices	K160	131		M.1.c.	
d.	Secured by nonfarm nonresidential properties in domestic offices:					
	(1) Loans secured by owner-occupied nonfarm nonresidential properties	K161	13,976		M.1.d.(1)	
	(2) Loans secured by other nonfarm nonresidential properties	K162	29,351		M.1.d.(2)	
e.	Commercial and industrial loans:			BHCK		
	(1) To U.S. addressees (domicile)	K163	42,469		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) [1]	K165	170,627		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)	
	(2) Loans to finance agricultural production and other loans to farmers.....	BHCK				
	(3) Loans to individuals for household, family, and other personal expenditures:			K168	0	M.1.f.(2)
	(a) Credit cards.....	K098	0		M.1.f.(3)(a)	
	(b) Automobile loans	K203	0		M.1.f.(3)(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.(3)(c)	
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, Column A, above.....	2746	1,485,726		M.2.	
3.	Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HC-C, item 1, column A)	B837	27,439		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	23,168		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	2,862		M.5.a.	
	b. Amount included in Schedule HC-C, items 1 through 9	C780	1,791		M.5.b.	
6.	Closed-end loans with negative amortization features secured by 1–4 family residential properties in domestic offices:					
	a. Total 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.	

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, 2016, 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 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	256,580	M.9.
10.–11. Not applicable.					

		(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 contractual cash flows not expected to be collected		
Dollar Amounts in Thousands		BHCK		BHCK		BHCK		
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	54,830,642		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					
Assets					
1. U.S. Treasury securities	3531	734	3531	734	1.
2. U.S. government agency obligations (exclude mortgage-backed securities) .	3532	20,661	3532	20,661	2.
3. Securities issued by states and political subdivisions in the U.S.	3533	35,415	3533	35,415	3.
4. Mortgage-backed securities (MBS):					
a. Residential pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA	BHCK G379	320,263	BHDM G379	320,263	4.a.
b. Other residential mortgage-backed securities issued or guaranteed by U.S. Government agencies or sponsored agencies [1] (include CMOs, REMICs and stripped MBS).....	G380	82,219	G380	82,219	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 [1]	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	17,575	G386	17,575	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	4,963	F614	4,963	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	373,581	3541	373,581	9.
10. Not applicable					
11. Derivatives with a positive fair value.....	3543	378,216	3543	378,216	11.
12. Total trading assets (sum of items 1 through 11) (total of Column A must equal Schedule HC, item 5).....	BHCT		BHDM		
	3545	1,233,627	3545	1,233,627	12.
Liabilities					
13. a. Liability for short positions :	BHCK		BHDM		
(1) Equity securities	G209	2	G209	2	13.a.(1)
(2) Debt securities	G210	24,268	G210	24,268	13.a.(2)
(3) All other assets	G211	3,394	G211	3,394	13.a.(3)
b. All other trading liabilities.....	F624	0	F624	0	13.b.
14. Derivatives with a negative fair value	3547	327,077	3547	327,077	14.
15. Total trading liabilities (sum of items 13.a through 14) (total of column A must equal Schedule HC, item 15)	BHCT				
	3548	354,741	3548	354,741	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	4,963	F632	4,963	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	374,630	G387	374,630	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	339,535	F652	339,535	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 \$1,000,000 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 \$1,000,000 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[1]

Dollar Amounts in Thousands		BHCB		
1. Deposits held in domestic offices of commercial bank subsidiaries of the reporting holding company:				
a. Noninterest-bearing balances [2]	2210	8,328,519		1.a.
b. Interest-bearing demand deposits, NOW, ATS, and other transaction accounts	3187	2,375,375		1.b.
c. Money market deposit accounts and other savings accounts	2389	84,347,419		1.c.
d. Time deposits of \$250,000 or less	HK29	4,827,706		1.d.
e. Time deposits of more than \$250,000.....	J474	1,339,047		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 [2]	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 \$250,000 or less	HK29	0		2.d.
e. Time deposits of more than \$250,000.....	J474	0		2.e.

Memoranda

Dollar Amounts in Thousands		BHDM		
1. Brokered deposits \$250,000 or less with a remaining maturity of one year or less.....	HK06	4,433,765		M.1.
2. Brokered deposits \$250,000 or less with a remaining maturity of more than one year.....	HK31	2,332		M.2.
3. Time deposits of more than \$250,000 with a remaining maturity of one year or less.....	HK32	860,179		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 [1]	B556	393,714		1.
2. Net deferred tax assets [2]	2148	7,625		2.
3. Interest-only strips receivable (not in the form of a security) [3] 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 [4].....	1752	610,767		4.
5. Life insurance assets:				
a. General account life insurance assets	K201	450,668		5.a.
b. Separate account life insurance assets	K202	540,907		5.b.
c. Hybrid account life insurance assets	K270	720,586		5.c.
6. Other.....	2168	3,817,015		6.
	BHCT			
7. Total (sum of items 1 through 6) (must equal Schedule HC, item 11)	2160	6,541,282		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 [1]	3049	770,769		2.
3. Allowance for credit losses on off-balance sheet credit exposures	B557	172,479		3.
4. Other	B984	2,913,070		4.
	BHCT			
5. Total (sum of items 2 through 4) (must equal Schedule HC, item 20)	2750	3,856,318		5.

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

Schedule HC-H—Interest Sensitivity [1]

	Dollar Amounts in Thousands		BHCK	
1. Earning assets that are repriceable within one year or mature within one year	3197	67,650,117		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	3,519,979		2.
3. Long-term debt that reprices within one year included in items 16 and 19.a on Schedule HC, Balance Sheet	3298	249,588		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	500,000		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

Item 1 is to be completed by holding companies with \$10,000,000 or more in reinsurance recoverables as of the effective date each quarter.

		Dollar Amounts in Thousands		BHCK	
Assets					
1.	Reinsurance recoverables	B988	0		1.
2.	Total assets.....	C244	28,873		2.
Liabilities					
3.	Claims and claims adjustment expense reserves.....	B990	42		3.
4.	Unearned premiums.....	B991	2		4.
5.	Total equity.....	C245	28,760		5.
6.	Net income.....	C246	-311		6.

II. Life and Health Underwriting

Item 1 is to be completed by holding companies with \$10,000,000 or more in reinsurance recoverables as of the effective date each quarter.

		Dollar Amounts in Thousands		BHCK	
Assets					
1.	Reinsurance recoverables.....	C247	0		1.
2.	Separate account assets.....	B992	0		2.
3.	Total assets.....	C248	130		3.
Liabilities					
4.	Policyholder benefits and contractholder funds.....	B994	5		4.
5.	Separate account liabilities.....	B996	0		5.
6.	Total equity.....	C249	109		6.
7.	Net income.....	C250	-12		7.

Schedule HC-K—Quarterly Averages

Dollar Amounts in Thousands

		BHCK		
Assets				
1. Securities:				
a.	U.S. Treasury securities and U.S. government agency obligations (excluding mortgage-backed securities)	B558	68,811	1.a.
b.	Mortgage-backed securities	B559	28,496,930	1.b.
c.	All other securities (includes securities issued by states and political subdivisions in the U.S.)	B560	2,306,190	1.c.
2.	Federal funds sold and securities purchased under agreements to resell	3365	612	2.
BHDM				
3. a.	Total loans and leases in domestic offices	3516	92,181,897	3.a.
(1)	Loans secured by 1-4 family residential properties	3465	22,756,811	3.a.(1)
(2)	All other loans secured by real estate	3466	11,275,588	3.a.(2)
(3)	Loans to finance agricultural production and other loans to farmers.....	3386	42,897	3.a.(3)
(4)	Commercial and industrial loans	3387	35,763,854	3.a.(4)
(5)	Loans to individuals for household, family, and other personal expenditures:			
(a)	Credit cards.....	B561	2,140,244	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	10,408,097	3.a.(5)(b)
b.	Total loans and leases in foreign offices, Edge and agreement subsidiaries, and IBFs	3360	425,960	3.b.
BHCK				
4. a.	Trading assets	3401	1,348,636	4.a.
b.	Other earning assets	B985	2,081,685	4.b.
5.	Total consolidated assets	3368	140,521,180	5.
Liabilities				
6.	Interest-bearing deposits (domestic) [1]	3517	65,805,431	6.
7.	Interest-bearing deposits (foreign) [1]	3404	1,178,629	7.
8.	Federal funds purchased and securities sold under agreements to repurchase	3353	1,251,810	8.
9.	All other borrowed money	2635	13,722,504	9.
10.	Not applicable			
Equity Capital				
11.	Total equity capital (excludes limited-life preferred stock)	3519	16,820,055	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	7,356,587		1.a.
b.	(1) Unused consumer credit card lines.....	J455	14,434,615		1.b.(1)
	(2) Other unused credit card lines.....	J456	3,126,579		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	4,008,633		1.c.(1)
	(a) 1–4 family residential construction loan commitments	F164	376,240		1.c.(1)(a)
	(b) Commercial real estate, other construction loan, and land development loan commitments	F165	3,632,393		1.c.(1)(b)
	(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate	6550	610,092		1.c.(2)
d.	Securities underwriting	3817	65,975		1.d.
e.	Other unused commitments:				
	(1) Commercial and industrial loans	J457	31,423,712		1.e.(1)
	(2) Loans to financial institutions	J458	1,790,327		1.e.(2)
	(3) All other unused commitments	J459	3,843,869		1.e.(3)
2.	Financial standby letters of credit and foreign office guarantees	6566	1,423,090		2.
	<i>Item 2.a is to be completed by holding companies with \$1 billion or more in total assets.[1]</i>				
a.	Amount of financial standby letters of credit conveyed to others	3820	4,320		2.a.
3.	Performance standby letters of credit and foreign office guarantees	6570	968,593		3.
	<i>Item 3.a is to be completed by holding companies with \$1 billion or more in total assets.[1]</i>				
a.	Amount of performance standby letters of credit conveyed to others	3822	56		3.a.
4.	Commercial and similar letters of credit	3411	13,459		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
	(2) Total return swaps	C970	0	C971	0
	(3) Credit options	C972	0	C973	0
	(4) Other credit derivatives	C974	2,819,669	C975	502,660
b.	Gross fair values:				
	(1) Gross positive fair value	C219	0	C221	0
	(2) Gross negative fair value	C220	5,152	C222	0

		BHCK	
c.	Notional amounts by regulatory capital treatment:		
(1)	Positions covered under the Market Risk Rule:		
	(a) Sold protection	G401	0
	(b) Purchased protection	G402	0
(2)	All other positions:		
	(a) Sold protection	G403	2,819,669
	(b) Purchased protection that is recognized as a guarantee for regulatory capital purposes	G404	502,660
	(c) Purchased protection that is not recognized as a guarantee for regulatory capital purposes	G405	0

1. The \$1 billion asset size test is based on the total assets reported as of June 30, 2016.

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	246,892	G407	1,347,874	G408	99,494	7.d.(1)(a)
(b) Subinvestment grade		G409	73,190	G410	897,809	G411	154,410	7.d.(1)(b)
(2) Purchased credit protection:								
(a) Investment grade		G412	1,900	G413	69,850	G414	0	7.d.(2)(a)
(b) Subinvestment grade		G415	3,472	G416	345,567	G417	81,871	7.d.(2)(b)

8. Spot foreign exchange contracts		BHCK						
		8765		268,215				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.
c. TEXT								
6561		6561		0				9.c.
d. TEXT								
6562		6562		0				9.d.
e. TEXT								
6568		6568		0				9.e.
f. TEXT								
6586		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	
Derivatives Position Indicators					
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):					
a. Futures contracts	BHCK 8693 0	BHCK 8694 0	BHCK 8695 0	BHCK 8696 621,963	11.a.
b. Forward contracts	BHCK 8697 2,356,876	BHCK 8698 3,621,946	BHCK 8699 0	BHCK 8700 0	11.b.
c. Exchange-traded option contracts:					
(1) Written options	BHCK 8701 0	BHCK 8702 0	BHCK 8703 0	BHCK 8704 132,417	11.c.(1)
(2) Purchased options	BHCK 8705 213,000	BHCK 8706 0	BHCK 8707 0	BHCK 8708 61,650	11.c.(2)
d. Over-the-counter option contracts:					
(1) Written options	BHCK 8709 5,344,304	BHCK 8710 511,298	BHCK 8711 0	BHCK 8712 317,184	11.d.(1)
(2) Purchased options	BHCK 8713 7,416,651	BHCK 8714 511,300	BHCK 8715 0	BHCK 8716 388,246	11.d.(2)
e. Swaps	BHCK 3450 45,017,820	BHCK 3826 5,132,620	BHCK 8719 1,753,468	BHCK 8720 1,278,412	11.e.
12. Total gross notional amount of derivative contracts held for trading.....	BHCK A126 39,169,775	BHCK A127 9,777,164	BHCK 8723 0	BHCK 8724 2,799,872	12.
13. Total gross notional amount of derivative contracts held for purposes other than trading	BHCK 8725 21,178,876	BHCK 8726 0	BHCK 8727 1,753,468	BHCK 8728 0	13.
14. Gross fair values of derivative contracts:					
a. Contracts held for trading:					
(1) Gross positive fair value	BHCK 8733 172,530	BHCK 8734 129,256	BHCK 8735 0	BHCK 8736 76,132	14.a.(1)
(2) Gross negative fair value	BHCK 8737 116,397	BHCK 8738 129,360	BHCK 8739 0	BHCK 8740 75,912	14.a.(2)
b. Contracts held for purposes other than trading:					
(1) Gross positive fair value	BHCK 8741 356,414	BHCK 8742 0	BHCK 8743 0	BHCK 8744 0	14.b.(1)
(2) Gross negative fair value	BHCK 8745 36,130	BHCK 8746 0	BHCK 8747 135,603	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. [1]

	(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	
15. Over-the-counter derivatives:										
a. Net current credit exposure	G418	361,364	G419	0	G420	0	G421	0	G422	176,544
b. Fair value of collateral:										15.a.
(1) Cash—U.S. dollar	G423	395,857	G424	0	G425	0	G426	0	G427	3,270
(2) Cash—Other currencies	G428	0	G429	0	G430	0	G431	0	G432	0
(3) U.S. Treasury securities	G433	0	G434	0	G435	0	G436	0	G437	0
(4) U.S. government agency and U.S. government-sponsored agency debt securities.....	G438	0	G439	0	G440	0	G441	0	G442	0
(5) Corporate bonds	G443	0	G444	0	G445	0	G446	0	G447	0
(6) Equity securities	G448	0	G449	0	G450	0	G451	0	G452	0
(7) All other collateral	G453	0	G454	0	G455	0	G456	0	G457	2,073
(8) Total fair value of collateral (sum of items 15.b.(1) through (7))	G458	395,857	G459	0	G460	0	G461	0	G462	5,343

1. The \$10 billion asset size test is based on the total assets reported as of June 30, 2016.

Schedule HC-M—Memoranda

		Dollar Amounts in Thousands		BHCK	
1.	Total number of holding company common shares outstanding	Number (Unrounded)			
		3459	705,473,789		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	6,574,787		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	5,962,278		3.
4.	Other assets acquired in satisfaction of debts previously contracted	6557	9,818		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)
(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)
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)

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 [1]	K193		0	7.a.
b. Total assets of captive reinsurance subsidiaries [1]	K194		29,002	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	1	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	Mary Beth Noack, VP and Regulatory Reporting Manager

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

513-534-7346
Area Code / Phone Number (TEXT 9009)

12. Intangible assets other than goodwill:	BHCK			
a. Mortgage servicing assets				
	3164		847,696	12.a.
(1) Estimated fair value of mortgage servicing assets	6438		847,696	12.a.(1)
b. Purchased credit card relationships and nonmortgage servicing assets	B026		0	12.b.
c. All other identifiable intangible assets	5507		17,675	12.c.
d. Total (sum of items 12.a, 12.b, and 12.c) (must equal Schedule HC, item 10.b)	BHCT			
	0426		865,371	12.d.
13. Other real estate owned	2150		42,464	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		6,943,097	14.b.
c. Other borrowed money with a remaining maturity of more than one year	2333		8,779,791	14.c.
d. Total (sum of items 14.a, 14.b, and 14.c) (must equal Schedule HC, item 16).....	BHCT			
	3190		15,722,888	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	0	20.a.
b. Balances due from related institutions:			
(1) Due from the holding company (parent company only), gross	4832	0	20.b.(1)
(2) Due from subsidiary banks of the holding company, gross	4833	0	20.b.(2)
(3) Due from nonbank subsidiaries of the holding company, gross	4834	0	20.b.(3)
c. Balances due to related institutions:			
(1) Due to holding company (parent company only), gross	5041	0	20.c.(1)
(2) Due to subsidiary banks of the holding company, gross	5043	0	20.c.(2)
(3) Due to nonbank subsidiaries of the holding company, gross	5045	0	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	0	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)) [1]	C253	28,873	21.

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	5,975,480		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	1,115	F174	0	F176	898	1.a.(1)
(2) Other construction loans and all land development and other land loans	F173	2,656	F175	3,828	F177	13,223	1.a.(2)
b. Secured by farmland in domestic offices	3493	0	3494	0	3495	451	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	52,402	5399	0	5400	59,871	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties:							
(a) Secured by first liens	C236	111,541	C237	312,870	C229	31,830	1.c.(2)(a)
(b) Secured by junior liens	C238	4,348	C239	289	C230	9,068	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices	3499	0	3500	0	3501	1,731	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:							
(1) Loans secured by owner-occupied nonfarm non-residential properties	F178	5,543	F180	0	F182	27,439	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties.....	F179	54	F181	0	F183	4,789	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	183	1597	0	1583	1,034	3.
4. Commercial and industrial loans	1606	22,075	1607	2,712	1608	340,079	4.
5. Loans to individuals for household, family, and other personal expenditures:							
a. Credit cards	B575	29,430	B576	21,395	B577	26,404	5.a.
b. Automobile loans	K213	88,453	K214	8,427	K215	1,547	5.b.
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	K216	7,915	K217	913	K218	804	5.c.
6. Loans to foreign governments and official institutions	5389	0	5390	0	5391	0	6.
7. All other loans	5459	2,676	5460	0	5461	5,470	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	98	F170	0	F171	825	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	328,489	5525	350,434	5526	525,463	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	76,061	K037	273,587	K038	5,384	11.
a. Guaranteed portion of loans and leases (exclude rebooked "GNMA loans") included in item 11 above	K039	3,324	K040	6,926	K041	3,841	11.a.
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 11 above	K042	72,737	K043	266,661	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			
Dollar Amounts in Thousands		BHCK		BHCK		BHCK			
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.	
	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.	

Memoranda

Dollar Amounts in Thousands		BHDM		BHDM		BHDM			
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	593	K106	0	K107	530	M.1.a.(1)	
	(2) Other construction loans and all land development and other land loans.....	K108	108	K109	69	K110	3,619	M.1.a.(2)	
	b. Loans secured by 1–4 family residential properties in domestic offices	BHCK		BHCK		BHCK			
		F661	59,634	F662	114,625	F663	28,105	M.1.b.	
	c. Secured by multifamily (5 or more) residential properties in domestic offices	BHDM		BHDM		BHDM			
		K111	0	K112	0	K113	1,229	M.1.c.	
	d. Secured by nonfarm nonresidential properties in domestic offices:								
	(1) Loans secured by owner-occupied nonfarm nonresidential properties	K114	0	K115	0	K116	15,972	M.1.d.(1)	
	(2) Loans secured by other nonfarm nonresidential properties	K117	0	K118	0	K119	1,040	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) To U.S. addressees (domicile)	K120	1,165	K121	0	K122	192,135	M.1.e.(1)
(2) To non-U.S. addressees (domicile)	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	3,893	K127	33	K128	30,083	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 finance agricultural production and other loans to farmers							
	K138	0	K139	0	K140	0	M.1.f.(2)
(3) Loans to individuals for household, family, and other personal expenditures:							
(a) Credit cards	K274	0	K275	0	K276	0	M.1.f.(3)(a)
(b) Automobile loans	K277	0	K278	0	K279	0	M.1.f.(3)(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.(3)(c)
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	0	6560	4,786	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	535	1912	215	1913	27,371	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	19,529	M.5.a.
b. Loans measured at fair value:							
(1) Fair value	F664	1,135	F665	2,016	F666	606	M.5.b.(1)
(2) Unpaid principal balance.....	F667	1,245	F668	2,166	F669	604	M.5.b.(2)

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		84,356		M.7.
8. Nonaccrual assets sold during the quarter.....	C411		19,336		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	401	L184	0	L185	475	M.9.a.
b. Amount included in Schedule HC-N, items 1 through 7, above	L186	345	L187	0	L188	475	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[1] 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 [2] 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[2]:				
a.	Closed-end first liens	F066	919,344	1.a.
b.	Closed-end junior liens	F067	31	1.b.
c. Open-end loans extended under lines of credit:				
	(1) Total commitment under the lines of credit	F670	0	1.c.(1)
	(2) Principal amount funded under the lines of credit	F671	0	1.c.(2)
2. Wholesale originations and purchases during the quarter of 1-4 family residential mortgage loans for sale [2] :				
BHCK				
a.	Closed-end first liens	F068	596,132	2.a.
b.	Closed-end junior liens	F069	0	2.b.
c. Open-end loans extended under lines of credit:				
	(1) Total commitment under the lines of credit	F672	0	2.c.(1)
	(2) Principal amount funded under the lines of credit	F673	0	2.c.(2)
3. 1-4 family residential mortgages sold during the quarter:				
BHCK				
a.	Closed-end first liens	F070	1,590,149	3.a.
b.	Closed-end junior liens	F071	22	3.b.
c. Open-end loans extended under lines of credit:				
	(1) Total commitment under the lines of credit	F674	0	3.c.(1)
	(2) Principal amount funded under the lines of credit	F675	0	3.c.(2)
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	683,467	4.a.
b.	Closed-end junior liens	F073	3	4.b.
c. Open-end loans extended under lines of credit:				
	(1) Total commitment under the lines of credit	F676	0	4.c.(1)
	(2) Principal amount funded under the lines of credit	F677	0	4.c.(2)
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	45,850	5.a.
BHDM				
b.	Open-end 1-4 family residential mortgage loans extended under lines of credit	F560	0	5.b.
6. Repurchases and indemnifications of 1-4 family residential mortgage loans during the quarter:				
a.	Closed-end first liens	F678	72,907	6.a.
b.	Closed-end junior liens	F679	0	6.b.
c. Open-end loans extended under lines of credit:				
	(1) Total commitment under the lines of credit	F680	0	6.c.(1)
	(2) Principal amount funded under the lines of credit	F681	0	6.c.(2)
7. Representation and warranty reserves for 1-4 family residential mortgage loans sold:				
BHCK				
a.	For representations and warranties made to U.S. government agencies and government-sponsored agencies.....	L191	9,879	7.a.
b.	For representations and warranties made to other parties.....	L192	252	7.b.
c.	Total representation and warranty reserves (sum of items 7.a and 7.b).....	M288	10,131	7.c.

1. The \$1 billion asset size test is based on the total assets reported as of June 30, 2016.
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.

	(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	BHCY	BHCK	BHCY	BHCK	BHCY	BHCK	BHCY	BHCK		
Dollar Amounts in Thousands												
Assets												
1.	1773		30,868,948	G474	0	G475	156,411	G476	30,712,537	G477	0	1.
2.	BHCK											
3.	G478		0	G479	0	G480	0	G481	0	G482	0	2.
4.	G483		650,800	G484	0	G485	0	G486	650,800	G487	0	3.
5.	G488		140,045	G489	0	G490	0	G491	0	G492	140,045	4.
BHCT												
5.a.	3543		378,216	G493	0	G494	23,410	G495	341,582	G496	13,224	5.a.
BHCK												
5.b.	G497		855,411	G498	0	G499	340,270	G500	515,141	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)												
6.	F240		0	F684	0	F692	0	F241	0	F242	0	5.b.(1)
7.	G391		1,204,135	G392	0	G395	1,925	G396	354,514	G804	847,696	6.
Total assets measured at fair value on a recurring basis												
7.	G502		34,097,555	G503	0	G504	522,016	G505	32,574,574	G506	1,000,965	7.
Liabilities												
8.	F252		0	F686	0	F694	0	F253	0	F254	0	8.
9.	Federal funds purchased and securities sold under agreements to repurchase											
9.	G507		0	G508	0	G509	0	G510	0	G511	0	9.
BHCT												
10.a.	3547		327,077	G512	0	G513	8,289	G514	313,439	G515	5,349	10.a.
BHCK												
10.b.	G516		27,664	G517	0	G518	20,129	G519	7,535	G520	0	10.b.
11.	G521		0	G522	0	G523	0	G524	0	G525	0	11.
12.	G526		0	G527	0	G528	0	G529	0	G530	0	12.
13.	G805		171,732	G806	0	G807	2,354	G808	33,775	G809	135,603	13.
Total liabilities measured at fair value on a recurring basis												
14.	G531		526,473	G532	0	G533	30,772	G534	354,749	G535	140,952	14.

Schedule HC-Q—Continued

Memoranda

	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	
	BHCK	BHCK	BHCK	BHCK	BHCK	
1. All other assets (itemize and describe amounts included in Schedule HC-Q, item 6 that are greater than \$100,000 and exceed 25 percent of item 6):						
a. Mortgage servicing assets	G536 847,696	G537 0	G538 0	G539 0	G540 847,696	M.1.a.
b. Nontrading derivative assets	G541 356,439	G542 0	G543 1,925	G544 354,514	G545 0	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 \$100,000 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 171,732	G567 0	G568 2,354	G569 33,775	G570 135,603	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-Q—Continued

Memoranda—Continued

	(Column A) Consolidated		(Column B) Domestic Offices		
	BHCK		BHDM		
Dollar Amounts in Thousands					
<i>Memorandum items 3 and 4 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>					
3. Loans measured at fair value:					
a. Loans secured by real estate	F608	790,845			M.3.a.
(1) Construction, land development, and other land loans			F578	0	M.3.a.(1)
(2) Secured by farmland (including farm residential and other improvements)			F579	0	M.3.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			F580	0	M.3.a.(3)(a)
(b) Closed-end loans secured by 1–4 family residential properties:					
(i) Secured by first liens			F581	790,845	M.3.a.(3)(b)(i)
(ii) Secured by junior liens			F582	0	M.3.a.(3)(b)(ii)
(4) Secured by multifamily (5 or more) residential properties			F583	0	M.3.a.(4)
(5) Secured by nonfarm nonresidential properties			F584	0	M.3.a.(5)
b. Commercial and industrial loans	F585	0	F585	0	M.3.b.
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	M.3.c.(1)
(2) Other revolving credit plans	F587	0	F587	0	M.3.c.(2)
(3) Automobile loans	K196	0	K196	0	M.3.c.(3)
(4) Other consumer loans (includes single payment, installment, and all student loans)	K208	0	K208	0	M.3.c.(4)
d. Other loans	F589	0	F589	0	M.3.d.
4. Unpaid principal balances of loans measured at fair value (reported in memorandum item 3):					
a. Loans secured by real estate	F609	763,555			M.4.a.
(1) Construction, land development, and other land loans			F590	0	M.4.a.(1)
(2) Secured by farmland (including farm residential and other improvements)			F591	0	M.4.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.4.a.(3)(a)
(b) Closed-end loans secured by 1–4 family residential properties:					
(i) Secured by first liens			F593	763,555	M.4.a.(3)(b)(i)
(ii) Secured by junior liens			F594	0	M.4.a.(3)(b)(ii)
(4) Secured by multifamily (5 or more) residential properties			F595	0	M.4.a.(4)
(5) Secured by nonfarm nonresidential properties			F596	0	M.4.a.(5)
b. Commercial and industrial loans	F597	0	F597	0	M.4.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.4.c.(1)
(2) Other revolving credit plans	F599	0	F599	0	M.4.c.(2)
(3) Automobile loans	K195	0	K195	0	M.4.c.(3)
(4) Other consumer loans (includes single payment, installment, and all student loans)	K209	0	K209	0	M.4.c.(4)
d. Other loans	F601	0	F601	0	M.4.d.

Schedule HC-R—Regulatory Capital

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C.I. _____

Part I. Regulatory Capital Components and Ratios

		Dollar Amounts in Thousands		BHCA	
Common equity tier 1 capital					
1.	Common stock plus related surplus, net of treasury stock and unearned employee stock ownership plan (ESOP) shares.....	P742	95,956		1.
		BHCT			
2.	Retained earnings.....	3247	14,747,815		2.
		BHCA			
3.	Accumulated other comprehensive income (AOCI).....	B530	184,878		3.
a.	AOCI opt-out election (enter "1" for Yes; enter "0" for No.)..... (Advanced approaches institutions must enter '0' for No.)			0=No BHCA 1=Yes P838	3.a.
					1
		BHCA			
4.	Common equity Tier 1 minority interest includable in common equity Tier 1 capital.....	P839	0		4.
5.	Common equity Tier 1 capital before adjustments and deductions (sum of items 1 through 4).....	P840	15,028,649		5.
Common equity Tier 1 capital: Adjustments and Deductions					
6.	LESS: Goodwill net of associated deferred tax liabilities (DTLs).....	P841	2,387,240		6.
7.	LESS: Intangible assets (other than goodwill and mortgage servicing assets (MSAs)), net of associated DTLs.....	P842	12,837		7.
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	1,151		8.
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	232,670		9.a.
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		9.b.
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	1,055		9.c.
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	-48,847		9.d.
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		9.e.
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	0		9.f.
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	0		10.a.
b.	LESS: All other deductions from (additions to) common equity Tier 1 capital before threshold-based deductions.....	P850	0		10.b.
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	0		11.
12.	Subtotal (item 5 minus items 6 through 11).....	P852	12,442,543		12.

Part I—Continued

		Dollar Amounts in Thousands		
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	BHCA		
		P853	0	13.
14.	LESS: MSAs, net of associated DTLs, that exceed the 10 percent common equity Tier 1 capital deduction threshold	P854	0	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	0	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	0	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	0	17.
18.	Total adjustments and deductions for common equity Tier 1 capital (sum of items 13 through 17)	P858	0	18.
19.	Common equity Tier 1 capital (item 12 minus item 18).....	P859	12,442,543	19.
Additional tier 1 capital				
20.	Additional Tier 1 capital instruments plus related surplus.....	P860	1,331,122	20.
21.	Non-qualifying capital instruments subject to phase out from additional Tier 1 capital.....	P861	0	21.
22.	Tier 1 minority interest not included in common equity Tier 1 capital.....	P862	0	22.
23.	Additional Tier 1 capital before deductions (sum of items 20, 21, and 22).....	P863	1,331,122	23.
24.	LESS: Additional Tier 1 capital deductions.....	P864	288	24.
25.	Additional Tier 1 capital (greater of item 23 minus item 24, or zero)	P865	1,330,834	25.
Tier 1 capital				
26.	Tier 1 capital (sum of items 19 and 25)	8274	13,773,377	26.
Tier 2 capital				
27.	Tier 2 capital instruments plus related surplus.....	P866	2,110,329	27.
28.	Non-qualifying capital instruments subject to phase out from Tier 2 capital	P867	0	28.
29.	Total capital minority interest that is not included in Tier 1 capital.....	P868	554,494	29.
30.	a. Allowance for loan and lease losses includable in Tier 2 capital	5310	1,377,193	30.a.
	b. (Advanced approaches holding companies that exit parallel run only): Eligible credit reserves includable in Tier 2 capital.....	BHCW		
		5310	0	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		
		Q257	645	31.
32.	a. Tier 2 capital before deductions (sum of items 27 through 30.a, plus item 31).....	P870	4,042,661	32.a.
	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		
		P870	0	32.b.
		BHCA		
33.	LESS: Tier 2 capital deductions	P872	0	33.
34.	a. Tier 2 capital (greater of item 32.a minus item 33, or zero).....	5311	4,042,661	34.a.
	b. (Advanced approaches holding companies that exit parallel run only): Tier 2 capital (greater of item 32.b less item 33, or zero).....	BHCW		
		5311	0	34.b.
Total Capital				
35.	a. Total capital (sum of items 26 and 34.a).....	BHCA		
		3792	17,816,038	35.a.
	b. (Advanced approaches holding companies that exit parallel run only): Total capital (sum of items 26 and 34.b).....	BHCW		
		3792	0	35.b.

Part I—Continued

		Dollar Amounts in Thousands		BHCX	
Total Assets for the Leverage Ratio					
36.	Average total consolidated assets.....	3368	140,521,180		36.
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).....					
37.		BHCA			
		P875	2,401,516		37.
38.	LESS: Other deductions from (additions to) assets for leverage ratio purposes.....	B596	0		38.
39.	Total assets for the leverage ratio (item 36 minus items 37 and 38).....	A224	138,119,664		39.
Total Risk-Weighted Assets					
40.	a. Total risk-weighted assets (from Schedule RC-R, Part II item 31).....	A223	117,527,092		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	0		40.b.

		Column A		Column B		
		BHCA	Percentage	BHCW	Percentage	
Risk-Based Capital Ratios*						
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	10.5870	P793	0.0000	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	11.7193	7206	0.0000	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	15.1591	7205	0.0000	43.

		BHCA	Percentage	
Leverage Capital Ratios*				
44.	Tier 1 leverage ratio (item 26 divided by item 39).....	7204	9.9721	44.
45. Advanced approaches holding companies only: Supplementary leverage ratio				
(From FFIEC 101 Schedule A, Table 2, item 2.22).....				
		H036	0.0000	45.

		BHCA	Percentage	
Capital Buffer*				
46. Institution-specific capital buffer necessary to avoid limitations on distributions and discretionary bonus payments:				
a. Capital conservation buffer.....				
		H311	5.7193	46.a.
b. (Advanced approaches holding companies that exit parallel run only): Total applicable capital buffer.....				
		H312	0.0000	46.b.

		Dollar Amounts in Thousands		BHCA	
Institutions must complete items 47 and 48 if the amount in item 46.a is less than or equal to the applicable minimum capital conservation buffer:					
47.	Eligible retained income.....	H313	0		47.
48.	Distributions and discretionary bonus payments during the quarter	H314	0		48.

* Report each ratio and buffer as percentage, rounded to four decimal places, e.g., 12.3456.

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 the Federal Reserve's regulatory capital rules [1] and not deducted from tier 1 or tier 2 capital.

	Dollar Amounts in Thousands									
	(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reported in Column A	(Column C)	(Column D)	(Column E)	(Column F) Allocation by Risk-Weight Category	(Column G)	(Column H)	(Column I)	(Column J)
			0%	2%	4%	10%	20%	50%	100%	150%
Balance Sheet Asset Categories [2]										
1. Cash and balances due from depository institutions.....	BHCK D957 5,507,505	BHCK S396 0	BHCK D958 4,180,510				BHCK D959 1,323,980	BHCK S397 217	BHCK D960 2,757	BHCK S398 41
2. Securities:										
a. Held-to-maturity securities.....	BHCK D961 23,694	BHCK S399 0	BHCK D962 0	BHCK HJ74 0	BHCK HJ75 0		BHCK D963 23,694	BHCK D964 0	BHCK D965 0	BHCK S400 0
b. Available-for-sale securities.....	BHCK D966 25,390,354	BHCK S402 280,918	BHCK D967 10,798,431	BHCK HJ76 0	BHCK HJ77 0		BHCK D968 13,964,320	BHCK D969 9,145	BHCK D970 337,540	BHCK S403 0
3. Federal funds sold and securities purchased under agreements to resell:										
a. Federal funds sold (in domestic offices).....	BHCK D971 0		BHCK D972 0				BHCK D973 0	BHCK S410 0	BHCK D974 0	BHCK S411 0
b. Securities purchased under agreements to resell.....	BHCK H171 0	BHCK H172 0								
4. Loans and leases held for sale:										
a. Residential mortgage exposures.....	BHCK S413 683,470	BHCK S414 0	BHCK H173 0				BHCK S415 60,350	BHCK S416 412,243	BHCK S417 210,877	
b. High volatility commercial real estate exposures.....	BHCK S419 0	BHCK S420 0	BHCK H174 0				BHCK H175 0	BHCK H176 0	BHCK H177 0	BHCK S421 0
c. Exposures past due 90 days or more or on nonaccrual [3].....	BHCK S423 19,529	BHCK S424 0	BHCK S425 0	BHCK HJ78 0	BHCK HJ79 0		BHCK S426 0	BHCK S427 0	BHCK S428 0	BHCK S429 19,529

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								
250% ^[5]	300%	400%	600%	625%	937.5%	1250%	Exposure Amount	Risk-Weighted Asset Amount
Dollar Amounts in Thousands								
Balance Sheet Asset Categories (continued)								
1.	Cash and balances due from depository institutions.....							
2.	Securities:							
2.a.	a. Held-to-maturity securities.....							
2.b.	b. Available-for-sale securities.....							
3.	Federal funds sold and securities purchased under agreements to resell:							
3.a.	a. Federal funds sold (in domestic offices).....							
3.b.	b. Securities purchased under agreements to resell.....							
4.	Loans and leases held for sale:							
4.a.	a. Residential mortgage exposures.....							
4.b.	b. High volatility commercial real estate exposures.....							
4.c.	c. Exposures past due 90 days or more or on nonaccrual ^[6]							
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.	Column K - 250% risk weight is not applicable until the March 31, 2018, report date.							
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 J)		
			(Column C) 0%	(Column D) 2%	(Column E) 4%	(Column F) 10%	(Column G) 20%	(Column H) 50%		(Column I) 100%	
4. Dollar amounts in thousands											
Loans and leases held for sale (continued):											
d. All other exposures.....	BHCK S431 2,663	BHCK S432 0	BHCK S433 0	BHCK HJ80 0	BHCK HJ81 0	BHCK S434 0	BHCK S435 0	BHCK S436 2,663	BHCK S437 0		
Loans and leases, net of unearned income:											
a. Residential mortgage expos	BHCK S439 22,169,625	BHCK S440 0	BHCK H178 0			BHCK S441 782,680	BHCK S442 15,461,164	BHCK S443 5,925,781			
b. High volatility commercial real estate exposures.....	BHCK S445 205,139	BHCK S446 0	BHCK H179 0			BHCK H180 0	BHCK H181 0	BHCK H182 0	BHCK S447 205,139		
c. Exposures past due 90 days or more or on nonaccrual [7].....	BHCK S449 441,083	BHCK S450 0	BHCK S451 0	BHCK HJ82 0	BHCK HJ83 0	BHCK S452 0	BHCK S453 0	BHCK S454 0	BHCK S455 441,083		
d. All other exposures, LESS: Allowance for loan and lease losses.....	BHCK S457 67,240,268	BHCK S458 0	BHCK S459 75,770	BHCK HJ84 0	BHCK HJ85 0	BHCK S460 358,926	BHCK S461 417,174	BHCK S462 66,388,398	BHCK S463 0		
Trading assets.....	BHCX 3123 1,204,714	BHCY 3123 1,204,714									
	BHCK D976 1,233,627	BHCK S466 973,154	BHCK D977 0	BHCK HJ86 0	BHCK HJ87 0	BHCK D978 0	BHCK D979 0	BHCK D980 0	BHCK S467 0		
	BHCK D981 13,245,750	BHCK S469 2,794,235	BHCK D982 360,887	BHCK HJ88 0	BHCK HJ89 0	BHCK D983 756,759	BHCK D984 0	BHCK D985 8,072,013	BHCK H185 363		
8. All other assets [8].....											
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.

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

Dollar Amounts in Thousands

(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)
Allocation by Risk-Weight Category								
250% [10]	300%	400%	600%	625%	937.5%	1250%	Application of Other Risk-Weighting Approaches[9]	(Column S) Risk-Weighted Asset Amount
4. Loans and leases held for sale (continued):								
d. All other exposures.....							BHCK H279	BHCK H280
5. Loans and leases, net of unearned income:								0
a. Residential mortgage exposures.....							BHCK H281	BHCK H282
b. High volatility commercial real estate exposures.....								0
c. Exposures past due 90 days or more or on nonaccrual [1].....							BHCK H283	BHCK H284
d. All other exposures.....							BHCK H285	BHCK H286
6. LESS: Allowance for loan and lease losses.....							BHCK H287	BHCK H288
7. Trading assets.....								0
8. All other assets [12]								
a. Separate account bank-owned life insurance.....	BHCK H186	BHCK H290	BHCK H187				BHCK H291	BHCK H292
b. Default fund contributions to central counterparties.....	0	0	0				260,473	52,094
	BHCK H188	BHCK S470	BHCK S471				BHCK H294	BHCK H295
	0	0	0				0	0
							BHCK H296	BHCK H297
							1,261,493	738,317
							BHCK H298	BHCK H299
							0	0

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. Column K - 250% risk weight is not applicable until the March 31, 2018, report date.
 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 O) Allocation by Risk-Weight Category	(Column T) Total Risk-Weighted Amount by Calculation Methodology	(Column U) Gross-Up
		1250%		
BHCK S475	BHCK S476	BHCK S477	BHCK S478	BHCK S479
0	0	0	0	0
BHCK S480	BHCK S481	BHCK S482	BHCK S483	BHCK S484
5,478,594	5,478,594	0	1,197,863	0
BHCK S485	BHCK S486	BHCK S487	BHCK S488	BHCK S489
0	0	0	0	0
BHCK S490	BHCK S491	BHCK S492	BHCK S493	BHCK S494
1,827,510	1,827,510	0	502,900	0
BHCK S495	BHCK S496	BHCK S497	BHCK S498	BHCK S499
995,429	995,429	0	416,656	0

Dollar Amounts in Thousands

Securitization Exposures: On-and Off-Balance Sheet

9. On-balance sheet securitization exposures:
- a. Held-to-maturity securities.....
 - b. Available-for-sale securities.....
 - c. Trading assets.....
 - d. All other on-balance sheet securitization exposures.....
10. Off-balance sheet securitization exposures.....

(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reporte Column A	(Column C) 0%	(Column D) 2%	(Column E) 4%	(Column F) 10%	(Column G) 20%	(Column H) 50%	(Column I) 100%	(Column J) 150%
BHCT 2170	BHCK S500	BHCK D987	BHCK HJ90	BHCK HJ91	BHCK D988	BHCK D989	BHCK D990	BHCK S503	BHCK S503
142,264,097	10,149,697	15,415,998	0	0	17,270,709	16,299,943	80,940,029	686,155	0

Dollar Amounts in Thousands

11. Total balance sheet assets [14].....

(Column K) 250% [15]	(Column L) 300%	(Column M) 400%	(Column N) 600%	(Column O) 625%	(Column P) 938%	(Column Q) 1250%	(Column R) Application of Other Risk- Weighting Approaches Exposure Amount
Allocation by Risk-Weight Category							
BHCK S505	BHCK S506	BHCK S507	BHCK S508	BHCK S509	BHCK S510	BHCK S511	BHCK H300
0	0	0	0	0	0	0	1,521,966

Dollar Amounts in Thousands

11. Total balance sheet assets [14].....

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. Column K - 250% risk weight is not applicable until the March 31, 2018, report date.

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

	(Column A) Face, Notional, or Other Amount	(Column B) Credit Equivalent Amount [17]	(Column C) through (Column J) Allocation by Risk-Weight Category							(Column K) Application of Other Risk- Weighting Approaches [20] Credit Equivalent Risk-Weighted Asset Amount		
			(Column C) 0%	(Column D) 2%	(Column E) 4%	(Column F) 10%	(Column G) 20%	(Column H) 50%	(Column I) 100%		(Column J) 150%	
Dollar Amounts in Thousand												
Derivatives, Off-Balance Sheet Items, and Other Items Subject to Risk-Weighting (Excluding Securitization Exposure) [18]												
12. Financial standby letters of credit.....	BHCK D991 1,423,090	BHCK D992 1,423,090	BHCK D993 106,361	BHCK HJ92 0	BHCK HJ93 0			BHCK D994 6,252	BHCK D995 0	BHCK D996 1,310,477	BHCK S511 0	
13. Performance standby letters of credit and transaction-related contingent items.....	BHCK D997 988,593	BHCK D998 484,297	BHCK D999 6,880					BHCK G603 483	BHCK G604 0	BHCK G605 476,924	BHCK S512 0	
14. Commercial and similar letters of credit with an original maturity of one year or less.....	BHCK G606 11,697	BHCK G607 2,339	BHCK G608 54	BHCK HJ84 0	BHCK HJ95 0			BHCK G609 150	BHCK G610 0	BHCK G611 2,135	BHCK S513 0	
15. Retained recourse on small business obligations sold with recourse.....	BHCK G612 0	BHCK G613 0	BHCK G614 0					BHCK G615 0	BHCK G616 0	BHCK G617 0	BHCK S514 0	
16. Repo-style transactions [19].....	BHCK S515 638,190	BHCK S516 638,190	BHCK S517 638,190	BHCK S518 0	BHCK S519 0			BHCK S520 0	BHCK S521 0	BHCK S522 0	BHCK S523 0	BHCK H302 0
17. All other off-balance sheet liabilities.....	BHCK G618 327,431	BHCK G619 327,431	BHCK G620 0					BHCK G621 0	BHCK G622 80,898	BHCK G623 246,533	BHCK S524 0	

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

	Dollar Amounts in Thousands				(Column S) Application of Other Risk-Weighting Approaches[25] Credit Equivale Risk-Weighted Asset Amount
	(Column O) Allocation by Risk-Weight Category	(Column P) 937.5%	(Column Q) 1250%	(Column R) Amount	
18. Unused commitments: (exclude unused commitments to asset-backed commercial paper conduits):					
a. Original maturity of one year or less.....				BHCK H303	BHCK H304
b. Original maturity exceeding one year.....				BHCK H307	BHCK H308
19. Unconditionally cancelable commitments.....					
20. Over-the-counter derivatives.....				BHCK H309	BHCK H310
21. Centrally cleared derivatives.....					
22. Unsettled transactions (failed trades)[26].....					
	BHCK H198	BHCK H199	BHCK H200		
	0	0	0		

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)
	Dollar Amounts in Thousands							
	0%	2%	4%	10%	20%	50%	100%	150%
	Allocation by Risk-Weight Category							
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 16,543,611	BHCK S558 0	BHCK S559 217,928	BHCK S560 0	BHCK G631 17,952,143	BHCK G632 16,667,850	BHCK G633 107,343,918	BHCK S561 739,400
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 0	BHCK S569 0	BHCK S570 8,717	BHCK S571 0	BHCK G635 3,690,429	BHCK G636 8,333,925	BHCK G637 107,343,918	BHCK S572 1,109,100

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

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)
	Dollar Amounts in Thousands						
	250%(26)	300%	400%	600%	625%	937.5%	1250%
23 Total assets, derivatives, off-balance sheet items, and other items subject to 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)							
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 0	BHCK S575 0	BHCK S576 0	BHCK S577 0	BHCK S578 0	BHCK S579 0	BHCK S580 0
26 Risk-weighted assets for purposes of calculating the allowance for loan and lease losses 1.25 percent threshold							
27 Standardized market-risk weighted assets (applicable only to holding companies that are covered by the market risk capital rules)							
28 Risk-weighted assets before deductions for excess allowance of loan and lease losses and allocated risk transfer							
29 LESS: Excess allowance for loan and lease losses							
30 LESS: Allocated transfer risk reserve							
31 Total risk-weighted assets (item 28 minus items 29 and 30)							

Totals	
BHC	
S580	117,294,236
S581	233,143
B704	117,527,092
A222	0
3128	0
S641	117,527,092

26 Risk-weighted assets for purposes of calculating the allowance for loan and lease losses 1.25 percent threshold
 27 Standardized market-risk weighted assets (applicable only to holding companies that are covered by the market risk capital rules)
 28 Risk-weighted assets before deductions for excess allowance of loan and lease losses and allocated risk transfer
 29 LESS: Excess allowance for loan and lease losses
 30 LESS: Allocated transfer risk reserve
 31 Total risk-weighted assets (item 28 minus items 29 and 30)

26 Column K - 250% risk weight is not applicable until the March 31, 2016, report date.
 27 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

1. Current credit exposure across all derivative contracts covered by the regulatory capital rules.....	Dollar Amounts in Thousands		BHCK
			G642
			701,300

M.1.

	With a remaining maturity of			BHCK	
	(Column A)	(Column B)	(Column C)		
	One year or less	Over one year through five years	Over five years		
	BHCK	BHCK	BHCK		
2. Notional principal amounts of over-the-counter derivative contracts:					
a. Interest rate	6,255,378	16,773,839	S584	5,350,969	M.2.a.
b. Foreign exchange rate and gold	8,062,041	1,203,824	S587	0	M.2.b.
c. Credit (investment grade reference asset)	246,892	1,347,874	S590	99,494	M.2.c.
d. Credit (non-investment grade reference asset)	73,190	897,809	S593	154,410	M.2.d.
e. Equity	0	1,753,468	S596	0	M.2.e.
f. Precious metals (except gold)	0	0	S599	0	M.2.f.
g. Other	487,502	1,179,156	S602	0	M.2.g.
3. Notional principal amounts of centrally cleared derivative contracts:					
a. Interest rate	3,619,559	19,808,289	S605	3,196,313	M.3.a.
b. Foreign exchange rate and gold	0	0	S608	0	M.3.b.
c. Credit (investment grade reference asset)	0	0	S611	0	M.3.c.
d. Credit (non-investment grade reference asset)	0	0	S614	0	M.3.d.
e. Equity	0	0	S617	0	M.3.e.
f. Precious metals (except gold)	0	0	S620	0	M.3.f.
g. Other	48,600	13,050	S623	0	M.3.g.

4. Standardized market risk-weighted assets attributable to specific risk (included in Schedule HC-R, item 27).....	Dollar Amounts in Thousands		BHCK
			S624
			34,833

M.4.

Schedule HC-S—Continued

	(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
6. Amount of ownership (or seller's) interests carried as:							
a. Securities (included in HC-B)		BHCK B761	BHCK B762			BHCK B763	
b. Loans (included in HC-C)		0	0			0	
7. Past due loan amounts included in interests reported in item 6.a:		BHCK B500	BHCK B501			BHCK B502	
a. 30-89 days past due		0	0			0	
b. 90 days or more past due							
8. Charge-offs and recoveries on loan amounts included in interests reported in item 6.a (calendar year-to-date):		BHCK B764	BHCK B765			BHCK B766	
a. Charge-offs		0	0			0	
b. Recoveries		BHCK B767	BHCK B768			BHCK B769	
		0	0			0	
		BHCK B770	BHCK B771			BHCK B772	
		0	0			0	
		BHCK B773	BHCK B774			BHCK B775	
		0	0			0	
For Securitization Facilities Sponsored By or Otherwise Established By Other Institutions							
9. Maximum amount of credit exposure arising from credit enhancements provided by the reporting institution to other institutions' securitization structures in the form of standby letters of credit, purchased subordinated securities, and other enhancements.....	BHCK B776	BHCK B777	BHCK B778	BHCK B779	BHCK B780	BHCK B781	BHCK B782
	0	0	0	0	0	0	0
10. Reporting institution's unused commitments to provide liquidity to other institutions' securitization structures	BHCK B783	BHCK B784	BHCK B785	BHCK B786	BHCK B787	BHCK B788	BHCK B789
	0	0	0	0	0	0	0
Asset Sales							
11. Assets sold with recourse or other seller-provided credit enhancements and not securitized	BHCK B790	BHCK B791	BHCK B792	BHCK B793	BHCK B794	BHCK B795	BHCK B796
	327,431	0	0	0	0	0	0
12. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to assets reported in item 11	BHCK B797	BHCK B798	BHCK B799	BHCK B800	BHCK B801	BHCK B802	BHCK B803
	327,431	0	0	0	0	0	0

Dollar Amounts in Thousands

6. Amount of ownership (or seller's) interests carried as:
 a. Securities (included in HC-B)

7. Past due loan amounts included in interests reported in item 6.a:
 a. 30-89 days past due

8. Charge-offs and recoveries on loan amounts included in interests reported in item 6.a (calendar year-to-date):
 a. Charge-offs

For Securitization Facilities Sponsored By or Otherwise Established By Other Institutions

9. Maximum amount of credit exposure arising from credit enhancements provided by the reporting institution to other institutions' securitization structures in the form of standby letters of credit, purchased subordinated securities, and other enhancements.....

10. Reporting institution's unused commitments to provide liquidity to other institutions' securitization structures

Asset Sales

11. Assets sold with recourse or other seller-provided credit enhancements and not securitized

12. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to assets reported in item 11

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.....	0
b.	Amount of retained recourse on these obligations as of the report date	0
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	327,431
b.	1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements	60,604,337
c.	Other financial assets [1].....	1,208,158
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)	220,260
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.....	0
	(2) Conduits sponsored by other unrelated institutions.....	0
b.	Unused commitments to provide liquidity to conduit structures:	
	(1) Conduits sponsored by the bank, a bank affiliate, or the holding company.....	0
	(2) Conduits sponsored by other unrelated institutions.....	20,500
4.	Outstanding credit card fees and finance charges (included in Schedule HC-S, item 1, column C) [2]	0

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	115,971	J982	0	J983	5	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	1,512,040	J997	0	J998	19,692	1.f.
g. Less: Allowance for loan and lease losses	J999	8,067	K001	0	K002	77	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	9,313	K013	0	K014	47	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	1,490,919	K025	0	K026	0	2.d.
e. Other liabilities	K027	3,244	K028	0	K029	3	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 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?	0
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 217.22?	0
Are you a BHCs; SHCs or covered SLHCs as defined by the final capital rule?	1
Are you a BHCs; SHCs; IHCs; Non - Bank IHCs; Non - BHC IHCs or covered SLHCs as defined by the final capital rule?	1
Are you an advanced approach HCs or advanced approach that does not calculate risk - weighted assets per advanced approach risk - based capital rule?	0
Are you a BHCs; SHCs; IHCs; Non - BHC; IHCs; or SLHCs?	1
Are you a non-advanced approach HCs?	1
Are you an advanced approach HCs that have exited parallel run?	0
Are you a BHCs; SHCs; IHCs; Non - BHC IHCs or covered SLHCs as defined by the final capital rule?	1
Are you an Advanced Approach (for Capital Components and Ratios) BHC?	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 (9/30/2017)	0
FR Y-9C Fifth Third Bancorp (6/30/2017)	1
FR Y-9C Fifth Third Bancorp (3/31/2017)	0
FR Y-9C Fifth Third Bancorp (12/31/2016)	0
FR Y-9C Fifth Third Bancorp (9/30/2016)	0
FR Y-9C Fifth Third Bancorp (6/30/2016)	0
FR Y-9C Fifth Third Bancorp (3/31/2016)	0
FR Y-9C Fifth Third Bancorp (12/31/2015)	0
FR Y-9C Bancorp Amended 2/8/16 (9/30/2015)	0