

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



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

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

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

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

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

NOTE: Each holding company's board of directors and senior management are responsible for establishing and maintaining an effective system of internal control, including controls over the Consolidated Financial Statements for Holding Companies. The Consolidated Financial Statements for Holding Companies is to be prepared in accordance with instructions provided by the Federal Reserve System. The Consolidated Financial Statements for Holding Companies must be signed and attested by the Chief Financial Officer (CFO) of the reporting holding company (or by the individual performing this equivalent function).

I, the undersigned CFO (or equivalent) of the named holding company, attest that the Consolidated Financial Statements for Holding Companies (including the supporting schedules) for this report date have been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

Tayfun Tuzun EVP and CFO

Printed Name of Chief Financial Officer (or Equivalent) (BHCK C490)

Signature of Chief Financial Officer (or Equivalent)

08/04/2016

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

Date of Report: **June 30, 2016**  
Month / Day / Year (BHCK 9999)

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

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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RSSD ID \_\_\_\_\_  
C.I. \_\_\_\_\_ S.F. \_\_\_\_\_

**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.

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

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

**Report of Income for Holding Companies**

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

**Schedule HI—Consolidated Income Statement**

Dollar Amounts in Thousands

	BHCK		
1. Interest income			
a. Interest and fee income on loans:			
(1) In domestic offices:			
(a) Loans secured by 1-4 family residential properties .....	4435	401,826	1.a.(1)(a)
(b) All other loans secured by real estate .....	4436	183,941	1.a.(1)(b)
(c) All other loans .....	F821	993,534	1.a.(1)(c)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs .....	4059	6,368	1.a.(2)
b. Income from lease financing receivables .....	4065	52,995	1.b.
c. Interest income on balances due from depository institutions [1] .....	4115	4,026	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	21,354	1.d.(1)
(2) Mortgage-backed securities .....	B489	416,120	1.d.(2)
(3) All other securities .....	4060	21,423	1.d.(3)
e. Interest income from trading assets .....	4069	1,406	1.e.
f. Interest income on federal funds sold and securities purchased under agreements to resell .....	4020	5	1.f.
g. Other interest income .....	4518	7,965	1.g.
h. Total interest income (sum of items 1.a through 1.g) .....	4107	2,110,963	1.h.
2. Interest expense			
a. Interest on deposits:			
(1) In domestic offices:			
(a) Time deposits of \$100,000 or more .....	A517	18,002	2.a.(1)(a)
(b) Time deposits of less than \$100,000 .....	A518	24,719	2.a.(1)(b)
(c) Other deposits .....	6761	55,108	2.a.(1)(c)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs .....	4172	1,397	2.a.(2)
b. Expense on federal funds purchased and securities sold under agreements to repurchase .....	4180	1,605	2.b.
c. Interest on trading liabilities and other borrowed money (excluding subordinated notes and debentures) .....	4185	121,318	2.c.
d. Interest on subordinated notes and debentures and on mandatory convertible securities .....	4397	56,564	2.d.
e. Other interest expense .....	4398	822	2.e.
f. Total interest expense (sum of items 2.a through 2.e) .....	4073	279,535	2.f.
3. Net interest income (item 1.h minus item 2.f) .....	4074	1,831,428	3.
4. Provision for loan and lease losses (from Schedule HI-B, part II, item 5) .....	4230	209,775	4.
5. Noninterest income:			
a. Income from fiduciary activities .....	4070	117,088	5.a.
b. Service charges on deposit accounts in domestic offices .....	4483	276,972	5.b.
c. Trading revenue [2] .....	A220	146,743	5.c.
d. (1) Fees and commissions from securities brokerage.....	C886	27,659	5.d.(1)
(2) Investment banking, advisory, and underwriting fees and commissions.....	C888	55,621	5.d.(2)
(3) Fees and commissions from annuity sales.....	C887	18,769	5.d.(3)
(4) Underwriting income from insurance and reinsurance activities.....	C386	2,639	5.d.(4)
(5) Income from other insurance activities.....	C387	11,569	5.d.(5)
e. Venture capital revenue .....	B491	9,507	5.e.
f. Net servicing fees .....	B492	-90,714	5.f.
g. Net securitization income .....	B493	0	5.g.

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

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

## Schedule HI—Continued

		Dollar Amounts in Thousands		BHCK	
5.	h.	Not applicable			
	i.	Net gains (losses) on sales of loans and leases .....	8560	-22,569	5.i.
	j.	Net gains (losses) on sales of other real estate owned .....	8561	-4,090	5.j.
	k.	Net gains (losses) on sales of other assets (excluding securities) .....	B496	7,661	5.k.
	l.	Other noninterest income [3].....	B497	640,103	5.l.
	m.	Total noninterest income (sum of items 5.a through 5.l).....	4079	1,196,958	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	7,535	6.b.
7.	Noninterest expense:				
	a.	Salaries and employee benefits.....	4135	1,006,004	7.a.
	b.	Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest) .....	4217	212,622	7.b.
	c.	(1) Goodwill impairment losses.....	C216	0	7.c.(1)
		(2) Amortization expense and impairment losses for other intangible assets.....	C232	865	7.c.(2)
	d.	Other noninterest expense [4].....	4092	744,883	7.d.
	e.	Total noninterest expense (sum of items 7.a through 7.d).....	4093	1,964,374	7.e.
8.	Income (loss) before income taxes and extraordinary items, and other adjustments (sum of items 3, 5.m, 6.a, and 6.b minus items 4 and 7.e).....		4301	861,772	8.
9.	Applicable income taxes (foreign and domestic).....		4302	205,911	9.
10.	Income (loss) before extraordinary items and other adjustments (item 8 minus item 9) .....		4300	655,861	10.
11.	Extraordinary items and other adjustments, net of income taxes [5].....		4320	0	11.
12.	Net income (loss) attributable to holding company and noncontrolling (minority) interests (sum of items 10 and 11) .....		G104	655,861	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	-3,627	13.
14.	Net income (loss) attributable to holding company (item 12 minus item 13) .....		4340	659,488	14.

3. See Schedule HI, memoranda item 6.  
4. See Schedule HI, memoranda item 7.  
5. Describe on Schedule HI, memoranda item 8.

## Memoranda

		Dollar Amounts in Thousands		BHCK	
1.	Net interest income (item 3 above) on a fully taxable equivalent basis.....		4519	1,843,723	M.1.
2.	Net income before income taxes, extraordinary items, and other adjustments (Item 8 above) on a fully taxable equivalent basis.....		4592	874,066	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	21,481	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	1,102	M.4.
5.	Number of full-time equivalent employees at end of current period (round to nearest whole number).....		BHCK	Number	M.5.
			4150	18,051	
6.	Other noninterest income (from Schedule HI, item 5.l, above) (only report amounts greater than \$25,000 that exceed 3 percent of Schedule HI, item 5.l):		BHCK		
	a.	Income and fees from the printing and sale of checks.....	C013	0	M.6.a.
	b.	Earnings on/increase in value of cash surrender value of life insurance.....	C014	26,965	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	56,840	M.6.f.

# Schedule HI—Continued

## Memoranda—Continued

		Dollar Amounts in Thousands		BHCK		
6.	g.	Bank card and credit card interchange fees .....		F555	145,043	M.6.g.
	h.	Gains on bargain purchases .....		J447	0	M.6.h.
	i.	TEXT 8562	Net G/L on MSR Hedges	8562	149,085	M.6.i.
	j.	TEXT 8563	Operating Lease Rent	8563	48,968	M.6.j.
	k.	TEXT 8564	See Notes to Inc Stmt 1 to 4	8564	141,979	M.6.k.
7.	Other noninterest expense (from Schedule HI, item 7.d, above) (only report amounts greater than \$25,000 that exceed 3 percent of the sum of Schedule HI, item 7.d):					
	a.	Data processing expenses.....		C017	65,501	M.7.a.
	b.	Advertising and marketing expenses.....		0497	51,506	M.7.b.
	c.	Directors' fees .....		4136	0	M.7.c.
	d.	Printing, stationery, and supplies.....		C018	0	M.7.d.
	e.	Postage.....		8403	22,971	M.7.e.
	f.	Legal fees and expenses.....		4141	24,053	M.7.f.
	g.	FDIC deposit insurance assessments.....		4146	46,618	M.7.g.
	h.	Accounting and auditing expenses .....		F556	0	M.7.h.
	i.	Consulting and advisory expenses .....		F557	0	M.7.i.
	j.	Automated teller machine (ATM) and interchange expenses .....		F558	0	M.7.j.
	k.	Telecommunications expenses .....		F559	0	M.7.k.
	l.	TEXT 8565	Software Expense	8565	104,697	M.7.l.
	m.	TEXT 8566	Losses on CRA Equity Method Investments	8566	85,007	M.7.m.
	n.	TEXT 8567	See Notes to Inc Stmt 5 to 9	8567	173,011	M.7.n.
8.	Extraordinary items and other adjustments (from Schedule HI, item 11) (itemize all extraordinary items and other adjustments):					
	a.	(1) TEXT 3571		3571	0	M.8.a.(1)
		(2)	Applicable income tax effect ..... BHCK 3572		0	M.8.a.(2)
	b.	(1) TEXT 3573		3573	0	M.8.b.(1)
		(2)	Applicable income tax effect ..... BHCK 3574		0	M.8.b.(2)
	c.	(1) TEXT 3575		3575	0	M.8.c.(1)
		(2)	Applicable income tax effect ..... BHCK 3576		0	M.8.c.(2)
9.	Trading revenue (from cash instruments and derivative instruments) (Sum of items 9.a through 9.e must equal Schedule HI, item 5.c.)					
<i>Memorandum items 9.a through 9.e are to be completed by holding companies that reported average trading assets (Schedule HC-K, item 4.a) of \$2 million or more for any quarter of the preceding calendar year:</i>						
	a.	Interest rate exposures .....		8757	108,450	M.9.a.
	b.	Foreign exchange exposures .....		8758	32,064	M.9.b.
	c.	Equity security and index exposures .....		8759	1,410	M.9.c.
	d.	Commodity and other exposures .....		8760	4,383	M.9.d.
	e.	Credit exposures .....		F186	436	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	-931	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	3,358	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	38,017	M.12.a.	
	b.	(1) Premiums on insurance related to the extension of credit.....	C242	2,639	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	749	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			
<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	70,159	M.14.a.	
		(1) Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk .....	F552	425	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	62,583	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:					
	a.	Total other-than-temporary impairment losses .....	J319	4,253	M.17.a.	
	b.	Portion of losses recognized in other comprehensive income (before income taxes) .....	J320	0	M.17.b.	
	c.	Net impairment losses recognized in earnings (included in Schedule HI, items 6.a and 6.b) (Memorandum item 17.a minus Memorandum item 17.b) .....	J321	4,253	M.17.c.	

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

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

Dollar Amounts in Thousands		BHCK		
1.	Total holding company equity capital most recently reported for the end of previous calendar year (i.e., after adjustments from amended Reports of Income) .....	3217	15,839,186	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	15,839,186	3.
		BHCT		
4.	Net income (loss) attributable to holding company (must equal Schedule HI, item 14). .....	4340	659,488	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	39,047	6.b.
7.	Sale of treasury stock .....	4782	0	7.
8.	LESS: Purchase of treasury stock .....	4783	266,027	8.
9.	Changes incident to business combinations, net .....	4356	0	9.
10.	LESS: Cash dividends declared on preferred stock .....	4598	37,556	10.
11.	LESS: Cash dividends declared on common stock .....	4460	200,660	11.
12.	Other comprehensive income [1] .....	B511	692,596	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	16,726,074	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 <sup>[1]</sup>		(Column B) Recoveries		
	BHCK		BHCK		
Dollar Amounts in Thousands					
<b>I. Charge-offs and Recoveries on Loans and Leases (Fully Consolidated)</b>					
1. Loans secured by real estate:					
a. Construction, land development, and other land loans in domestic offices:					
(1) 1–4 family residential construction loans.....	C891	168	C892	77	1.a.(1)
(2) Other construction loans and all land development and other land loans .....	C893	241	C894	798	1.a.(2)
b. Secured by farmland in domestic offices .....	3584	17	3585	6	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	15,513	5412	5,930	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties in domestic offices:					
(a) Secured by first liens.....	C234	10,587	C217	5,424	1.c.(2)(a)
(b) Secured by junior liens.....	C235	2,657	C218	709	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices .....	3588	516	3589	450	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:					
(1) Loans secured by owner-occupied nonfarm nonresidential properties .....	C895	7,009	C896	1,367	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties .....	C897	5,509	C898	327	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	1	4665	250	3.
4. Commercial and industrial loans:					
a. To U.S. addressees (domicile) .....	4645	96,392	4617	6,953	4.a.
b. To non-U.S. addressees (domicile) .....	4646	0	4618	299	4.b.
5. Loans to individuals for household, family, and other personal expenditures:					
a. Credit cards .....	B514	45,790	B515	4,807	5.a.
b. Automobile loans .....	K129	25,213	K133	9,334	5.b.
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) .....	K205	10,797	K206	1,579	5.c.
6. Loans to foreign governments and official institutions .....	4643	0	4627	0	6.
7. All other loans .....	4644	1,128	4628	79	7.
8. Lease financing receivables:					
a. Leases to individuals for household, family, and other personal expenditures .....	F185	0	F187	13	8.a.
b. All other leases .....	C880	0	F188	0	8.b.
9. Total (sum of items 1 through 8) .....	4635	221,538	4605	38,402	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	2,218	5410	1,146	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	26	
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) .....			M.3.

	Dollar Amounts in Thousands		
	BHCK		
<b>II. Changes in allowance for loan and lease losses</b>			
1. Balance most recently reported at end of previous year (i.e., after adjustments from amended Reports of Income).....	B522	1,272,446	1.
2. Recoveries (must equal Schedule HI-B, part I, item 9, column B, above).....	BHCT		
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	38,402	2.
4. LESS: Write-downs arising from transfers of loans to a held-for-sale account .....	BHCK		
5. Provision for loan and lease losses (must equal Schedule HI, item 4).....	C079	216,371	3.
6. Adjustments (see instructions for this schedule).....	5523	5,167	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		
	4230	209,775	5.
	BHCK		
	C233	144	6.
	BHCT		
	3123	1,299,229	7.

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

## Memoranda

	Dollar Amounts in Thousands		
	BHCK		
1. Allocated transfer risk reserve included in Schedule HI-B, part II, item 7.....	C435	0	M.1.
<i>Memoranda items 2 and 3 are to be completed by (1) holding companies that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).</i>			
2. Separate valuation allowance for uncollectible retail credit card fees and finance charges.....	C389	0	M.2.
3. Amount of allowance for loan and lease losses attributable to retail credit card fees and finance charges (included in Schedule HC, item 4.c and Schedule HI-B, part II, item 7) .....	C390	928	M.3.
<i>Memorandum item 4 is to be completed by all holding companies.</i>			
4. Amount of allowance for post-acquisition credit losses on purchased credit-impaired loans accounted for in accordance with AICPA Statement of Position 03-3 (included in Schedule HI-B, part II, item 7, above) .....	C781	74	M.4.



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

Schedule HI-C is to be completed by holding companies with \$1 billion or more in total assets. [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	3,821,002	M711	13,693	M712	0	M713	0	1.a.
b. Commercial real estate loans .....	M714	241,593	M715	24,572	M716	6,633,008	M717	61,925	M719	0	M720	0	1.b.
c. Residential real estate loans .....	M721	970,657	M722	99,555	M723	20,871,666	M724	59,057	M725	2,474	M726	74	1.c.
2. Commercial loans [2].....	M727	770,473	M728	74,966	M729	46,805,053	M730	700,341	M731	0	M732	0	2.
3. Credit cards .....	M733	56,934	M734	10,466	M735	2,109,704	M736	83,015	M737	0	M738	0	3.
4. Other consumer loans .....	M739	17,809	M740	1,650	M741	11,455,132	M742	52,981	M743	0	M744	0	4.
5. Unallocated, if any .....							M745	116,934					5.
6. Total (sum of items 1.a. through 5.)	M746	2,057,466	M747	211,209	M748	91,695,565	M749	1,087,946	M750	2,474	M751	74	6.

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

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

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

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

### Notes to the Income Statement (Other)

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

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

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

### Example

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

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

### Notes to the Income Statement (Other)

TEXT	Dollar Amount in Thousands	BHCK	
1. 5351 Sch HI Line 6k Commercial Syndication Fees			
		5351	43,687
2. 5352 Sch HI Line 6k Commercial Commitment Fees			
		5352	43,462
3. 5353 Sch HI Line 6k Inc Invst Uncons Sub			
		5353	30,677
4. 5354 Sch HI Line 6k International Income Fees			
		5354	24,153
5. 5355 Sch HI Line 7n Loan and Lease Expense Reg			
		5355	50,877
6. B042 Sch HI Line 7n Operating Lease Expense			
		B042	41,253
7. B043 Sch HI Line 7n Losses and Adjustments Reg			
		B043	31,452
8. B044 Sch HI Line 7n Bankcard Expense			
		B044	26,807
9. B045 Sch HI Line 7n Travel Meetings and Entertainment Reg			
		B045	22,622
10. B046			
		B046	0

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

		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 June 30, 2016  
Month / Day / Year

## Schedule HC—Consolidated Balance Sheet

		Dollar Amounts in Thousands		BHCK	
<b>Assets</b>					
1.	Cash and balances due from depository institutions:				
a.	Noninterest-bearing balances and currency and coin[1] .....	0081		2,361,046	1.a.
b.	Interest-bearing balances:[2]				
(1)	In U.S. offices.....	0395		1,523,037	1.b.(1)
(2)	In foreign offices, Edge and Agreement subsidiaries, and IBFs.....	0397		290,311	1.b.(2)
2.	Securities:				
a.	Held-to-maturity securities (from Schedule HC-B, column A).....	1754		60,129	2.a.
b.	Available-for-sale securities (from Schedule HC-B, column D).....	1773		30,848,845	2.b.
3.	Federal funds sold and securities purchased under agreements to resell:				
a.	Federal funds sold in domestic offices.....	BHDM	B987	5,000	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		876,767	4.a.
b.	Loans and leases, net of unearned income.....	B528	93,909,125		4.b.
c.	LESS: Allowance for loan and lease losses .....	3123	1,299,229		4.c.
d.	Loans and leases, net of unearned income and allowance for loan and lease losses (item 4.b minus 4.c).....	B529		92,609,896	4.d.
5.	Trading assets (from Schedule HC-D).....	3545		1,255,261	5.
6.	Premises and fixed assets (including capitalized leases).....	2145		1,939,588	6.
7.	Other real estate owned (from Schedule HC-M).....	2150		107,053	7.
8.	Investments in unconsolidated subsidiaries and associated companies.....	2130		391,462	8.
9.	Direct and indirect investments in real estate ventures.....	3656		1,291,013	9.
10.	Intangible assets:				
a.	Goodwill.....	3163		2,415,622	10.a.
b.	Other intangible assets (from Schedule HC-M).....	0426		631,897	10.b.
11.	Other assets (from Schedule HC-F).....	2160		7,018,398	11.
12.	Total assets (sum of items 1 through 11).....	2170		143,625,325	12.

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

**Schedule HC—Continued**

		Dollar Amounts in Thousands		BHDM	
<b>Liabilities</b>					
13.	Deposits:				
	a. In domestic offices (from Schedule HC-E):				
	(1) Noninterest-bearing [1] .....	6631	36,468,941		13.a.(1)
	(2) Interest-bearing .....	6636	64,484,685		13.a.(2)
	b. In foreign offices, Edge and Agreement subsidiaries, and IBFs:			BHFN	
	(1) Noninterest-bearing .....	6631	0		13.b.(1)
	(2) Interest-bearing .....	6636	1,249,488		13.b.(2)
14.	Federal funds purchased and securities sold under agreements to repurchase:			BHDM	
	a. Federal funds purchased in domestic offices [2] .....	B993	107,939		14.a.
		BHCK			
	b. Securities sold under agreements to repurchase [3] .....	B995	750,969		14.b.
15.	Trading liabilities (from Schedule HC-D) .....	3548	811,129		15.
16.	Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule HC-M).....	3190	15,177,221		16.
17.	Not applicable				
18.	Not applicable				
19.	a. Subordinated notes and debentures [4].....	4062	4,229,628		19.a.
	b. Subordinated notes payable to unconsolidated trusts issuing trust preferred securities, and trust preferred securities issued by consolidated special purpose entities .....	C699	51,725		19.b.
20.	Other liabilities (from Schedule HC-G).....	2750	3,539,552		20.
21.	Total liabilities (sum of items 13 through 20) .....	2948	126,871,277		21.
22.	Not applicable				
<b>Equity Capital</b>					
<b>Holding Company Equity Capital</b>					
23.	Perpetual preferred stock and related surplus .....	3283	1,331,122		23.
24.	Common stock (par value) .....	3230	2,051,042		24.
25.	Surplus (exclude all surplus related to preferred stock) .....	3240	2,753,940		25.
26.	a. Retained earnings .....	3247	12,777,738		26.a.
	b. Accumulated other comprehensive income [5].....	B530	889,357		26.b.
	c. Other equity capital components [6].....	A130	-3,077,125		26.c.
27.	a. Total holding company equity capital (sum of items 23 through 26.c).....	3210	16,726,074		27.a.
	b. Noncontrolling (minority) interests in consolidated subsidiaries .....	3000	27,974		27.b.
28.	Total equity capital (sum of items 27.a and 27.b) .....	G105	16,754,048		28.
29.	Total liabilities and equity capital (sum of items 21 and 28) .....	3300	143,625,325		29.

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

# Schedule HC—Continued

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

- |       |      |  |
|-------|------|--|
| 0=No  | BHCK |  |
| 1=Yes | C884 |  |
- M.1.
1. Has the holding company engaged in a full-scope independent external audit at any time during the calendar year? (Enter "1" for Yes, enter "0" for No.) .....
  2. If response to Memoranda item 1 is yes, indicate below the name and address of the holding company's independent external auditing firm (see instructions), and the name and e-mail address of the auditing firm's engagement partner.[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)		
	Amortized Cost		Fair Value		Amortized Cost		Fair Value		
Dollar Amounts in Thousands	BHCK		BHCK		BHCK		BHCK		
1. U.S. Treasury securities .....	0211	0	0213	0	1286	76,026	1287	78,861	1.
2. U.S. government agency obligations (exclude mortgage-backed securities):									
a. Issued by U.S. government agencies [1] .....	1289	0	1290	0	1291	192	1293	192	2.a.
b. Issued by U.S. government-sponsored agencies [2] .....	1294	0	1295	0	1297	1,056,518	1298	1,076,253	2.b.
3. Securities issued by states and political subdivisions in the U.S. ....	8496	60,129	8497	60,129	8498	49,480	8499	51,963	3.
4. Mortgage-backed securities (MBS)									
a. Residential pass-through securities:									
(1) Guaranteed by GNMA .....	G300	0	G301	0	G302	3,565,208	G303	3,633,304	4.a.(1)
(2) Issued by FNMA and FHLMC .....	G304	0	G305	0	G306	3,535,534	G307	3,643,547	4.a.(2)
(3) Other pass-through securities .....	G308	0	G309	0	G310	319	G311	319	4.a.(3)
b. Other residential mortgage-backed securities (include CMOs, REMICs, and stripped MBS):									
(1) Issued or guaranteed by U.S. Government agencies or sponsored agencies [3] .....	G312	0	G313	0	G314	7,980,870	G315	8,416,195	4.b.(1)
(2) Collateralized by MBS issued or guaranteed by U.S. Government agencies or sponsored agencies [3].....	G316	0	G317	0	G318	0	G319	0	4.b.(2)
(3) All other residential mortgage-backed securities .....	G320	0	G321	0	G322	0	G323	0	4.b.(3)
c. Commercial MBS:									
(1) Commercial pass-through securities:									
(a) Issued or guaranteed by FNMA, FHLMC, or GNMA .....	K142	0	K143	0	K144	8,388,933	K145	8,926,391	4.c.(1)(a)
(b) Other pass-through securities .....	K146	0	K147	0	K148	0	K149	0	4.c.(1)(b)
(2) Other commercial MBS:									
(a) Issued or guaranteed by U.S. Government agencies or sponsored agencies [3] .....	K150	0	K151	0	K152	0	K153	0	4.c.(2)(a)
(b) All other commercial MBS .....	K154	0	K155	0	K156	2,910,891	K157	3,078,625	4.c.(2)(b)

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



**Schedule HC-B—Continued**

Dollar Amounts in Thousands	Held-to-Maturity				Available-for-Sale				
	(Column A) Amortized Cost		(Column B) Fair Value		(Column C) Amortized Cost		(Column D) Fair Value		
	BHCK		BHCK		BHCK		BHCK		
5. Asset-backed securities and structured financial products:									
a. Asset-backed Securities (ABS).....	C026	0	C988	0	C989	1,736,007	C027	1,743,592	5.a.
b. Structured financial products:									
(1) Cash.....	G336	0	G337	0	G338	0	G339	0	5.b.(1)
(2) Synthetic.....	G340	0	G341	0	G342	0	G343	0	5.b.(2)
(3) Hybrid.....	G344	0	G345	0	G346	0	G347	0	5.b.(3)
6. Other debt securities:									
a. Other domestic debt securities.....	1737	0	1738	0	1739	95,889	1741	98,370	6.a.
b. Other Foreign debt securities.....	1742	0	1743	0	1744	6,800	1746	6,800	6.b.
7. Investments in mutual funds and other equity securities with readily determinable fair values .....					A510	92,184	A511	94,433	7.
8. Total (sum of 1 through 7) (total of column A must equal Schedule HC, item 2.a) (total of column D must equal Schedule HC, item 2.b) .....	BHCT						BHCT		8.
	1754	60,129	1771	60,129	1772	29,494,851	1773	30,848,845	

**Memoranda**

	Dollar Amounts in Thousands		
	BHCK		
1. Pledged securities [1] .....	0416	10,204,622	M.1.
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	5,798,978	M.2.a.
b. Over 1 year to 5 years .....	0384	355,817	M.2.b.
c. Over 5 years .....	0387	24,659,746	M.2.c.
3. Amortized cost of held-to-maturity securities sold or transferred to available-for-sale or trading securities during the calendar year-to-date (report the amortized cost at date of sale or transfer) .....	1778	0	M.3.
4. Structured notes (included in the held-to-maturity and available-for-sale accounts in Schedule HC-B, items 2, 3, 5 and 6):			
a. Amortized cost .....	8782	0	M.4.a.
b. Fair value .....	8783	0	M.4.b.

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

**Schedule HC-B—Continued**

**Memoranda—Continued**

	Held-to-Maturity				Available-for-Sale				
	(Column A) Amortized Cost		(Column B) Fair Value		(Column C) Amortized Cost		(Column D) Fair Value		
	BHCK		BHCK		BHCK		BHCK		
Dollar Amounts in Thousands									
<i>Memorandum item 5 is to be completed by holding companies with total assets over \$1 billion or with foreign offices. [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.....	B838	0	B839	0	B840	0	B841	0	M.5.a.
b. Home equity lines.....	B842	0	B843	0	B844	0	B845	0	M.5.b.
c. Automobile loans.....	B846	0	B847	0	B848	364,605	B849	370,761	M.5.c.
d. Other consumer loans.....	B850	0	B851	0	B852	1,197,651	B853	1,199,366	M.5.d.
e. Commercial and industrial loans .....	B854	0	B855	0	B856	0	B857	0	M.5.e.
f. Other .....	B858	0	B859	0	B860	173,751	B861	173,465	M.5.f.
6. Structured financial products by underlying collateral or reference assets (for each column, sum of Memorandum items 6.a through 6.g must equal Schedule HC-B, sum of items 5.b.(1) through (3)):									
a. Trust preferred securities issued by financial institutions .....	G348	0	G349	0	G350	0	G351	0	M.6.a.
b. Trust preferred securities issued by real estate investment trusts ...	G352	0	G353	0	G354	0	G355	0	M.6.b.
c. Corporate and similar loans .....	G356	0	G357	0	G358	0	G359	0	M.6.c.
d. 1-4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs) .....	G360	0	G361	0	G362	0	G363	0	M.6.d.
e. 1-4 family residential MBS not issued or guaranteed by GSEs .....	G364	0	G365	0	G366	0	G367	0	M.6.e.
f. Diversified (mixed) pools of structured financial products .....	G368	0	G369	0	G370	0	G371	0	M.6.f.
g. Other collateral or reference assets .....	G372	0	G373	0	G374	0	G375	0	M.6.g.

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

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

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

Dollar Amounts in Thousands	(Column A) Consolidated		(Column B) In Domestic Offices		
	BHCK		BHDM		
1. Loans secured by real estate .....	1410	33,360,105			1.
a. Construction, land development, and other land loans:			BHCK		
(1) 1–4 family residential construction loans .....			F158	386,764	1.a.(1)
(2) Other construction loans and all land development and other land loans.....			F159	3,824,404	1.a.(2)
b. Secured by farmland .....			BHDM		
c. Secured by 1–4 family residential properties:			1420	60,399	1.b.
(1) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit .....			1797	7,160,901	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties:					
(a) Secured by first liens .....			5367	14,997,334	1.c.(2)(a)
(b) Secured by junior liens .....			5368	273,445	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties .....			1460	335,101	1.d.
e. Secured by nonfarm nonresidential properties:					
(1) Loans secured by owner-occupied nonfarm nonresidential properties .....			BHCK		
(2) Loans secured by other nonfarm nonresidential properties .....			F160	3,897,692	1.e.(1)
			F161	2,411,219	1.e.(2)
			BHDM		
2. Loans to depository institutions and acceptances of other banks .....			1288	30,550	2.
a. To U.S. banks and other U.S. depository institutions .....	1292	20,000			2.a.
b. To foreign banks .....	1296	10,550			2.b.
3. Loans to finance agricultural production and other loans to farmers .....	1590	55,891	1590	55,891	3.
4. Commercial and industrial loans .....			1766	37,037,635	4.
a. To U.S. addressees (domicile) .....	1763	35,659,337			4.a.
b. To non-U.S. addressees (domicile) .....	1764	1,816,256			4.b.
5. Not applicable					
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper) .....			1975	13,645,347	6.
a. Credit cards .....	B538	2,172,406			6.a.
b. Other revolving credit plans .....	B539	778,096			6.b.
c. Automobile loans .....	K137	10,153,656			6.c.
d. Other consumer loans (includes single payment, installment, and all student loans) .....	K207	541,189			6.d.
7. Loans to foreign governments and official institutions (including foreign central banks).....	2081	0	2081	0	7.
8. Not applicable					
9. Loans to nondepository financial institutions and other loans:					
a. Loans to nondepository financial institutions .....	J454	2,434,669	J454	2,427,070	9.a.
b. Other loans					
(1) Loans for purchasing or carrying securities (secured or unsecured).....	1545	464,240	1545	464,240	9.b.(1)
(2) All other loans (exclude consumer loans).....	J451	3,340,959	J451	3,340,953	9.b.(2)
10. Lease financing receivables (net of unearned income) .....			2165	3,978,538	10.
a. Leases to individuals for household, family, and other personal expenditures (i.e., consumer leases) .....	F162	0			10.a.
b. All other leases .....	F163	3,978,538			10.b.
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	94,785,892	2122	94,327,483	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	11,898	M.1.a.(1)
(2)	All other construction loans and all land development and other land loans .....	K159	70,803	M.1.a.(2)
b.	Loans secured by 1–4 family residential properties in domestic offices .....	F576	691,240	M.1.b.
c.	Secured by multifamily (5 or more) residential properties in domestic offices .....	K160	2,559	M.1.c.
d.	Secured by nonfarm nonresidential properties in domestic offices:			
(1)	Loans secured by owner-occupied nonfarm nonresidential properties .....	K161	29,396	M.1.d.(1)
(2)	Loans secured by other nonfarm nonresidential properties .....	K162	90,604	M.1.d.(2)
e.	Commercial and industrial loans:	BHCK		
(1)	To U.S. addressees (domicile) .....	K163	119,181	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	219,516	M.1.f.
	<i>Itemize and describe loan categories included in Memorandum item 1.f, above that exceed 10 percent of total loans restructured in troubled debt restructurings that are in compliance with their modified terms (sum of Memorandum items 1.a through 1.f):</i>	BHDM		
(1)	Loans secured by farmland in domestic offices.....	K166	0	M.1.f.(1)
		BHCK		
(2)	Loans to depository institutions and acceptances of other banks .....	K167	0	M.1.f.(2)
(3)	Loans to finance agricultural production and other loans to farmers.....	K168	0	M.1.f.(3)
(4)	Loans to individuals for household, family, and other personal expenditures:			
(a)	Credit cards.....	K098	0	M.1.f.(4)(a)
(b)	Automobile loans .....	K203	0	M.1.f.(4)(b)
(c)	Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) .....	K204	0	M.1.f.(4)(c)
(5)	Loans to foreign governments and official institutions .....	K212	0	M.1.f.(5)
(6)	Other loans [1] .....	K267	181,357	M.1.f.(6)
2.	Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HC-C, items 4 and 9.b.(2), column A, above .....	2746	1,148,843	M.2.
3.	Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HC-C, item 1, column A) .....	B837	29,500	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	20,806	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	4,923	M.5.a.
b.	Amount included in Schedule HC-C, items 1 through 9 .....	C780	2,474	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.

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

**Schedule HC-C—Continued**

**Memoranda—Continued**

Dollar Amounts in Thousands		BHCK		
<i>Memorandum items 6.b and 6.c are to be completed by holding companies that had closed-end loans with negative amortization features secured by 1– 4 family residential properties (as reported in Schedule HC-C, Memorandum item 6.a) as of December 31, 2014, that exceeded the lesser of \$100 million or 5 percent of total loans and leases, net of unearned income, in domestic offices (as reported in Schedule HC-C, item 12, column B).</i>				
6. b.	Total maximum remaining amount of negative amortization contractually permitted on closed-end loans secured by 1–4 family residential properties .....	F231	0	M.6.b.
c.	Total amount of negative amortization on closed-end loans secured by 1–4 family residential properties included in the 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	 271,461	M.9.

Dollar Amounts in Thousands		(Column A) Consolidated		(Column B) Domestic Offices	
		BHCK		BHDM	
<i>Memorandum items 10 and 11 are to be completed by holding companies that have elected to measure loans included in Schedule HC-C, items 1 through 9, at fair value under a fair value option.</i>					
10.	Loans measured at fair value:				
a.	Loans secured by real estate .....	F608	1,005,254		
	(1) Construction, land development, and other land loans .....			F578	0
	(2) Secured by farmland (including farm residential and other improvements) .....			F579	0
	(3) Secured by 1–4 family residential properties:				
	(a) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit .....			F580	0
	(b) Closed-end loans secured by 1–4 family residential properties:				
	(i) Secured by first liens .....			F581	1,005,254
	(ii) Secured by junior liens .....			F582	0
	(4) Secured by multifamily (5 or more) residential properties.....			F583	0
	(5) Secured by nonfarm nonresidential properties .....			F584	0
b.	Commercial and industrial loans .....	F585	0	F585	0
c.	Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):				
	(1) Credit cards .....	F586	0	F586	0
	(2) Other revolving credit plans .....	F587	0	F587	0
	(3) Automobile loans .....	K196	0	K196	0
	(4) Other consumer loans (includes single payment, installment, and all student loans) .....	K208	0	K208	0
d.	Other loans .....	F589	0	F589	0

**Schedule HC-C—Continued**

**Memoranda—Continued**

	(Column A) Consolidated		(Column B) Domestic Offices		
	BHCK		BHDM		
Dollar Amounts in Thousands					
11. Unpaid principal balances of loans measured at fair value (reported in memorandum item 10):					
a. Loans secured by real estate .....	F609	960,171			M.11.a.
(1) Construction, land development, and other land loans .....			F590	0	M.11.a.(1)
(2) Secured by farmland (including farm residential and other improvements) .....			F591	0	M.11.a.(2)
(3) Secured by 1–4 family residential properties:					
(a) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit .....			F592	0	M.11.a.(3)(a)
(b) Closed-end loans secured by 1–4 family residential properties:					
(i) Secured by first liens .....			F593	960,171	M.11.a.(3)(b)(i)
(ii) Secured by junior liens .....			F594	0	M.11.a.(3)(b)(ii)
(4) Secured by multifamily (5 or more) residential properties.....			F595	0	M.11.a.(4)
(5) Secured by nonfarm nonresidential properties .....			F596	0	M.11.a.(5)
b. Commercial and industrial loans .....	F597	0	F597	0	M.11.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):					
(1) Credit cards .....	F598	0	F598	0	M.11.c.(1)
(2) Other revolving credit plans .....	F599	0	F599	0	M.11.c.(2)
(3) Automobile loans .....	K195	0	K195	0	M.11.c.(3)
(4) Other consumer loans (includes single payment, installment, and all student loans) .....	K209	0	K209	0	M.11.c.(4)
d. Other loans .....	F601	0	F601	0	M.11.d.

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

Dollar Amounts in Thousands		BHCK		
13. Not applicable				
14. Pledged loans and leases .....	G378	47,618,219		M.14.

## Schedule HC-D—Trading Assets and Liabilities

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

	(Column A) Consolidated		(Column B) Domestic Offices		
	BHCM		BHCK		
Dollar Amounts in Thousands					
<b>Assets</b>					
1. U.S. Treasury securities .....	3531	9	3531	9	1.
2. U.S. government agency obligations (exclude mortgage-backed securities) .	3532	15,904	3532	15,904	2.
3. Securities issued by states and political subdivisions in the U.S. ....	3533	96,297	3533	96,297	3.
4. Mortgage-backed securities (MBS):					
a. Residential pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA .....	BHCK G379	1,840	BHDM G379	1,840	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	6,367	G380	6,367	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	9,220	G386	9,220	5.b.
6. Loans:					
a. Loans secured by real estate .....	F610	0			6.a.
(1) Construction, land development, and other land loans .....			F604	0	6.a.(1)
(2) Secured by farmland (including farm residential and other improvements) .....			F605	0	6.a.(2)
(3) Secured by 1–4 family residential properties:					
(a) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit .....			F606	0	6.a.(3)(a)
(b) Closed-end loans secured by 1–4 family residential properties:					
(i) Secured by first liens .....			F607	0	6.a.(3)(b)(i)
(ii) Secured by junior liens .....			F611	0	6.a.(3)(b)(ii)
(4) Secured by multifamily (5 or more) residential properties.....			F612	0	6.a.(4)
(5) Secured by nonfarm nonresidential properties .....			F613	0	6.a.(5)
b. Commercial and industrial loans .....	F614	0	F614	0	6.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):					
(1) Credit cards .....	F615	0	F615	0	6.c.(1)
(2) Other revolving credit plans .....	F616	0	F616	0	6.c.(2)
(3) Automobile loans .....	K199	0	K199	0	6.c.(3)
(4) Other consumer loans (includes single payment, installment, and all student loans) .....	K210	0	K210	0	6.c.(4)
d. Other loans .....	F618	0	F618	0	6.d.

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

**Schedule HC-D—Continued**

Dollar Amounts in Thousands	(Column A) Consolidated		(Column B) Domestic Offices		
	BHCM		BHCK		
7.–8. Not applicable					
9. Other trading assets.....	3541	271,671	3541	271,671	9.
10. Not applicable					
11. Derivatives with a positive fair value.....	3543	853,953	3543	853,953	11.
12. Total trading assets (sum of items 1 through 11) (total of Column A must equal Schedule HC, item 5).....	BHCT		BHDM		
	3545	1,255,261	3545	1,255,261	12.
<b>Liabilities</b>					
13. a. Liability for short positions :	BHCK		BHDM		
(1) Equity securities .....	G209	60	G209	60	13.a.(1)
(2) Debt securities .....	G210	16,188	G210	16,188	13.a.(2)
(3) All other assets .....	G211	3,429	G211	3,429	13.a.(3)
b. All other trading liabilities.....	F624	0	F624	0	13.b.
14. Derivatives with a negative fair value .....	3547	791,452	3547	791,452	14.
15. Total trading liabilities (sum of items 13.a through 14) (total of column A must equal Schedule HC, item 15) .....	BHCT				
	3548	811,129	3548	811,129	15.

**Memoranda**

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



**Schedule HC-D—Continued**

**Memoranda—Continued**

	(Column A) Consolidated		(Column B) Domestic Offices		
	BHCK		BHDM		
Dollar Amounts in Thousands					
3. Structured financial products by underlying collateral or reference assets (for each column, sum of Memorandum items 3.a through 3.g must equal Schedule HC-D, sum of items 5.a.(1) through (3)):					
a. Trust preferred securities issued by financial institutions.....	G299	0	G299	0	M.3.a.
b. Trust preferred securities issued by real estate investment trusts.....	G332	0	G332	0	M.3.b.
c. Corporate and similar loans.....	G333	0	G333	0	M.3.c.
d. 1–4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs).....	G334	0	G334	0	M.3.d.
e. 1–4 family residential MBS not issued or guaranteed by GSEs.....	G335	0	G335	0	M.3.e.
f. Diversified (mixed) pools of structured financial products.....	G651	0	G651	0	M.3.f.
g. Other collateral or reference assets.....	G652	0	G652	0	M.3.g.
4. Pledged trading assets:					
a. Pledged securities.....	G387	336,770	G387	336,770	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	264,335	F652	264,335	M.7.a.		
b. Other .....	F653	0	F653	0	M.7.b.		
8. Loans pending securitization .....	F654	0	F654	0	M.8.		
9. a. (1) Gross fair value of commodity contracts .....	G212	0	G212	0	M.9.a.(1)		
(2) Gross fair value of physical commodities held in inventory .....	G213	0	G213	0	M.9.a.(2)		
b. Other trading assets (itemize and describe amounts included in Schedule HC-D, item 9, column A (other than amounts included in Memoranda items 9.a.(1) and 9.a.(2) above) that are greater than \$25,000 and exceed 25 percent of item 9 less Memoranda items 9.a.(1) and 9.a.(2)):							
(1) <table border="1" style="display: inline-table; vertical-align: middle;"><tr><td>BHTX</td><td>F655</td></tr></table> .....	BHTX	F655	F655	0	F655	0	M.9.b.(1)
BHTX	F655						
(2) <table border="1" style="display: inline-table; vertical-align: middle;"><tr><td>BHTX</td><td>F656</td></tr></table> .....	BHTX	F656	F656	0	F656	0	M.9.b.(2)
BHTX	F656						
(3) <table border="1" style="display: inline-table; vertical-align: middle;"><tr><td>BHTX</td><td>F657</td></tr></table> .....	BHTX	F657	F657	0	F657	0	M.9.b.(3)
BHTX	F657						
10. Other trading liabilities (itemize and describe amounts included in Schedule HC-D, item 13.b that are greater than \$25,000 and exceed 25 percent of the item)							
a. <table border="1" style="display: inline-table; vertical-align: middle;"><tr><td>BHTX</td><td>F658</td></tr></table> .....	BHTX	F658	F658	0	F658	0	M.10.a.
BHTX	F658						
b. <table border="1" style="display: inline-table; vertical-align: middle;"><tr><td>BHTX</td><td>F659</td></tr></table> .....	BHTX	F659	F659	0	F659	0	M.10.b.
BHTX	F659						
c. <table border="1" style="display: inline-table; vertical-align: middle;"><tr><td>BHTX</td><td>F660</td></tr></table> .....	BHTX	F660	F660	0	F660	0	M.10.c.
BHTX	F660						

## Schedule HC-E—Deposit Liabilities[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	9,286,659	1.a.
b.	Interest-bearing demand deposits, NOW, ATS, and other transaction accounts .....	3187	1,915,050	1.b.
c.	Money market deposit accounts and other savings accounts .....	2389	82,953,024	1.c.
d.	Time deposits of less than \$100,000 .....	6648	4,021,393	1.d.
e.	Time deposits of \$100,000 or more .....	2604	2,777,500	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 less than \$100,000 .....	6648	0	2.d.
e.	Time deposits of \$100,000 or more .....	2604	0	2.e.

## Memoranda

Dollar Amounts in Thousands		BHDM		
1.	Brokered deposits less than \$100,000 with a remaining maturity of one year or less .....	A243	1,218,217	M.1.
2.	Brokered deposits less than \$100,000 with a remaining maturity of more than one year .....	A164	99	M.2.
3.	Time deposits of \$100,000 or more with a remaining maturity of one year or less.....	A242	900,483	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	382,022	1.
2.	Net deferred tax assets [2] .....	2148	5,427	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	605,955	4.
5. Life insurance assets:				
a.	General account life insurance assets .....	K201	431,480	5.a.
b.	Separate account life insurance assets .....	K202	541,834	5.b.
c.	Hybrid account life insurance assets .....	K270	689,921	5.c.
6.	Other.....	2168	4,361,759	6.
		BHCT		
7.	Total (sum of items 1 through 6) (must equal Schedule HC, item 11) .....	2160	7,018,398	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	1,389,381		2.
3. Allowance for credit losses on off-balance sheet credit exposures .....	B557	180,049		3.
4. Other .....	B984	1,970,122		4.
	BHCT			
5. Total (sum of items 2 through 4) (must equal Schedule HC, item 20) .....	2750	3,539,552		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	66,194,352		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	3,173,885		2.
3. Long-term debt that reprices within one year included in items 16 and 19.a on Schedule HC, Balance Sheet .....	3298	1,850,842		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	249,938		5.

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

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

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

## I. Property and Casualty Underwriting

		Dollar Amounts in Thousands		BHCK	
<b>Assets</b>					
1.	Reinsurance recoverables .....	B988	0		1.
2.	Total assets.....	C244	69,787		2.
<b>Liabilities</b>					
3.	Claims and claims adjustment expense reserves.....	B990	327		3.
4.	Unearned premiums.....	B991	1,649		4.
5.	Total equity.....	C245	67,695		5.
6.	Net income.....	C246	1,026		6.

## II. Life and Health Underwriting

		Dollar Amounts in Thousands		BHCK	
<b>Assets</b>					
1.	Reinsurance recoverables.....	C247	0		1.
2.	Separate account assets.....	B992	0		2.
3.	Total assets.....	C248	277		3.
<b>Liabilities</b>					
4.	Policyholder benefits and contractholder funds.....	B994	48		4.
5.	Separate account liabilities.....	B996	0		5.
6.	Total equity.....	C249	216		6.
7.	Net income.....	C250	20		7.

# Schedule HC-K—Quarterly Averages

Dollar Amounts in Thousands

		BHCK	
<b>Assets</b>			
1. Securities:			
a. U.S. Treasury securities and U.S. government agency obligations (excluding mortgage-backed securities) .....	B558	1,131,955	1.a.
b. Mortgage-backed securities .....	B559	26,115,861	1.b.
c. All other securities (includes securities issued by states and political subdivisions in the U.S.) .....	B560	1,807,455	1.c.
2. Federal funds sold and securities purchased under agreements to resell .....	3365	1,348	2.
	BHDM		
3. a. Total loans and leases in domestic offices .....	3516	94,365,022	3.a.
(1) Loans secured by 1-4 family residential properties .....	3465	22,214,059	3.a.(1)
(2) All other loans secured by real estate .....	3466	10,656,942	3.a.(2)
(3) Loans to finance agricultural production and other loans to farmers.....	3386	54,928	3.a.(3)
(4) Commercial and industrial loans .....	3387	37,566,033	3.a.(4)
(5) Loans to individuals for household, family, and other personal expenditures:			
(a) Credit cards.....	B561	2,180,374	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	11,672,534	3.a.(5)(b)
b. Total loans and leases in foreign offices, Edge and agreement subsidiaries, and IBFs .....	BHFN		
	3360	442,043	3.b.
	BHCK		
4. a. Trading assets .....	3401	1,258,932	4.a.
b. Other earning assets .....	B985	2,557,295	4.b.
5. Total consolidated assets .....	3368	141,846,627	5.
<b>Liabilities</b>			
6. Interest-bearing deposits (domestic) [1] .....	3517	65,041,570	6.
7. Interest-bearing deposits (foreign) [1] .....	3404	1,305,644	7.
8. Federal funds purchased and securities sold under agreements to repurchase .....	3353	1,492,008	8.
9. All other borrowed money .....	2635	14,062,671	9.
10. Not applicable			
<b>Equity Capital</b>			
11. Total equity capital (excludes limited-life preferred stock) .....	3519	16,584,320	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	7,387,649		1.a.
b.	(1) Unused consumer credit card lines.....	J455	15,163,618		1.b.(1)
	(2) Other unused credit card lines.....	J456	3,087,860		1.b.(2)
c. (1) Commitments to fund commercial real estate, construction, and land development loans secured by real estate (sum of items 1.c.(1)(a) and (b) must equal item 1.c.(1)) .....					
		3816	3,805,521		1.c.(1)
	(a) 1–4 family residential construction loan commitments .....	F164	297,225		1.c.(1)(a)
	(b) Commercial real estate, other construction loan, and land development loan commitments .....	F165	3,508,296		1.c.(1)(b)
	(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate .....	6550	310,841		1.c.(2)
d.	Securities underwriting .....	3817	26,954		1.d.
e. Other unused commitments:					
	(1) Commercial and industrial loans .....	J457	32,028,042		1.e.(1)
	(2) Loans to financial institutions .....	J458	2,172,381		1.e.(2)
	(3) All other unused commitments .....	J459	3,411,363		1.e.(3)
2. Financial standby letters of credit and foreign office guarantees .....					
	<i>Item 2.a is to be completed by holding companies with \$1 billion or more in total assets.[1]</i>				
a.	Amount of financial standby letters of credit conveyed to others .....	3820	15,310		2.a.
3. Performance standby letters of credit and foreign office guarantees .....					
	<i>Item 3.a is to be completed by holding companies with \$1 billion or more in total assets.[1]</i>				
a.	Amount of performance standby letters of credit conveyed to others .....	3822	602		3.a.
4. Commercial and similar letters of credit .....					
		3411	16,432		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	2,377,120	C975	190,253
b. Gross fair values:					
	(1) Gross positive fair value .....	C219	0	C221	0
	(2) Gross negative fair value .....	C220	3,805	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	2,377,120
	(b) Purchased protection that is recognized as a guarantee for regulatory capital purposes .....	G404	190,253
	(c) Purchased protection that is not recognized as a guarantee for regulatory capital purposes .....	G405	0

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

# Schedule HC-L—Continued

## Report only transactions with nonrelated institutions

Dollar Amounts in Thousands	Remaining Maturity of:						
	(Column A) One year or less		(Column B) Over One Year Through Five Years		(Column C) Over Five Years		
	BHCK		BHCK		BHCK		
7. d. Notional amounts by remaining maturity:							
(1) Sold credit protection:							
(a) Investment grade .....	G406	292,384	G407	955,803	G408	218,400	7.d.(1)(a)
(b) Subinvestment grade .....	G409	81,442	G410	797,084	G411	32,008	7.d.(1)(b)
(2) Purchased credit protection:							
(a) Investment grade .....	G412	259	G413	25,848	G414	10,340	7.d.(2)(a)
(b) Subinvestment grade .....	G415	36,542	G416	103,696	G417	13,570	7.d.(2)(b)

8. Spot foreign exchange contracts .....	BHCK								
	8765		256,250				8.		
9. All other off-balance-sheet items (exclude derivatives) (include in item 9 the aggregate amount all other off-balance-sheet items that individually exceed 10 percent of Schedule HC, item 27.a, "Total holding company equity capital") (itemize and describe in items 9.a through 9.f only amounts that exceed 25 percent of Schedule HC, item 27.a).....									
	3430		0				9.		
a. Commitments to purchase when-issued securities.....	3434		0				9.a.		
b. Commitments to sell when-issued securities.....	3435		0				9.b.		
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	6586		0				9.f.		

10. Not applicable

**Schedule HC-L—Continued**

Dollar Amounts in Thousands	(Column A) Interest Rate Contracts	(Column B) Foreign Exchange Contracts	(Column C) Equity Derivative Contracts	(Column D) Commodity and Other Contracts	
<b>Derivatives Position Indicators</b>					
<b>11. Gross amounts (e.g., notional amounts) (for each column, sum of items 11.a through 11.e must equal sum of items 12 and 13):</b>					
a. Futures contracts .....	BHCK 8693 23,500	BHCK 8694 0	BHCK 8695 0	BHCK 8696 347,762	11.a.
b. Forward contracts .....	BHCK 8697 1,712,980	BHCK 8698 4,527,212	BHCK 8699 0	BHCK 8700 0	11.b.
<b>c. Exchange-traded option contracts:</b>					
(1) Written options .....	BHCK 8701 0	BHCK 8702 0	BHCK 8703 0	BHCK 8704 47,103	11.c.(1)
(2) Purchased options .....	BHCK 8705 0	BHCK 8706 0	BHCK 8707 0	BHCK 8708 14,130	11.c.(2)
<b>d. Over-the-counter option contracts:</b>					
(1) Written options .....	BHCK 8709 3,967,822	BHCK 8710 1,401,655	BHCK 8711 0	BHCK 8712 359,179	11.d.(1)
(2) Purchased options .....	BHCK 8713 5,243,368	BHCK 8714 1,401,643	BHCK 8715 441,025	BHCK 8716 393,044	11.d.(2)
e. Swaps .....	BHCK 3450 36,936,601	BHCK 3826 6,371,584	BHCK 8719 1,235,791	BHCK 8720 929,609	11.e.
<b>12. Total gross notional amount of derivative contracts held for trading.....</b>					
	BHCK A126 30,584,291	BHCK A127 13,702,094	BHCK 8723 0	BHCK 8724 2,090,827	12.
<b>13. Total gross notional amount of derivative contracts held for purposes other than trading .....</b>					
	BHCK 8725 17,299,980	BHCK 8726 0	BHCK 8727 1,676,816	BHCK 8728 0	13.
<b>14. Gross fair values of derivative contracts:</b>					
<b>a. Contracts held for trading:</b>					
(1) Gross positive fair value .....	BHCK 8733 438,657	BHCK 8734 276,511	BHCK 8735 0	BHCK 8736 137,252	14.a.(1)
(2) Gross negative fair value .....	BHCK 8737 411,075	BHCK 8738 252,486	BHCK 8739 0	BHCK 8740 122,714	14.a.(2)
<b>b. Contracts held for purposes other than trading:</b>					
(1) Gross positive fair value .....	BHCK 8741 997,965	BHCK 8742 0	BHCK 8743 326,900	BHCK 8744 0	14.b.(1)
(2) Gross negative fair value .....	BHCK 8745 89,344	BHCK 8746 0	BHCK 8747 98,564	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		
Dollar Amounts in Thousands											
15. Over-the counter derivatives:											
a. Net current credit exposure .....	G418	582,500	G419	0	G420	0	G421	0	G422	919,542	15.a.
b. Fair value of collateral:											
(1) Cash—U.S. dollar .....	G423	630,773	G424	0	G425	0	G426	0	G427	17,234	15.b.(1)
(2) Cash—Other currencies .....	G428	0	G429	0	G430	0	G431	0	G432	0	15.b.(2)
(3) U.S. Treasury securities .....	G433	44,931	G434	0	G435	0	G436	0	G437	0	15.b.(3)
(4) U.S. government agency and U.S. government-sponsored agency debt securities.....	G438	9,102	G439	0	G440	0	G441	0	G442	0	15.b.(4)
(5) Corporate bonds .....	G443	0	G444	0	G445	0	G446	0	G447	0	15.b.(5)
(6) Equity securities .....	G448	0	G449	0	G450	0	G451	0	G452	0	15.b.(6)
(7) All other collateral .....	G453	0	G454	0	G455	0	G456	0	G457	2,613	15.b.(7)
(8) Total fair value of collateral (sum of items 15.b.(1) through (7)) .....	G458	684,806	G459	0	G460	0	G461	0	G462	19,847	15.b.(8)

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

**Schedule HC-M—Memoranda**

		Dollar Amounts in Thousands		BHCK	
1.	Total number of holding company common shares outstanding .....	Number (Unrounded)			
		3459	766,345,770		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	5,111,910		2.
3.	Debt maturing in more than one year (included in Schedule HC, items 16 and 19.a) that is issued to unrelated third parties by bank subsidiaries.....	6556	7,351,556		3.
4.	Other assets acquired in satisfaction of debts previously contracted .....	6557	18,200		4.
5.	Securities purchased under agreements to resell offset against securities sold under agreements to repurchase on Schedule HC.....	A288	0		5.
6.	Assets covered by loss-sharing agreements with the FDIC:				
a.	Loans and leases (included in Schedule HC, items 4.a and 4.b):				
(1)	Loans secured by real estate in domestic offices:				
(a)	Construction, land development, and other land loans:	BHDM			
(1)	1–4 family residential construction loans.....	K169	0		6.a.(1)(a)(1)
(2)	Other construction loans and all land development and other land loans .....	K170	0		6.a.(1)(a)(2)
(b)	Secured by farmland .....	K171	0		6.a.(1)(b)
(c)	Secured by 1–4 family residential properties:				
(1)	Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit .....	K172	0		6.a.(1)(c)(1)
(2)	Closed-end loans secured by 1–4 family residential properties:				
(a)	Secured by first liens.....	K173	0		6.a.(1)(c)(2)(a)
(b)	Secured by junior liens .....	K174	0		6.a.(1)(c)(2)(b)
(d)	Secured by multifamily (5 or more) residential properties .....	K175	0		6.a.(1)(d)
(e)	Secured by nonfarm nonresidential properties:				
(1)	Loans secured by owner-occupied nonfarm nonresidential properties .....	K176	0		6.a.(1)(e)(1)
(2)	Loans secured by other nonfarm nonresidential properties .....	K177	0		6.a.(1)(e)(2)
		BHCK			
(2)	Loans to finance agricultural production and other loans to farmers.....	K178	0		6.a.(2)
(3)	Commercial and industrial loans .....	K179	0		6.a.(3)
(4)	Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):				
(a)	Credit cards.....	K180	0		6.a.(4)(a)
(b)	Automobile loans .....	K181	0		6.a.(4)(b)
(c)	Other consumer loans (includes single payment, installment, all student loans, and all revolving credit plans other than credit cards) .....	K182	0		6.a.(4)(c)
(5)	All other loans and leases.....	K183	0		6.a.(5)
	<i>Itemize and describe loan and lease categories included in item 6.a(5) above that exceed 10 percent of total loans and leases covered by loss-sharing agreements with the FDIC (sum of items 6.a.(1) through (5)):</i>				
(a)	Loans to depository institutions and acceptances of other banks .....	K184	0		6.a.(5)(a)
(b)	Loans to foreign governments and official institutions .....	K185	0		6.a.(5)(b)
(c)	Other loans [1] .....	K186	0		6.a.(5)(c)
(d)	Lease financing receivables .....	K273	0		6.a.(5)(d)
b.	Other real estate owned (included in Schedule HC, item 7):	BHDM			
(1)	Construction, land development, and other land in domestic offices .....	K187	0		6.b.(1)
(2)	Farmland in domestic offices .....	K188	0		6.b.(2)
(3)	1–4 family residential properties in domestic office .....	K189	0		6.b.(3)
(4)	Multifamily (5 or more) residential properties in domestic office.....	K190	0		6.b.(4)
(5)	Nonfarm nonresidential properties in domestic offices .....	K191	0		6.b.(5)

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

**Schedule HC-M—Continued**

Dollar Amounts in Thousands

6. b. (6) In foreign offices .....	BHFN			
	K260		0	6.b.(6)
(7) Portion of covered other real estate owned included in items 6.b.(1) through (6) above that is protected by FDIC loss-sharing agreements .....	BHCK			
	K192		0	6.b.(7)
c. Debt securities (included in Schedule HC, items 2.a and 2.b) .....	J461		0	6.c.
d. Other assets (exclude FDIC loss-sharing indemnification assets) .....	J462		0	6.d.
7. Captive insurance and reinsurance subsidiaries:				
a. Total assets of captive insurance subsidiaries [1] .....	K193		0	7.a.
b. Total assets of captive reinsurance subsidiaries [1] .....	K194		70,064	7.b.

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

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

10. Not applicable

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

TEXT	
6428	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		621,272	12.a.
(1) Estimated fair value of mortgage servicing assets .....	6438		621,272	12.a.(1)
b. Purchased credit card relationships and nonmortgage servicing assets .....	B026		184	12.b.
c. All other identifiable intangible assets .....	5507		10,441	12.c.
d. Total (sum of items 12.a, 12.b, and 12.c) (must equal Schedule HC, item 10.b) .....	BHCT			
	0426		631,897	12.d.
13. Other real estate owned .....	2150		107,053	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		5,633,953	14.b.
c. Other borrowed money with a remaining maturity of more than one year .....	2333		9,543,268	14.c.
d. Total (sum of items 14.a, 14.b, and 14.c) (must equal Schedule HC, item 16).....	BHCT			
	3190		15,177,221	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	30,267	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

Memoranda items 23 and 24 are to be completed by all holding companies.

23. Secured liabilities:

a. Amount of "Federal funds purchased in domestic offices" that are secured  
(included in Schedule HC, item 14.a).....

b. Amount of "Other borrowings" that are secured (included in Schedule HC-M, item 14.d).....

24. Issuances associated with the U.S. Department of Treasury Capital Purchase Program:

a. Senior perpetual preferred stock or similar items .....

b. Warrants to purchase common stock or similar items .....

BHCK	
F064	0
F065	4,248,749
G234	0
G235	0

23.a.

23.b.

24.a.

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	969	F174	0	F176	702	1.a.(1)
(2) Other construction loans and all land development and other land loans .....	F173	4,506	F175	7,816	F177	25,510	1.a.(2)
b. Secured by farmland in domestic offices .....	3493	13	3494	0	3495	558	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	46,924	5399	0	5400	64,417	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties:							
(a) Secured by first liens .....	C236	139,022	C237	313,884	C229	40,961	1.c.(2)(a)
(b) Secured by junior liens .....	C238	6,136	C239	329	C230	9,588	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices .....	3499	130	3500	0	3501	2,872	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:							
(1) Loans secured by owner-occupied nonfarm non-residential properties .....	F178	2,760	F180	0	F182	57,117	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties.....	F179	141	F181	0	F183	21,340	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	45	1597	0	1583	1,191	3.
4. Commercial and industrial loans .....	1606	12,611	1607	1,940	1608	444,099	4.
5. Loans to individuals for household, family, and other personal expenditures:							
a. Credit cards .....	B575	20,636	B576	17,559	B577	30,207	5.a.
b. Automobile loans .....	K213	63,111	K214	7,082	K215	2,427	5.b.
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	K216	5,563	K217	779	K218	630	5.c.
6. Loans to foreign governments and official institutions .....	5389	0	5390	0	5391	0	6.
7. All other loans .....	5459	712	5460	0	5461	7,228	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	0	F170	0	F171	4,020	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	303,279	5525	349,389	5526	712,867	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	107,704	K037	283,935	K038	5,710	11.
a. Guaranteed portion of loans and leases (exclude rebooked "GNMA loans") included in item 11 above .....	K039	2,930	K040	5,943	K041	4,262	11.a.
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 11 above .....	K042	104,699	K043	277,992	K044	0	11.b.
12. Loans and leases in items 1 through 8 above which are covered by loss-sharing agreements with the FDIC:							
a. Loans secured by real estate in domestic offices:							
(1) Construction, land development, and other land loans:							
(a) 1-4 family residential construction loans .....	BHDM K045	0	BHDM K046	0	BHDM K047	0	12.a.(1)(a)
(b) Other construction loans and all land development and other land loans .....	K048	0	K049	0	K050	0	12.a.(1)(b)
(2) Secured by farmland .....	K051	0	K052	0	K053	0	12.a.(2)
(3) Secured by 1-4 family residential properties:							
(a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit .....	K054	0	K055	0	K056	0	12.a.(3)(a)
(b) Closed-end loans secured by 1-4 family residential properties:							
(1) Secured by first liens .....	K057	0	K058	0	K059	0	12.a.(3)(b)(1)
(2) Secured by junior liens .....	K060	0	K061	0	K062	0	12.a.(3)(b)(2)
(4) Secured by multifamily (5 or more) residential properties .....	K063	0	K064	0	K065	0	12.a.(4)
(5) Secured by nonfarm nonresidential properties:							
(a) Loans secured by owner-occupied nonfarm nonresidential properties.....	K066	0	K067	0	K068	0	12.a.(5)(a)
(b) Loans secured by other non-farm nonresidential properties .....	K069	0	K070	0	K071	0	12.a.(5)(b)
b. Loans to finance agricultural production and other loans to farmers .....	BHCK K072	0	BHCK K073	0	BHCK K074	0	12.b.
c. Commercial and industrial loans .....	K075	0	K076	0	K077	0	12.c.

**Schedule HC-N—Continued**

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

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

**Memoranda**

	(Column A)		(Column B)		(Column C)		
	BHDM		BHDM		BHDM		
Dollar Amounts in Thousands							
1. Loans restructured in troubled debt restructurings included in Schedule HC-N, items 1 through 7, above (and not reported in Schedule HC-C, Memorandum item 1):							
a. Construction, land development, and other land loans in domestic offices:							
(1) 1–4 family residential construction loans	K105	489	K106	0	K107	445	M.1.a.(1)
(2) Other construction loans and all land development and other land loans.....	K108	1,396	K109	2,254	K110	8,646	M.1.a.(2)
b. Loans secured by 1–4 family residential properties in domestic offices .....	BHCK		BHCK		BHCK		
	F661	69,327	F662	99,313	F663	32,706	M.1.b.
c. Secured by multifamily (5 or more) residential properties in domestic offices .....	BHDM		BHDM		BHDM		
	K111	0	K112	0	K113	2,107	M.1.c.
d. Secured by nonfarm nonresidential properties in domestic offices:							
(1) Loans secured by owner-occupied nonfarm nonresidential properties .....	K114	73	K115	0	K116	34,119	M.1.d.(1)
(2) Loans secured by other nonfarm nonresidential properties .....	K117	58	K118	0	K119	1,654	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		
Dollar Amounts in Thousands		BHCK		BHCK		BHCK		
1.	e. Commercial and industrial loans:							
	(1) To U.S. addressees (domicile) .....	K120	1,255	K121	0	K122	190,879	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	4,058	K127	0	K128	36,954	M.1.f.
	<i>Itemize and describe loan categories included in item 1.f, above that exceed 10 percent of total loans restructured in troubled debt restructurings that are past due 30 days or more or in non-accrual status (sum of Memorandum items 1.a through 1.f, columns A through C):</i>							
	(1) Loans secured by farmland in domestic offices .....	BHDM		BHDM		BHDM		
		K130	0	K131	0	K132	0	M.1.f.(1)
	(2) Loans to depository institutions and acceptances of other banks.....	BHCK		BHCK		BHCK		
		K134	0	K135	0	K136	0	M.1.f.(2)
	(3) Loans to finance agricultural production and other loans to farmers .....							
		K138	0	K139	0	K140	0	M.1.f.(3)
	(4) Loans to individuals for household, family, and other personal expenditures:							
	(a) Credit cards .....	K274	0	K275	0	K276	0	M.1.f.(4)(a)
	(b) Automobile loans .....	K277	0	K278	0	K279	0	M.1.f.(4)(b)
	(c) Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) .....							
		K280	0	K281	0	K282	0	M.1.f.(4)(c)
	(5) Loans to foreign governments and official institutions .....							
		K283	0	K284	0	K285	0	M.1.f.(5)
	(6) Other loans[1] .....	K286	0	K287	0	K288	0	M.1.f.(6)
2.	Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HC-N, items 4 and 7 above .....	6558	10	6559	0	6560	6,663	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	987	1912	1,235	1913	1,220	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	20,047	M.5.a.
	b. Loans measured at fair value:							
	(1) Fair value .....	F664	144	F665	137	F666	1,150	M.5.b.(1)
	(2) Unpaid principal balance.....	F667	145	F668	1,568	F669	1,181	M.5.b.(2)

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

# Schedule HC-N—Continued

## Memoranda—Continued

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

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

Dollar Amounts in Thousands	BHCK				
7. Additions to nonaccrual assets during the quarter.....	C410		160,018		M.7.
8. Nonaccrual assets sold during the quarter.....	C411		14,747		M.8.

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	BHCK		BHCK		BHCK		
9. Purchased credit-impaired loans accounted for in accordance with FASB ASC 310-30 (former AICPA Statement of Position 03-3):							
a. Outstanding balance .....	L183	0	L184	242	L185	1,476	M.9.a.
b. Amount included in Schedule HC-N, items 1 through 7, above .....	L186	0	L187	132	L188	232	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	1,139,204	1.a.
b.	Closed-end junior liens .....	F067	0	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	723,558	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	1,631,327	3.a.
b.	Closed-end junior liens .....	F071	0	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	851,639	4.a.
b.	Closed-end junior liens .....	F073	0	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	181	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	58,211	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	21,132	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	21,384	7.c.

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

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

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

Dollar Amounts in Thousands	(Column A) Total Fair Value Reported on Schedule HC		(Column B) LESS: Amounts Netted in the Determination of Total Fair Value		(Column C) Level 1 Fair Value Measurements		(Column D) Level 2 Fair Value Measurements		(Column E) Level 3 Fair Value Measurements		
	BHCY		BHCK		BHCK		BHCK		BHCK		
<b>Assets</b>											
1. Available-for-sale securities .....	1773	30,848,845	G474	0	G475	172,051	G476	30,676,794	G477	0	1.
2. Federal funds sold and securities purchased under agreements to resell .....	BHCK										
	G478	0	G479	0	G480	0	G481	0	G482	0	2.
3. Loans and leases held for sale .....	G483	851,634	G484	0	G485	0	G486	851,634	G487	0	3.
4. Loans and leases held for investment .....	G488	153,620	G489	0	G490	0	G491	0	G492	153,620	4.
5. Trading assets:	BHCT										
a. Derivative assets .....	3543	853,953	G493	0	G494	21,045	G495	799,043	G496	33,865	5.a.
	BHCK										
b. Other trading assets .....	G497	401,308	G498	0	G499	264,345	G500	136,963	G501	0	5.b.
(1) Nontrading securities at fair value with changes in fair value reported in current earnings (included in Schedule HC-Q, item 5.b, above) .....	F240	0	F684	0	F692	0	F241	0	F242	0	5.b.(1)
6. All other assets .....	G391	1,324,866	G392	0	G395	148	G396	997,818	G804	326,900	6.
7. Total assets measured at fair value on a recurring basis .....	G502	34,434,226	G503	0	G504	457,589	G505	33,462,252	G506	514,385	7.
<b>Liabilities</b>											
8. Deposits .....	F252	0	F686	0	F694	0	F253	0	F254	0	8.
9. Federal funds purchased and securities sold under agreements to repurchase .....	G507	0	G508	0	G509	0	G510	0	G511	0	9.
10. Trading liabilities:	BHCT										
a. Derivative liabilities .....	3547	791,452	G512	0	G513	17,988	G514	769,596	G515	3,868	10.a.
	BHCK										
b. Other trading liabilities .....	G516	19,677	G517	0	G518	13,638	G519	6,039	G520	0	10.b.
11. Other borrowed money .....	G521	0	G522	0	G523	0	G524	0	G525	0	11.
12. Subordinated notes and debentures .....	G526	0	G527	0	G528	0	G529	0	G530	0	12.
13. All other liabilities .....	G805	187,908	G806	0	G807	16,802	G808	72,542	G809	98,564	13.
14. Total liabilities measured at fair value on a recurring basis.....	G531	999,037	G532	0	G533	48,428	G534	848,177	G535	102,432	14.

**Schedule HC-Q—Continued**

**Memoranda**

	(Column A) Total Fair Value Reported on Schedule HC		(Column B) LESS: Amounts Netted in the Determination of Total Fair Value		(Column C) Level 1 Fair Value Measurements		(Column D) Level 2 Fair Value Measurements		(Column E) Level 3 Fair Value Measurements		
	BHCK		BHCK		BHCK		BHCK		BHCK		
Dollar Amounts in Thousands											
1. All other assets (itemize and describe amounts included in Schedule HC-Q, item 6 that are greater than \$25,000 and exceed 25 percent of item 6):											
a. Mortgage servicing assets .....	G536	0	G537	0	G538	0	G539	0	G540	0	M.1.a.
b. Nontrading derivative assets .....	G541	1,324,866	G542	0	G543	148	G544	997,818	G545	326,900	M.1.b.
c. <small>BHTX G546</small>	G546	0	G547	0	G548	0	G549	0	G550	0	M.1.c.
d. <small>BHTX G551</small>	G551	0	G552	0	G553	0	G554	0	G555	0	M.1.d.
e. <small>BHTX G556</small>	G556	0	G557	0	G558	0	G559	0	G560	0	M.1.e.
f. <small>BHTX G561</small>	G561	0	G562	0	G563	0	G564	0	G565	0	M.1.f.
2. All other liabilities (itemize and describe amounts included in Schedule HC-Q, item 13 that are greater than \$25,000 and exceed 25 percent of item 13):											
a. Loan commitments (not accounted for as derivatives) .....	F261	0	F689	0	F697	0	F262	0	F263	0	M.2.a.
b. Nontrading derivative liabilities .....	G566	187,908	G567	0	G568	16,802	G569	72,542	G570	98,564	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.

Part I. Regulatory Capital Components and Ratios

Dollar Amounts in Thousands		BHCA							
<b>Common equity tier 1 capital</b>									
1. Common stock plus related surplus, net of treasury stock and unearned employee stock ownership plan (ESOP) shares.....	P742	1,727,856	1.						
2. Retained earnings.....	BHCT	12,777,738	2.						
3. Accumulated other comprehensive income (AOCI).....	BHCA	889,357	3.						
a. AOCI opt-out election (enter "1" for Yes; enter "0" for No.) (Advanced approaches institutions must enter "0" for No.)	<table border="1"> <tr> <td>0=No</td> <td>BHCA</td> <td></td> </tr> <tr> <td>1=Yes</td> <td>P838</td> <td>1</td> </tr> </table>	0=No	BHCA		1=Yes	P838	1		3.a.
0=No	BHCA								
1=Yes	P838	1							
4. Common equity Tier 1 minority interest includable in common equity Tier 1 capital .....	BHCA	0	4.						
5. Common equity Tier 1 capital before adjustments and deductions (sum of items 1 through 4) .....	P839	15,394,951	5.						
<b>Common equity Tier 1 capital: Adjustments and Deductions</b>									
6. LESS: Goodwill net of associated deferred tax liabilities (DTLs).....	P841	2,386,704	6.						
7. LESS: Intangible assets (other than goodwill and mortgage servicing assets (MSAs)), net of associated DTLs.....	P842	5,742	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	708	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	880,097	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	69,599	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	-60,340	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.						
1. 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.						
1. 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.						
1. Subtotal (item 5 minus items 6 through 11) .....	P852	12,112,441	12.						

Part I—Continued

		Dollar Amounts in Thousands	
		BHCA	
1	LESS: Significant investments in the capital of unconsolidated financial institutions in the form of common stock, net of associated DTLs, that exceed the 10 percent common equity Tier 1 capital deduction threshold	P853	0
13.			
1	LESS: MSAs, net of associated DTLs, that exceed the 10 percent common equity Tier 1 capital deduction threshold	P854	0
14.			
1	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.			
1	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.			
1	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.			
1	Total adjustments and deductions for common equity Tier 1 capital (sum of items 13 through 17)	P858	0
18.			
1	Common equity Tier 1 capital (item 12 minus item 18)	P859	12,112,441
19.			
<b>Additional tier 1 capital</b>			
2	Additional Tier 1 capital instruments plus related surplus	P860	1,331,122
20.			
2	Non-qualifying capital instruments subject to phase out from additional Tier 1 capital	P861	0
21.			
2	Tier 1 minority interest not included in common equity Tier 1 capital	P862	0
22.			
2	Additional Tier 1 capital before deductions (sum of items 20, 21, and 22)	P863	1,331,122
23.			
2	LESS: Additional Tier 1 capital deductions	P864	472
24.			
2	Additional Tier 1 capital (greater of item 23 minus item 24, or zero)	P865	1,330,650
25.			
<b>Tier 1 capital</b>			
2	Tier 1 capital (sum of items 19 and 25)	8274	13,443,091
26.			
<b>Tier 2 capital</b>			
2	Tier 2 capital instruments plus related surplus	P866	2,357,572
27.			
2	Non-qualifying capital instruments subject to phase out from Tier 2 capital	P867	0
28.			
2	Total capital minority interest that is not included in Tier 1 capital	P868	575,623
29.			
3	a. Allowance for loan and lease losses includable in Tier 2 capital	S310	1,479,278
30.a.			
3	b. (Advanced approaches holding companies that exit parallel run only): Eligible credit reserves includable in Tier 2 capital	BHC	
30.b.			
3	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	S310	0
31.			
3	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	Q257	1,012
31.			
3	a. Tier 2 capital before deductions (sum of items 27 through 30.a, plus item 31)	P870	4,413,485
32.a.			
3	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)	BHC	
32.b.			
3	LESS: Tier 2 capital deductions	P870	2,934,207
32.b.			
3	LESS: Tier 2 capital deductions	BHCA	0
33.			
3	a. Tier 2 capital (greater of item 32.a minus item 33, or zero)	P872	0
33.			
3	b. (Advanced approaches holding companies that exit parallel run only): Tier 2 capital (greater of item 32.b less item 33, or zero)	S311	4,413,485
34.a.			
3	b. (Advanced approaches holding companies that exit parallel run only): Tier 2 capital (greater of item 32.b less item 33, or zero)	BHC	
34.b.			
3	b. (Advanced approaches holding companies that exit parallel run only): Tier 2 capital (greater of item 32.b less item 33, or zero)	S311	2,934,207
34.b.			
<b>Total Capital</b>			
3	a. Total capital (sum of items 26 and 34.a)	BHCA	
35.a.			
3	b. (Advanced approaches holding companies that exit parallel run only): Total capital (sum of items 26 and 34.b)	3792	17,856,576
35.a.			
3	b. (Advanced approaches holding companies that exit parallel run only): Total capital (sum of items 26 and 34.b)	BHC	
35.b.			
3	b. (Advanced approaches holding companies that exit parallel run only): Total capital (sum of items 26 and 34.b)	3792	16,377,298
35.b.			

Part I—Continued

		Dollar Amounts in Thousands		BHCX	
<b>Total Assets for the Leverage Ratio</b>					
3	Average total consolidated assets.....	3368	141,846,627		36.
3	LESS: Deductions from common equity Tier 1 capital and additional Tier 1 capital (sum of items 6, 7, 8, 10.b, 11, 13 through 17, and certain elements of item 24 - see instructions)...	BHCA			37.
3	LESS: Other deductions from (additions to) assets for leverage ratio purposes.....	P875	2,393,626		38.
3	<b>Total assets for the leverage ratio (item 36 minus items 37 and 38).....</b>	A224	139,453,001		39.
<b>Total Risk-Weighted Assets</b>					
4	a. Total risk-weighted assets (from Schedule RC-R, Part II item 31).....	A223	121,823,687		40.a.
4	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).....	BHC			40.b.
		A223	0		

		Column A		Column B		
		BHCA	Percentage	BHC	Percentage	
<b>Risk-Based Capital Ratios</b>						
4	Common equity tier 1 capital ratio (Column A: item 19 divided by item 40.a) (Advanced approaches holding companies that exit parallel run only; Column B: item 19 divided by item 40.b).....	P793	9.9426	P793	0.0000	41.
4	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	11.0349	7206	0.0000	42.
4	Total capital ratio (Column A: item 35.a divided by item 40.a) (Advanced approaches holding companies that exit parallel run only; Column B: item 35.b divided by item 40.b).....	7205	14.6577	7205	0.0000	43.

		BHCA	Percentage	
<b>Leverage Capital Ratios</b>				
4	Tier 1 leverage ratio (item 26 divided by item 39).....	7204	9.6399	44.
4	Advanced approaches holding companies only: Supplementary leverage ratio (from FFIEC 101, Schedule A, item 98) (effective January 1, 2015).....			45.

		BHCA	Percentage	
<b>Capital Buffer</b>				
4	Institution-specific capital buffer necessary to avoid limitations on distributions and discretionary bonus payments (effective January 1, 2016):			
6	a. Capital conservation buffer.....	H311	5.0349	46.a.
6	b. (Advanced approaches holding companies that exit parallel run only): Total applicable capital buffer.....	H312	0.0000	46.b.

		Dollar Amounts in Thousands		BHCA	
Effective January 1, 2016: Institutions must complete items 47 and 48 if the amount in item 46.a (or the lower of 46.a or 46.b for an advanced approaches holding company that has exited parallel run) is less than or equal to the applicable minimum capital conservation buffer:					
4	Eligible retained income.....	H313	0		47.
4	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., 1



**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.

	(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reported in Column A	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)	
			Allocation by Risk-Weight Category								
			0%	2%	4%	10%	20%	50%	100%	150%	
Dollar Amounts in Thousands											
<b>Balance Sheet Asset Categories [2]</b>											
1. Cash and balances due from depository institutions.....	BHCK D957 4,174,395	BHCK S396 0	BHCK D958 2,595,986				BHCK D959 1,575,538	BHCK S397 88	BHCK D960 2,670	BHCK S398 113	1.
2. Securities:											
a. Held-to-maturity securities.....	BHCK D961 60,129	BHCK S399 0	BHCK D962 0				BHCK D963 60,129	BHCK D964 0	BHCK D965 0	BHCK S400 0	2.a.
b. Available-for-sale securities.....	BHCK D966 26,026,628	BHCK S402 1,177,665	BHCK D967 11,196,125				BHCK D968 13,105,201	BHCK D969 15,033	BHCK D970 532,604	BHCK S403 0	2.b.
3. Federal funds sold and securities purchased under agreements to resell:											
a. Federal funds sold (in domestic offices).....	BHCK D971 5,000		BHCK D972 0				BHCK D973 5,000	BHCK S410 0	BHCK D974 0	BHCK S411 0	3.a.
b. Securities purchased under agreements to resell.....	BHCK H171 0	BHCK H172 0									3.b.
4. Loans and leases held for sale:											
a. Residential mortgage exposures.....	BHCK S413 851,797	BHCK S414 0	BHCK H173 0				BHCK S415 86,700	BHCK S416 527,764	BHCK S417 237,333		4.a.
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	4.b.
c. Exposures past due 90 days or more or on nonaccrual [3].....	BHCK S423 20,047	BHCK S424 0	BHCK S425 0				BHCK S426 0	BHCK S427 0	BHCK S428 0	BHCK S429 20,047	4.c.

- For bank holding companies, 12 CFR Part 217 and 225; and for covered savings and loan holding companies, 12 CFR Part 217.
- 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.
- For loans and leases held for sale, exclude residential mortgage exposures, high volatility commercial real estate exposures, or sovereign exposures that are past due 90 days or more or on nonaccrual.

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

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)
	Allocation by Risk-Weight Category							Application of Other Risk-Weighting Approaches[4]	
	250%[5]	300%	400%	600%	625%	937.5%	1250%	Exposure Amount	Risk-Weighted Asset Amount
Dollar Amounts in Thousands									
<b>Balance Sheet Asset Categories (continued)</b>									
1. Cash and balances due from depository institutions.....									
2. Securities:									
a. Held-to-maturity securities.....									
b. Available-for-sale securities.....		BHCK S405		BHCK S406				BHCK H271	BHCK H272
		0		0				0	0
3. Federal funds sold and securities purchased under agreements to resell:									
a. Federal funds sold (in domestic offices).....									
b. Securities purchased under agreements to resell.....									
4. Loans and leases held for sale:									
a. Residential mortgage exposures.....								BHCK H273	BHCK H274
								0	0
b. High volatility commercial real estate exposures.....								BHCK H275	BHCK H276
								0	0
c. Exposures past due 90 days or more or on nonaccrual [6].....								BHCK H277	BHCK H278
								0	0

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.

1.  
2.a.  
2.b.  
3.a.  
3.b.  
4.a.  
4.b.  
4.c.

**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	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)
			Allocation by Risk-Weight Category							
			0%	2%	4%	10%	20%	50%	100%	150%
Dollar Amounts in Thousands										
4. Loans and leases held for sale (continued):										
d. All other exposures.....	BHCK S431	BHCK S432	BHCK S433				BHCK S434	BHCK S435	BHCK S436	BHCK S437
	4,923	0	0				0	0	4,923	0
5. Loans and leases, net of unearned income:										
a. Residential mortgage expos	BHCK S439	BHCK S440	BHCK H178				BHCK S441	BHCK S442	BHCK S443	
	21,680,326	0	0				758,978	14,442,480	6,478,868	
b. High volatility commercial real estate exposures.....	BHCK S445	BHCK S446	BHCK H179				BHCK H180	BHCK H181	BHCK H182	BHCK S447
	582,923	0	0				0	0	0	582,923
c. Exposures past due 90 days or more or on nonaccrual [7].....	BHCK S449	BHCK S450	BHCK S451				BHCK S452	BHCK S453	BHCK S454	BHCK S455
	610,256	0	0				0	0	0	610,256
d. All other exposures.....	BHCK S457	BHCK S458	BHCK S459				BHCK S460	BHCK S461	BHCK S462	BHCK S463
	69,462,457	0	75,663				394,833	550,123	68,431,864	9,974
6. LESS: Allowance for loan and lease losses.....	BHCX 3123	BHCY 3123								
	1,299,229	1,299,229								
7. Trading assets.....	BHCK D976	BHCK S466	BHCK D977				BHCK D978	BHCK D979	BHCK D980	BHCK S467
	1,255,261	1,055,981	0				0	0	0	0
	BHCK D981	BHCK S469	BHCK D982				BHCK D983	BHCK D984	BHCK D985	BHCK H185
	13,795,031	3,309,749	516,639				269,512	0	8,466,168	1,208
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**

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)
	Allocation by Risk-Weight Category							Application of Other Risk-Weighting Approaches <sup>[9]</sup>	
	250% <sup>[10]</sup>	300%	400%	600%	625%	937.5%	1250%	Exposure Amount	Risk-Weighted Asset Amount
Dollar Amounts in Thousands									
4. Loans and leases held for sale (continued):									
d. All other exposures.....								BHCK H279	BHCK H280
								0	0
5. Loans and leases, net of unearned income:									
a. Residential mortgage exposures.....								BHCK H281	BHCK H282
								0	0
b. High volatility commercial real estate exposures.....								BHCK H283	BHCK H284
								0	0
c. Exposures past due 90 days or more or on nonaccrual <sup>[11]</sup> .....								BHCK H285	BHCK H286
								0	0
d. All other exposures.....								BHCK H287	BHCK H288
								0	0
6. LESS: Allowance for loan and lease losses.....									
		BHCK H186	BHCK H290	BHCK H187				BHCK H291	BHCK H292
		0	0	0				199,280	39,856
7. Trading assets.....		BHCK H188	BHCK S470	BHCK S471				BHCK H294	BHCK H295
		0	0	0				0	0
8. All other assets <sup>[12]</sup> :									
a. Separate account bank-owned life insurance.....								BHCK H296	BHCK H297
								1,231,755	714,269
b. Default fund contributions to central counterparties.....								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 Q)	(Column T)	(Column U)	
			Allocation by Risk-Weight Category	Total Risk-Weighted Asset Amount by Calculation Methodology		
			1250%	SSFA[13]	Gross-Up	
Dollar Amounts in Thousands						
<b>Securitization Exposures: On-and Off-Balance Sheet</b>						
9. On-balance sheet securitization exposures:						
a. Held-to-maturity securities.....	BHCK S475	BHCK S476	BHCK S477	BHCK S478	BHCK S479	9.a.
	0	0	0	0	0	
b. Available-for-sale securities.....	BHCK S480	BHCK S481	BHCK S482	BHCK S483	BHCK S484	9.b.
	4,822,217	4,822,217	0	1,150,115	0	
c. Trading assets.....	BHCK S485	BHCK S486	BHCK S487	BHCK S488	BHCK S489	9.c.
	0	0	0	0	0	
d. All other on-balance sheet securitization exposures.....	BHCK S490	BHCK S491	BHCK S492	BHCK S493	BHCK S494	9.d.
	1,573,164	1,573,164	0	352,384	0	
10 Off-balance sheet securitization exposures.....	BHCK S495	BHCK S496	BHCK S497	BHCK S498	BHCK S499	10.
	849,551	849,551	0	423,563	0	

	(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reported Column A	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)	
			Allocation by Risk-Weight Category								
			0%	2%	4%	10%	20%	50%	100%	150%	
Dollar Amounts in Thousands											
11 Total balance sheet assets [14].....	BHCT 2170	BHCK S500	BHCK D987				BHCK D988	BHCK D989	BHCK D990	BHCK S503	11.
	143,625,325	10,639,547	14,384,413				16,255,891	15,535,488	84,154,430	1,224,521	

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)	
								Application of Other Risk-Weighting Approaches	
								Exposure Amount	
Allocation by Risk-Weight Category									
	250% [15]	300%	400%	600%	625%	938%	1250%		
Dollar Amounts in Thousands									
11 Total balance sheet assets [14].....		BHCK S505	BHCK S506	BHCK S507			BHCK S510	BHCK H300	11.
		0	0	0			0	1,431,035	

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**

Dollar Amounts in Thousa	(Column A)	CCF[1]	(Column B)	Allocation by Risk-Weight Category							Application of Other Risk-Weighting Approaches[20]		
	Face, Notional, or Other Amount		Credit Equivalent Amount[17]	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)	Credit Equivale Amount	Risk-Weighted Asset Amount
				0%	2%	4%	10%	20%	50%	100%	150%		
<b>Derivatives, Off-Balance Sheet Items, and Other Items Subject to Risk-Weighting (Excluding Securitization Exposure)[18]</b>													
12 Financial standby letters of credit.....	BHCK D991		BHCK D992	BHCK D993				BHCK D994	BHCK D995	BHCK D996	BHCK S511		
	1,802,321	1.0	1,802,321	96,117				18,717	0	1,687,487	0		
13 Performance standby letters of credit and transaction-related contingent items.....	BHCK D997		BHCK D998	BHCK D999				BHCK G603	BHCK G604	BHCK G605	BHCK S512		
	934,291	0.5	467,146	2,486				456	0	464,204	0		
14 Commercial and similar letters of credit with an original maturity of one year or less.....	BHCK G606		BHCK G607	BHCK G608				BHCK G609	BHCK G610	BHCK G611	BHCK S513		
	13,794	0.2	2,759	12				722	0	2,025	0		
15 Retained recourse on small business obligations sold with recourse.....	BHCK G612		BHCK G613	BHCK G614				BHCK G615	BHCK G616	BHCK G617	BHCK S514		
	0	1.0	0	0				0	0	0	0		
16 Repo-style transactions [19].....	BHCK S515		BHCK S516	BHCK S517	BHCK S518	BHCK S519		BHCK S520	BHCK S521	BHCK S522	BHCK S523	BHCK H301	BHCK H302
	750,969	1.0	750,969	750,969	0	0		0	0	0	0	0	0
17 All other off-balance sheet liabilities.....	BHCK G618		BHCK G619	BHCK G620				BHCKG621	BHCK G622	BHCK G623	BHCK S524		
	429,235	1.0	429,235	0				0	101,217	328,018	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**

	(Column A)	CCF[2]	(Column B)	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)			
	Face, Notional, or Other Amount		Credit Equival Amount[23]	Allocation by Risk-Weight Category										
				0%	2%	4%	10%	20%	50%	100%	150%			
Dollar Amounts in Thousands														
18 Unused commitments:														
a. Original maturity of one year or less, excluding asset-backed commercial paper (ABCP) conduits.....														
	BHCK S525		BHCK S526	BHCK S527				BHCK S528	BHCK S529	BHCK S530	BHCK S531			
	5,423,772	0.2	1,084,754	0				45,970	0	1,037,411	1,373	18.a		
b. Original maturity of one year or less to ABCP conduits.....												18.b		
c. Original maturity exceeding one year.....														
	BHCK G624		BHCK G625	BHCK G626				BHCK G627	BHCK G628	BHCK G629	BHCK S539			
	34,861,312	0.5	17,430,656	0				14,396	131,906	17,238,471	45,883	18.c		
19 Unconditionally cancelable commitments.....														
	BHCK S540		BHCK S541											
	26,262,231	0.0	0									19.		
20 Over-the-counter derivatives.....			BHCK S542	BHCK S543			BHCK S544	BHCK S545	BHCK S546	BHCK S547	BHCK S548			
			2,112,198	590,343			0	699,506	0	822,349	0	20.		
21 Centrally cleared derivatives.....			BHCK S549	BHCK S550	BHCK S551	BHCK S552		BHCK S554	BHCK S555	BHCK S556	BHCK S557			
			542,074	181,878	0	360,196		0	0	0	0	21.		
22 Unsettled transactions (failed trades)[24].....			BHCK H191	BHCK H193				BHCK H194	BHCK H195	BHCK H196	BHCK H197			
			14,924	0				14,924	0	0	0	22.		

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

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

	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)	
	Allocation by Risk-Weight Category			Application of Other Risk-Weighting Approaches <sup>[25]</sup>		
	625%	937.5%	1250%	Credit Equivalent Amount	Risk-Weighted Asset Amount	
	Dollar Amounts in Thousands					
18 Unused commitments:						
a. Original maturity of one year or less, excluding asset-backed commercial paper (ABCP) conduits.....				BHCK H303 0	BHCK H304 0	18.a.
b. Original maturity of one year or less to ABCP Conduits.....						18.b.
c. Original maturity exceeding one year.....				BHCK H307 0	BHCK H308 0	18.c.
19 Unconditionally cancelable commitments.....						19.
20 Over-the-counter derivatives.....				BHCK H309 0	BHCK H310 0	20.
21 Centrally cleared derivatives.....						21.
22 Unsettled transactions (failed trades) <sup>[26]</sup> .....	BHCK H198 0	BHCK H199 0	BHCK H200 0			22.

25. Includes, for example, exposures collateralized by securitization exposures or mutual funds and exposures to which the collateral haircut approach is applied.  
26. For item 22, the sum of columns C through Q must equal column A.



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

		(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)		
		Allocation by Risk-Weight Category									
		0%	2%	4%	10%	20%	50%	100%	150%		
Dollar Amounts in Thousands											
23	Total assets, derivatives, off-balance sheet items, and other items subject to risk weighting by risk-weight category (for each of columns C through P, sum of items 11 through 22; for column Q, sum of items 10 through 22).....										
		BHCK G630	BHCK S558	BHCK S559	BHCK S560	BHCK G631	BHCK G632	BHCK G633	BHCK S561		
		16,006,218	0	360,196	0	17,050,582	15,768,611	105,734,395	1,271,777	23.	
24	Risk weight factor.....	X 0%	X 2%	X 4%	X 10%	X 20%	X 50%	X 100%	X 150%	24.	
25	Risk-weighted assets by risk-weight category (for each column, item 23 multiplied by item 24).....										
		BHCK G634	BHCK S569	BHCK S570	BHCK S571	BHCK G635	BHCK G636	BHCK G637	BHCK S572		
		0	0	14,408	0	3,410,116	7,884,306	105,734,395	1,907,666	25.	

**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								
Allocation by Risk-Weight Category								
	250% <sup>[26]</sup>	300%	400%	600%	625%	937.5%	1250%	
23 Total assets, derivatives, off-balance sheet items, and other items subject to risk weighting by risk-weight category (for each of columns C through P, sum of items 11 through 22; for column Q, sum of items 10 through 22).....								23.
24 Risk weight factor.....	X 250%	X 300%	X 400%	X 600%	X 625%	X 937.5%	X 1250%	24.
25 Risk-weighted assets by risk-weight category (for each column, item 23 multiplied by item 24).....								25.
	BHCK S563	BHCK S564	BHCK S565	BHCK S566	BHCK S567	BHCK S568		
	0	0	0	0	0	0		
	BHCK S574	BHCK S575	BHCK S576	BHCK S577	BHCK S578	BHCK S579		
	0	0	0	0	0	0		

Dollar Amounts in Thousands		Totals		
	BHC			
26 Risk-weighted assets for purposes of calculating the allowance for loan and lease losses 1.25 percent threshold.....	S580	121,631,078		26.
27 Standardized market-risk weighted assets (applicable only to holding companies that are covered by the market risk capital rules).....	S581	192,609		27.
28 Risk-weighted assets before deductions for excess allowance of loan and lease losses and allocated risk transfer .....	B704	121,823,687		28.
29 LESS: Excess allowance for loan and lease losses.....	A222	0		29.
30 LESS: Allocated transfer risk reserve.....	3128	0		30.
31 Total risk-weighted assets (item 28 minus items 29 and 30).....	G641	121,823,687		31.

26 Column K - 250% risk weight is not applicable until the March 31, 2018, 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**

		Dollar Amounts in Thousands	BHCK	
1.	Current credit exposure across all derivative contracts covered by the regulatory capital rules.....		G642	1,796,755

M.1.

		With a remaining maturity of					
		(Column A) One year or less		(Column B) Over one year through five years		(Column C) Over five years	
Dollar Amounts in Thousands		BHCK		BHCK		BHCK	
2.	Notional principal amounts of over-the-counter derivative contracts:						
a.	Interest rate	S582	6,420,292	S583	13,803,376	S584	5,314,132
b.	Foreign exchange rate and gold	S585	10,949,899	S586	1,350,540	S587	0
c.	Credit (investment grade reference asset)	S588	292,384	S589	955,803	S590	218,400
d.	Credit (non-investment grade reference asset)	S591	81,442	S592	797,084	S593	32,008
e.	Equity	S594	0	S595	1,235,792	S596	0
f.	Precious metals (except gold)	S597	0	S598	0	S599	0
g.	Other	S600	863,683	S601	458,970	S602	0
3.	Notional principal amounts of centrally cleared derivative contracts:						
a.	Interest rate	S603	366,864	S604	14,416,605	S605	3,571,680
b.	Foreign exchange rate and gold	S606	0	S607	0	S608	0
c.	Credit (investment grade reference asset)	S609	0	S610	0	S611	0
d.	Credit (non-investment grade reference asset)	S612	0	S613	0	S614	0
e.	Equity	S615	0	S616	0	S617	0
f.	Precious metals (except gold)	S618	0	S619	0	S620	0
g.	Other	S621	14,130	S622	0	S623	0

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

		Dollar Amounts in Thousands	BHCK	
4.	Standardized market risk-weighted assets attributable to specific risk (included in Schedule HC-R, item 27).....		S624	33,412

M.4.

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

							C000
	(Column A) 1-4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans, All Leases, and All Other Assets
Dollar Amounts in Thousands							
<b>Securitization Activities</b>							
1. Outstanding principal balance of assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements .....	BHCK B705	BHCK B706	BHCK B707	BHCK B708	BHCK B709	BHCK B710	BHCK B711
	0	0	0	82,790	0	0	0
2. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to structures reported in item 1 in the form of:							
a. Credit enhancing interest-only strips (included in HC-B, HC-D, or HC-F).....	BHCK B712	BHCK B713	BHCK B714	BHCK B715	BHCK B716	BHCK B717	BHCK B718
	0	0	0	0	0	0	0
b. Subordinated securities and other residual interests.....	BHCK C393	BHCK C394	BHCK C395	BHCK C396	BHCK C397	BHCK C398	BHCK C399
	0	0	0	0	0	0	0
c. Standby letters of credit and other enhancements .....	BHCK C400	BHCK C401	BHCK C402	BHCK C403	BHCK C404	BHCK C405	BHCK C406
	0	0	0	0	0	0	0
3. Reporting institution's unused commitments to provide liquidity to structures reported in item 1 .....	BHCK B726	BHCK B727	BHCK B728	BHCK B729	BHCK B730	BHCK B731	BHCK B732
	0	0	0	0	0	0	0
4. Past due loan amounts included in item 1:	BHCK B733	BHCK B734	BHCK B735	BHCK B736	BHCK B737	BHCK B738	BHCK B739
a. 30-89 days past due .....	0	0	0	110	0	0	0
b. 90 days or more past due .....	BHCK B740	BHCK B741	BHCK B742	BHCK B743	BHCK B744	BHCK B745	BHCK B746
	0	0	0	14	0	0	0
5. Charge-offs and recoveries on assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements (calendar year-to-date):							
a. Charge-offs .....	BHCK B747	BHCK B748	BHCK B749	BHCK B750	BHCK B751	BHCK B752	BHCK B753
	0	0	0	51	0	0	0
b. Recoveries .....	BHCK B754	BHCK B755	BHCK B756	BHCK B757	BHCK B758	BHCK B759	BHCK B760
	0	0	0	40	0	0	0



# Schedule HC-S—Continued

## Memoranda

		Dollar Amounts in Thousands		BHCK	
1. Small business obligations transferred with recourse under Section 208 of the Riegle Community Development and Regulatory Improvement Act of 1994:					
a. Outstanding principal balance.....					
		A249	0		M.1.a.
b. Amount of retained recourse on these obligations as of the report date .....					
		A250	0		M.1.b.
2. Outstanding principal balance of assets serviced for others (includes participations serviced for others):					
a. 1-4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements .....					
		B804	429,235		M.2.a.
b. 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements .....					
		B805	55,896,433		M.2.b.
c. Other financial assets [1].....					
		A591	1,294,961		M.2.c.
d. 1-4 family residential mortgages serviced for others that are in process of foreclosure at quarter-end (includes closed-end and open-end loans) .....					
		F699	225,045		M.2.d.
3. Asset-backed commercial paper conduits:					
a. Maximum amount of credit exposure arising from credit enhancements provided to conduit structures in the form of standby letters of credit, subordinated securities, and other enhancements:					
(1) Conduits sponsored by the bank, a bank affiliate, or the holding company.....					
		B806	0		M.3.a.(1)
(2) Conduits sponsored by other unrelated institutions.....					
		B807	0		M.3.a.(2)
b. Unused commitments to provide liquidity to conduit structures:					
(1) Conduits sponsored by the bank, a bank affiliate, or the holding company.....					
		B808	0		M.3.b.(1)
(2) Conduits sponsored by other unrelated institutions.....					
		B809	20,524		M.3.b.(2)
4. Outstanding credit card fees and finance charges (included in Schedule HC-S, item 1, column C) [2] .....					
		C407	0		M.4.

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

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

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

Dollar Amounts in Thousands	(Column A) Securitization Vehicles		(Column B) ABCP Conduits		(Column C) Other VIEs		
	BHCK		BHCK		BHCK		
1. Assets of consolidated variable interest entities (VIEs) that can be used only to settle obligations of consolidated VIEs:							
a. Cash and balances due from depository institutions	J981	126,945	J982	0	J983	774	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	1,806,324	J997	0	J998	46,935	1.f.
g. Less: Allowance for loan and lease losses.....	J999	7,965	K001	0	K002	20,174	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	10,256	K013	0	K014	261	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	1,744,246	K025	0	K026	0	2.d.
e. Other liabilities .....	K027	2,806	K028	0	K029	26	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
2. 5357		5357	0
3. 5358		5358	0
4. 5359		5359	0
5. 5360		5360	0
6. B027		B027	0



Notes to the Balance Sheet (Other)—Continued

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

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

Regulatory Questions	Enter 1 for 'Yes' or 0 for 'No'
Are your quarterly average trading assets greater than OR equal to \$2 million for any of the four preceding quarters?	1
Are your BHC assets as of June of the last calendar year greater than or equal to \$1 billion?	1
Are your BHC assets as of June of the last calendar year greater than or equal to \$10 billion?	1
Are you a Top-Tier BHC OR a Lower-Tier BHC acting as a Top Tier BHC? (If NO; do NOT complete HC-Mem.)	1
Are your BHC assets greater than OR equal to \$500 million?	1
Are you an Advanced Approach (for Capital Components and Ratios) BHC?	0
Are you an Advanced Approach (for Capital Components and Ratios) BHC that exit parallel run only?	0
Are your quarterly average trading assets greater than OR equal to \$2 million for any quarter of the preceding calendar year?	1
Has your Bank Holding Company been involved in business combinations during the quarter?	0
Has the bank holding company engaged in a full-scope independent external audit as of the December 31 report date?	1
Are you a Top-Tier BHC OR a Lower-Tier BHC acting as a Top Tier BHC? (If NO; do NOT complete HC-I.)	1
Are you a grandfathered unitary SLHC that has met the exemption requirements in 12 CFR 217.2?	0
Are you BHCs; SHCs or covered SLHCs as defined by the final capital rule?	1
Are you either of a BHC; SHC; covered SLHCs as defined by the capital rule only; Non-advanced approaches HCs; Advanced approaches HCs in pre-parallel or parallel run only?	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 (6/30/2016)	0
FR 2052b (5/31/2016)	0
FR 2052b (4/30/2016)	0
FR Y-9C Fifth Third Bancorp (3/31/2016)	1
FR 2052b (2/29/2016)	0
FR 2052b (1/31/2016)	0
Distribute FR Y-9C Fifth Third Bancorp (12/31/2015)	0
FR Y-9C Fifth Third Bancorp (12/31/2015)	0
FR 2052b (11/30/2015)	0
FR 2052b (10/31/2015)	0
FR Y-9C Bancorp Amended 2/8/16 (9/30/15) (9/30/2015)	0
FR Y-9C Fifth Third Bancorp (9/30/2015)	0
FR 2052b (8/31/2015)	0
FR 2052b (7/31/2015)	0
FR Y-9C Bancorp Amended 8.31.15 (6/30/2015)	0
FR 2052b (5/31/2015)	0
FR 2052b (4/30/2015)	0
FR Y-9C Bancorp Amended 5/22/15 (3/31/2015)	0
FR Y-9C Fifth Third Bancorp (3/31/2015)	0
FR 2052b (2/28/2015)	0
FR 2052b (1/31/2015)	0
FR Y-9C Amend 3.5.15 Fifth Third Bancorp (12/31/2014)	0
FR Y-9C Fifth Third Bancorp (12/31/2014)	0
FR Y-9C Fifth Third Bancorp (CAP_TEST) (12/31/2014)	0
Monthly Reg Cap - Bancorp (11/30/2014)	0
FR Y-9C Fifth Third Bancorp (9/30/2014)	0
FR Y-9C Bancorp Amended 12/1/14 (6/30/2014)	0