



**Basel III Pillar 3 Regulatory Capital  
Disclosure Report  
June 30, 2019**



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### FORWARD-LOOKING STATEMENTS

This report contains statements that we believe are “forward-looking statements” within the meaning of Section 27A of the Securities Act of 1933, as amended, and Rule 175 promulgated thereunder, and Section 21E of the Securities Exchange Act of 1934, as amended, and Rule 3b-6 promulgated thereunder. These statements relate to our financial condition, results of operations, plans, objectives, future performance or business. They usually can be identified by the use of forward-looking language such as “will likely result,” “may,” “are expected to,” “is anticipated,” “potential,” “estimate,” “forecast,” “projected,” “intends to,” or may include other similar words or phrases such as “believes,” “plans,” “trend,” “objective,” “continue,” “remain,” or similar expressions, or future or conditional verbs such as “will,” “would,” “should,” “could,” “might,” “can,” or similar verbs. You should not place undue reliance on these statements, as they are subject to risks and uncertainties, including but not limited to the risk factors set forth in our most recent Annual Report on Form 10-K as updated by our Quarterly Report on Form 10-Q. When considering these forward-looking statements, you should keep in mind these risks and uncertainties, as well as any cautionary statements we may make. Moreover, you should treat these statements as speaking only as of the date they are made and based only on information then actually known to us. There are a number of important factors that could cause future results to differ materially from historical performance and these forward-looking statements. Factors that might cause such a difference include, but are not limited to: (1) deteriorating credit quality; (2) loan concentration by location or industry of borrowers or collateral; (3) problems encountered by other financial institutions; (4) inadequate sources of funding or liquidity; (5) unfavorable actions of rating agencies; (6) inability to maintain or grow deposits; (7) limitations on the ability to receive dividends from subsidiaries; (8) cyber-security risks; (9) Fifth Third’s ability to secure confidential information and deliver products and services through the use of computer systems and telecommunications networks; (10) failures by third-party service providers; (11) inability to manage strategic initiatives and/or organizational changes; (12) inability to implement technology system enhancements; (13) failure of internal controls and other risk management systems; (14) losses related to fraud, theft or violence; (15) inability to attract and retain skilled personnel; (16) adverse impacts of government regulation; (17) governmental or regulatory changes or other actions; (18) failures to meet applicable capital requirements; (19) regulatory objections to Fifth Third’s capital plan; (20) regulation of Fifth Third’s derivatives activities; (21) deposit insurance premiums; (22) assessments for the orderly liquidation fund; (23) replacement of LIBOR; (24) weakness in the national or local economies; (25) global political and economic uncertainty or negative actions; (26) changes in interest rates; (27) changes and trends in capital markets; (28) fluctuation of Fifth Third’s stock price; (29) volatility in mortgage banking revenue; (30) litigation, investigations and enforcement proceedings by governmental authorities; (31) breaches of contractual covenants, representations and warranties; (32) competition and changes in the financial services industry; (33) changing retail distribution strategies, customer preferences and behavior; (34) risks relating to the merger with MB Financial, Inc. and Fifth Third’s ability to realize anticipated benefits of the merger; (35) difficulties in identifying, acquiring or integrating suitable strategic partnerships, investments or acquisitions; (36) potential dilution from future acquisitions; (37) loss of income and/or difficulties encountered in the sale and separation of businesses, investments or other assets; (38) results of investments or acquired entities; (39) changes in accounting standards or interpretation or declines in the value of Fifth Third’s goodwill or other intangible assets; (40) inaccuracies or other failures from the use of models; (41) effects of critical accounting policies and judgments or the use of inaccurate estimates; (42) weather-related events or other natural disasters; and (43) the impact of reputational risk created by these or other developments on such matters as business generation and retention, funding and liquidity.

## **Fifth Third Bancorp**

### **Basel III Pillar 3 Regulatory Capital Disclosures as of June 30, 2019**

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#### **INTRODUCTION**

Fifth Third Bancorp (the “Bancorp” or “Fifth Third”) is a diversified financial services company headquartered in Cincinnati, Ohio. At June 30, 2019, the Bancorp had \$168.8 billion in assets, \$125.4 billion in deposits and \$20.7 billion in total equity. The Board of Governors of the Federal Reserve System (FRB) is the primary regulator of the Bancorp, a financial holding company. The Bancorp’s principal bank subsidiary is Fifth Third Bank (the “Bank”), a state-chartered bank with banking centers in the United States (U.S.) along with foreign bank branches located in Toronto, Canada, London, United Kingdom and the Cayman Islands. The Bank’s primary subsidiaries include Fifth Third Securities, Inc. (FTS), which provides retail brokerage services and broker dealer services. The Bancorp’s primary nonbank subsidiaries include Fifth Third Community Development Corporation, which invests in projects to create affordable housing, revitalize business and residential areas, and preserve historic landmarks, as well as Fifth Third Reinsurance Company, Ltd., which provides property casualty insurance on credit related consumer loans. On March 18, 2019, the Bancorp exchanged its remaining 10,252,826 Class B Units of Worldpay Holdings, LLC for 10,252,826 shares of Class A common stock of Worldpay, Inc., and subsequently sold those shares. As a result of the sale, the Bancorp no longer beneficially owns any of Worldpay, Inc.’s equity securities. On March 22, 2019, the Bancorp completed its acquisition of MB Financial, Inc. in a stock and cash transaction valued at approximately \$3.6 billion. MB Financial, Inc. was headquartered in Chicago, Illinois with reported assets of approximately \$20 billion and 86 branches as of December 31, 2018 and is the holding company of MB Financial Bank, N.A. Under the terms of the agreement, the Bancorp acquired 100% of the common stock of MB Financial, Inc. Upon closing of the transaction, MB Financial, Inc. became a subsidiary of the Bancorp. On May 3, 2019 MB Financial Bank, N.A., merged with and into Fifth Third Bank, with Fifth Third Bank as the surviving entity.

The Bancorp’s basis of consolidation for both financial and regulatory accounting purposes is in accordance with U.S. GAAP. The Bancorp’s Consolidated Financial Statements include the accounts of the Bancorp and its majority-owned subsidiaries and variable interest entities (VIEs) in which the Bancorp has been determined to be the primary beneficiary. Other entities, including certain joint ventures, in which the Bancorp has the ability to exercise significant influence over operating and financial policies of the investee, but upon which the Bancorp does not possess control, are accounted for by the equity method of accounting and not consolidated. Those entities in which the Bancorp does not have the ability to exercise significant influence are generally carried at the lower of cost or fair value. Intercompany transactions and balances have been eliminated.

Section 121 of the Gramm-Leach-Bliley Act allows national banks and insured state banks to establish entities known as financial subsidiaries. One of the statutory requirements for establishing a financial subsidiary is that a national bank or insured state bank must deduct any investment in a financial subsidiary from the bank’s assets and tangible equity in calculating the regulatory capital ratios. Therefore, under the Basel III regulatory capital rules, a bank must deduct the aggregate amount of its outstanding equity investment in a financial subsidiary, including the retained earnings of the subsidiary, from its common equity tier 1 (CET1) capital. In addition, the assets and liabilities of the subsidiary may not be consolidated with those of the parent bank for regulatory capital purposes. Therefore, in the calculation of the capital ratios for the Bank, the equity investment in FTS has been deducted from capital and FTS’ assets are not included in the assets subject to risk-weighting.

#### **Basel III Overview**

In December of 2010, and revised in June of 2011, the Basel Committee on Banking Supervision issued Basel III, a global regulatory framework, to enhance international capital standards. Basel III is designed to materially improve the quality of regulatory capital and introduces a new minimum common equity requirement. Basel III also raises the minimum capital requirements and introduces capital conservation and countercyclical buffers to induce banking organizations to hold capital in excess of regulatory minimums.

In July of 2013, U.S. banking regulators approved the final enhanced regulatory capital rules, which implemented Basel III in the U.S. The rules substantially revise the risk-based capital requirements applicable to bank holding companies and their depository institution subsidiaries as compared to the previous U.S. risk-based capital and leverage ratio rules, and thereby implement certain provisions of the Dodd-Frank Wall Street Reform & Consumer Protection Act.

Basel III has three components (Pillars) including minimum capital requirements, a supervisory review process and market discipline:

*Pillar 1 – Minimum capital requirements:* Establishes the rules by which regulatory capital can be calculated, including defining eligible capital instruments and calculating risk-weighted assets.

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*Pillar 2 – Supervisory review process:* Addresses bank-wide governance and risk management, in addition to requiring banks to have an Internal Capital Adequacy Assessment Process.

*Pillar 3 – Market discipline:* Establishes regulatory disclosure requirements, which are designed to allow market participants to assess the risk and capital profiles of banks.

Bank holding companies, such as the Bancorp, with total assets greater than \$50 billion but less than \$250 billion were required to develop the systems, processes and controls to report capital ratios under the Basel III Standardized Approach, effective January 1, 2015. Certain requirements of Basel III are subject to phase-in periods extending through the end of 2021. The amounts in this report represent the Bancorp's regulatory capital and risk-weighted assets (RWA) based upon the transition capital provisions.

#### **Basel III Reporting**

The Basel III Pillar 3 Regulatory Capital Disclosure Report (Basel III Report) provides the Bancorp's disclosures regarding its capital structure, capital adequacy, risk exposures and RWA as required by the Basel III Pillar 3 provisions. The required disclosures apply to the Bancorp, with the exception that each depository subsidiary must also disclose capital ratios.

The Basel III Report should be read in conjunction with the Bancorp's filing with the U.S. Securities and Exchange Commission (SEC) - Annual Report on Form 10-K for the year ended December 31, 2018 (2018 Form 10-K), Quarterly Report on Form 10-Q for the period ended June 30, 2019 (2019 Form 10-Q), and the Consolidated Financial Statements for Holding Companies (FR Y-9C) for the period ended June 30, 2019. The Basel III Report has not been audited by the Bancorp's external auditors. The Basel III Disclosure Index (Appendix A) specifies where all required disclosures are referenced.

#### **Capital in the Bancorp's Subsidiaries**

The aggregate amount of surplus capital in the Bancorp's insurance subsidiaries was \$258 million at June 30, 2019. Additionally, as of June 30, 2019, the Bancorp did not have any subsidiaries whose regulatory capital was less than the minimum total capital requirement.

#### **Restrictions on Transfer of Funds and Capital**

The dividends paid by the Bank are subject to regulations and limitations prescribed by state and federal supervisory agencies. In addition, the Bank is subject to certain restrictions imposed by federal law on extensions of credit to, and certain other transactions with, the Bancorp and certain other affiliates, and on investments in stock or securities of the Bancorp and those affiliates. For further information on restrictions on transfers of funds and capital, refer to Note 3 in the 2018 Form 10-K.

### **CAPITAL STRUCTURE**

#### **Capital Instruments**

The Bancorp's regulatory capital structure includes common stock, preferred shares, trust preferred securities and qualifying subordinated debt. The terms and conditions of the Bancorp's capital instruments are described in its annual SEC disclosures. For additional information, refer to Notes 15 and 22 in the 2018 Form 10-K.

#### **Regulatory Capital, Risk-Weighted Assets and Capital Ratios**

The following table summarizes the Basel III minimum and well-capitalized regulatory capital ratios as of June 30, 2019.

##### **Minimum and Well-Capitalized Regulatory Capital Ratios**

Ratio	Minimum	Well-Capitalized
CET1 capital	4.5%	6.5%
Tier 1 risk-based capital	6.0	8.0
Total risk-based capital	8.0	10.0

Basel III establishes two comprehensive methodologies for calculating RWA, a Standardized Approach and an Advanced Approach. The Bancorp is subject to the Basel III Standardized Approach for determining risk-weighted assets which

## Fifth Third Bancorp

### Basel III Pillar 3 Regulatory Capital Disclosures as of June 30, 2019

applies to bank holding companies with total consolidated assets over \$50 billion that are not subject to the Advanced Approach.

At June 30, 2019, the Bancorp and Fifth Third Bank were well-capitalized under Basel III capital standards.

A reconciliation of regulatory capital elements as they relate to the Bancorp's Consolidated Financial Statements presented in the 2018 Form 10-K, in addition to information regarding the components of capital used in calculating CET1 capital, Tier 1 capital, Tier 2 capital and Total regulatory capital under Basel III transitional requirements for the Bancorp at June 30, 2019 are presented in the following table.

#### Reconciliation of Regulatory Capital Elements

(\$ in millions)	June 30, 2019
Common stock	\$ 2,051
Capital surplus	3,572
Treasury stock	(5,089)
<b>Common stock and related surplus, net of treasury stock</b>	<b>534</b>
Retained earnings	17,431
Accumulated other comprehensive income (AOCI)	1,178
Preferred stock	1,331
<b>Total Bancorp shareholders' equity (Consolidated Financial Statements)</b>	<b>20,474</b>
Less: AOCI (opt-out election)	1,178
Less: Preferred stock	1,331
Less: Adjustments and deductions	4,433
<b>CET1 capital</b>	<b>13,532</b>
Preferred stock	1,331
Other Tier 1 capital adjustments	162
<b>Tier 1 capital</b>	<b>15,025</b>
Qualifying subordinated debt	2,839
Other Tier 2 capital adjustments	1,273
<b>Total regulatory capital</b>	<b>\$ 19,137</b>

#### CAPITAL ADEQUACY

##### Internal Capital Adequacy Program (ICAP)

The ICAP is a set of integrated risk practices organized around ensuring that Fifth Third can maintain robust capital and liquidity at a high level of confidence. This involves mechanisms to identify, measure, monitor and manage risks across the Bancorp; to ensure that the risk organization informs and guides the Bancorp's risk decisions from a position of independence; and that senior leadership incorporates risk principles into its measurement, decisions and compensation.

Sound risk management processes are necessary to support supervisory and management's confidence in assessments of risk profiles and internal capital adequacy assessments. The Bancorp recognizes that an appropriate level of capital should exceed the minimum requirement so that all risks of the Bancorp, both on and off-balance sheet, are adequately covered, even during stress events.

In addition to consideration of stress events, the excess capital ("cushion") above the minimum requirements is held to account for uncertainty in risk identification, risk mitigation or control and risk quantification (model risk). Based on the environment at the time of the assessment, sophistication of measurements and tools employed, key assumptions and desired solvency level, the Capital Committee reviews capital calculations and analyses and recommends a capital cushion to be held at a specific solvency standard. The recommendation is taken up through the governance structure, ultimately to be approved by the Risk and Compliance Committee of the Board of Directors.

## **Fifth Third Bancorp**

### **Basel III Pillar 3 Regulatory Capital Disclosures as of June 30, 2019**

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The Bancorp's ICAP is an ongoing process assessing our capital adequacy relative to our risk profile and risk appetite. Stress testing is intended to capture a variety of potential unfavorable scenarios that are applied across business areas, risk types and risk events.

Fifth Third's capital planning process assesses both the risks to which the Bancorp is exposed and the risk management processes in place to manage and mitigate those risks. The Bancorp evaluates its capital adequacy relative to its risks and considers the potential impact on earnings and capital from economic downturns. The process also incorporates rigorous, forward-looking stress testing.

In addition to capital as a buffer against risk, the Bancorp also carefully manages its liquidity and has in place a comprehensive system of measures and practices to guard against a lack of liquidity.

Fifth Third's Board of Directors is responsible for setting the risk appetite of the Bancorp, through its review and approval of the company's Risk Appetite Framework, and ensuring that its capital and risk capacity is sufficient to cover all risk exposures under normal and stressed conditions. The Board of Directors is also responsible for reviewing and challenging management's methodologies that are utilized to measure, monitor and manage risk exposures and capital needs; for approving all policies that govern the capital management process at the Bancorp; and for approving management's capital action plans and recommendations, including potential dividend payments, share repurchases and redemptions.

#### **Comprehensive Capital Analysis and Review (CCAR)**

The FRB requires bank holding companies with consolidated assets of greater than \$100 billion but less than \$250 billion to develop and maintain a capital plan which is reviewed and approved by the company's board of directors or a designated subcommittee thereof. Under the rule, the company's capital plan must include detailed descriptions of the following: the bank holding company's internal processes for assessing capital adequacy; the policies governing capital actions such as common stock issuances, dividends and share repurchases; and all planned capital actions over a nine-quarter planning horizon. Further, the bank holding company is also subject to the Horizontal Capital Review, in which the FRB reviews the processes and methodologies that are employed by the company through the performance of the capital adequacy assessment. Under the revised guidance, bank holding companies with consolidated assets of greater than \$100 billion but less than \$250 billion will be required to participate in the 2020 CCAR assessment. In the CCAR assessment, the FRB evaluates whether large bank holding companies have sufficient capital during periods of economic and financial stress and have robust, forward-looking capital assessment and planning processes in place that address each company's unique risk to enable them to have the ability to absorb losses under certain stress scenarios.

The Bancorp's capital planning process and other capital adequacy stress testing activities are integrated into and are foundational to the Bancorp's ICAP process.

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### Basel III Pillar 3 Regulatory Capital Disclosures as of June 30, 2019

The following tables present information on the RWA components included within the regulatory capital ratios under the Standardized Approach for Fifth Third Bancorp and the capital ratios for Fifth Third Bancorp and Fifth Third Bank at June 30, 2019.

#### Risk-Weighted Assets

(\$ in millions)	June 30, 2019	
<b>On-Balance Sheet</b>		
Exposures to sovereign entities <sup>(a)</sup>	\$	-
Exposures to depository institutions, foreign banks and credit unions		488
Exposures to public sector entities		3,803
Corporate exposures		67,046
Residential mortgage exposures <sup>(b)</sup>		14,025
Consumer loan exposure <sup>(c)</sup>		15,523
High volatility commercial real estate (HVCRE) loans <sup>(b)</sup>		140
Past due loans		805
Other assets		7,361
Securitization exposures		1,624
Equity exposures		2,505
<b>Off-Balance Sheet and Market Risk</b>		
Letters of credit		1,590
Unused commitments:		
Original maturity of one year or less, excluding asset-backed commercial paper conduits		1,083
Original maturity greater than one year		22,565
Centrally cleared derivatives		14
All other off-balance sheet items <sup>(d)</sup>		2,384
Market-risk-weighted assets		465
<b>Total Risk-Weighted Assets</b>	<b>\$</b>	<b>141,421</b>

(a) Exposures to, and portions of exposures that are directly and unconditionally guaranteed by, the U.S. government, its agencies and the Federal Reserve Board receive 0% risk-weight.

(b) Includes related exposures that are 90 days or more past due or on nonaccrual.

(c) Includes credit card, automobile and other consumer loans and leases that do not fall under residential mortgage.

(d) Includes over-the-counter derivatives, repo-style transactions and other off-balance sheet items.

#### Regulatory Capital Ratios

June 30, 2019	Basel III	
	Fifth Third Bancorp	Fifth Third Bank
CET1 capital	9.57%	11.67%
Tier 1 risk-based capital	10.62	11.67
Total risk-based capital	13.53	13.23

#### CAPITAL CONSERVATION BUFFER

Basel III incorporates a capital conservation buffer whereas the Bancorp will be required to hold a capital conservation buffer in an amount greater than 2.5% of total risk-weighted assets to avoid limitations on capital distributions and discretionary bonus payments to executive officers.

The Bancorp's capital conservation buffer is the lowest of the following ratios:

- (i) the banking organization's common equity tier 1 capital ratio minus its minimum common equity tier 1 capital ratio of 4.5%;
- (ii) the banking organization's tier 1 capital ratio minus its minimum tier 1 capital ratio of 6.0%; and
- (iii) the banking organization's total capital ratio minus its minimum total capital ratio of 8.0%.

If the Bancorp's common equity tier 1, tier 1 or total capital ratio is less than or equal to its minimum common equity tier 1, tier 1 or total capital ratio, respectively, the Bancorp's capital conservation buffer is zero.

The following table illustrates the relationship between the capital conservation buffer and maximum payout ratio.

## Fifth Third Bancorp

### Basel III Pillar 3 Regulatory Capital Disclosures as of June 30, 2019

CAPITAL CONSERVATION BUFFER AND MAXIMUM PAYOUT RATIO	
Capital Conservation Buffer (as a percentage of standardized total risk-weighted assets)	Maximum Payout Ratio (as a percentage of eligible retained income)
Greater than 2.5%	No payout ratio limitation applies
Less than or equal to 2.5%, and greater than 1.875%	60%
Less than or equal to 1.875%, and greater than 1.25%	40%
Less than or equal to 1.25%, and greater than 0.625%	20%
Less than or equal to 0.625%	0%

The maximum dollar amount that a banking organization could pay out in the form of capital distributions or discretionary bonus payments during the current calendar quarter would be equal to the maximum payout ratio, multiplied by the banking organization's eligible retained income. Basel III defines eligible retained income as a banking organization's net income (as reported in the banking organization's quarterly regulatory reports) for the four calendar quarters preceding the current calendar quarter, net of any capital distributions and associated tax effects not already reflected in net income.

#### Capital Conservation Buffer

June 30, 2019	Fifth Third Bancorp	Minimum Ratio	Buffer
CET1 capital	9.57%	4.50%	5.07%
Tier 1 risk-based capital	10.62	6.00	4.62
Total risk-based capital	13.53	8.00	5.53
Required Buffer (effective 1/1/19)			2.50%
June 30, 2019 Calculated Buffer			4.62%

## CREDIT RISK: GENERAL DISCLOSURES

### Enterprise Risk Management

Managing risk is an essential component of successfully operating a financial services company. The Bancorp's risk management approach includes processes for identifying, assessing, managing, monitoring and reporting risks. The Enterprise Risk Management division, led by the Bancorp's Chief Risk Officer, ensures the consistency and adequacy of the Bancorp's risk management approach within the structure of the Bancorp's operating model. In addition, the Internal Audit division provides an independent assessment of the Bancorp's internal control structure and related systems and processes.

The assumption of risk requires robust and active risk management practices that comprise an integrated and comprehensive set of activities, measures and strategies that apply to the entire organization. The Bancorp has established a Risk Appetite Framework, approved by the Board of Directors, that provides the foundations of corporate risk capacity, risk appetite and risk tolerances. The Bancorp's risk capacity is represented by its available financial resources. Risk capacity sets an absolute limit on risk-assumption in the Bancorp's annual and strategic plans. The Bancorp understands that not all financial resources may persist as viable loss buffers over time. Further, consideration must be given to regulatory capital buffers required per capital policy targets that would reduce risk capacity. Those factors take the form of capacity adjustments to arrive at an operating risk capacity which represents the operating risk level the Bancorp can assume while maintaining its solvency standard. The Bancorp's policy currently discounts its Operating Risk Capacity by a minimum of 5% to provide a buffer; as a result, the Bancorp's risk appetite is limited by policy to, at most, 95% of its Operating Risk Capacity.

### Credit Risk Management

The objective of the Bancorp's credit risk management strategy is to quantify and manage credit risk on an aggregate portfolio basis, as well as to limit the risk of loss resulting from the failure of a borrower or counterparty to honor its financial or contractual obligations to the Bancorp. The Bancorp's credit risk management strategy is based on three core principles: conservatism, diversification and monitoring. The Bancorp believes that effective credit risk management begins with conservative lending practices. These practices include conservative exposure and counterparty limits and conservative underwriting, documentation and collection standards. The Bancorp's credit risk management strategy also emphasizes diversification on a geographic, industry and customer level, as well as ongoing portfolio monitoring and timely management reviews of large credit exposures and credits experiencing deterioration of credit quality. Credit officers with the authority to extend credit are delegated specific authority amounts, the utilization of which is closely



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monitored. Underwriting activities are centrally managed and Enterprise Risk Management manages the policy and the authority delegation process directly. The Credit Risk Review function provides objective assessments of the quality of underwriting and documentation, the accuracy of risk grades and the charge-off, nonaccrual and reserve analysis process. The Bancorp's credit review process and overall assessment of the adequacy of the allowance for credit losses is based on quarterly assessments of the probable estimated losses inherent in the loan and lease portfolio. The Bancorp uses these assessments to promptly identify potential problem loans or leases within the portfolio, maintain an adequate reserve and take any necessary charge-offs. The Bancorp defines potential problem loans and leases as those rated substandard that do not meet the definition of a nonaccrual loan or a restructured loan or lease.

For further information related to credit risk management and practices, accounting policies and current exposures as reported under U.S. GAAP refer to the 2018 Form 10-K and the 2019 Form 10-Q. See Appendix A for specific references. The following table summarizes remaining maturities by credit exposure for loans and leases and unused commitments. The contractual amounts of commitments to extend credit represent the Bancorp's maximum exposure to credit loss, in the event of default by the borrower if the borrower were to fully draw against the commitment. The Bancorp manages this credit risk by using the same credit policies it applies to loans. Management assesses the borrower's credit worthiness to determine the necessary collateral, which may include marketable securities, receivables, inventory, equipment and real estate.

#### Credit Exposure by Contractual Maturity

June 30, 2019 (\$ in millions)	Loans and Leases		Unused Commitments		Total
	Less Than 1 Year	Greater Than 1 Year	Less Than 1 Year <sup>(a)</sup>	Greater Than 1 Year	
Wholesale	\$ 60,896	11,965	4,927	45,180	122,968
Retail	9,397	28,212	26,361	1,223	65,193
<b>Total</b>	<b>\$ 70,293</b>	<b>40,177</b>	<b>31,288</b>	<b>46,403</b>	<b>188,161</b>

(a) Includes \$25 billion of unconditionally cancelable commitments which are not subject to risk-weighting per the regulatory capital rules.

## Fifth Third Bancorp

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The table below provides the geographic distribution of major types of portfolio retail credit exposure as of June 30, 2019. Refer to the Credit Risk Management section of Management's Discussion and Analysis of Financial Condition and Results of Operations (MD&A) of the 2019 Form 10-Q for the geographic and industry distribution of major types of wholesale credit exposures. The total exposure below for home equity includes loans and contractual commitments to extend credit.

#### Portfolio Retail Credit Exposure by Geography

(\$ in millions)	Total Exposure	Percent of Total
<b>Home equity</b>		
Ohio	\$ 4,486	33.2%
Michigan	2,410	17.8
Illinois	2,073	15.4
Indiana	1,229	9.1
Kentucky	1,106	8.2
Florida	1,074	8.0
North Carolina	588	4.4
Tennessee	280	2.1
Other	258	1.8
<b>Total home equity</b>	<b>\$ 13,504</b>	<b>100.0%</b>

	Total Outstanding	Percent of Total
<b>Residential mortgage loans</b>		
Ohio	\$ 2,976	17.7%
Illinois	2,946	17.6
Michigan	1,986	11.8
Florida	1,870	11.1
Indiana	950	5.7
North Carolina	785	4.7
Kentucky	733	4.4
Tennessee	366	2.2
Other	4,165	24.8
<b>Total residential mortgage loans</b>	<b>\$ 16,777</b>	<b>100.0%</b>

	Total Outstanding	Percent of Total
<b>Automobile loans</b>		
Texas	\$ 1,043	10.0%
Ohio	1,030	9.9
Florida	1,018	9.8
Tennessee	454	4.4
Illinois	386	3.7
Michigan	339	3.3
Indiana	314	3.0
Kentucky	259	2.5
Other <sup>(a)</sup>	5,560	53.4
<b>Total automobile loans</b>	<b>\$ 10,403</b>	<b>100.0%</b>

(a) Fifth Third's automobile loan portfolio has a nearly national distribution profile. Further breakdown of the other category results in a widespread distribution across a large number of additional states.

## **Fifth Third Bancorp**

### **Basel III Pillar 3 Regulatory Capital Disclosures as of June 30, 2019**

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#### **COUNTERPARTY CREDIT RISK-RELATED EXPOSURES**

Counterparty credit exposure arises from the risk that a counterparty is unable to meet its payment obligations to the Bancorp under certain financial contracts and such failure results in the termination or replacement of the transaction at a loss to Fifth Third. Such exposures arise primarily in relation to over-the-counter (OTC) derivatives, repo-style transactions and transactions cleared through a central counterparty or exchange. OTC derivatives are traded directly between two parties without the use of a clearing exchange. Centrally cleared derivatives are entered into by two parties where the transaction is cleared through a central counterparty or exchange that acts as the counterparty to both parties to the derivative. Centrally cleared derivatives receive favorable capital treatment in comparison to OTC derivatives due to their lower inherent risk with the involvement of the central counterparty.

The majority of Fifth Third's counterparty credit risk exposure is incurred in transactions designed to help commercial customers manage their interest rate, currency and other risks and in the associated hedging of those transactions. The Bancorp economically hedges significant exposures related to these free-standing derivatives by entering into offsetting third-party contracts with approved, reputable and independent counterparties with substantially matching terms and currencies. Credit risk is minimized through credit approvals, limits, counterparty collateral and monitoring procedures.

#### *Credit approvals and limits*

Customer derivative hedging contract exposure is aggregated with direct credit exposure for purposes of credit approval. Credit limits dictate the amount of customer derivative exposure that the Bancorp can have at a given time. Traders must also adhere to customer and counterparty credit limits. Each derivative customer must have a Counterparty Credit Equivalent Exposure (CEE) Limit, approved by a credit officer with the appropriate approval authority as specified in the Commercial Loan Policy and documented in the Authorities Review System. All exceptions must be approved by an employee with proper credit authority. CEE limits are approved by the Market Risk Management Committee, which monitors and reports to senior management, and the Board of Directors significant market risk exposures, concentrations of positions, risk limit changes and material breaches to market risk policies.

#### *Counterparty collateral and monitoring*

The Bancorp's derivative assets include certain contractual features in which the Bancorp requires the counterparties to provide collateral in the form of cash and securities to offset changes in the fair value of the derivatives, including changes in the fair value due to credit risk of the counterparty. The majority of the collateral received and posted typically consists of cash and instruments issued or backed by the U.S. government or government sponsored entities.

Derivative contracts with commercial customers are generally cross-collateralized with the Bancorp's underlying credit or loan and security agreements and attendant guaranty, if applicable. To the extent that the Bancorp requires collateral as a condition of financing, the collateral supporting the customer's debt obligations will also support the derivative contract obligations via the cross default provision and the incorporation of "rate management obligations" as a defined term in the credit or loan and security agreements. The Bancorp's policy prescribes the frequency of the valuation based on the volatility of the collateral. Valuation methods range from the use of market indices to third-party appraisals. For further discussion on the valuation of real estate collateral, refer to the Credit Risk Management section of MD&A of the June 30, 2019 Form 10-Q.

The Bancorp's Collateral Management team is responsible for consistently analyzing, evaluating and monitoring eligible collateral and optimizing existing pledged collateral in efforts to fulfill collateral requirements. Collateral held and posted is revalued each day. Prices and factors are updated daily based on the prior business day's closing prices and factors. Additionally, credit ratings are updated daily and are imported into the collateral management system via Bloomberg. Once revalued, all collateral positions are inspected for possible under or over-collateralization, taking into account applicable terms of the Credit Support Annex including thresholds, haircuts and other applicable items. The Risk Department is then provided with a summary of the positions which allows them to perform an assessment of the Bancorp's risk as it relates to exposures and credit limits.

## Fifth Third Bancorp

### Basel III Pillar 3 Regulatory Capital Disclosures as of June 30, 2019

The table below shows derivatives by underlying exposure type and segregates derivative activity between contracts traded on OTC markets from those cleared through a central counterparty or exchange. Notional amounts are used in the calculation of the potential future exposure add-on which is the product of the notional amount of a derivative contract and prescribed conversion factors. Gross positive fair value represents the credit exposure attributed to derivatives before the mitigating effects of counterparty collateral.

#### Derivative Exposure<sup>(a)</sup>

June 30, 2019 (\$ in millions)	Notional Amount	Gross Positive Fair Value
<b>OTC Derivatives:</b>		
Interest rate contracts	\$ 48,691	1,201
Foreign exchange contracts	14,281	134
Commodity contracts	5,353	210
Equity derivative contracts	2,859	-
<b>Total OTC derivatives</b>	<b>\$ 71,184</b>	<b>1,545</b>
<b>Centrally Cleared Derivatives:</b>		
Interest rate contracts	\$ 37,104	75
Commodity contracts	81	6
<b>Total centrally cleared derivatives</b>	<b>\$ 37,185</b>	<b>81</b>

(a) Excludes futures, written options, spot derivatives and equity derivatives considered equity exposures for regulatory capital purposes.

The table below displays a breakout of collateral by type which has been received by Fifth Third as of June 30, 2019 as part of derivative and repo-style transactions.

#### Collateral Type

(\$ in millions)	OTC Derivatives Collateral	Repo-Style Transactions Collateral
Cash	\$ 704	611
Other	2	-
<b>Total collateral</b>	<b>\$ 706</b>	<b>611</b>

## CREDIT RISK MITIGATION

Fifth Third uses various strategies to mitigate credit risk in its portfolios, including establishing credit risk appetite measures and limits that define acceptable levels of total borrower exposure and transferring loans in securitization transactions. As described within the Counterparty Credit Risk-Related Exposures section of this Basel III Report, the Bancorp may also obtain collateral from counterparties to manage overall credit risk.

A bank may recognize the credit risk mitigation benefits of an eligible guarantee or eligible credit derivative by substituting the risk-weight associated with the protection provider for the risk-weight assigned to the exposure.

## **Fifth Third Bancorp**

### **Basel III Pillar 3 Regulatory Capital Disclosures as of June 30, 2019**

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#### **SECURITIZATIONS**

The disclosures in this section refer to securitizations held in the banking book and the regulatory capital on these exposures calculated in accordance with the Standardized Approach. Basel III defines a securitization exposure as follows:

- All or a portion of the credit risk of one or more underlying exposures is transferred to one or more third parties other than through the use of credit derivatives or guarantees;
- The credit risk associated with the underlying exposures has been separated into at least two tranches reflecting different levels of seniority;
- Performance of the securitization exposures depends upon the performance of the underlying exposures;
- All or substantially all of the underlying exposures are financial exposures (such as loans, commitments, credit derivatives, guarantees, receivables, asset-backed securities, mortgage-backed securities, other debt securities or equity securities);
- The underlying exposures are not owned by an operating company; and
- The underlying exposures are not owned by a small business investment company or related community development investment.

The Bancorp is an investor in products created by third parties, which are primarily secured lending and investment positions that meet the definition of a securitization exposure. These securities consist of asset-backed securities, with mainly automobile and student loans as the underlying assets, in addition to commercial mortgage-backed securities. The Bancorp also has certain commercial loans in its portfolio that are considered securitization exposures. Fifth Third's objective, in relation to the securitization activities described above, is to enhance return on assets metrics, to manage balance sheet risk exposures and to achieve asset diversification.

Securitization transactions can involve a number of risks including portfolio risk, seller's risk and liquidity risk. Portfolio risk arises from the performance of the underlying asset pool (i.e. payment rates, dilution, write-offs/losses). Seller's risk represents the portion of the unsecured credit exposure in a transaction with the seller. This exposure principally arises from recourse for losses, dilution of yield, lack of cash control, a first priority perfected security interest or potential declines in the amount of securitized asset collateral between settlement periods.

The Bancorp's due diligence process is designed to provide an understanding of the features that may materially affect the performance of a securitization. These procedures include analyzing and monitoring the quality of the positions, including information regarding performance of the underlying credit exposures and relevant market data and the structural and other enhancement features that may affect the credit quality of a securitization. The Bancorp evaluates, reviews and updates the ongoing understanding of each securitization position at least quarterly.

The Asset Securitization Group, within the Commercial line of business, and the appropriate relationship manager or credit officer reviews each commercial loan securitization exposure on a quarterly basis. Each review includes a discussion of the Bancorp's total exposure, the availability on the facility, the servicer's financial statements, the net pool balance and pool concentrations and compliance with portfolio triggers and servicer financial covenants.

The Bancorp is not applying any credit risk mitigation to its securitization exposures and does not have exposure to securitization guarantors.

The Bancorp calculates the regulatory capital requirement for securitization exposures in accordance with the hierarchy of approaches outlined under the Standardized Approach framework. The Bancorp utilizes the Simplified Supervisory Formula Approach (SSFA) to determine RWAs for all of its securitization exposures.

The Bancorp does not have any synthetic securitization exposures nor any resecuritizations under Basel III; therefore, the following tables relate to the Bancorp as an investor. In addition, all securitization exposures are on-balance sheet as of June 30, 2019. As the Bancorp has made the AOCI opt-out election, the available-for-sale securitization exposure amounts for purposes of risk-weighting is the carrying value of the security less any unrealized gain on the exposure plus any unrealized loss on the exposure included in AOCI.

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The Bancorp's securitization exposures are summarized in the following tables:

**Exposure Type**

June 30, 2019 (\$ in millions)	On-Balance Sheet Exposure	RWA (Under SSFA)	Capital Requirement <sup>(a)</sup>
Commercial mortgage-backed securities	\$ 3,257	651	52
Commercial loans meeting definition of a securitization exposure	2,417	507	41
Asset-backed securities, student loans	1,434	287	23
Asset-backed securities, automobile loans	476	126	10
Asset-backed securities, other	184	53	4
<b>Total</b>	<b>\$ 7,768</b>	<b>1,624</b>	<b>130</b>

(a) Capital requirement is calculated as 8% of risk-weighted assets.

**Risk-Weight Band**

June 30, 2019 (\$ in millions)	On-Balance Sheet Exposure	RWA
<b>SSFA Risk-Weight Range</b>		
20% - 25%	\$ 7,595	1,589
26% - 50%	87	17
51% - 75%	57	11
101% - 500%	29	7
<b>Total</b>	<b>\$ 7,768</b>	<b>1,624</b>

**EQUITIES NOT SUBJECT TO MARKET RISK RULE**

Equity investments include investments in unconsolidated subsidiaries, equity and other investments classified within other assets and fund investments that, in each case, are not a covered position for purposes of the Market Risk Rule nor a securitization exposure. The Bancorp uses the Simple Risk-Weight Approach (SRWA) and the Full Look-Through Approach (FLTA) to measure equity exposures for regulatory purposes.

The SRWA is used for all types of equity exposures that are not equity exposures to a mutual fund or other investment fund. Under the SRWA, the RWA for each equity exposure is calculated by multiplying the adjusted carrying value of the equity exposure by the applicable prescribed regulatory risk-weight. Under the SRWA, the aggregate carrying value of the exposures that are less than 10% of total regulatory capital is risk-weighted at 100% as non-significant equity exposures. To utilize this risk-weight, the Bancorp aggregates the following equity exposures: unconsolidated small business investment companies; publicly traded; and non-publicly traded equity exposures. As of June 30, 2019, the Bancorp did not have aggregate equity exposures that exceeded the 10% threshold. Fifth Third's equity exposures subject to SRWA include FRB and Federal Home Loan Bank (FHLB) stock, equity securities, private equity investments and the community development investments made by Fifth Third Community Development Corporation, an indirect wholly-owned subsidiary of the Bancorp.

The Bancorp uses the FLTA to determine the RWAs for equity exposures to mutual funds and other investment funds. Under the FLTA, risk-weights are applied on a proportional share basis to each underlying equity investment held by an investment fund.

The FRB and FHLB stock are statutory investments required by regulation in order for the Bank to be a member in those organizations. Equity investments made for strategic purposes and for maintaining relationships include the community development investments and separate and hybrid separate account bank-owned life insurance (BOLI) investments. The investments in private equity are held for capital gains purposes while also creating cross-selling opportunities for the Bancorp's commercial products.

Refer to the June 30, 2019 Form 10-Q for further information on the valuation methodologies and accounting policies used to account for the Bancorp's equity investments. See specific references in the Disclosure Index (Appendix A).

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Latent revaluation gains and losses are unrealized gains and losses on nonpublic equity securities recorded at cost, which are not recognized in the Bancorp's balance sheets or statements of income.

**Equity Exposure By Type**

June 30, 2019 (\$ in millions)	Exposure	RWA	Capital Requirement
<b>Using SRWA:</b>			
FRB stock	\$ 444	-	-
FHLB stock	101	20	2
Community development investments	1,304	1,304	104
Private equity investments	275	275	22
Equity securities	9	9	1
<b>Using FLTA:</b>			
Separate and hybrid separate account BOLI investments	1,423	847	68
Trading securities	249	50	4
<b>Total</b>	<b>\$ 3,805</b>	<b>2,505</b>	<b>201</b>

**Risk-Weight**

June 30, 2019 (\$ in millions)	Exposure	RWA	Capital Requirement
0%	\$ 444	-	-
20%	101	20	2
100%	1,588	1,588	127
Full look-through approach	1,672	897	72
<b>Total</b>	<b>\$ 3,805</b>	<b>2,505</b>	<b>201</b>

**Book Value and Fair Value of Equity Exposures Not Subject to Market Risk Rule**

June 30, 2019 (\$ in millions)	Non-Publicly Traded	Publicly Traded	Total
Carrying value	\$ 3,547	258	3,805
<b>Total fair value</b>	<b>\$ 3,547</b>	<b>258</b>	<b>3,805</b>

## **Fifth Third Bancorp**

### **Basel III Pillar 3 Regulatory Capital Disclosures as of June 30, 2019**

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#### **INTEREST RATE RISK FOR NON-TRADING ACTIVITIES**

Interest rate risk, a component of market risk, is the exposure to adverse changes in net interest income or financial position due to changes in interest rates. Management considers interest rate risk a prominent market risk in terms of its potential impact on earnings. Interest rate risk can occur for any one or more of the following reasons:

- Assets and liabilities may mature or reprice at different times;
- Short-term and long-term market interest rates may change by different amounts; or
- The expected maturity of various assets or liabilities may shorten or lengthen as interest rates change.

In addition to the direct impact of interest rate changes on net interest income, interest rates can indirectly impact earnings through their effect on loan demand, credit losses, mortgage originations, the value of servicing rights and other sources of the Bancorp's earnings. Stability of the Bancorp's net income is largely dependent upon the effective management of interest rate risk. Management continually reviews the Bancorp's balance sheet composition and earnings flows and models the interest rate risk, and possible actions to reduce this risk, given numerous possible future interest rate scenarios.

For further information on interest rate risk, including a net interest income sensitivity analysis, refer to the Market Risk Management section of MD&A of the June 30, 2019 Form 10-Q.



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**APPENDIX A - DISCLOSURE INDEX**

Description	Page References			
	Basel III Report	FR Y-9C for June 30, 2019	Form 10-K for December 31, 2018	Form 10-Q for June 30, 2019

**TABLE 1 – SCOPE OF APPLICATION**

**Qualitative Disclosures**

(a)	The name of the top corporate entity in the group to which subpart D of this part applies.	1			
(b)	A brief description of the differences in the basis for consolidating entities for accounting and regulatory purposes, with a description of those entities:  (1) That are fully consolidated;  (2) That are deconsolidated and deducted from total capital;  (3) For which the total capital requirement is deducted; and  (4) That are neither consolidated nor deducted (for example, where the investment in the entity is assigned a risk-weight in accordance with this subpart).	N/A: The Bancorp has no differences in the basis for consolidating entities.			
(c)	Any restrictions, or other major impediments, on transfer of funds or total capital within the group.	2		124-125	

**Quantitative Disclosures**

(d)	The aggregate amount of surplus capital of insurance subsidiaries included in the total capital of the consolidated group.	2			
(e)	The aggregate amount by which actual total capital is less than the minimum total capital requirement in all subsidiaries, with total capital requirements and the name(s) of the subsidiaries with such deficiencies.	2			

**TABLE 2 – CAPITAL STRUCTURE**

**Qualitative Disclosures**

(a)	Summary information on the terms and conditions of the main features of all regulatory capital instruments.	2		153-155 173-174	
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**Quantitative Disclosures**

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(b)	<p>The amount of common equity tier 1 capital, with separate disclosure of:</p> <p>(1) Common stock and related surplus;</p> <p>(2) Retained earnings;</p> <p>(3) Common equity minority interest;</p> <p>(4) AOCI; and</p> <p>(5) Regulatory adjustments and deductions made to common equity tier 1 capital.</p>	3	46-47		
(c)	<p>The amount of tier 1 capital, with separate disclosure of:</p> <p>(1) Additional tier 1 capital elements, including additional tier 1 capital instruments and tier 1 minority interest not included in common equity tier 1 capital; and</p> <p>(2) Regulatory adjustments and deductions made to tier 1 capital.</p>	3	47		
(d)	<p>The amount of total capital, with separate disclosure of:</p> <p>(1) Tier 2 capital elements, including tier 2 capital instruments and total capital minority interest not included in tier 1 capital; and</p> <p>(2) Regulatory adjustments and deductions made to total capital.</p>	3	47		

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Page References

Description	Basel III	Form 10-K for	Form 10-Q for
	Report	December 31, 2018	June 30, 2019

**TABLE 5 – CREDIT RISK: GENERAL DISCLOSURES**

**Qualitative Disclosures**

(a)	The general qualitative disclosure requirement with respect to credit risk (excluding counterparty credit risk disclosed in accordance with Table 6), including the:  (1) Policy for determining past due or delinquency status;  (2) Policy for placing loans on nonaccrual;  (3) Policy for returning loans to accrual status;  (4) Definition of and policy for identifying impaired loans (for financial accounting purposes);  (5) Description of the methodology that the entity uses to estimate its allowance for loan and lease losses, including statistical methods used where applicable;  (6) Policy for charging-off uncollectible amounts; and  (7) Discussion of the entity's credit risk management policy.	6-7		49,  79-80,  111-114	
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**Quantitative Disclosures**

(b)	Total credit risk exposures and average credit risk exposures, after accounting offsets in accordance with GAAP, without taking into account the effects of credit risk mitigation techniques (for example, collateral and netting not permitted under GAAP), over the period categorized by major types of credit exposure. For example, bank holding companies could use categories similar to that used for financial statement purposes. Such categories might include, for instance: (1) Loans, off-balance sheet commitments, and other non-derivative off-balance sheet exposures; (2) Debt securities; and (3) OTC derivatives.	N/A	16-17, 19, 32		
(c)	Geographic distribution of exposures, categorized in significant areas by major types of credit exposure.	8		81	36
(d)	Industry or counterparty type distribution of exposures, categorized by major types of credit exposure.	N/A		81	36

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(e)	<p>By major industry or counterparty type:</p> <p>(1) Amount of impaired loans for which there was a related allowance under GAAP;</p> <p>(2) Amount of impaired loans for which there was no related allowance under GAAP;</p> <p>(3) Amount of loans past due 90 days and on nonaccrual;</p> <p>(4) Amount of loans past due 90 days and still accruing;</p> <p>(5) The balance in the allowance for loan and lease losses at the end of each period, disaggregated on the basis of the entity's impairment method. To disaggregate the information required on the basis of impairment methodology, an entity shall separately disclose the amounts based on the requirements in GAAP; and</p> <p>(6) Charge-offs during the period.</p>	N/A		128-137	76-87
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Description	Basel III Report	Form 10-K for		
		FR Y-9C for June 30, 2019	December 31, 2018	Form 10-Q for June 30, 2019
(f) Amount of impaired loans and, if available, the amount of past due loans categorized by significant geographic areas including, if practical, the amounts of allowances related to each geographical area, further categorized as required by GAAP.	Allowance by geography is not practical or meaningful to disclose as management doesn't use this information to allocate general or specific allowance components.		130-134	79-84
(g) Reconciliation of changes in ALLL.	N/A		130	79
(h) Remaining contractual maturity delineation (for example, one year or less) of the whole portfolio, categorized by credit exposure.	7	17, 30		

**TABLE 6 – GENERAL DISCLOSURE FOR COUNTERPARTY CREDIT RISK-RELATED EXPOSURES**

**Qualitative Disclosures**

(a) The general qualitative disclosure requirement with respect to OTC derivatives, eligible margin loans, and repo-style transactions, including a discussion of:				
(1) The methodology used to assign credit limits for counterparty credit exposures;				
(2) Policies for securing collateral, valuing and managing collateral, and establishing credit reserves;	9		146	97
(3) The primary types of collateral taken; and				
(4) The impact of the amount of collateral the bank holding company would have to provide given a deterioration in the bank holding company's own creditworthiness.				

**Quantitative Disclosures**

(b) Gross positive fair value of contracts, collateral held (including type, for example, cash, government securities), and net unsecured credit exposure. Also disclose the notional value of credit derivative hedges purchased for counterparty credit risk protection and the distribution of current credit exposure by exposure type.	10			
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(c)	Notional amount of purchased and sold credit derivatives, segregated between use for the bank holding company's own credit portfolio and in its intermediation activities, including the distribution of the credit derivative products used, categorized further by protection bought and sold within each product group.	N/A	30		
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Page References

Description	Basel III	Form 10-K for	
	Report	FR Y-9C for June 30, 2019	December 31, 2018

**TABLE 7 – CREDIT RISK MITIGATION**

**Qualitative Disclosures**

(a)	The general qualitative disclosure requirement with respect to credit risk mitigation, including:  (1) Policies and processes for collateral valuation and management;  (2) A description of the main types of collateral taken;  (3) The main types of guarantors/credit derivative counterparties and their creditworthiness; and  (4) Information about (market or credit) risk concentrations with respect to credit risk mitigation.	10			
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**Quantitative Disclosures**

(b)	For each separately disclosed credit risk portfolio, the total exposure that is covered by eligible financial collateral, and after the application of haircuts.	10			
(c)	For each separately disclosed portfolio, the total exposure that is covered by guarantees/credit derivatives and the risk-weighted asset amount associated with that exposure.	10			

**TABLE 8 – SECURITIZATION**

**Qualitative Disclosures**

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<p>(a) The general qualitative disclosure requirement with respect to a securitization (including synthetic securitizations), including a discussion of:</p> <p>(1) The objectives for securitizing assets, including the extent to which these activities transfer credit risk of the underlying exposures away from the bank holding company to other entities and including the type of risks assumed and retained with resecuritization activity;</p> <p>(2) The nature of the risks (e.g. liquidity risk) inherent in the securitized assets;</p> <p>(3) The roles played by the bank holding company in the securitization process and an indication of the extent of the bank holding company's involvement in each of them;</p> <p>(4) The processes in place to monitor changes in the credit and market risk of securitization exposures including how those processes differ for resecuritization exposures;</p> <p>(5) The policy for mitigating the credit risk retained through securitization and resecuritization exposures; and</p> <p>(6) The risk-based capital approaches that the bank holding company follows for its securitization exposures including the type of securitization exposure to which each approach applies.</p>	11-12			
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Page References

Description	Basel III	Form 10-K for		
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(b) A list of:  (1) The type of securitization SPEs that the bank holding company, as sponsor, uses to securitize third-party exposures. The bank holding company must indicate whether it has exposure to these SPEs, either on- or off- balance sheet; and  (2) Affiliated entities:  (i) That the bank holding company manages or advises; and  (ii) That invest either in the securitization exposures that the bank holding company has securitized or in securitization SPEs that the bank holding company sponsors.	N/A			
(c) Summary of accounting policies for securitization activities, including:  (1) Whether the transactions are treated as sales or financings;  (2) Recognition of gain-on-sale;  (3) Methods and key assumptions applied in valuing retained or purchased interests;  (4) Changes in methods and key assumptions from the previous period for valuing retained interests and impact of the changes;  (5) Treatment of synthetic securitizations;  (6) How exposures intended to be securitized are valued and whether they are recorded under subpart D of this part; and  (7) Policies for recognizing liabilities on the balance sheet for arrangements that could require the bank holding company to provide financial support for securitized assets.	11-12		114-115	
(d) An explanation of significant changes to any quantitative information since the last reporting period.	N/A			

**Quantitative Disclosures**

(e) The total outstanding exposures securitized by the bank holding company in securitizations that meet the operational criteria provided in §___.41 (categorized into traditional and synthetic securitizations), by exposure type, separately for securitizations of third-party exposures for which the bank acts only as sponsor.	12			
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(f)	<p>For exposures securitized by the bank holding company in securitizations that meet the operational criteria in §___.41:</p> <p>(1) Amount of securitized assets that are impaired/past due categorized by exposure type; and (2) Losses recognized by the bank holding company during the current period categorized by exposure type.</p>	11			
(g)	<p>The total amount of outstanding exposures intended to be securitized categorized by exposure type.</p>	N/A			
(h)	<p>Aggregate amount of:</p> <p>(1) On-balance sheet securitization exposures retained or purchased categorized by exposure type; and</p> <p>(2) Off-balance sheet securitization exposures categorized by exposure type.</p>	12			

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		Page References			
Description		Basel III	FR Y-9C for	Form 10-K for	Form 10-Q for
		Report	June 30, 2019	December 31, 2018	June 30, 2019
(i)	(1) Aggregate amount of securitization exposures retained or purchased and the associated capital requirements for these exposures, categorized between securitization and resecuritization exposures, further categorized into a meaningful number of risk weight bands and by risk-based capital approach (e.g., SSFA); and  (2) Exposures that have been deducted entirely from tier 1 capital, CEIOs deducted from total capital (as described in §___.42(a)(1), and other exposures deducted from total capital should be disclosed separately by exposure type.	12			
(j)	Summary of current year's securitization activity, including the amount of exposures securitized (by exposure type), and recognized gain or loss on sale by exposure type.	N/A			
(k)	Aggregate amount of resecuritization exposures retained or purchased categorized according to:  (1) Exposures to which credit risk mitigation is applied and those not applied; and (2) Exposures to guarantors categorized according to guarantor creditworthiness categories or guarantor name.	11			