

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)

05/11/2016

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

Date of Report: **March 31, 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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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	201,013	1.a.(1)(a)
(b) All other loans secured by real estate	4436	90,251	1.a.(1)(b)
(c) All other loans	F821	495,910	1.a.(1)(c)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs	4059	2,889	1.a.(2)
b. Income from lease financing receivables	4065	26,672	1.b.
c. Interest income on balances due from depository institutions [1]	4115	1,955	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	10,690	1.d.(1)
(2) Mortgage-backed securities	B489	206,935	1.d.(2)
(3) All other securities	4060	9,452	1.d.(3)
e. Interest income from trading assets	4069	701	1.e.
f. Interest income on federal funds sold and securities purchased under agreements to resell	4020	2	1.f.
g. Other interest income	4518	4,139	1.g.
h. Total interest income (sum of items 1.a through 1.g)	4107	1,050,609	1.h.
2. Interest expense			
a. Interest on deposits:			
(1) In domestic offices:			
(a) Time deposits of \$100,000 or more	A517	8,949	2.a.(1)(a)
(b) Time deposits of less than \$100,000	A518	12,245	2.a.(1)(b)
(c) Other deposits	6761	27,246	2.a.(1)(c)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs	4172	464	2.a.(2)
b. Expense on federal funds purchased and securities sold under agreements to repurchase	4180	776	2.b.
c. Interest on trading liabilities and other borrowed money (excluding subordinated notes and debentures)	4185	60,242	2.c.
d. Interest on subordinated notes and debentures and on mandatory convertible securities	4397	24,992	2.d.
e. Other interest expense	4398	389	2.e.
f. Total interest expense (sum of items 2.a through 2.e)	4073	135,303	2.f.
3. Net interest income (item 1.h minus item 2.f)	4074	915,306	3.
4. Provision for loan and lease losses (from Schedule HI-B, part II, item 5)	4230	118,521	4.
5. Noninterest income:			
a. Income from fiduciary activities	4070	59,134	5.a.
b. Service charges on deposit accounts in domestic offices	4483	138,119	5.b.
c. Trading revenue [2]	A220	69,565	5.c.
d. (1) Fees and commissions from securities brokerage.....	C886	13,315	5.d.(1)
(2) Investment banking, advisory, and underwriting fees and commissions.....	C888	26,507	5.d.(2)
(3) Fees and commissions from annuity sales.....	C887	9,649	5.d.(3)
(4) Underwriting income from insurance and reinsurance activities.....	C386	1,423	5.d.(4)
(5) Income from other insurance activities.....	C387	5,088	5.d.(5)
e. Venture capital revenue	B491	3,679	5.e.
f. Net servicing fees	B492	-60,426	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	-20,944	5.i.
	j.	Net gains (losses) on sales of other real estate owned	8561	-1,070	5.j.
	k.	Net gains (losses) on sales of other assets (excluding securities)	B496	7,828	5.k.
	l.	Other noninterest income [3].....	B497	365,545	5.l.
	m.	Total noninterest income (sum of items 5.a through 5.l).....	4079	617,412	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	2,468	6.b.
7.	Noninterest expense:				
	a.	Salaries and employee benefits.....	4135	508,646	7.a.
	b.	Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest)	4217	107,101	7.b.
	c.	(1) Goodwill impairment losses.....	C216	0	7.c.(1)
		(2) Amortization expense and impairment losses for other intangible assets.....	C232	440	7.c.(2)
	d.	Other noninterest expense [4].....	4092	364,930	7.d.
	e.	Total noninterest expense (sum of items 7.a through 7.d).....	4093	981,117	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	435,548	8.
9.	Applicable income taxes (foreign and domestic).....		4302	108,818	9.
10.	Income (loss) before extraordinary items and other adjustments (item 8 minus item 9)		4300	326,730	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	326,730	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	182	13.
14.	Net income (loss) attributable to holding company (item 12 minus item 13)		4340	326,548	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	921,436	M.1.
2.	Net income before income taxes, extraordinary items, and other adjustments (Item 8 above) on a fully taxable equivalent basis.....		4592	441,678	M.2.
3.	Income on tax-exempt loans and leases to states and political subdivisions in the U.S. (included in Schedule HI, items 1.a and 1.b, above).....		4313	10,719	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	543	M.4.
5.	Number of full-time equivalent employees at end of current period (round to nearest whole number).....		BHCK	Number	M.5.
			4150	18,200	
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	13,309	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	24,345	M.6.f.

Schedule HI—Continued

Memoranda—Continued

		Dollar Amounts in Thousands		BHCK		
6.	g.	Bank card and credit card interchange fees		F555	71,272	M.6.g.
	h.	Gains on bargain purchases		J447	0	M.6.h.
	i.	TEXT 8562	Net G/L on MSR Hedges	8562	96,979	M.6.i.
	j.	TEXT 8563	Total MTM Free Standing Equity Derivatives	8563	47,876	M.6.j.
	k.	TEXT 8564	See Notes to Inc Stmt 1 to 5	8564	82,673	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	31,885	M.7.a.
	b.	Advertising and marketing expenses.....		0497	25,827	M.7.b.
	c.	Directors' fees		4136	0	M.7.c.
	d.	Printing, stationery, and supplies.....		C018	0	M.7.d.
	e.	Postage.....		8403	11,365	M.7.e.
	f.	Legal fees and expenses.....		4141	0	M.7.f.
	g.	FDIC deposit insurance assessments.....		4146	25,107	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	50,398	M.7.l.
	m.	TEXT 8566	Losses on CRA Equity Method Investments	8566	42,193	M.7.m.
	n.	TEXT 8567	See Notes to Inc Stmt 6 to 10	8567	86,436	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	54,187	M.9.a.
	b.	Foreign exchange exposures		8758	13,910	M.9.b.
	c.	Equity security and index exposures		8759	494	M.9.c.
	d.	Commodity and other exposures		8760	726	M.9.d.
	e.	Credit exposures		F186	248	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	-3,824	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	-45	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	18,923	M.12.a.	
	b.	(1) Premiums on insurance related to the extension of credit.....	C242	1,423	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	337	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	29,985	M.14.a.	
		(1) Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk	F552	-160	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	26,416	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	1,595	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	1,595	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
2.	Cumulative effect of changes in accounting principles and corrections of material accounting errors	B507	0
3.	Balance end of previous calendar year as restated (sum of items 1 and 2)	B508	15,839,186
		BHCT	
4.	Net income (loss) attributable to holding company (must equal Schedule HI, item 14).	4340	326,548
5.	Sale of perpetual preferred stock (excluding treasury stock transactions):	BHCK	
a.	Sale of perpetual preferred stock, gross	3577	0
b.	Conversion or retirement of perpetual preferred stock	3578	0
6.	Sale of common stock:		
a.	Sale of common stock, gross	3579	0
b.	Conversion or retirement of common stock	3580	26,152
7.	Sale of treasury stock	4782	0
8.	LESS: Purchase of treasury stock	4783	240,000
9.	Changes incident to business combinations, net	4356	0
10.	LESS: Cash dividends declared on preferred stock	4598	14,803
11.	LESS: Cash dividends declared on common stock	4460	100,345
12.	Other comprehensive income [1]	B511	486,804
13.	Change in the offsetting debit to the liability for Employee Stock Ownership Plan (ESOP) debt guaranteed by the holding company.....	4591	0
14.	Other adjustments to equity capital (not included above)	3581	0
15.	Total holding company equity capital end of current period (sum of items 3, 4, 5, 6, 7, 9, 12, 13, and 14, less items 8, 10, and 11) (must equal item 27.a on Schedule HC)	BHCT	
		3210	16,323,542

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

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

	(Column A) Charge-offs ^[1]		(Column B) Recoveries		
	BHCK		BHCK		
Dollar Amounts in Thousands					
I. Charge-offs and Recoveries on Loans and Leases (Fully Consolidated)					
1. Loans secured by real estate:					
a. Construction, land development, and other land loans in domestic offices:					
(1) 1–4 family residential construction loans.....	C891	105	C892	37	1.a.(1)
(2) Other construction loans and all land development and other land loans	C893	0	C894	541	1.a.(2)
b. Secured by farmland in domestic offices	3584	0	3585	1	1.b.
c. Secured by 1–4 family residential properties in domestic offices:					
(1) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit	5411	8,079	5412	2,745	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties in domestic offices:					
(a) Secured by first liens.....	C234	4,741	C217	2,084	1.c.(2)(a)
(b) Secured by junior liens.....	C235	1,517	C218	303	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices	3588	0	3589	26	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:					
(1) Loans secured by owner-occupied nonfarm nonresidential properties	C895	6,231	C896	854	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties	C897	1,414	C898	94	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	52,152	4617	4,167	4.a.
b. To non-U.S. addressees (domicile)	4646	0	4618	180	4.b.
5. Loans to individuals for household, family, and other personal expenditures:					
a. Credit cards	B514	22,975	B515	2,794	5.a.
b. Automobile loans	K129	13,701	K133	4,476	5.b.
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	K205	5,169	K206	912	5.c.
6. Loans to foreign governments and official institutions	4643	0	4627	0	6.
7. All other loans	4644	3	4628	30	7.
8. Lease financing receivables:					
a. Leases to individuals for household, family, and other personal expenditures	F185	0	F187	9	8.a.
b. All other leases	C880	0	F188	0	8.b.
9. Total (sum of items 1 through 8)	4635	116,088	4605	19,503	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	362	5410	873	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	16	
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.

II. Changes in allowance for loan and lease losses	Dollar Amounts in Thousands		
	BHCK		
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	4605	2.
3. LESS: Charge-offs (must equal Schedule HI-B, part I, item 9, column A above less Schedule HI-B, part II, item 4)	BHCK	C079	3.
4. LESS: Write-downs arising from transfers of loans to a held-for-sale account	C079	115,988	3.
5. Provision for loan and lease losses (must equal Schedule HI, item 4).....	5523	100	4.
6. Adjustments (see instructions for this schedule).....	BHCT	4230	5.
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)	BHCK	118,521	5.
	BHCT	C233	6.
	BHCT	3123	7.
		1,294,515	

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

Memoranda

	Dollar Amounts in Thousands		
	BHCK		
1. Allocated transfer risk reserve included in Schedule HI-B, part II, item 7.....	C435	0	M.1.
<i>Memoranda items 2 and 3 are to be completed by (1) holding companies that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).</i>			
2. Separate valuation allowance for uncollectible retail credit card fees and finance charges.....	C389	0	M.2.
3. Amount of allowance for loan and lease losses attributable to retail credit card fees and finance charges (included in Schedule HC, item 4.c and Schedule HI-B, part II, item 7)	C390	1,315	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	4,153	M709	0	M710	3,521,728	M711	23,757	M712	0	M713	0	1.a.
b. Commercial real estate loans	M714	251,945	M715	20,001	M716	6,611,577	M717	86,386	M719	0	M720	0	1.b.
c. Residential real estate loans	M721	986,194	M722	102,001	M723	20,594,691	M724	57,347	M725	2,204	M726	74	1.c.
2. Commercial loans [2].....	M727	755,031	M728	82,246	M729	46,647,404	M730	653,530	M731	0	M732	0	2.
3. Credit cards	M733	71,000	M734	15,015	M735	2,072,000	M736	84,643	M737	0	M738	0	3.
4. Other consumer loans	M739	19,384	M740	1,812	M741	11,907,546	M742	51,269	M743	0	M744	0	4.
5. Unallocated, if any							M745	116,434					5.
6. Total (sum of items 1.a. through 5.)	M746	2,087,707	M747	221,075	M748	91,354,946	M749	1,073,366	M750	2,204	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 Operating Lease Rent			
			5351	23,691
2.	5352 Sch HI Line 6k Commercial Commitment Fees			
			5352	21,647
3.	5353 Sch HI Line 6k Commercial Syndication Fees			
			5353	12,811
4.	5354 Sch HI Line 6k Income from Investment in Unconsolidated Subsidiaries			
			5354	12,563
5.	5355 Sch HI Line 6k International Income Fees			
			5355	11,961
6.	B042 Sch HI Line 7n Loan and Lease Expense			
			B042	22,974
7.	B043 Sch HI Line 7n Operating Lease Expense			
			B043	20,066
8.	B044 Sch HI Line 7n Losses and Adjustments			
			B044	18,682
9.	B045 Sch HI Line 7n Bankcard Expense			
			B045	12,984
10.	B046 Sch HI Line 7n Travel Meetings and Entertainment			
			B046	11,730

Notes to the Income Statement (Other)—Continued

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

Consolidated Financial Statements for Holding Companies

Report at the close of business March 31, 2016
Month / Day / Year

Schedule HC—Consolidated Balance Sheet

Dollar Amounts in Thousands

		BHCK		
Assets				
1.	Cash and balances due from depository institutions:			
a.	Noninterest-bearing balances and currency and coin[1]	0081	2,299,084	1.a.
b.	Interest-bearing balances:[2]			
(1)	In U.S. offices.....	0395	1,476,887	1.b.(1)
(2)	In foreign offices, Edge and Agreement subsidiaries, and IBFs.....	0397	301,475	1.b.(2)
2.	Securities:			
a.	Held-to-maturity securities (from Schedule HC-B, column A).....	1754	62,292	2.a.
b.	Available-for-sale securities (from Schedule HC-B, column D).....	1773	29,285,550	2.b.
3.	Federal funds sold and securities purchased under agreements to resell:			
a.	Federal funds sold in domestic offices.....	BHDM B987	0	3.a.
b.	Securities purchased under agreements to resell [3]	BHCK B989	0	3.b.
4.	Loans and lease financing receivables:			
a.	Loans and leases held for sale	5369	803,019	4.a.
b.	Loans and leases, net of unearned income.....	B528	93,604,654	4.b.
c.	LESS: Allowance for loan and lease losses	3123	1,294,515	4.c.
d.	Loans and leases, net of unearned income and allowance for loan and lease losses (item 4.b minus 4.c).....	B529	92,310,139	4.d.
5.	Trading assets (from Schedule HC-D).....	3545	1,307,794	5.
6.	Premises and fixed assets (including capitalized leases).....	2145	1,986,847	6.
7.	Other real estate owned (from Schedule HC-M).....	2150	118,949	7.
8.	Investments in unconsolidated subsidiaries and associated companies.....	2130	375,497	8.
9.	Direct and indirect investments in real estate ventures.....	3656	1,284,042	9.
10.	Intangible assets:			
a.	Goodwill.....	3163	2,415,629	10.a.
b.	Other intangible assets (from Schedule HC-M).....	0426	696,019	10.b.
11.	Other assets (from Schedule HC-F).....	2160	7,706,984	11.
12.	Total assets (sum of items 1 through 11).....	2170	142,430,207	12.

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

Schedule HC—Continued

		Dollar Amounts in Thousands		BHDM	
Liabilities					
13.	Deposits:				
	a. In domestic offices (from Schedule HC-E):				
	(1) Noninterest-bearing [1]	6631	36,190,221		13.a.(1)
	(2) Interest-bearing	6636	65,840,416		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	776,039		13.b.(2)
14.	Federal funds purchased and securities sold under agreements to repurchase:			BHDM	
	a. Federal funds purchased in domestic offices [2]	B993	134,406		14.a.
		BHCK			
	b. Securities sold under agreements to repurchase [3]	B995	784,772		14.b.
15.	Trading liabilities (from Schedule HC-D)	3548	872,416		15.
16.	Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule HC-M).....	3190	13,802,331		16.
17.	Not applicable				
18.	Not applicable				
19.	a. Subordinated notes and debentures [4].....	4062	4,189,578		19.a.
	b. Subordinated notes payable to unconsolidated trusts issuing trust preferred securities, and trust preferred securities issued by consolidated special purpose entities	C699	51,638		19.b.
20.	Other liabilities (from Schedule HC-G).....	2750	3,432,952		20.
21.	Total liabilities (sum of items 13 through 20)	2948	126,074,769		21.
22.	Not applicable				
Equity Capital					
Holding Company Equity Capital					
23.	Perpetual preferred stock and related surplus	3283	1,331,122		23.
24.	Common stock (par value)	3230	2,051,042		24.
25.	Surplus (exclude all surplus related to preferred stock)	3240	2,687,129		25.
26.	a. Retained earnings	3247	12,569,700		26.a.
	b. Accumulated other comprehensive income [5].....	B530	683,566		26.b.
	c. Other equity capital components [6].....	A130	-2,999,017		26.c.
27.	a. Total holding company equity capital (sum of items 23 through 26.c).....	3210	16,323,542		27.a.
	b. Noncontrolling (minority) interests in consolidated subsidiaries	3000	31,896		27.b.
28.	Total equity capital (sum of items 27.a and 27.b)	G105	16,355,438		28.
29.	Total liabilities and equity capital (sum of items 21 and 28)	3300	142,430,207		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) Amortized Cost		(Column B) Fair Value		(Column C) Amortized Cost		(Column D) Fair Value		
	BHCK		BHCK		BHCK		BHCK		
Dollar Amounts in Thousands									
1. U.S. Treasury securities	0211	0	0213	0	1286	76,079	1287	78,205	1.
2. U.S. government agency obligations (exclude mortgage-backed securities):									
a. Issued by U.S. government agencies [1]	1289	0	1290	0	1291	202	1293	202	2.a.
b. Issued by U.S. government-sponsored agencies [2]	1294	0	1295	0	1297	1,054,857	1298	1,082,745	2.b.
3. Securities issued by states and political subdivisions in the U.S.	8496	62,292	8497	62,292	8498	49,603	8499	52,179	3.
4. Mortgage-backed securities (MBS)									
a. Residential pass-through securities:									
(1) Guaranteed by GNMA	G300	0	G301	0	G302	4,164,913	G303	4,229,566	4.a.(1)
(2) Issued by FNMA and FHLMC	G304	0	G305	0	G306	2,234,907	G307	2,325,999	4.a.(2)
(3) Other pass-through securities	G308	0	G309	0	G310	334	G311	334	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	8,186,255	G315	8,573,048	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	7,836,909	K145	8,205,290	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	3,005,071	K157	3,119,648	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	1,420,561	C027	1,411,184	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	99,064	1741	101,698	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	97,575	A511	98,652	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	62,292	1771	62,292	1772	28,233,130	1773	29,285,550	

Memoranda

	Dollar Amounts in Thousands		
	BHCK		
1. Pledged securities [1]	0416	10,456,454	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	5,027,443	M.2.a.
b. Over 1 year to 5 years	0384	908,134	M.2.b.
c. Over 5 years	0387	23,313,613	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	338,447	B849	338,631	M.5.c.
d. Other consumer loans.....	B850	0	B851	0	B852	925,412	B853	918,439	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	156,702	B861	154,114	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	32,580,448			1.
a. Construction, land development, and other land loans:			BHCK		
(1) 1–4 family residential construction loans			F158	347,365	1.a.(1)
(2) Other construction loans and all land development and other land loans.....			F159	3,614,609	1.a.(2)
b. Secured by farmland			BHDM		
c. Secured by 1–4 family residential properties:			1420	62,709	1.b.
(1) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit					
(2) Closed-end loans secured by 1–4 family residential properties:					
(a) Secured by first liens			1797	7,261,496	1.c.(1)
(b) Secured by junior liens					
d. Secured by multifamily (5 or more) residential properties			5367	14,440,835	1.c.(2)(a)
e. Secured by nonfarm nonresidential properties:			5368	292,036	1.c.(2)(b)
(1) Loans secured by owner-occupied nonfarm nonresidential properties			1460	329,374	1.d.
(2) Loans secured by other nonfarm nonresidential properties					
2. Loans to depository institutions and acceptances of other banks			BHCK		
a. To U.S. banks and other U.S. depository institutions			F160	3,985,470	1.e.(1)
b. To foreign banks			F161	2,233,704	1.e.(2)
3. Loans to finance agricultural production and other loans to farmers			BHDM		
4. Commercial and industrial loans			1288	59,904	2.
a. To U.S. addressees (domicile)	1292	20,000			2.a.
b. To non-U.S. addressees (domicile)	1296	39,904			2.b.
5. Not applicable					
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper)	1590	55,894	1590	55,894	3.
a. Credit cards					
b. Other revolving credit plans					
c. Automobile loans					
d. Other consumer loans (includes single payment, installment, and all student loans)					
7. Loans to foreign governments and official institutions (including foreign central banks).....			1766	37,159,562	4.
8. Not applicable					
9. Loans to nondepository financial institutions and other loans:					
a. Loans to nondepository financial institutions	1763	35,690,795			4.a.
b. Other loans	1764	1,832,164			4.b.
(1) Loans for purchasing or carrying securities (secured or unsecured).....					
(2) All other loans (exclude consumer loans).....					
10. Lease financing receivables (net of unearned income)			1975	14,144,413	6.
a. Leases to individuals for household, family, and other personal expenditures (i.e., consumer leases)	B538	2,217,483			6.a.
b. All other leases	B539	744,338			6.b.
11. LESS: Any unearned income on loans reflected in items 1–9 above	K137	10,638,223			6.c.
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)...	K207	544,369			6.d.
	2081	0	2081	0	7.
	J454	2,464,437	J454	2,456,861	9.a.
	1545	467,199	1545	467,199	9.b.(1)
	J451	3,155,688	J451	3,155,663	9.b.(2)
			2165	3,956,731	10.
	F162	0			10.a.
	F163	3,956,731			10.b.
	2123	0	2123	0	11.
	2122	94,407,673	2122	94,023,825	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	12,503	M.1.a.(1)
(2)	All other construction loans and all land development and other land loans	K159	77,907	M.1.a.(2)
b.	Loans secured by 1–4 family residential properties in domestic offices	F576	697,019	M.1.b.
c.	Secured by multifamily (5 or more) residential properties in domestic offices	K160	2,590	M.1.c.
d.	Secured by nonfarm nonresidential properties in domestic offices:			
(1)	Loans secured by owner-occupied nonfarm nonresidential properties	K161	28,395	M.1.d.(1)
(2)	Loans secured by other nonfarm nonresidential properties	K162	96,451	M.1.d.(2)
e.	Commercial and industrial loans:	BHCK		
(1)	To U.S. addressees (domicile)	K163	131,881	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	230,748	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	189,492	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	1,076,092	M.2.
3.	Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HC-C, item 1, column A)	B837	31,138	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	28,781	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	4,626	M.5.a.
b.	Amount included in Schedule HC-C, items 1 through 9	C780	2,204	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		M.9.
			297,964	

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	760,206			M.10.a.
(1)	Construction, land development, and other land loans			F578	0	M.10.a.(1)
(2)	Secured by farmland (including farm residential and other improvements)			F579	0	M.10.a.(2)
(3)	Secured by 1–4 family residential properties:					
(a)	Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit			F580	0	M.10.a.(3)(a)
(b)	Closed-end loans secured by 1–4 family residential properties:					
(i)	Secured by first liens			F581	760,206	M.10.a.(3)(b)(i)
(ii)	Secured by junior liens			F582	0	M.10.a.(3)(b)(ii)
(4)	Secured by multifamily (5 or more) residential properties.....			F583	0	M.10.a.(4)
(5)	Secured by nonfarm nonresidential properties			F584	0	M.10.a.(5)
b.	Commercial and industrial loans	F585	0	F585	0	M.10.b.
c.	Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):					
(1)	Credit cards	F586	0	F586	0	M.10.c.(1)
(2)	Other revolving credit plans	F587	0	F587	0	M.10.c.(2)
(3)	Automobile loans	K196	0	K196	0	M.10.c.(3)
(4)	Other consumer loans (includes single payment, installment, and all student loans)	K208	0	K208	0	M.10.c.(4)
d.	Other loans	F589	0	F589	0	M.10.d.

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	730,342			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	730,342	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	47,701,515		M.14.

Schedule HC-D—Trading Assets and Liabilities

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

	(Column A) Consolidated		(Column B) Domestic Offices		
	BHCM		BHCK		
Dollar Amounts in Thousands					
Assets					
1. U.S. Treasury securities	3531	722	3531	722	1.
2. U.S. government agency obligations (exclude mortgage-backed securities) .	3532	17,338	3532	17,338	2.
3. Securities issued by states and political subdivisions in the U.S.	3533	53,651	3533	53,651	3.
4. Mortgage-backed securities (MBS):					
a. Residential pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA	BHCK G379	0	BHDM G379	0	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	5,139	G380	5,139	4.b.
c. All other residential mortgage-backed securities	G381	554	G381	554	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	20,858	G386	20,858	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	306,381	3541	306,381	9.
10. Not applicable					
11. Derivatives with a positive fair value.....	3543	903,151	3543	903,151	11.
12. Total trading assets (sum of items 1 through 11) (total of Column A must equal Schedule HC, item 5).....	BHCT		BHDM		
	3545	1,307,794	3545	1,307,794	12.
Liabilities					
13. a. Liability for short positions :	BHCK		BHDM		
(1) Equity securities	G209	0	G209	0	13.a.(1)
(2) Debt securities	G210	19,378	G210	19,378	13.a.(2)
(3) All other assets	G211	5,052	G211	5,052	13.a.(3)
b. All other trading liabilities.....	F624	0	F624	0	13.b.
14. Derivatives with a negative fair value	3547	847,986	3547	847,986	14.
15. Total trading liabilities (sum of items 13.a through 14) (total of column A must equal Schedule HC, item 15)	BHCT				
	3548	872,416	3548	872,416	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	342,242	G387	342,242	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	304,118	F652	304,118	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	8,900,477	1.a.
b.	Interest-bearing demand deposits, NOW, ATS, and other transaction accounts	3187	7,848,130	1.b.
c.	Money market deposit accounts and other savings accounts	2389	78,403,062	1.c.
d.	Time deposits of less than \$100,000	6648	4,048,946	1.d.
e.	Time deposits of \$100,000 or more	2604	2,830,022	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	1,209,782	M.1.
2.	Brokered deposits less than \$100,000 with a remaining maturity of more than one year	A164	191	M.2.
3.	Time deposits of \$100,000 or more with a remaining maturity of one year or less.....	A242	1,062,333	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	390,812	1.
2.	Net deferred tax assets [2]	2148	5,428	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	605,290	4.
5. Life insurance assets:				
a.	General account life insurance assets	K201	430,900	5.a.
b.	Separate account life insurance assets	K202	542,531	5.b.
c.	Hybrid account life insurance assets	K270	685,308	5.c.
6.	Other.....	2168	5,046,715	6.
		BHCT		
7.	Total (sum of items 1 through 6) (must equal Schedule HC, item 11)	2160	7,706,984	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	1,283,558		2.
3. Allowance for credit losses on off-balance sheet credit exposures	B557	175,624		3.
4. Other	B984	1,973,770		4.
	BHCT			
5. Total (sum of items 2 through 4) (must equal Schedule HC, item 20)	2750	3,432,952		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	65,125,526		1.
2. Interest-bearing deposit liabilities that reprice within one year or mature within one year included in item 13.a.(2) and 13.b.(2) on Schedule HC, Balance Sheet	3296	2,972,477		2.
3. Long-term debt that reprices within one year included in items 16 and 19.a on Schedule HC, Balance Sheet	3298	364,968		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	250,000		5.

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

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

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

I. Property and Casualty Underwriting

		Dollar Amounts in Thousands		BHCK	
Assets					
1.	Reinsurance recoverables	B988	0		1.
2.	Total assets.....	C244	71,686		2.
Liabilities					
3.	Claims and claims adjustment expense reserves.....	B990	2,198		3.
4.	Unearned premiums.....	B991	1,873		4.
5.	Total equity.....	C245	67,261		5.
6.	Net income.....	C246	591		6.

II. Life and Health Underwriting

		Dollar Amounts in Thousands		BHCK	
Assets					
1.	Reinsurance recoverables.....	C247	0		1.
2.	Separate account assets.....	B992	0		2.
3.	Total assets.....	C248	265		3.
Liabilities					
4.	Policyholder benefits and contractholder funds.....	B994	41		4.
5.	Separate account liabilities.....	B996	0		5.
6.	Total equity.....	C249	215		6.
7.	Net income.....	C250	19		7.

Schedule HC-K—Quarterly Averages

Dollar Amounts in Thousands

		BHCK		
Assets				
1. Securities:				
a.	U.S. Treasury securities and U.S. government agency obligations (excluding mortgage-backed securities)	B558	1,137,978	1.a.
b.	Mortgage-backed securities	B559	25,909,940	1.b.
c.	All other securities (includes securities issued by states and political subdivisions in the U.S.)	B560	1,630,492	1.c.
2.	Federal funds sold and securities purchased under agreements to resell	3365	629	2.
BHDM				
3. a.	Total loans and leases in domestic offices	3516	93,707,426	3.a.
(1)	Loans secured by 1-4 family residential properties	3465	21,950,764	3.a.(1)
(2)	All other loans secured by real estate	3466	10,486,161	3.a.(2)
(3)	Loans to finance agricultural production and other loans to farmers.....	3386	70,977	3.a.(3)
(4)	Commercial and industrial loans	3387	36,827,349	3.a.(4)
(5)	Loans to individuals for household, family, and other personal expenditures:			
(a)	Credit cards.....	B561	2,259,706	3.a.(5)(a)
(b)	Other (includes single payment, installment other than auto loans, all student loans, and revolving credit plans other than credit cards.....	B562	12,087,541	3.a.(5)(b)
b.	Total loans and leases in foreign offices, Edge and agreement subsidiaries, and IBFs	BHFN		
		3360	370,748	3.b.
BHCK				
4. a.	Trading assets	3401	1,468,188	4.a.
b.	Other earning assets	B985	2,480,540	4.b.
5.	Total consolidated assets	3368	140,755,119	5.
Liabilities				
6.	Interest-bearing deposits (domestic) [1]	3517	65,503,255	6.
7.	Interest-bearing deposits (foreign) [1]	3404	825,727	7.
8.	Federal funds purchased and securities sold under agreements to repurchase	3353	1,550,194	8.
9.	All other borrowed money	2635	13,953,946	9.
10.	Not applicable			
Equity Capital				
11.	Total equity capital (excludes limited-life preferred stock)	3519	16,375,567	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	7,474,686		1.a.
b.	(1) Unused consumer credit card lines.....	J455	14,349,746		1.b.(1)
	(2) Other unused credit card lines.....	J456	3,203,494		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	3,508,834		1.c.(1)
	(a) 1–4 family residential construction loan commitments	F164	254,095		1.c.(1)(a)
	(b) Commercial real estate, other construction loan, and land development loan commitments	F165	3,254,739		1.c.(1)(b)
	(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate	6550	360,715		1.c.(2)
d.	Securities underwriting	3817	13,579		1.d.
e. Other unused commitments:					
	(1) Commercial and industrial loans	J457	32,287,426		1.e.(1)
	(2) Loans to financial institutions	J458	2,262,023		1.e.(2)
	(3) All other unused commitments	J459	3,509,541		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	15,277		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	567		3.a.
4. Commercial and similar letters of credit					
		3411	40,104		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	2,343,594	C975	159,832
b. Gross fair values:					
(1)	Gross positive fair value	C219	0	C221	0
(2)	Gross negative fair value	C220	3,751	C222	0

		BHCK		
c. Notional amounts by regulatory capital treatment:				
(1) Positions covered under the Market Risk Rule:				
(a)	Sold protection	G401	0	7.c.(1)(a)
(b)	Purchased protection	G402	0	7.c.(1)(b)
(2) All other positions:				
(a)	Sold protection	G403	2,343,594	7.c.(2)(a)
(b)	Purchased protection that is recognized as a guarantee for regulatory capital purposes	G404	159,832	7.c.(2)(b)
(c)	Purchased protection that is not recognized as a guarantee for regulatory capital purposes	G405	0	7.c.(2)(c)

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

Schedule HC-L—Continued

Report only transactions with nonrelated institutions

Dollar Amounts in Thousands	Remaining Maturity of:						
	(Column A) One year or less		(Column B) Over One Year Through Five Years		(Column C) Over Five Years		
	BHCK		BHCK		BHCK		
7. d. Notional amounts by remaining maturity:							
(1) Sold credit protection:							
(a) Investment grade	G406	258,220	G407	999,291	G408	177,500	7.d.(1)(a)
(b) Subinvestment grade	G409	104,356	G410	774,850	G411	29,378	7.d.(1)(b)
(2) Purchased credit protection:							
(a) Investment grade	G412	259	G413	28,105	G414	0	7.d.(2)(a)
(b) Subinvestment grade	G415	36,613	G416	70,946	G417	23,909	7.d.(2)(b)

8. Spot foreign exchange contracts	BHCK								
	8765			333,003			8.		
9. All other off-balance-sheet items (exclude derivatives) (include in item 9 the aggregate amount all other off-balance-sheet items that individually exceed 10 percent of Schedule HC, item 27.a, "Total holding company equity capital") (itemize and describe in items 9.a through 9.f only amounts that exceed 25 percent of Schedule HC, item 27.a).....									
	3430			0			9.		
a. Commitments to purchase when-issued securities.....	3434			0			9.a.		
b. Commitments to sell when-issued securities.....	3435			0			9.b.		
c. <table border="1" style="display: inline-table; vertical-align: middle;"><tr><td>TEXT</td></tr><tr><td>6561</td></tr></table>	TEXT	6561							
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	6561			0			9.c.		
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	6562			0			9.d.		
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	6568			0			9.e.		
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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	
Derivatives Position Indicators					
11. Gross amounts (e.g., notional amounts) (for each column, sum of items 11.a through 11.e must equal sum of items 12 and 13):					
a. Futures contracts	BHCK 8693 14,700	BHCK 8694 0	BHCK 8695 0	BHCK 8696 307,352	11.a.
b. Forward contracts	BHCK 8697 1,423,259	BHCK 8698 5,320,976	BHCK 8699 0	BHCK 8700 0	11.b.
c. Exchange-traded option contracts:					
(1) Written options	BHCK 8701 0	BHCK 8702 0	BHCK 8703 0	BHCK 8704 59,729	11.c.(1)
(2) Purchased options	BHCK 8705 0	BHCK 8706 0	BHCK 8707 0	BHCK 8708 19,080	11.c.(2)
d. Over-the-counter option contracts:					
(1) Written options	BHCK 8709 4,019,464	BHCK 8710 1,496,722	BHCK 8711 0	BHCK 8712 429,411	11.d.(1)
(2) Purchased options	BHCK 8713 5,373,291	BHCK 8714 1,514,934	BHCK 8715 419,831	BHCK 8716 470,238	11.d.(2)
e. Swaps	BHCK 3450 36,560,945	BHCK 3826 6,502,287	BHCK 8719 1,274,280	BHCK 8720 961,804	11.e.
12. Total gross notional amount of derivative contracts held for trading.....	BHCK A126 29,381,400	BHCK A127 14,834,919	BHCK 8723 0	BHCK 8724 2,247,614	12.
13. Total gross notional amount of derivative contracts held for purposes other than trading	BHCK 8725 18,010,259	BHCK 8726 0	BHCK 8727 1,694,111	BHCK 8728 0	13.
14. Gross fair values of derivative contracts:					
a. Contracts held for trading:					
(1) Gross positive fair value	BHCK 8733 385,231	BHCK 8734 284,119	BHCK 8735 0	BHCK 8736 233,057	14.a.(1)
(2) Gross negative fair value	BHCK 8737 361,655	BHCK 8738 271,380	BHCK 8739 0	BHCK 8740 210,654	14.a.(2)
b. Contracts held for purposes other than trading:					
(1) Gross positive fair value	BHCK 8741 914,342	BHCK 8742 0	BHCK 8743 308,100	BHCK 8744 0	14.b.(1)
(2) Gross negative fair value	BHCK 8745 63,842	BHCK 8746 0	BHCK 8747 54,671	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	573,053	G419	0	G420	0	G421	0	G422	880,248	15.a.
b. Fair value of collateral:											
(1) Cash—U.S. dollar	G423	653,345	G424	0	G425	0	G426	0	G427	18,968	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	200	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	14,096	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	667,641	G459	0	G460	0	G461	0	G462	21,581	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	770,470,768		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	4,082,983		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	7,054,812		3.
4.	Other assets acquired in satisfaction of debts previously contracted	6557	16,800		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		71,951	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		684,416	12.a.
(1) Estimated fair value of mortgage servicing assets	6438		684,416	12.a.(1)
b. Purchased credit card relationships and nonmortgage servicing assets	B026		697	12.b.
c. All other identifiable intangible assets	5507		10,906	12.c.
d. Total (sum of items 12.a, 12.b, and 12.c) (must equal Schedule HC, item 10.b)	BHCT			
	0426		696,019	12.d.
13. Other real estate owned	2150		118,949	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		4,552,319	14.b.
c. Other borrowed money with a remaining maturity of more than one year	2333		9,250,012	14.c.
d. Total (sum of items 14.a, 14.b, and 14.c) (must equal Schedule HC, item 16).....	BHCT			
	3190		13,802,331	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	30,254	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	4,159,174
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	947	F174	0	F176	613	1.a.(1)
(2) Other construction loans and all land development and other land loans	F173	6,865	F175	6,643	F177	20,569	1.a.(2)
b. Secured by farmland in domestic offices	3493	25	3494	0	3495	622	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	49,759	5399	0	5400	63,321	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties:							
(a) Secured by first liens	C236	122,949	C237	352,717	C229	43,701	1.c.(2)(a)
(b) Secured by junior liens	C238	8,031	C239	288	C230	9,654	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices	3499	0	3500	0	3501	3,571	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:							
(1) Loans secured by owner-occupied nonfarm non-residential properties	F178	2,004	F180	0	F182	47,173	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties.....	F179	8,182	F181	0	F183	19,563	1.e.(2)
f. In foreign offices	B572	0	B573	0	B574	0	1.f.
2. Loans to depository institutions and acceptances of other banks:							
a. U.S. banks and other U.S. depository institutions	5377	0	5378	0	5379	0	2.a.
b. Foreign banks.....	5380	0	5381	0	5382	0	2.b.
3. Loans to finance agricultural production and other loans to farmers	1594	0	1597	0	1583	1,398	3.
4. Commercial and industrial loans	1606	23,028	1607	2,810	1608	449,883	4.
5. Loans to individuals for household, family, and other personal expenditures:							
a. Credit cards	B575	20,560	B576	18,421	B577	31,637	5.a.
b. Automobile loans	K213	54,459	K214	6,847	K215	2,607	5.b.
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	K216	5,589	K217	762	K218	1,283	5.c.
6. Loans to foreign governments and official institutions	5389	0	5390	0	5391	0	6.
7. All other loans	5459	426	5460	0	5461	7,226	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	3,390	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	8	3506	0	3507	0	9.
10. TOTAL (sum of items 1 through 9)	5524	302,832	5525	388,488	5526	706,211	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	95,116	K037	315,240	K038	6,406	11.
a. Guaranteed portion of loans and leases (exclude rebooked "GNMA loans") included in item 11 above	K039	3,515	K040	6,944	K041	4,902	11.a.
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 11 above	K042	91,435	K043	308,296	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

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		
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

Dollar Amounts in Thousands	BHDM		BHDM		BHDM		
1. Loans restructured in troubled debt restructurings included in Schedule HC-N, items 1 through 7, above (and not reported in Schedule HC-C, Memorandum item 1):							
a. Construction, land development, and other land loans in domestic offices:							
(1) 1–4 family residential construction loans	K105	667	K106	0	K107	281	M.1.a.(1)
(2) Other construction loans and all land development and other land loans.....	K108	1,155	K109	1,662	K110	6,007	M.1.a.(2)
b. Loans secured by 1–4 family residential properties in domestic offices	BHCK		BHCK		BHCK		
	F661	67,525	F662	106,696	F663	35,337	M.1.b.
c. Secured by multifamily (5 or more) residential properties in domestic offices	BHDM		BHDM		BHDM		
	K111	0	K112	0	K113	2,644	M.1.c.
d. Secured by nonfarm nonresidential properties in domestic offices:							
(1) Loans secured by owner-occupied nonfarm nonresidential properties	K114	0	K115	0	K116	22,844	M.1.d.(1)
(2) Loans secured by other nonfarm nonresidential properties	K117	1,399	K118	0	K119	568	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	1,157	K121	0	K122	176,793	M.1.e.(1)
	(2) To non-U.S. addressees (domicile)	K123	0	K124	0	K125	0	M.1.e.(2)
	f. All other loans (include loans to individuals for household, family, and other personal expenditures)							
		K126	3,691	K127	0	K128	38,029	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	1,648	6559	0	6560	9,820	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	313	1912	1,543	1913	1,138	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	5,067	M.5.a.
	b. Loans measured at fair value:							
	(1) Fair value	F664	239	F665	1,247	F666	1,344	M.5.b.(1)
	(2) Unpaid principal balance.....	F667	263	F668	1,486	F669	1,409	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	8	3530	0	M.6.

Dollar Amounts in Thousands	BHCK				
7. Additions to nonaccrual assets during the quarter.....	C410		362,793		M.7.
8. Nonaccrual assets sold during the quarter.....	C411		11,153		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	812,966	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	391,556	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	1,113,630	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	668,098	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	-37,425	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	93,911	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	23,118	7.a.
b.	For representations and warranties made to other parties.....	L192	20	7.b.
c.	Total representation and warranty reserves (sum of items 7.a and 7.b).....	M288	23,138	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.

	(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		
Dollar Amounts in Thousands											
Assets											
1. Available-for-sale securities	1773	29,285,550	G474	0	G475	176,857	G476	29,108,693	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	600,410	G484	0	G485	0	G486	600,410	G487	0	3.
4. Loans and leases held for investment	G488	159,797	G489	0	G490	0	G491	0	G492	159,797	4.
5. Trading assets:	BHCT										
a. Derivative assets	3543	903,151	G493	0	G494	37,208	G495	836,677	G496	29,266	5.a.
	BHCK										
b. Other trading assets	G497	404,643	G498	0	G499	304,840	G500	99,803	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	1,223,035	G392	0	G395	745	G396	914,190	G804	308,100	6.
7. Total assets measured at fair value on a recurring basis	G502	32,576,586	G503	0	G504	519,650	G505	31,559,773	G506	497,163	7.
Liabilities											
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	847,986	G512	0	G513	20,655	G514	823,559	G515	3,772	10.a.
	BHCK										
b. Other trading liabilities	G516	24,430	G517	0	G518	14,978	G519	9,452	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	118,961	G806	0	G807	8,841	G808	55,449	G809	54,671	13.
14. Total liabilities measured at fair value on a recurring basis.....	G531	991,377	G532	0	G533	44,474	G534	888,460	G535	58,443	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	1,223,035	G542	0	G543	745	G544	914,190	G545	308,100	M.1.b.
c. <small>BHTX G546</small>	G546	0	G547	0	G548	0	G549	0	G550	0	M.1.c.
d. <small>BHTX G551</small>	G551	0	G552	0	G553	0	G554	0	G555	0	M.1.d.
e. <small>BHTX G556</small>	G556	0	G557	0	G558	0	G559	0	G560	0	M.1.e.
f. <small>BHTX G561</small>	G561	0	G562	0	G563	0	G564	0	G565	0	M.1.f.
2. All other liabilities (itemize and describe amounts included in Schedule HC-Q, item 13 that are greater than \$25,000 and exceed 25 percent of item 13):											
a. Loan commitments (not accounted for as derivatives)	F261	0	F689	0	F697	0	F262	0	F263	0	M.2.a.
b. Nontrading derivative liabilities	G566	118,961	G567	0	G568	8,841	G569	55,449	G570	54,671	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	
Common equity tier 1 capital			
1.	Common stock plus related surplus, net of treasury stock and unearned employee stock ownership plan (ESOP) shares.....	P742	1,739,154
2.	Retained earnings.....	BHCT	12,569,700
3.	Accumulated other comprehensive income (AOCI).....	BHCA	683,566
		BS90	
a.	AOCI opt-out election (enter "1" for Yes; enter "0" for No.) (Advanced approaches institutions must enter "0" for No.)	i=No BHCA	
		i=Yes PB38	1
4.	Common equity Tier 1 minority interest includable in common equity Tier 1 capital	BHCA	0
5.	Common equity Tier 1 capital before adjustments and deductions (sum of items 1 through 4)	P839	14,992,420
		P840	
Common equity Tier 1 capital: Adjustments and Deductions			
6.	LESS: Goodwill net of associated deferred tax liabilities (DTLs).....	P841	2,388,163
7.	LESS: Intangible assets (other than goodwill and mortgage servicing assets (MSAs)), net of associated DTLs.....	P842	6,283
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
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	684,073
b.	LESS: Net unrealized loss on available-for-sale preferred stock classified as an equity security under GAAP and available-for-sale equity exposures (report loss as a positive value).....	P845	0
c.	LESS: Accumulated net gains (losses) on cash flow hedges (if a gain, report as a positive value; if a loss, report as a negative value)	P846	61,401
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	-61,908
e.	LESS: Net unrealized gains (losses) on held-to-maturity securities that are included in AOCI (if a gain, report as a positive value; if a loss, report as a negative value).....	P848	0
f.	To be completed only by holding companies that entered "0" for No in item 3.a.: LESS: Accumulated net gain (loss) on cash flow hedges included in AOCI, net of applicable income taxes, that relate to the hedging of items that are not recognized at fair value on the balance sheet (if a gain, report as a positive value; if a loss, report as a negative value)	P849	0
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
b.	LESS: All other deductions from (additions to) common equity Tier 1 capital before threshold-based deductions.....	P850	0
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
1.	Subtotal (item 5 minus items 6 through 11)	P852	11,913,700

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	11,913,700
19.			
Additional tier 1 capital			
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.			
Tier 1 capital			
2	Tier 1 capital (sum of items 19 and 25)	8274	13,244,350
26.			
Tier 2 capital			
2	Tier 2 capital instruments plus related surplus	P866	2,417,530
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	664,177
29.			
3	a. Allowance for loan and lease losses includable in Tier 2 capital	S310	1,470,139
30.a.			
3	b. (Advanced approaches holding companies that exit parallel run only): Eligible credit reserves includable in Tier 2 capital	BHC	0
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	Q257	485
31.			
3	a. Tier 2 capital before deductions (sum of items 27 through 30.a, plus item 31)	P870	4,552,331
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	0
32.b.			
		P870	3,082,192
		BHCA	0
33.			
3	LESS: Tier 2 capital deductions	P872	0
33.			
3	a. Tier 2 capital (greater of item 32.a minus item 33, or zero)	S311	4,552,331
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	0
34.b.			
		S311	3,082,192
Total Capital			
3	a. Total capital (sum of items 26 and 34.a)	BHCA	17,796,681
35.a.			
3	b. (Advanced approaches holding companies that exit parallel run only): Total capital (sum of items 26 and 34.b)	BHC	16,326,542
35.b.			
		3792	16,326,542

Part I—Continued

		Dollar Amounts in Thousands		BHCX	
Total Assets for the Leverage Ratio					
3	Average total consolidated assets.....	3368	140,755,119		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	2,395,626		38.
3	Total assets for the leverage ratio (item 36 minus items 37 and 38).....	A224	138,359,493		39.
Total Risk-Weighted Assets					
4	a. Total risk-weighted assets (from Schedule RC-R, Part II item 31).....	A223	121,431,599		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	
Risk-Based Capital Ratios						
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	9.8110	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	10.9068	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	14.6557	7205	0.0000	43.

		BHCA	Percentage	
Leverage Capital Ratios				
4	Tier 1 leverage ratio (item 26 divided by item 39).....	7204	9.5724	44.
4	Advanced approaches holding companies only: Supplementary leverage ratio (from FFIEC 101, Schedule A, item 98) (effective January 1, 2015).....			45.

		BHCA	Percentage	
Capital Buffer				
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	4.9068	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											
Balance Sheet Asset Categories [2]											
1. Cash and balances due from depository institutions.....	BHCK D957 4,077,446	BHCK S396 0	BHCK D958 2,593,915				BHCK D959 1,480,690	BHCK S397 0	BHCK D960 2,647	BHCK S398 194	1.
2. Securities:											
a. Held-to-maturity securities.....	BHCK D961 62,292	BHCK S399 0	BHCK D962 0				BHCK D963 62,292	BHCK D964 0	BHCK D965 0	BHCK S400 0	2.a.
b. Available-for-sale securities.....	BHCK D966 24,754,718	BHCK S402 946,736	BHCK D967 12,111,352				BHCK D968 11,109,657	BHCK D969 15,128	BHCK D970 571,845	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 0		BHCK D972 0				BHCK D973 0	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 687,188	BHCK S414 0	BHCK H173 0				BHCK S415 80,276	BHCK S416 390,502	BHCK S417 216,410		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 5,067	BHCK S424 0	BHCK S425 0				BHCK S426 0	BHCK S427 0	BHCK S428 0	BHCK S429 5,067	4.c.

1. For bank holding companies, 12 CFR Part 217 and 225; and for covered savings and loan holding companies, 12 CFR Part 217.
2. All securitization exposures held as on-balance sheet assets of the reporting institution are to be excluded from items 1 through 8 and are to be reported instead in item 9.
3. For loans and leases held for sale, exclude residential mortgage exposures, high volatility commercial real estate exposures, or sovereign exposures that are past due 90 days or more or on nonaccrual.

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

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)
	Allocation by Risk-Weight Category							Application of Other Risk-Weighting Approaches[4]	
	250%[5]	300%	400%	600%	625%	937.5%	1250%	Exposure Amount	Risk-Weighted Asset Amount
Dollar Amounts in Thousands									
Balance Sheet Asset Categories (continued)									
1. Cash and balances due from depository institutions.....									
2. Securities:									
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
	110,764	0	0				0	0	110,764	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	
	21,369,730	0	0				775,329	14,131,553	6,462,848	
b. High volatility commercial real estate exposures.....	BHCK S445	BHCK S446	BHCK H179				BHCK H180	BHCK H181	BHCK H182	BHCK S447
	588,248	0	0				0	0	0	588,248
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
	616,444	0	0				0	0	0	616,444
	BHCK S457	BHCK S458	BHCK S459				BHCK S460	BHCK S461	BHCK S462	BHCK S463
	69,513,361	0	79,838				401,330	520,175	68,472,188	39,830
6. LESS: Allowance for loan and lease losses.....	BHCX 3123	BHCY 3123								
	1,294,515	1,294,515								
	BHCK D976	BHCK S466	BHCK D977				BHCK D978	BHCK D979	BHCK D980	BHCK S467
	1,307,794	1,066,695	0				0	0	0	0
7. Trading assets.....	BHCK D981	BHCK S469	BHCK D982				BHCK D983	BHCK D984	BHCK D985	BHCK H185
	14,583,967	3,230,683	1,416,336				248,436	0	8,447,493	1,298
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 ^[9]	
	250% [10]	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 [11].....								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				241,099	48,220
7. Trading assets.....		BHCK H188	BHCK S470	BHCK S471				BHCK H294	BHCK H295
		0	0	0				0	0
8. All other assets [12]									
a. Separate account bank-owned life insurance.....								BHCK H296	BHCK H297
								1,239,721	627,667
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.

4.d.
5.a.
5.b.
5.c.
5.d.
7.
8.
8.a.
8.b.

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						
Securitization Exposures: On-and Off-Balance Sheet						
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.
	4,530,832	4,530,832	0	1,066,816	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.
	1,516,871	1,516,871	0	415,651	0	
10 Off-balance sheet securitization exposures.....	BHCK S495	BHCK S496	BHCK S497	BHCK S498	BHCK S499	10.
	898,915	898,915	0	344,684	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.
	142,430,207	9,997,302	16,201,441				14,158,010	15,057,358	84,284,195	1,251,081	

	(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	1,480,820	

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%		
Derivatives, Off-Balance Sheet Items, and Other Items Subject to Risk-Weighting (Excluding Securitization Exposure)[18]													
12 Financial standby letters of credit.....	BHCK D991		BHCK D992	BHCK D993				BHCK D994	BHCK D995	BHCK D996	BHCK S511		
	2,140,876	1.0	2,140,876	90,345				18,724	0	2,031,807	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		
	780,201	0.5	390,101	2,490				522	0	387,089	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		
	24,671	0.2	4,934	634				684	0	3,572	44		
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
	828,451	1.0	828,451	784,772	0	0		0	0	43,679	0	0	0
17 All other off-balance sheet liabilities.....	BHCK G618		BHCK G619	BHCK G620				BHCKG621	BHCK G622	BHCK G623	BHCK S524		
	451,066	1.0	451,066	0				0	106,255	344,811	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]	0%	2%	4%	10%	20%	50%	100%	150%	
	Allocation by Risk-Weight Category											
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	
	5,829,936	0.2	1,165,987	0				56,407	0	1,107,391	2,189	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	
	34,597,721	0.5	17,298,861	0				8,241	111,658	17,118,504	60,458	18.c
19 Unconditionally cancelable commitments.....												
	BHCK S540		BHCK S541									
	25,658,905	0.0	0									19.
20 Over-the-counter derivatives.....			BHCK S542	BHCK S543			BHCK S544	BHCK S545	BHCK S546	BHCK S547	BHCK S548	
			2,173,915	624,322			0	736,234	0	813,359	0	20.
21 Centrally cleared derivatives.....			BHCK S549	BHCK S550	BHCK S551	BHCK S552		BHCK S554	BHCK S555	BHCK S556	BHCK S557	
			472,636	171,156	0	301,480		0	0	0	0	21.
22 Unsettled transactions (failed trades)[24].....			BHCK H191					BHCK H194	BHCK H195	BHCK H196	BHCK H197	
			0	0				0	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 ^[25]		
	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) ^[26]	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		
		17,875,160	0	301,480	0	14,978,822	15,275,271	106,134,407	1,313,772	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	12,059	0	2,995,764	7,637,636	106,134,407	1,970,658	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)
	Allocation by Risk-Weight Category						
Dollar Amounts in Thousands	250% ^[26]	300%	400%	600%	625%	937.5%	1250%
23 Total assets, derivatives, off-balance sheet items, and other items subject to risk weighting by risk-weight category (for each of columns C through P, sum of items 11 through 22; for column Q, sum of items 10 through 22).....							
	BHCK S563	BHCK S564	BHCK S565	BHCK S566	BHCK S567	BHCK S568	
	0	0	0	0	0	0	23.
24 Risk weight factor.....	X 250%	X 300%	X 400%	X 600%	X 625%	X 937.5%	X 1250%
25 Risk-weighted assets by risk-weight category (for each column, item 23 multiplied by item 24).....							
	BHCK S574	BHCK S575	BHCK S576	BHCK S577	BHCK S578	BHCK S579	
	0	0	0	0	0	0	25.

	Totals	
Dollar Amounts in Thousands	BHC	
26 Risk-weighted assets for purposes of calculating the allowance for loan and lease losses 1.25 percent threshold.....	S580	121,253,563
27 Standardized market-risk weighted assets (applicable only to holding companies that are covered by the market risk capital rules).....	S581	178,037
28 Risk-weighted assets before deductions for excess allowance of loan and lease losses and allocated risk transfer	B704	121,431,599
29 LESS: Excess allowance for loan and lease losses.....	A222	0
30 LESS: Allocated transfer risk reserve.....	3128	0
31 Total risk-weighted assets (item 28 minus items 29 and 30).....	G641	121,431,599

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		1,754,691	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	5,506,146	S583	14,560,206	S584	6,333,268	M.2.a.
b.	Foreign exchange rate and gold	S585	11,917,044	S586	1,420,721	S587	432	M.2.b.
c.	Credit (investment grade reference asset)	S588	258,220	S589	999,291	S590	177,500	M.2.c.
d.	Credit (non-investment grade reference asset)	S591	104,356	S592	774,850	S593	29,378	M.2.d.
e.	Equity	S594	0	S595	1,274,280	S596	0	M.2.e.
f.	Precious metals (except gold)	S597	0	S598	0	S599	0	M.2.f.
g.	Other	S600	1,115,213	S601	316,829	S602	0	M.2.g.
3.	Notional principal amounts of centrally cleared derivative contracts:							
a.	Interest rate	S603	292,279	S604	13,216,241	S605	3,449,355	M.3.a.
b.	Foreign exchange rate and gold	S606	0	S607	0	S608	0	M.3.b.
c.	Credit (investment grade reference asset)	S609	0	S610	0	S611	0	M.3.c.
d.	Credit (non-investment grade reference asset)	S612	0	S613	0	S614	0	M.3.d.
e.	Equity	S615	0	S616	0	S617	0	M.3.e.
f.	Precious metals (except gold)	S618	0	S619	0	S620	0	M.3.f.
g.	Other	S621	19,080	S622	0	S623	0	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		29,184	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							
Securitization Activities							
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	101,820	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	144	0	0	0
	BHCK B740	BHCK B741	BHCK B742	BHCK B743	BHCK B744	BHCK B745	BHCK B746
b. 90 days or more past due	0	0	0	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	43	0	0	0
b. Recoveries	BHCK B754	BHCK B755	BHCK B756	BHCK B757	BHCK B758	BHCK B759	BHCK B760
	0	0	0	23	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	451,066		M.2.a.
b. 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements					
		B805	57,485,143		M.2.b.
c. Other financial assets [1].....					
		A591	1,272,896		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	261,932		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	20,502		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	146,040	J982	0	J983	668	1.a.
b. Held-to-maturity securities	J984	0	J985	0	J986	0	1.b.
c. Available-for-sale securities	J987	0	J988	0	J989	0	1.c.
d. Securities purchased under agreements to resell	J990	0	J991	0	J992	0	1.d.
e. Loans and leases held for sale	J993	0	J994	0	J995	0	1.e.
f. Loans and leases, net of unearned income.....	J996	2,131,135	J997	0	J998	47,047	1.f.
g. Less: Allowance for loan and lease losses.....	J999	9,738	K001	0	K002	16,638	1.g.
h. Trading assets (other than derivatives)	K003	0	K004	0	K005	0	1.h.
i. Derivative trading assets	K006	0	K007	0	K008	0	1.i.
j. Other real estate owned	K009	0	K010	0	K011	0	1.j.
k. Other assets.....	K012	9,861	K013	0	K014	279	1.k.
2. Liabilities of consolidated VIEs for which creditors do not have recourse to the general credit of the reporting holding company:							
a. Securities sold under agreements to repurchase	K015	0	K016	0	K017	0	2.a.
b. Derivative trading liabilities.....	K018	0	K019	0	K020	0	2.b.
c. Commercial paper	K021	0	K022	0	K023	0	2.c.
d. Other borrowed money (exclude commercial paper)	K024	2,102,461	K025	0	K026	0	2.d.
e. Other liabilities	K027	3,266	K028	0	K029	17	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 (3/31/2016)	0
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)	1
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
FR Y-9C Bancorp Amended 12/1/14 (3/31/2014)	0