

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



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

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

This Report is required by law: Section 5(c) of the BHC Act (12 U.S.C. § 1844(c)), section 10 of Home Owners' Loan Act (HOLA) (12 U.S.C. § 1467a(b)), section 618 of the Dodd-Frank Act (12 U.S.C. § 1850a(c)(1)), section 165 of the Dodd-Frank Act (12 U.S.C. § 5365), and section 252.153(b)(2) of Regulation YY (12 CFR 252.153(b)(2)).

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

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

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

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)

02/13/2018

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

Date of Report: **December 31, 2017**  
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)

**For Federal Reserve Bank Use Only**

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

C.I. \_\_\_\_\_ S.F. \_\_\_\_\_

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

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

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

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

**Report of Income for Holding Companies**

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

**Schedule HI—Consolidated Income Statement**

Dollar Amounts in Thousands

	BHCK		
1. Interest income			
a. Interest and fee income on loans:			
(1) In domestic offices:			
(a) Loans secured by 1–4 family residential properties .....	4435	848,031	1.a.(1)(a)
(b) All other loans secured by real estate .....	4436	450,974	1.a.(1)(b)
(c) All other loans .....	F821	2,131,135	1.a.(1)(c)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs .....	4059	16,383	1.a.(2)
b. Income from lease financing receivables .....	4065	80,712	1.b.
c. Interest income on balances due from depository institutions [1] .....	4115	14,320	1.c.
d. Interest and dividend income on securities:			
(1) U.S. Treasury securities and U.S. government agency obligations (excluding mortgage-backed securities) .....	B488	4,588	1.d.(1)
(2) Mortgage-backed securities .....	B489	883,552	1.d.(2)
(3) All other securities .....	4060	71,753	1.d.(3)
e. Interest income from trading assets .....	4069	15,012	1.e.
f. Interest income on federal funds sold and securities purchased under agreements to resell .....	4020	15	1.f.
g. Other interest income .....	4518	20,873	1.g.
h. Total interest income (sum of items 1.a through 1.g) .....	4107	4,537,348	1.h.
2. Interest expense			
a. Interest on deposits:			
(1) In domestic offices:			
(a) Time deposits of \$250,000 or less .....	HK03	63,866	2.a.(1)(a)
(b) Time deposits of more than \$250,000 .....	HK04	17,972	2.a.(1)(b)
(c) Other deposits .....	6761	190,842	2.a.(1)(c)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs .....	4172	3,921	2.a.(2)
b. Expense on federal funds purchased and securities sold under agreements to repurchase .....	4180	6,919	2.b.
c. Interest on trading liabilities and other borrowed money (excluding subordinated notes and debentures) .....	4185	280,646	2.c.
d. Interest on subordinated notes and debentures and on mandatory convertible securities .....	4397	124,617	2.d.
e. Other interest expense .....	4398	1,913	2.e.
f. Total interest expense (sum of items 2.a through 2.e) .....	4073	690,696	2.f.
3. Net interest income (item 1.h minus item 2.f) .....	4074	3,846,652	3.
4. Provision for loan and lease losses (from Schedule HI-B, part II, item 5) .....	4230	260,515	4.
5. Noninterest income:			
a. Income from fiduciary activities .....	4070	247,010	5.a.
b. Service charges on deposit accounts in domestic offices .....	4483	573,066	5.b.
c. Trading revenue [2] .....	A220	214,055	5.c.
d. (1) Fees and commissions from securities brokerage .....	C886	49,951	5.d.(1)
(2) Investment banking, advisory, and underwriting fees and commissions .....	C888	134,397	5.d.(2)
(3) Fees and commissions from annuity sales .....	C887	28,033	5.d.(3)
(4) Underwriting income from insurance and reinsurance activities .....	C386	-470	5.d.(4)
(5) Income from other insurance activities .....	C387	22,275	5.d.(5)
e. Venture capital revenue .....	B491	36,093	5.e.
f. Net servicing fees .....	B492	83,595	5.f.
g. Net securitization income .....	B493	31	5.g.

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

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

**Schedule HI—Continued**

		Dollar Amounts in Thousands		BHCK		
5.	h.	Not applicable				
	i.	Net gains (losses) on sales of loans and leases .....		8560	-6,546	5.i.
	j.	Net gains (losses) on sales of other real estate owned .....		8561	-5,572	5.j.
	k.	Net gains (losses) on sales of other assets [3].....		B496	20,080	5.k.
	l.	Other noninterest income [4].....		B497	1,783,019	5.l.
	m.	Total noninterest income (sum of items 5.a through 5.l).....		4079	3,179,017	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	-5,315	6.b.
7.	Noninterest expense:					
	a.	Salaries and employee benefits.....		4135	2,011,606	7.a.
	b.	Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest) .....		4217	411,863	7.b.
	c.	(1) Goodwill impairment losses.....		C216	0	7.c.(1)
		(2) Amortization expense and impairment losses for other intangible assets.....		C232	2,061	7.c.(2)
	d.	Other noninterest expense [5].....		4092	1,563,144	7.d.
	e.	Total noninterest expense (sum of items 7.a through 7.d).....		4093	3,988,674	7.e.
8.	Income (loss) before applicable income taxes and discontinued operations (sum of items 3, 5.m, 6.a, and 6.b minus items 4 and 7.e).....		4301	2,771,165	8.	
9.	Applicable income taxes (foreign and domestic).....		4302	576,714	9.	
10.	Income (loss) before discontinued operations (item 8 minus item 9).....		4300	2,194,451	10.	
11.	Discontinued operations, net of applicable income taxes[6].....		FT28	0	11.	
12.	Net income (loss) attributable to holding company and noncontrolling (minority) interests (sum of items 10 and 11) .....		G104	2,194,451	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	142	13.	
14.	Net income (loss) attributable to holding company (item 12 minus item 13) .....		4340	2,194,309	14.	

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

4. See Schedule HI, memoranda item 6.

5. See Schedule HI, memoranda item 7.

6. Describe on Schedule HI, memoranda item 8.

**Memoranda**

		Dollar Amounts in Thousands		BHCK		
1.	Net interest income (item 3 above) on a fully taxable equivalent basis.....		4519	3,872,519	M.1.	
2.	Net income before applicable income taxes, and discontinued operations (item 8 above) on a fully taxable equivalent basis.....		4592	2,797,030	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	45,189	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	2,322	M.4.	
5.	Number of full-time equivalent employees at end of current period (round to nearest whole number).....		BHCK	Number	M.5.	
			4150	18,125		
6.	Other noninterest income (from Schedule HI, item 5.l, above) (only report amounts greater than \$100,000 that exceed 3 percent of Schedule HI, item 5.l):		BHCK			
	a.	Income and fees from the printing and sale of checks.....		C013	0	M.6.a.
	b.	Earnings on/increase in value of cash surrender value of life insurance.....		C014	0	M.6.b.
	c.	Income and fees from automated teller machines (ATMs).....		C016	0	M.6.c.
	d.	Rent and other income from other real estate owned.....		4042	0	M.6.d.
	e.	Safe deposit box rent.....		C015	0	M.6.e.
	f.	Net change in the fair values of financial instruments accounted for under a fair value option ....		F229	100,348	M.6.f.

# Schedule HI—Continued

## Memoranda—Continued

		Dollar Amounts in Thousands		BHCK			
6.	g.	Bank card and credit card interchange fees .....		F555	280,687	M.6.g.	
	h.	Gains on bargain purchases .....		J447	0	M.6.h.	
	i.	Income and fees from wire transfers.....		T047	0	M.6.i.	
	j.	TEXT	Gain on Sale of Vantiv Shares				
		8562		8562	1,037,070	M.6.j.	
	k.	TEXT	Operating Lease Rent				
		8563		8563	95,688	M.6.k.	
	l.	TEXT	See Notes to Income Statement 1 to 4				
		8564		8564	21,571	M.6.l.	
7.	Other noninterest expense (from Schedule HI, item 7.d, above) (only report amounts greater than \$100,000 that exceed 3 percent of the sum of Schedule HI, item 7.d):						
	a.	Data processing expenses.....		C017	123,994	M.7.a.	
	b.	Advertising and marketing expenses.....		0497	114,541	M.7.b.	
	c.	Directors' fees .....		4136	0	M.7.c.	
	d.	Printing, stationery, and supplies.....		C018	0	M.7.d.	
	e.	Postage.....		8403	0	M.7.e.	
	f.	Legal fees and expenses.....		4141	0	M.7.f.	
	g.	FDIC deposit insurance assessments.....		4146	95,041	M.7.g.	
	h.	Accounting and auditing expenses .....		F556	0	M.7.h.	
	i.	Consulting and advisory expenses .....		F557	50,924	M.7.i.	
	j.	Automated teller machine (ATM) and interchange expenses .....		F558	0	M.7.j.	
	k.	Telecommunications expenses .....		F559	0	M.7.k.	
	l.	Other real estate owned expenses.....		Y923	0	M.7.l.	
	m.	Insurance expenses (not included in employee expenses, premises and fixed assets expenses, and other real estate owned expenses).....		Y924	0	M.7.m.	
	n.	TEXT	Software Expense				
		8565		8565	222,859	M.7.n.	
	o.	TEXT	Losses on CRA Equity Method Investments				
		8566		8566	221,947	M.7.o.	
	p.	TEXT	See Notes to Income Statement 5 to 8				
		8567		8567	306,625	M.7.p.	
8.	Discontinued operations and applicable income tax effect (from Schedule HI, item 11) (itemize and describe each discontinued operation):						
	a.	(1)	TEXT				
			FT29	FT29	0	M.8.a.(1)	
		(2)	Applicable income tax effect .....	BHCK	FT30	0	
						M.8.a.(2)	
	b.	(1)	TEXT				
			FT31	FT31	0	M.8.b.(1)	
		(2)	Applicable income tax effect .....	BHCK	FT32	0	
						M.8.b.(2)	
9.	Trading revenue (from cash instruments and derivative instruments) (Sum of items 9.a through 9.e must equal Schedule HI, item 5.c.)						
<i>Memorandum items 9.a through 9.e are to be completed by holding companies that reported average trading assets (Schedule HC-K, item 4.a) of \$2 million or more for any quarter of the preceding calendar year:</i>							
	a.	Interest rate exposures .....		8757	151,196	M.9.a.	
	b.	Foreign exchange exposures .....		8758	48,924	M.9.b.	
	c.	Equity security and index exposures .....		8759	7,314	M.9.c.	
	d.	Commodity and other exposures .....		8760	6,061	M.9.d.	
	e.	Credit exposures .....		F186	560	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	3,609	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	1,618	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	62,050	M.12.a.	
	b.	(1) Premiums on insurance related to the extension of credit.....	C242	-470	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	88	M.12.c.	
13.	Does the reporting holding company have a Subchapter S election in effect for federal income tax purposes for the current tax year? (Enter "1" for Yes; enter "0" for No.) .....		0=No 1=Yes	BHCK A530	0	M.13.

		Dollar Amounts in Thousands		BHCK	
<i>Memorandum item 14 is to be completed by holding companies that have elected to account for assets and liabilities under a fair value option.</i>					
14.	Net gains (losses) recognized in earnings on assets and liabilities that are reported at fair value under a fair value option:				
	a.	Net gains (losses) on assets .....	F551	125,950	M.14.a.
		(1) Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk .....	F552	71	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	81,028	M.15.

		Year-to-date		BHCK	
<i>Memorandum item 16 is to be completed by holding companies that are required to complete Schedule HC-C, Memorandum items 6.b and 6.c.</i>					
16.	Noncash income from negative amortization on closed-end loans secured by 1-4 family residential properties (included in Schedule HI, item 1.a.(1)(a)) .....		F228		M.16.
17.	Other-than-temporary impairment losses on held-to-maturity and available-for-sale debt securities recognized in earnings (included in Schedule HI, items 6.a and 6.b).....		J321	54,306	M.17.

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

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

Dollar Amounts in Thousands		BHCK		
1.	Total holding company equity capital most recently reported for the end of previous calendar year (i.e., after adjustments from amended Reports of Income) .....	3217	16,205,532	1.
2.	Cumulative effect of changes in accounting principles and corrections of material accounting errors .....	B507	0	2.
3.	Balance end of previous calendar year as restated (sum of items 1 and 2) .....	B508	16,205,532	3.
		BHCT		
4.	Net income (loss) attributable to holding company (must equal Schedule HI, item 14). .....	4340	2,194,309	4.
5.	Sale of perpetual preferred stock (excluding treasury stock transactions):	BHCK		
a.	Sale of perpetual preferred stock, gross .....	3577	0	5.a.
b.	Conversion or retirement of perpetual preferred stock .....	3578	0	5.b.
6.	Sale of common stock:			
a.	Sale of common stock, gross .....	3579	0	6.a.
b.	Conversion or retirement of common stock .....	3580	68,792	6.b.
7.	Sale of treasury stock .....	4782	0	7.
8.	LESS: Purchase of treasury stock .....	4783	1,605,000	8.
9.	Changes incident to business combinations, net .....	4356	0	9.
10.	LESS: Cash dividends declared on preferred stock .....	4598	75,112	10.
11.	LESS: Cash dividends declared on common stock .....	4460	436,589	11.
12.	Other comprehensive income [1] .....	B511	13,439	12.
13.	Change in the offsetting debit to the liability for Employee Stock Ownership Plan (ESOP) debt guaranteed by the holding company.....	4591	0	13.
14.	Other adjustments to equity capital (not included above) .....	3581	0	14.
15.	Total holding company equity capital end of current period (sum of items 3, 4, 5, 6, 7, 9, 12, 13, and 14, less items 8, 10, and 11) (must equal item 27.a on Schedule HC) .....	BHCT		
		3210	16,365,371	15.

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

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

	(Column A) Charge-offs <sup>[1]</sup>		(Column B) Recoveries		
	BHCK		BHCK		
Dollar Amounts in Thousands					
<b>I. Charge-offs and Recoveries on Loans and Leases (Fully Consolidated)</b>					
1. Loans secured by real estate:					
a. Construction, land development, and other land loans in domestic offices:					
(1) 1–4 family residential construction loans.....	C891	247	C892	156	1.a.(1)
(2) Other construction loans and all land development and other land loans .....	C893	545	C894	1,113	1.a.(2)
b. Secured by farmland in domestic offices .....	3584	50	3585	11	1.b.
c. Secured by 1–4 family residential properties in domestic offices:					
(1) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit .....	5411	25,248	5412	10,770	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties in domestic offices:					
(a) Secured by first liens.....	C234	16,108	C217	8,957	1.c.(2)(a)
(b) Secured by junior liens.....	C235	3,414	C218	1,584	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices .....	3588	23	3589	67	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:					
(1) Loans secured by owner-occupied nonfarm nonresidential properties .....	C895	6,116	C896	3,431	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties .....	C897	9,085	C898	470	1.e.(2)
f. In foreign offices .....	B512	0	B513	0	1.f.
2. Loans to depository institutions and acceptances of other banks:					
a. To U.S. banks and other U.S. depository institutions .....	4653	0	4663	0	2.a.
b. To foreign banks .....	4654	0	4664	0	2.b.
3. Loans to finance agricultural production and other loans to farmers .....	4655	41	4665	145	3.
4. Commercial and industrial loans:					
a. To U.S. addressees (domicile) .....	4645	122,615	4617	21,965	4.a.
b. To non-U.S. addressees (domicile) .....	4646	10,690	4618	0	4.b.
5. Loans to individuals for household, family, and other personal expenditures:					
a. Credit cards .....	B514	94,305	B515	10,138	5.a.
b. Automobile loans .....	K129	56,883	K133	20,597	5.b.
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) .....	K205	31,228	K206	2,675	5.c.
6. Loans to foreign governments and official institutions .....	4643	0	4627	0	6.
7. All other loans .....	4644	2,406	4628	1,510	7.
8. Lease financing receivables:					
a. Leases to individuals for household, family, and other personal expenditures .....	F185	0	F187	3	8.a.
b. All other leases .....	C880	2,475	F188	12	8.b.
9. Total (sum of items 1 through 8) .....	4635	381,479	4605	83,604	9.

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

# Schedule HI-B—Continued

## Memoranda

	(Column A) Charge-offs [1]		(Column B) Recoveries		
	Calendar Year-to-date				
	BHCK		BHCK		
Dollar Amounts in Thousands					
1. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HI-B, part I, items 4 and 7 above .....	5409	1,483	5410	732	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	38	
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	1,253,418	1.
2. Recoveries (must equal Schedule HI-B, part I, item 9, column B, above).....	BHCT	83,604	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		
4. LESS: Write-downs arising from transfers of loans to a held-for-sale account .....	C079	350,592	3.
	5523	30,887	4.
5. Provision for loan and lease losses (must equal Schedule HI, item 4).....	BHCT		
	4230	260,515	5.
6. Adjustments (see instructions for this schedule).....	BHCK		
	C233	-20,261	6.
7. Balance at end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (must equal Schedule HC, item 4.c) .....	BHCT		
	3123	1,195,797	7.

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

## Memoranda

	Dollar Amounts in Thousands		
	BHCK		
1. Allocated transfer risk reserve included in Schedule HI-B, part II, item 7.....	C435	0	M.1.

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

2. Separate valuation allowance for uncollectible retail credit card fees and finance charges.....	C389	0	M.2.
3. Amount of allowance for loan and lease losses attributable to retail credit card fees and finance charges (included in Schedule HC, item 4.c and Schedule HI-B, part II, item 7) .....	C390	1,302	M.3.

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

4. Amount of allowance for post-acquisition credit losses on purchased credit-impaired loans accounted for in accordance with AICPA Statement of Position 03-3 (included in Schedule HI-B, part II, item 7, above) .....	C781	69	M.4.
--	------	----	------



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

Schedule HI-C is to be completed by holding companies with \$1 billion or more in total assets. [1]

Dollar Amounts in Thousands	(Column A) Recorded Investment: Individually Evaluated for Impairment (ASC 310-10-35)		Column B) Allowance Balance: Individually Evaluated for Impairment (ASC 310-10-35)		(Column C) Recorded Investment: Collectively Evaluated for Impairment (ASC 450-20)		(Column D) Allowance Balance: Collectively Evaluated for Impairment (ASC 450-20)		(Column E) Recorded Investment: Purchased Credit-Impaired Loans (ASC 310-30)		(Column F) Allowance Balance: Purchased Credit-Impaired Loans (ASC 310-30)		
	BHCK		BHCK		BHCK		BHCK		BHCK		BHCK		
1. Real estate loans:													
a. Construction loans .....	M708	0	M709	0	M710	4,693,020	M711	22,773	M712	0	M713	0	1.a.
b. Commercial real estate loans .....	M714	66,237	M715	7,691	M716	6,537,993	M717	57,493	M719	0	M720	0	1.b.
c. Residential real estate loans .....	M721	925,708	M722	92,246	M723	21,103,597	M724	42,894	M725	1,765	M726	69	1.c.
2. Commercial loans [2].....	M727	493,298	M728	89,133	M729	45,005,468	M730	578,183	M731	0	M732	0	2.
3. Credit cards .....	M733	45,364	M734	11,505	M735	2,250,246	M736	103,642	M737	0	M738	0	3.
4. Other consumer loans .....	M739	10,477	M740	1,154	M741	10,700,222	M742	69,467	M743	0	M744	0	4.
5. Unallocated, if any .....							M745	119,547					5.
6. Total (sum of items 1.a. through 5.)	M746	1,541,084	M747	201,729	M748	90,290,546	M749	993,999	M750	1,765	M751	69	6.

1. The asset size test is based on the total assets reported as of June 30, 2016.  
2. Include all loans and leases not reported as real estate loans, credit cards, or other consumer loans.

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

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

	Dollar Amounts in Thousands		
1. Total interest income .....	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 applicable income taxes and discontinued operations.....	4301	0	8.
9. Applicable income taxes .....	4302	0	9.
10. Noncontrolling (minority) interest .....	4484	0	10.
	BHCK		
11. Discontinued operations, net of applicable income taxes and noncontrolling (minority) interest.....	FT41	0	11.
	BHBC		
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 Memorandum Line 6l Commercial Commitment Fees		
		5351	89,367
2. 5352	Sch HI Memorandum Line 6l Commercial Syndication Fees		
		5352	79,841
3. 5353	Sch HI Memorandum Line 6l MTM Free Standing Equity Derivatives		
		5353	-80,378
4. 5354	Sch HI Memorandum Line 6l Bank Premises/Operating Leases Impairments		
		5354	-67,259
5. 5355	Sch HI Memorandum Line 7p Loan and Lease Expense		
		5355	102,021
6. B042	Sch HI Memorandum Line 7p Operating Lease Expense		
		B042	86,986
7. B043	Sch HI Memorandum Line 7p Operational Losses		
		B043	59,695
8. B044	Sch HI Memorandum Line 7p Bankcard Expense		
		B044	57,923
9. B045			
		B045	0
10. B046			
		B046	0

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

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

# Consolidated Financial Statements for Holding Companies

Report at the close of business December 31, 2017  
Month / Day / Year

## Schedule HC—Consolidated Balance Sheet

Dollar Amounts in Thousands

		BHCK		
<b>Assets</b>				
1.	Cash and balances due from depository institutions:			
a.	Noninterest-bearing balances and currency and coin[1] .....	0081	2,520,194	1.a.
b.	Interest-bearing balances:[2]			
(1)	In U.S. offices.....	0395	2,638,422	1.b.(1)
(2)	In foreign offices, Edge and Agreement subsidiaries, and IBFs.....	0397	112,869	1.b.(2)
2.	Securities:			
a.	Held-to-maturity securities (from Schedule HC-B, column A).....	1754	21,969	2.a.
b.	Available-for-sale securities (from Schedule HC-B, column D).....	1773	31,208,964	2.b.
3.	Federal funds sold and securities purchased under agreements to resell:			
a.	Federal funds sold in domestic offices.....	BHDM B987	2,150	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	492,149	4.a.
b.	Loans and leases, net of unearned income.....	B528	91,970,068	4.b.
c.	LESS: Allowance for loan and lease losses .....	3123	1,195,797	4.c.
d.	Loans and leases, net of unearned income and allowance for loan and lease losses (item 4.b minus 4.c).....	B529	90,774,271	4.d.
5.	Trading assets (from Schedule HC-D).....	3545	1,312,334	5.
6.	Premises and fixed assets (including capitalized leases).....	2145	1,761,482	6.
7.	Other real estate owned (from Schedule HC-M).....	2150	44,954	7.
8.	Investments in unconsolidated subsidiaries and associated companies.....	2130	220,971	8.
9.	Direct and indirect investments in real estate ventures.....	3656	1,314,904	9.
10.	Intangible assets:			
a.	Goodwill.....	3163	2,445,202	10.a.
b.	Other intangible assets (from Schedule HC-M).....	0426	885,229	10.b.
11.	Other assets (from Schedule HC-F).....	2160	6,437,346	11.
12.	Total assets (sum of items 1 through 11).....	2170	142,193,410	12.

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

**Schedule HC—Continued**

		Dollar Amounts in Thousands		BHDM	
<b>Liabilities</b>					
13.	Deposits:				
	a. In domestic offices (from Schedule HC-E):				
	(1) Noninterest-bearing [1] .....	6631	35,707,456		13.a.(1)
	(2) Interest-bearing .....	6636	67,402,971		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	484,420		13.b.(2)
14.	Federal funds purchased and securities sold under agreements to repurchase:			BHDM	
	a. Federal funds purchased in domestic offices [2] .....	B993	173,649		14.a.
		BHCK			
	b. Securities sold under agreements to repurchase [3] .....	B995	545,653		14.b.
15.	Trading liabilities (from Schedule HC-D) .....	3548	462,321		15.
16.	Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule HC-M).....	3190	15,015,442		16.
17.	Not applicable				
18.	Not applicable				
19.	a. Subordinated notes and debentures [4].....	4062	3,302,745		19.a.
	b. Subordinated notes payable to unconsolidated trusts issuing trust preferred securities, and trust preferred securities issued by consolidated special purpose entities .....	C699	51,996		19.b.
20.	Other liabilities (from Schedule HC-G).....	2750	2,661,622		20.
21.	Total liabilities (sum of items 13 through 20) .....	2948	125,808,275		21.
22.	Not applicable				
<b>Equity Capital</b>					
<b>Holding Company Equity Capital</b>					
23.	Perpetual preferred stock and related surplus .....	3283	1,331,122		23.
24.	Common stock (par value) .....	3230	2,051,042		24.
25.	Surplus (exclude all surplus related to preferred stock) .....	3240	2,790,142		25.
26.	a. Retained earnings .....	3247	15,122,166		26.a.
	b. Accumulated other comprehensive income [5].....	B530	72,561		26.b.
	c. Other equity capital components [6].....	A130	-5,001,662		26.c.
27.	a. Total holding company equity capital (sum of items 23 through 26.c).....	3210	16,365,371		27.a.
	b. Noncontrolling (minority) interests in consolidated subsidiaries .....	3000	19,764		27.b.
28.	Total equity capital (sum of items 27.a and 27.b) .....	G105	16,385,135		28.
29.	Total liabilities and equity capital (sum of items 21 and 28) .....	3300	142,193,410		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)

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.) ..... M.1.

0=No	BHCK	
1=Yes	C884	1

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. Deloitte & Touche LLP  
 (1) Name of External Auditing Firm (TEXT C703)

Cincinnati  
 (2) City (TEXT C708)

OH                                      45202  
 (3) State Abbreviation (TEXT C714)      (4) Zip Code (TEXT C715)

b. Robert A. Crawford  
 (1) Name of Engagement Partner (TEXT C704)

Robcrawford@deloitte.com  
 (2) E-mail Address (TEXT C705)

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

**Schedule HC-B—Securities**

	Held-to-Maturity				Available-for-Sale				
	(Column A)		(Column B)		(Column C)		(Column D)		
	Amortized Cost		Fair Value		Amortized Cost		Fair Value		
Dollar Amounts in Thousands									
1. U.S. Treasury securities .....	BHCK		BHCK		BHCK		BHCK		1.
	0211	0	0213	0	1286	98,128	1287	97,750	
2. U.S. government agency obligations (exclude mortgage-backed securities):									
a. Issued by U.S. government agencies [1] .....	1289	0	1290	0	1291	67	1293	67	2.a.
b. Issued by U.S. government-sponsored agencies [2] .....	1294	0	1295	0	1297	0	1298	0	2.b.
3. Securities issued by states and political subdivisions in the U.S. ....	8496	21,969	8497	21,969	8498	43,430	8499	44,039	3.
4. Mortgage-backed securities (MBS)									
a. Residential pass-through securities:									
(1) Guaranteed by GNMA .....	G300	0	G301	0	G302	4,551,008	G303	4,549,665	4.a.(1)
(2) Issued by FNMA and FHLMC .....	G304	0	G305	0	G306	2,067,796	G307	2,062,778	4.a.(2)
(3) Other pass-through securities .....	G308	0	G309	0	G310	240	G311	240	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	8,662,122	G315	8,706,557	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	10,112,593	K145	10,166,755	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	3,246,151	K157	3,293,385	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	2,161,023	C027	2,196,364	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	14,900	1741	15,103	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	67,793	A511	69,461	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	21,969	1771	21,969	1772	31,032,051	1773	31,208,964	

**Memoranda**

	Dollar Amounts in Thousands		
	BHCK		
1. Pledged securities [1] .....	0416	7,784,686	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	6,270,474	M.2.a.
b. Over 1 year to 5 years .....	0384	498,812	M.2.b.
c. Over 5 years .....	0387	24,392,186	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	388,650	B849	392,802	M.5.c.
d. Other consumer loans.....	B850	0	B851	0	B852	1,600,046	B853	1,629,769	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	172,327	B861	173,793	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 based on the total assets reported as of June 30, 2016.

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

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

Dollar Amounts in Thousands	(Column A) Consolidated		(Column B) In Domestic Offices		
	BHCK		BHDM		
1. Loans secured by real estate .....	1410	33,345,939			1.
a. Construction, land development, and other land loans:			BHCK		
(1) 1–4 family residential construction loans .....			F158	489,368	1.a.(1)
(2) Other construction loans and all land development and other land loans.....			F159	4,150,471	1.a.(2)
b. Secured by farmland .....			BHDM		
c. Secured by 1–4 family residential properties:			1420	83,318	1.b.
(1) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit .....					
(2) Closed-end loans secured by 1–4 family residential properties:					
(a) Secured by first liens .....			1797	6,376,642	1.c.(1)
(b) Secured by junior liens .....					
d. Secured by multifamily (5 or more) residential properties .....			5367	15,894,843	1.c.(2)(a)
e. Secured by nonfarm nonresidential properties:			5368	193,515	1.c.(2)(b)
(1) Loans secured by owner-occupied nonfarm nonresidential properties .....			1460	418,367	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	3,609,368	1.e.(1)
b. To foreign banks .....			F161	2,112,428	1.e.(2)
3. Loans to finance agricultural production and other loans to farmers .....			BHDM		
4. Commercial and industrial loans .....			1288	0	2.
a. To U.S. addressees (domicile) .....	1292	0			2.a.
b. To non-U.S. addressees (domicile) .....	1296	0			2.b.
5. Not applicable					
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper) .....	1590	44,002	1590	44,002	3.
a. Credit cards .....					
b. Other revolving credit plans .....					
c. Automobile loans .....					
d. Other consumer loans (includes single payment, installment, and all student loans) .....					
7. Loans to foreign governments and official institutions (including foreign central banks).....			1766	35,636,362	4.
8. Not applicable					
9. Loans to nondepository financial institutions and other loans:					
a. Loans to nondepository financial institutions .....	1763	34,053,672			4.a.
b. Other loans	1764	2,035,919			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	13,010,076	6.
a. Leases to individuals for household, family, and other personal expenditures (i.e., consumer leases) .....	B538	2,299,377			6.a.
b. All other leases .....	B539	826,788			6.b.
11. LESS: Any unearned income on loans reflected in items 1–9 above .....	K137	8,753,051			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	1,130,860			6.d.
	2081	0	2081	0	7.
	J454	2,236,805	J454	2,236,805	9.a.
	1545	368,381	1545	368,381	9.b.(1)
	J451	3,299,335	J451	3,299,070	9.b.(2)
			2165	4,068,088	10.
	F162	0			10.a.
	F163	4,068,088			10.b.
	2123	0	2123	0	11.
	2122	92,462,217	2122	91,991,104	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	8,628		M.1.a.(1)
	(2) All other construction loans and all land development and other land loans .....	K159	51,020		M.1.a.(2)
b.	Loans secured by 1–4 family residential properties in domestic offices .....	F576	652,806		M.1.b.
c.	Secured by multifamily (5 or more) residential properties in domestic offices .....	K160	131		M.1.c.
d.	Secured by nonfarm nonresidential properties in domestic offices:				
	(1) Loans secured by owner-occupied nonfarm nonresidential properties .....	K161	13,816		M.1.d.(1)
	(2) Loans secured by other nonfarm nonresidential properties .....	K162	29,242		M.1.d.(2)
e.	Commercial and industrial loans:			BHCK	
	(1) To U.S. addressees (domicile) .....	K163	67,184		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	162,193		M.1.f.
	<i>Itemize and describe loan categories included in Memorandum item 1.f, above that exceed 10 percent of total loans restructured in troubled debt restructurings that are in compliance with their modified terms (sum of Memorandum items 1.a through 1.f):</i>			BHDM	
	(1) Loans secured by farmland in domestic offices.....	K166	0		M.1.f.(1)
	(2) Loans to finance agricultural production and other loans to farmers.....	BHCK			
	(3) Loans to individuals for household, family, and other personal expenditures:	K168	0		M.1.f.(2)
	(a) Credit cards.....	K098	0		M.1.f.(3)(a)
	(b) Automobile loans .....	K203	0		M.1.f.(3)(b)
	(c) Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) .....	K204	0		M.1.f.(3)(c)
2.	Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HC-C, items 4 and 9, Column A, above.....	2746	1,535,620		M.2.
3.	Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HC-C, item 1, column A) .....	B837	23,739		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	25,226		M.4.
	<i>Memorandum item 5 is to be completed by all holding companies.</i>				
5.	Purchased credit-impaired loans held for investment accounted for in accordance with AICPA Statement of Position 03-3 (exclude loans held for sale):				
	a. Outstanding balance .....	C779	2,848		M.5.a.
	b. Amount included in Schedule HC-C, items 1 through 9 .....	C780	1,765		M.5.b.
6.	Closed-end loans with negative amortization features secured by 1–4 family residential properties in domestic offices:				
	a. Total amount of closed-end loans with negative amortization features secured by 1–4 family residential properties (included in Schedule HC-C, items 1.c.(2)(a) and (b)) .....	F230	0		M.6.a.

**Schedule HC-C—Continued**

**Memoranda—Continued**

		Dollar Amounts in Thousands		BHCK	
<i>Memorandum items 6.b and 6.c are to be completed by holding companies that had closed-end loans with negative amortization features secured by 1–4 family residential properties (as reported in Schedule HC-C, Memorandum item 6.a) as of December 31, 2016, that exceeded the lesser of \$100 million or 5 percent of total loans and leases, net of unearned income, in domestic offices (as reported in Schedule HC-C, item 12, column B).</i>					
6.	b.	Total maximum remaining amount of negative amortization contractually permitted on closed-end loans secured by 1–4 family residential properties .....	F231	0	M.6.b.
	c.	Total amount of negative amortization on closed-end loans secured by 1–4 family residential properties included in the amount reported in Memorandum item 6.a above .....	F232	0	M.6.c.
7.–8.	Not applicable.				
9.	Loans secured by 1–4 family residential properties in domestic offices in process of foreclosure (included in Schedule HC-C, items 1.c.(1), 1.c.(2)(a), and 1.c.(2)(b)).....		BHDM		
			F577	240,422	M.9.
10.–11.	Not applicable.				

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

		Dollar Amounts in Thousands		BHCK	
13.	Not applicable				
14.	Pledged loans and leases .....	G378	54,008,814		M.14.

# Schedule HC-D—Trading Assets and Liabilities

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

	(Column A) Consolidated		(Column B) Domestic Offices		
	BHCM		BHCK		
Dollar Amounts in Thousands					
<b>Assets</b>					
1. U.S. Treasury securities .....	3531	1,063	3531	1,063	1.
2. U.S. government agency obligations (exclude mortgage-backed securities) ..	3532	11,073	3532	11,073	2.
3. Securities issued by states and political subdivisions in the U.S. ....	3533	22,039	3533	22,039	3.
4. Mortgage-backed securities (MBS):					
a. Residential pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA .....	BHCK G379	310,939	BHDM G379	310,939	4.a.
b. Other residential mortgage-backed securities issued or guaranteed by U.S. Government agencies or sponsored agencies [1] (include CMOs, REMICs and stripped MBS).....	G380	82,950	G380	82,950	4.b.
c. All other residential mortgage-backed securities .....	G381	997	G381	997	4.c.
d. Commercial MBS issued or guaranteed by U.S. Government agencies or sponsored agencies [1] .....	K197		K197		4.d.
e. All other commercial MBS .....	K198		K198		4.e.
5. Other debt securities					
a. Structured financial products:					
(1) Cash .....	G383		G383		5.a.(1)
(2) Synthetic .....	G384		G384		5.a.(2)
(3) Hybrid .....	G385		G385		5.a.(3)
b. All other debt securities .....	G386	36,256	G386	36,256	5.b.
6. Loans:					
a. Loans secured by real estate .....	F610				6.a.
(1) Construction, land development, and other land loans .....			F604		6.a.(1)
(2) Secured by farmland (including farm residential and other improvements) .....			F605		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		6.a.(3)(a)
(b) Closed-end loans secured by 1–4 family residential properties:					
(i) Secured by first liens .....			F607		6.a.(3)(b)(i)
(ii) Secured by junior liens .....			F611		6.a.(3)(b)(ii)
(4) Secured by multifamily (5 or more) residential properties.....			F612		6.a.(4)
(5) Secured by nonfarm nonresidential properties .....			F613		6.a.(5)
b. Commercial and industrial loans .....	F614		F614		6.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):					
(1) Credit cards .....	F615		F615		6.c.(1)
(2) Other revolving credit plans .....	F616		F616		6.c.(2)
(3) Automobile loans .....	K199		K199		6.c.(3)
(4) Other consumer loans (includes single payment, installment, and all student loans) .....	K210		K210		6.c.(4)
d. Other loans .....	F618		F618		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	396,329	3541	396,329	9.
10. Not applicable					
11. Derivatives with a positive fair value.....	3543	450,688	3543	450,688	11.
12. Total trading assets (sum of items 1 through 11) (total of Column A must equal Schedule HC, item 5).....	BHCT		BHDM		
	3545	1,312,334	3545	1,312,334	12.
<b>Liabilities</b>					
13. a. Liability for short positions :	BHCK		BHDM		
(1) Equity securities .....	G209	2	G209	2	13.a.(1)
(2) Debt securities .....	G210	27,136	G210	27,136	13.a.(2)
(3) All other assets .....	G211	3,562	G211	3,562	13.a.(3)
b. All other trading liabilities.....	F624		F624		13.b.
14. Derivatives with a negative fair value .....	3547	431,621	3547	431,621	14.
15. Total trading liabilities (sum of items 13.a through 14) (total of column A must equal Schedule HC, item 15) .....	BHCT				
	3548	462,321	3548	462,321	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	381,077	G387	381,077	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	369,468	F652	369,468	M.7.a.		
b. Other .....	F653	0	F653	0	M.7.b.		
8. Loans pending securitization .....	F654	0	F654	0	M.8.		
9. a. (1) Gross fair value of commodity contracts .....	G212	0	G212	0	M.9.a.(1)		
(2) Gross fair value of physical commodities held in inventory .....	G213	0	G213	0	M.9.a.(2)		
b. Other trading assets (itemize and describe amounts included in Schedule HC-D, item 9, column A (other than amounts included in Memoranda items 9.a.(1) and 9.a.(2) above) that are greater than \$1,000,000 and exceed 25 percent of item 9 less Memoranda items 9.a.(1) and 9.a.(2)):							
(1) <table border="1" style="display: inline-table; vertical-align: middle;"><tr><td>BHTX</td><td>F655</td></tr></table> .....	BHTX	F655	F655	0	F655	0	M.9.b.(1)
BHTX	F655						
(2) <table border="1" style="display: inline-table; vertical-align: middle;"><tr><td>BHTX</td><td>F656</td></tr></table> .....	BHTX	F656	F656	0	F656	0	M.9.b.(2)
BHTX	F656						
(3) <table border="1" style="display: inline-table; vertical-align: middle;"><tr><td>BHTX</td><td>F657</td></tr></table> .....	BHTX	F657	F657	0	F657	0	M.9.b.(3)
BHTX	F657						
10. Other trading liabilities (itemize and describe amounts included in Schedule HC-D, item 13.b that are greater than \$1,000,000 and exceed 25 percent of the item)							
a. <table border="1" style="display: inline-table; vertical-align: middle;"><tr><td>BHTX</td><td>F658</td></tr></table> .....	BHTX	F658	F658	0	F658	0	M.10.a.
BHTX	F658						
b. <table border="1" style="display: inline-table; vertical-align: middle;"><tr><td>BHTX</td><td>F659</td></tr></table> .....	BHTX	F659	F659	0	F659	0	M.10.b.
BHTX	F659						
c. <table border="1" style="display: inline-table; vertical-align: middle;"><tr><td>BHTX</td><td>F660</td></tr></table> .....	BHTX	F660	F660	0	F660	0	M.10.c.
BHTX	F660						



## Schedule HC-E—Deposit Liabilities[1]

Dollar Amounts in Thousands		BHCB		
1. Deposits held in domestic offices of commercial bank subsidiaries of the reporting holding company:				
a.	Noninterest-bearing balances [2] .....	2210	8,751,184	1.a.
b.	Interest-bearing demand deposits, NOW, ATS, and other transaction accounts .....	3187	2,760,711	1.b.
c.	Money market deposit accounts and other savings accounts .....	2389	85,420,810	1.c.
d.	Time deposits of \$250,000 or less .....	HK29	4,858,226	1.d.
e.	Time deposits of more than \$250,000.....	J474	1,319,496	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		2.a.
b.	Interest-bearing demand deposits, NOW, ATS, and other transaction accounts .....	3187		2.b.
c.	Money market deposit accounts and other savings accounts .....	2389		2.c.
d.	Time deposits of \$250,000 or less .....	HK29		2.d.
e.	Time deposits of more than \$250,000.....	J474		2.e.

## Memoranda

Dollar Amounts in Thousands		BHDM		
1.	Brokered deposits \$250,000 or less with a remaining maturity of one year or less.....	HK06	4,343,086	M.1.
2.	Brokered deposits \$250,000 or less with a remaining maturity of more than one year.....	HK31	2,232	M.2.
3.	Time deposits of more than \$250,000 with a remaining maturity of one year or less.....	HK32	880,579	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	406,755	1.
2.	Net deferred tax assets [2] .....	2148	8,790	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	611,532	4.
5. Life insurance assets:				
a.	General account life insurance assets .....	K201	452,289	5.a.
b.	Separate account life insurance assets .....	K202	540,118	5.b.
c.	Hybrid account life insurance assets .....	K270	727,686	5.c.
6.	Other.....	2168	3,690,176	6.
		BHCT		
7.	Total (sum of items 1 through 6) (must equal Schedule HC, item 11) .....	2160	6,437,346	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	531,974		2.
3. Allowance for credit losses on off-balance sheet credit exposures .....	B557	175,384		3.
4. Other .....	B984	1,954,264		4.
	BHCT			
5. Total (sum of items 2 through 4) (must equal Schedule HC, item 20) .....	2750	2,661,622		5.

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

### Schedule HC-H—Interest Sensitivity [1]

	Dollar Amounts in Thousands		BHCK	
1. Earning assets that are repriceable within one year or mature within one year .....	3197	67,356,899		1.
2. Interest-bearing deposit liabilities that reprice within one year or mature within one year included in item 13.a.(2) and 13.b.(2) on Schedule HC, Balance Sheet .....	3296	3,639,310		2.
3. Long-term debt that reprices within one year included in items 16 and 19.a on Schedule HC, Balance Sheet .....	3298	550,000		3.
4. Variable-rate preferred stock (includes both limited-life and perpetual preferred stock) .....	3408	0		4.
5. Long-term debt reported in Schedule HC, item 19.a on the Balance Sheet that is scheduled to mature within one year .....	3409	500,000		5.

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

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

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

## I. Property and Casualty Underwriting

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

		Dollar Amounts in Thousands		BHCK	
<b>Assets</b>					
1.	Reinsurance recoverables .....	B988			1.
2.	Total assets.....	C244	28,798		2.
<b>Liabilities</b>					
3.	Claims and claims adjustment expense reserves.....	B990	27		3.
4.	Unearned premiums.....	B991	0		4.
5.	Total equity.....	C245	28,728		5.
6.	Net income.....	C246	-343		6.

## II. Life and Health Underwriting

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

		Dollar Amounts in Thousands		BHCK	
<b>Assets</b>					
1.	Reinsurance recoverables.....	C247			1.
2.	Separate account assets.....	B992	0		2.
3.	Total assets.....	C248	96		3.
<b>Liabilities</b>					
4.	Policyholder benefits and contractholder funds.....	B994	5		4.
5.	Separate account liabilities.....	B996	0		5.
6.	Total equity.....	C249	78		6.
7.	Net income.....	C250	-43		7.

# Schedule HC-K—Quarterly Averages

Dollar Amounts in Thousands

		BHCK		
<b>Assets</b>				
1.	Securities:			
a.	U.S. Treasury securities and U.S. government agency obligations (excluding mortgage-backed securities) .....	B558	86,783	1.a.
b.	Mortgage-backed securities .....	B559	28,395,365	1.b.
c.	All other securities (includes securities issued by states and political subdivisions in the U.S.) .....	B560	2,317,747	1.c.
2.	Federal funds sold and securities purchased under agreements to resell .....	3365	531	2.
		BHDM		
3.	a. Total loans and leases in domestic offices .....	3516	92,373,757	3.a.
	(1) Loans secured by 1-4 family residential properties .....	3465	22,614,581	3.a.(1)
	(2) All other loans secured by real estate .....	3466	11,188,128	3.a.(2)
	(3) Loans to finance agricultural production and other loans to farmers.....	3386	38,930	3.a.(3)
	(4) Commercial and industrial loans .....	3387	35,894,086	3.a.(4)
	(5) Loans to individuals for household, family, and other personal expenditures:			
	(a) Credit cards.....	B561	2,201,969	3.a.(5)(a)
	(b) Other (includes single payment, installment other than auto loans, all student loans, and revolving credit plans other than credit cards.....	B562	10,582,972	3.a.(5)(b)
b.	Total loans and leases in foreign offices, Edge and agreement subsidiaries, and IBFs .....	BHFN		
		3360	489,576	3.b.
		BHCK		
4.	a. Trading assets .....	3401	1,290,030	4.a.
	b. Other earning assets .....	B985	2,069,738	4.b.
5.	Total consolidated assets .....	3368	140,799,967	5.
<b>Liabilities</b>				
6.	Interest-bearing deposits (domestic) [1] .....	3517	66,604,721	6.
7.	Interest-bearing deposits (foreign) [1] .....	3404	667,224	7.
8.	Federal funds purchased and securities sold under agreements to repurchase .....	3353	1,184,060	8.
9.	All other borrowed money .....	2635	13,007,124	9.
10.	Not applicable			
<b>Equity Capital</b>				
11.	Total equity capital (excludes limited-life preferred stock) .....	3519	16,493,644	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	7,351,299		1.a.
b.	(1) Unused consumer credit card lines.....	J455	14,460,949		1.b.(1)
	(2) Other unused credit card lines.....	J456	3,132,337		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	3,969,286		1.c.(1)
	(a) 1–4 family residential construction loan commitments .....	F164	405,462		1.c.(1)(a)
	(b) Commercial real estate, other construction loan, and land development loan commitments .....	F165	3,563,824		1.c.(1)(b)
	(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate .....	6550	605,827		1.c.(2)
d.	Securities underwriting .....	3817	0		1.d.
e. Other unused commitments:					
	(1) Commercial and industrial loans .....	J457	33,413,849		1.e.(1)
	(2) Loans to financial institutions .....	J458	1,719,936		1.e.(2)
	(3) All other unused commitments .....	J459	3,501,269		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	3,680		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	0		3.a.
4. Commercial and similar letters of credit .....					
		3411	8,199		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	2,838,130	C975	588,214
b. Gross fair values:					
(1)	Gross positive fair value .....	C219	0	C221	0
(2)	Gross negative fair value .....	C220	5,093	C222	0

		BHCK	
c. Notional amounts by regulatory capital treatment:			
(1) Positions covered under the Market Risk Rule:			
(a)	Sold protection .....	G401	0
(b)	Purchased protection .....	G402	0
(2) All other positions:			
(a)	Sold protection .....	G403	2,838,130
(b)	Purchased protection that is recognized as a guarantee for regulatory capital purposes .....	G404	588,214
(c)	Purchased protection that is not recognized as a guarantee for regulatory capital purposes .....	G405	0

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

# Schedule HC-L—Continued

## Report only transactions with nonrelated institutions

		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		
7. d. Notional amounts by remaining maturity:								
(1) Sold credit protection:								
(a) Investment grade .....		G406	213,000	G407	1,181,097	G408	76,724	7.d.(1)(a)
(b) Subinvestment grade .....		G409	188,019	G410	992,782	G411	186,507	7.d.(1)(b)
(2) Purchased credit protection:								
(a) Investment grade .....		G412	1,760	G413	69,809	G414	0	7.d.(2)(a)
(b) Subinvestment grade .....		G415	3,201	G416	374,675	G417	138,769	7.d.(2)(b)

8. Spot foreign exchange contracts .....		BHCK						
		8765			394,971			8.
9. All other off-balance-sheet items (exclude derivatives) (include in item 9 the aggregate amount all other off-balance-sheet items that individually exceed 10 percent of Schedule HC, item 27.a, "Total holding company equity capital") (itemize and describe in items 9.a through 9.f only amounts that exceed 25 percent of Schedule HC, item 27.a).....								
		3430			0			9.
a. Commitments to purchase when-issued securities.....		3434			0			9.a.
b. Commitments to sell when-issued securities.....		3435			0			9.b.
c. TEXT								
6561		6561			0			9.c.
d. TEXT								
6562		6562			0			9.d.
e. TEXT								
6568		6568			0			9.e.
f. TEXT								
6586		6586			0			9.f.

10. Not applicable

**Schedule HC-L—Continued**

Dollar Amounts in Thousands	(Column A) Interest Rate Contracts	(Column B) Foreign Exchange Contracts	(Column C) Equity Derivative Contracts	(Column D) Commodity and Other Contracts	
<b>Derivatives Position Indicators</b>					
<b>11. Gross amounts (e.g., notional amounts) (for each column, sum of items 11.a through 11.e must equal sum of items 12 and 13):</b>					
a. Futures contracts .....	BHCK 8693 0	BHCK 8694 0	BHCK 8695 0	BHCK 8696 951,867	11.a.
b. Forward contracts .....	BHCK 8697 1,309,925	BHCK 8698 4,123,519	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 122,400	11.c.(1)
(2) Purchased options .....	BHCK 8705 171,000	BHCK 8706 0	BHCK 8707 0	BHCK 8708 60,300	11.c.(2)
d. Over-the-counter option contracts:					
(1) Written options .....	BHCK 8709 5,037,918	BHCK 8710 523,658	BHCK 8711 0	BHCK 8712 556,250	11.d.(1)
(2) Purchased options .....	BHCK 8713 6,693,237	BHCK 8714 523,660	BHCK 8715 20,412	BHCK 8716 618,552	11.d.(2)
e. Swaps .....	BHCK 3450 47,136,572	BHCK 3826 7,199,457	BHCK 8719 1,899,756	BHCK 8720 1,815,482	11.e.
<b>12. Total gross notional amount of derivative contracts held for trading.....</b>	BHCK A126 39,849,727	BHCK A127 12,370,294	BHCK 8723 0	BHCK 8724 4,124,851	12.
<b>13. Total gross notional amount of derivative contracts held for purposes other than trading .....</b>	BHCK 8725 20,498,925	BHCK 8726 0	BHCK 8727 1,920,168	BHCK 8728 0	13.
<b>14. Gross fair values of derivative contracts:</b>					
a. Contracts held for trading:					
(1) Gross positive fair value .....	BHCK 8733 162,168	BHCK 8734 122,749	BHCK 8735 0	BHCK 8736 165,084	14.a.(1)
(2) Gross negative fair value .....	BHCK 8737 139,583	BHCK 8738 119,019	BHCK 8739 0	BHCK 8740 167,357	14.a.(2)
b. Contracts held for purposes other than trading:					
(1) Gross positive fair value .....	BHCK 8741 352,128	BHCK 8742 0	BHCK 8743 20,411	BHCK 8744 0	14.b.(1)
(2) Gross negative fair value .....	BHCK 8745 33,602	BHCK 8746 0	BHCK 8747 137,024	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	368,251	G419	0	G420	0	G421	0	G422	206,435	15.a.
b. Fair value of collateral:											
(1) Cash—U.S. dollar .....	G423	406,760	G424	0	G425	0	G426	0	G427	210	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	0	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	0	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	2,008	15.b.(7)
(8) Total fair value of collateral (sum of items 15.b.(1) through (7)) .....	G458	406,760	G459	0	G460	0	G461	0	G462	2,218	15.b.(8)

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



**Schedule HC-M—Memoranda**

		Dollar Amounts in Thousands		BHCK	
1. Total number of holding company common shares outstanding .....	Number (Unrounded)				
	3459	693,804,893			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	1,871,423			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	6,813,431			3.
4. Other assets acquired in satisfaction of debts previously contracted .....	6557	9,269			4.
5. Securities purchased under agreements to resell offset against securities sold under agreements to repurchase on Schedule HC.....	A288	0			5.
6. Assets covered by loss-sharing agreements with the FDIC:					
a. Loans and leases (included in Schedule HC, items 4.a and 4.b):					
(1) Loans secured by real estate in domestic offices:					
(a) Construction, land development, and other land loans:	BHDM				
(1) 1-4 family residential construction loans.....	K169	0			6.a.(1)(a)(1)
(2) Other construction loans and all land development and other land loans .....	K170	0			6.a.(1)(a)(2)
(b) Secured by farmland .....	K171	0			6.a.(1)(b)
(c) Secured by 1-4 family residential properties:					
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit .....	K172	0			6.a.(1)(c)(1)
(2) Closed-end loans secured by 1-4 family residential properties:					
(a) Secured by first liens.....	K173	0			6.a.(1)(c)(2)(a)
(b) Secured by junior liens .....	K174	0			6.a.(1)(c)(2)(b)
(d) Secured by multifamily (5 or more) residential properties .....	K175	0			6.a.(1)(d)
(e) Secured by nonfarm nonresidential properties:					
(1) Loans secured by owner-occupied nonfarm nonresidential properties .....	K176	0			6.a.(1)(e)(1)
(2) Loans secured by other nonfarm nonresidential properties .....	K177	0			6.a.(1)(e)(2)
(2) Loans to finance agricultural production and other loans to farmers.....	BHCK				
(3) Commercial and industrial loans .....	K178	0			6.a.(2)
(4) Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):					
(a) Credit cards.....	K180	0			6.a.(4)(a)
(b) Automobile loans .....	K181	0			6.a.(4)(b)
(c) Other consumer loans (includes single payment, installment, all student loans, and all revolving credit plans other than credit cards) .....	K182	0			6.a.(4)(c)
(5) All other loans and leases.....	K183	0			6.a.(5)
b. Other real estate owned (included in Schedule HC, item 7):	BHDM				
(1) Construction, land development, and other land in domestic offices .....	K187	0			6.b.(1)
(2) Farmland in domestic offices .....	K188	0			6.b.(2)
(3) 1-4 family residential properties in domestic office .....	K189	0			6.b.(3)
(4) Multifamily (5 or more) residential properties in domestic office.....	K190	0			6.b.(4)
(5) Nonfarm nonresidential properties in domestic offices .....	K191	0			6.b.(5)

**Schedule HC-M—Continued**

Dollar Amounts in Thousands

6. b. (6) In foreign offices .....	BHFN			
	K260		0	6.b.(6)
(7) Portion of covered other real estate owned included in items 6.b.(1) through (6) above that is protected by FDIC loss-sharing agreements .....	BHCK			
	K192		0	6.b.(7)
c. Debt securities (included in Schedule HC, items 2.a and 2.b) .....	J461		0	6.c.
d. Other assets (exclude FDIC loss-sharing indemnification assets) .....	J462		0	6.d.
7. Captive insurance and reinsurance subsidiaries:				
a. Total assets of captive insurance subsidiaries [1] .....	K193		0	7.a.
b. Total assets of captive reinsurance subsidiaries [1] .....	K194		28,894	7.b.

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

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

10. Not applicable

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

TEXT	
6428	Mary Beth Noack, VP and Regulatory Reporting Manager

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

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

12. Intangible assets other than goodwill:	BHCK			
a. Mortgage servicing assets .....	3164		858,211	12.a.
(1) Estimated fair value of mortgage servicing assets .....	6438		858,211	12.a.(1)
b. Purchased credit card relationships and nonmortgage servicing assets .....	B026		0	12.b.
c. All other identifiable intangible assets .....	5507		27,018	12.c.
d. Total (sum of items 12.a, 12.b, and 12.c) (must equal Schedule HC, item 10.b) .....	BHCT			
	0426		885,229	12.d.
13. Other real estate owned .....	2150		44,954	13.
14. Other borrowed money:	BHCK			
a. Commercial paper.....	2309		0	14.a.
b. Other borrowed money with a remaining maturity of one year or less.....	2332		5,372,439	14.b.
c. Other borrowed money with a remaining maturity of more than one year .....	2333		9,643,003	14.c.
d. Total (sum of items 14.a, 14.b, and 14.c) (must equal Schedule HC, item 16).....	BHCT			
	3190		15,015,442	14.d.

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

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

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

# Schedule HC-M—Continued

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

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

0=No	BHCK	
1=Yes	C161	1

 17.

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

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

0=No	BHCK	
1=Yes	C159	1

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

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

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

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

0=No	BHCK	
1=Yes	C700	

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

0=No		
1=Yes	C701	

 19.b.

Dollar Amounts in Thousands

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

	BHCK		
20. Balances of broker–dealer subsidiaries engaged in underwriting or dealing securities pursuant to Section 4(k)(4)(E) of the Bank Holding Company Act as amended by the Gramm-Leach-Bliley Act:			
a. Net assets .....	C252	0	20.a.
b. Balances due from related institutions:			
(1) Due from the holding company (parent company only), gross .....	4832	0	20.b.(1)
(2) Due from subsidiary banks of the holding company, gross .....	4833	0	20.b.(2)
(3) Due from nonbank subsidiaries of the holding company, gross .....	4834	0	20.b.(3)
c. Balances due to related institutions:			
(1) Due to holding company (parent company only), gross .....	5041	0	20.c.(1)
(2) Due to subsidiary banks of the holding company, gross .....	5043	0	20.c.(2)
(3) Due to nonbank subsidiaries of the holding company, gross .....	5045	0	20.c.(3)
d. Intercompany liabilities reported in items 20.c.(1), 20.c.(2), and 20.c.(3) above that qualify as liabilities subordinated to claims of general creditors.....	5047	0	20.d.
21. Net assets of subsidiaries engaged in insurance or reinsurance underwriting pursuant to Section 4(k)(4)(B) of the Bank Holding Company Act as amended by the Gramm-Leach-Bliley Act (12 U.S.C. § 1843(k)(4)(B)) [1] .....	C253	28,798	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	4,235,366
G234	0
G235	0

23.a.

23.b.

24.a.

24.b.

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

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		
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	864	F174	0	F176	1,122	1.a.(1)
(2) Other construction loans and all land development and other land loans .....	F173	6,481	F175	3,844	F177	12,101	1.a.(2)
b. Secured by farmland in domestic offices .....	3493	218	3494	0	3495	221	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	47,982	5399	0	5400	61,315	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties:							
(a) Secured by first liens .....	C236	157,376	C237	342,795	C229	31,601	1.c.(2)(a)
(b) Secured by junior liens .....	C238	5,148	C239	111	C230	7,834	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices .....	3499	0	3500	0	3501	1,697	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:							
(1) Loans secured by owner-occupied nonfarm non-residential properties .....	F178	2,373	F180	0	F182	24,368	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties.....	F179	0	F181	0	F183	4,124	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	1,034	3.
4. Commercial and industrial loans .....	1606	6,244	1607	3,294	1608	245,657	4.
5. Loans to individuals for household, family, and other personal expenditures:							
a. Credit cards .....	B575	31,093	B576	26,466	B577	25,784	5.a.
b. Automobile loans .....	K213	103,757	K214	9,878	K215	1,482	5.b.
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	K216	10,071	K217	1,288	K218	1,166	5.c.
6. Loans to foreign governments and official institutions .....	5389	0	5390	0	5391	0	6.
7. All other loans .....	5459	696	5460	0	5461	19,788	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	2,551	F170	0	F171	3,851	8.b.

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

**Schedule HC-N—Continued**

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	BHCK		BHCK		BHCK		
9. Debt securities and other assets (exclude other real estate owned and other repossessed assets) .....	3505	0	3506	0	3507	0	9.
10. TOTAL (sum of items 1 through 9) .....	5524	374,854	5525	387,676	5526	443,145	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	95,269	K037	290,205	K038	4,915	11.
a. Guaranteed portion of loans and leases (exclude rebooked "GNMA loans") included in item 11 above .....	K039	13,375	K040	9,186	K041	3,445	11.a.
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 11 above .....	K042	81,894	K043	281,019	K044	0	11.b.
12. Loans and leases in items 1 through 8 above which are covered by loss-sharing agreements with the FDIC:							
a. Loans secured by real estate in domestic offices:							
(1) Construction, land development, and other land loans:							
(a) 1-4 family residential construction loans .....	BHDM K045	0	BHDM K046	0	BHDM K047	0	12.a.(1)(a)
(b) Other construction loans and all land development and other land loans .....	K048	0	K049	0	K050	0	12.a.(1)(b)
(2) Secured by farmland .....	K051	0	K052	0	K053	0	12.a.(2)
(3) Secured by 1-4 family residential properties:							
(a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit .....	K054	0	K055	0	K056	0	12.a.(3)(a)
(b) Closed-end loans secured by 1-4 family residential properties:							
(1) Secured by first liens .....	K057	0	K058	0	K059	0	12.a.(3)(b)(1)
(2) Secured by junior liens .....	K060	0	K061	0	K062	0	12.a.(3)(b)(2)
(4) Secured by multifamily (5 or more) residential properties .....	K063	0	K064	0	K065	0	12.a.(4)
(5) Secured by nonfarm nonresidential properties:							
(a) Loans secured by owner-occupied nonfarm nonresidential properties.....	K066	0	K067	0	K068	0	12.a.(5)(a)
(b) Loans secured by other non-farm nonresidential properties .....	K069	0	K070	0	K071	0	12.a.(5)(b)
b. Loans to finance agricultural production and other loans to farmers .....	BHCK K072	0	BHCK K073	0	BHCK K074	0	12.b.
c. Commercial and industrial loans .....	K075	0	K076	0	K077	0	12.c.

**Schedule HC-N—Continued**

		(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual			
Dollar Amounts in Thousands		BHCK		BHCK		BHCK			
12. d.	Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):								
	(1) Credit cards .....	K078	0	K079	0	K080	0	12.d.(1)	
	(2) Automobile loans .....	K081	0	K082	0	K083	0	12.d.(2)	
	(3) Other consumer loans .....	K084	0	K085	0	K086	0	12.d.(3)	
e.	All other loans and leases .....	K087	0	K088	0	K089	0	12.e.	
f.	Portion of covered loans and leases included in items 12.a through 12.e above that is protected by FDIC loss-sharing agreements .....	K102	0	K103	0	K104	0	12.f.	

**Memoranda**

Dollar Amounts in Thousands		BHDM		BHDM		BHDM			
1.	Loans restructured in troubled debt restructurings included in Schedule HC-N, items 1 through 7, above (and not reported in Schedule HC-C, Memorandum item 1):								
a.	Construction, land development, and other land loans in domestic offices:								
	(1) 1–4 family residential construction loans	K105	540	K106	0	K107	624	M.1.a.(1)	
	(2) Other construction loans and all land development and other land loans.....	K108	1,249	K109	32	K110	2,961	M.1.a.(2)	
b.	Loans secured by 1–4 family residential properties in domestic offices .....	BHCK		BHCK		BHCK			
		F661	62,710	F662	122,199	F663	29,510	M.1.b.	
c.	Secured by multifamily (5 or more) residential properties in domestic offices .....	BHDM		BHDM		BHDM			
		K111	0	K112	0	K113	1,222	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	16,261	M.1.d.(1)	
	(2) Loans secured by other nonfarm nonresidential properties .....	K117	0	K118	0	K119	342	M.1.d.(2)	

**Schedule HC-N—Continued**

**Memoranda—Continued**

	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	BHCK		BHCK		BHCK		
Dollar Amounts in Thousands							
1. e. Commercial and industrial loans:							
(1) To U.S. addressees (domicile) .....	K120	621	K121	0	K122	127,031	M.1.e.(1)
(2) To non-U.S. addressees (domicile) .....	K123	0	K124	0	K125	2,041	M.1.e.(2)
f. All other loans (include loans to individuals for household, family, and other personal expenditures) .....	K126	3,662	K127	10	K128	28,400	M.1.f.
<i>Itemize and describe loan categories included in item 1.f, above that exceed 10 percent of total loans restructured in troubled debt restructurings that are past due 30 days or more or in non-accrual status (sum of Memorandum items 1.a through 1.f, columns A through C):</i>							
(1) Loans secured by farmland in domestic offices .....	BHDM		BHDM		BHDM		
	K130	0	K131	0	K132	0	M.1.f.(1)
(2) Loans to finance agricultural production and other loans to farmers .....	K138	0	K139	0	K140	0	M.1.f.(2)
(3) Loans to individuals for household, family, and other personal expenditures:							
(a) Credit cards .....	K274	0	K275	0	K276	0	M.1.f.(3)(a)
(b) Automobile loans .....	K277	0	K278	0	K279	0	M.1.f.(3)(b)
(c) Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) .....	K280	0	K281	0	K282	0	M.1.f.(3)(c)
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HC-N, items 4 and 7 above .....	6558	781	6559	0	6560	3,460	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	306	1912	604	1913	25,550	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	1,174	C241	0	C226	5,932	M.5.a.
b. Loans measured at fair value:							
(1) Fair value .....	F664	2,373	F665	4,697	F666	620	M.5.b.(1)
(2) Unpaid principal balance.....	F667	2,652	F668	5,238	F669	608	M.5.b.(2)



# Schedule HC-N—Continued

## Memoranda—Continued

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

	(Column A) Past due 30 through 89 days		(Column B) Past due 90 days or more		
	BHCK		BHCK		
Dollar Amounts in Thousands					
6. Derivative contracts:					
Fair value of amounts carried as assets .....	3529		3530		M.6.
Dollar Amounts in Thousands					
7. Additions to nonaccrual assets during the quarter.....			C410	93,125	M.7.
8. Nonaccrual assets sold during the quarter.....			C411	12,989	M.8.

	(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							
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	401	L185	475	M.9.a.
b. Amount included in Schedule HC-N, items 1 through 7, above .....	L186	0	L187	345	L188	475	M.9.b.

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

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

Dollar Amounts in Thousands		BHCK	
<b>1. Retail originations during the quarter of 1-4 family residential mortgage loans for sale[2]:</b>			
a. Closed-end first liens .....	F066	799,734	1.a.
b. Closed-end junior liens .....	F067	134	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)
<b>2. Wholesale originations and purchases during the quarter of 1-4 family residential mortgage loans for sale [2] :</b>			
BHCK			
a. Closed-end first liens .....	F068	580,113	2.a.
b. Closed-end junior liens .....	F069		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)
<b>3. 1-4 family residential mortgages sold during the quarter:</b>			
BHCK			
a. Closed-end first liens .....	F070	1,629,083	3.a.
b. Closed-end junior liens .....	F071	110	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)
<b>4. 1-4 family residential mortgages held for sale or trading at quarter-end (included in Schedule HC, items 4.a and 5):</b>			
BHCK			
a. Closed-end first liens .....	F072	486,014	4.a.
b. Closed-end junior liens .....	F073	21	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)
<b>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):</b>			
BHCK			
a. Closed-end 1-4 family residential mortgage loans .....	F184	40,672	5.a.
BHDM			
b. Open-end 1-4 family residential mortgage loans extended under lines of credit .....	F560	0	5.b.
<b>6. Repurchases and indemnifications of 1-4 family residential mortgage loans during the quarter:</b>			
a. Closed-end first liens .....	F678	95,693	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)
<b>7. Representation and warranty reserves for 1-4 family residential mortgage loans sold:</b>			
BHCK			
a. For representations and warranties made to U.S. government agencies and government-sponsored agencies.....	L191	9,336	7.a.
b. For representations and warranties made to other parties.....	L192	8	7.b.
c. Total representation and warranty reserves (sum of items 7.a and 7.b).....	M288	9,344	7.c.

1. The \$1 billion asset size test is based on the total assets reported as of June 30, 2016.  
2. Exclude originations and purchases of 1-4 family residential mortgage loans that are held for investment.

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

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

Dollar Amounts in Thousands	(Column A) Total Fair Value Reported on Schedule HC		(Column B) LESS: Amounts Netted in the Determination of Total Fair Value		(Column C) Level 1 Fair Value Measurements		(Column D) Level 2 Fair Value Measurements		(Column E) Level 3 Fair Value Measurements		
	BHCY		BHCK		BHCK		BHCK		BHCK		
<b>Assets</b>											
1. Available-for-sale securities .....	1773	31,208,964	G474	0	G475	166,032	G476	31,042,932	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	399,318	G484	0	G485	0	G486	399,318	G487	0	3.
4. Loans and leases held for investment .....	G488	136,673	G489	0	G490	0	G491	0	G492	136,673	4.
5. Trading assets:	BHCT										
a. Derivative assets .....	3543	450,688	G493	0	G494	38,820	G495	403,902	G496	7,966	5.a.
	BHCK										
b. Other trading assets .....	G497	861,646	G498	0	G499	370,530	G500	491,116	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	1,230,753	G392	0	G395	1,250	G396	371,292	G804	858,211	6.
7. Total assets measured at fair value on a recurring basis .....	G502	34,288,042	G503	0	G504	576,632	G505	32,708,560	G506	1,002,850	7.
<b>Liabilities</b>											
8. Deposits .....	F252	0	F686	0	F694	0	F253	0	F254	0	8.
9. Federal funds purchased and securities sold under agreements to repurchase .....	G507	0	G508	0	G509	0	G510	0	G511	0	9.
10. Trading liabilities:	BHCT										
a. Derivative liabilities .....	3547	431,621	G512	0	G513	38,338	G514	388,146	G515	5,137	10.a.
	BHCK										
b. Other trading liabilities .....	G516	30,700	G517	0	G518	24,693	G519	6,007	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	170,626	G806	0	G807	1,164	G808	32,438	G809	137,024	13.
14. Total liabilities measured at fair value on a recurring basis.....	G531	632,947	G532	0	G533	64,195	G534	426,591	G535	142,161	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		
Dollar Amounts in Thousands	BHCK		BHCK		BHCK		BHCK		BHCK		
1. All other assets (itemize and describe amounts included in Schedule HC-Q, item 6 that are greater than \$100,000 and exceed 25 percent of item 6):											
a. Mortgage servicing assets .....	G536	858,211	G537	0	G538	0	G539	0	G540	858,211	M.1.a.
b. Nontrading derivative assets .....	G541	352,131	G542	0	G543	1,250	G544	350,881	G545	0	M.1.b.
c. <small>BHTX G546</small>	G546	0	G547	0	G548	0	G549	0	G550	0	M.1.c.
d. <small>BHTX G551</small>	G551	0	G552	0	G553	0	G554	0	G555	0	M.1.d.
e. <small>BHTX G556</small>	G556	0	G557	0	G558	0	G559	0	G560	0	M.1.e.
f. <small>BHTX G561</small>	G561	0	G562	0	G563	0	G564	0	G565	0	M.1.f.
2. All other liabilities (itemize and describe amounts included in Schedule HC-Q, item 13 that are greater than \$100,000 and exceed 25 percent of item 13):											
a. Loan commitments (not accounted for as derivatives) .....	F261	0	F689	0	F697	0	F262	0	F263	0	M.2.a.
b. Nontrading derivative liabilities .....	G566	170,626	G567	0	G568	1,164	G569	32,438	G570	137,024	M.2.b.
c. <small>BHTX G571</small>	G571	0	G572	0	G573	0	G574	0	G575	0	M.2.c.
d. <small>BHTX G576</small>	G576	0	G577	0	G578	0	G579	0	G580	0	M.2.d.
e. <small>BHTX G581</small>	G581	0	G582	0	G583	0	G584	0	G585	0	M.2.e.
f. <small>BHTX G586</small>	G586	0	G587	0	G588	0	G589	0	G590	0	M.2.f.

**Schedule HC-Q—Continued**

**Memoranda—Continued**

	(Column A) Consolidated		(Column B) Domestic Offices		
	BHCK		BHDM		
Dollar Amounts in Thousands					
<i>Memorandum items 3 and 4 are to be completed by holding companies that have elected to measure loans included in Schedule HC-C, items 1 through 9, at fair value under a fair value option.</i>					
3. Loans measured at fair value:					
a. Loans secured by real estate .....	F608	535,991			M.3.a.
(1) Construction, land development, and other land loans .....			F578	0	M.3.a.(1)
(2) Secured by farmland (including farm residential and other improvements) .....			F579	0	M.3.a.(2)
(3) Secured by 1–4 family residential properties:					
(a) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit .....			F580	0	M.3.a.(3)(a)
(b) Closed-end loans secured by 1–4 family residential properties:					
(i) Secured by first liens .....			F581	535,991	M.3.a.(3)(b)(i)
(ii) Secured by junior liens .....			F582	0	M.3.a.(3)(b)(ii)
(4) Secured by multifamily (5 or more) residential properties.....			F583	0	M.3.a.(4)
(5) Secured by nonfarm nonresidential properties .....			F584	0	M.3.a.(5)
b. Commercial and industrial loans .....	F585	0	F585	0	M.3.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):					
(1) Credit cards .....	F586	0	F586	0	M.3.c.(1)
(2) Other revolving credit plans .....	F587	0	F587	0	M.3.c.(2)
(3) Automobile loans .....	K196	0	K196	0	M.3.c.(3)
(4) Other consumer loans (includes single payment, installment, and all student loans) .....	K208	0	K208	0	M.3.c.(4)
d. Other loans .....	F589	0	F589	0	M.3.d.
4. Unpaid principal balances of loans measured at fair value (reported in memorandum item 3):					
a. Loans secured by real estate .....	F609	521,528			M.4.a.
(1) Construction, land development, and other land loans .....			F590	0	M.4.a.(1)
(2) Secured by farmland (including farm residential and other improvements) .....			F591	0	M.4.a.(2)
(3) Secured by 1–4 family residential properties:					
(a) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit .....			F592	0	M.4.a.(3)(a)
(b) Closed-end loans secured by 1–4 family residential properties:					
(i) Secured by first liens .....			F593	521,528	M.4.a.(3)(b)(i)
(ii) Secured by junior liens .....			F594	0	M.4.a.(3)(b)(ii)
(4) Secured by multifamily (5 or more) residential properties.....			F595	0	M.4.a.(4)
(5) Secured by nonfarm nonresidential properties .....			F596	0	M.4.a.(5)
b. Commercial and industrial loans .....	F597	0	F597	0	M.4.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):					
(1) Credit cards .....	F598	0	F598	0	M.4.c.(1)
(2) Other revolving credit plans .....	F599	0	F599	0	M.4.c.(2)
(3) Automobile loans .....	K195	0	K195	0	M.4.c.(3)
(4) Other consumer loans (includes single payment, installment, and all student loans) .....	K209	0	K209	0	M.4.c.(4)
d. Other loans .....	F601	0	F601	0	M.4.d.

# Schedule HC-R—Regulatory Capital

For Federal Reserve Bank Use Only

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C.I. \_\_\_\_\_

## Part I. Regulatory Capital Components and Ratios

		Dollar Amounts in Thousands		BHCA			
<b>Common equity tier 1 capital</b>							
1.	Common stock plus related surplus, net of treasury stock and unearned employee stock ownership plan (ESOP) shares.....	P742	-160,478		1.		
2.	Retained earnings.....	BHCT		3247	15,122,166	2.	
3.	Accumulated other comprehensive income (AOCI) .....	BHCA		B530	72,561	3.	
a.	AOCI opt-out election (enter "1" for Yes; enter "0" for No.)..... (Advanced approaches institutions must enter '0' for No.)	0=No	BHCA	1=Yes	P838	1	3.a.
4.	Common equity Tier 1 minority interest includable in common equity Tier 1 capital .....	BHCA		P839	0	4.	
5.	Common equity Tier 1 capital before adjustments and deductions (sum of items 1 through 4) .....	P840	15,034,249			5.	
<b>Common equity Tier 1 capital: Adjustments and Deductions</b>							
6.	LESS: Goodwill net of associated deferred tax liabilities (DTLs).....	P841	2,422,575			6.	
7.	LESS: Intangible assets (other than goodwill and mortgage servicing assets (MSAs)), net of associated DTLs.....	P842	20,857			7.	
8.	LESS: Deferred tax assets (DTAs) that arise from net operating loss and tax credit carryforwards, net of any related valuation allowances and net of DTLs.....	P843	1,098			8.	
9.	AOCI-related adjustments (items 9.a. through 9.e. are effective January 1, 2015) (if entered "1" for Yes in item 3.a, complete only items 9.a through 9.e; if entered "0" for No in item 3.a, complete only item 9.f):						
a.	LESS: Net unrealized gains (losses) on available-for-sale securities (if a gain, report as a positive value; if a loss, report as a negative value).....	P844	125,848			9.a.	
b.	LESS: Net unrealized loss on available-for-sale preferred stock classified as an equity security under GAAP and available-for-sale equity exposures (report loss as a positive value) .....	P845	0			9.b.	
c.	LESS: Accumulated net gains (losses) on cash flow hedges (if a gain, report as a positive value; if a loss, report as a negative value) .....	P846	-8,823			9.c.	
d.	LESS: Amounts recorded in AOCI attributed to defined benefit postretirement plans resulting from the initial and subsequent application of the relevant GAAP standards that pertain to such plans (if a gain, report as a positive value; if a loss, report as a negative value).....	P847	-44,464			9.d.	
e.	LESS: Net unrealized gains (losses) on held-to-maturity securities that are included in AOCI (if a gain, report as a positive value; if a loss, report as a negative value).....	P848	0			9.e.	
f.	To be completed only by holding companies that entered "0" for No in item 3.a: LESS: Accumulated net gain (loss) on cash flow hedges included in AOCI, net of applicable income taxes, that relate to the hedging of items that are not recognized at fair value on the balance sheet (if a gain, report as a positive value; if a loss, report as a negative value) .....	P849				9.f.	
10.	Other deductions from (additions to) common equity tier 1 capital before threshold-based deductions:						
a.	LESS: Unrealized net gain (loss) related to changes in the fair value of liabilities that are due to changes in own credit risk (if a gain, report as a positive value; if a loss, report as a negative value) .....	Q258	0			10.a.	
b.	LESS: All other deductions from (additions to) common equity Tier 1 capital before threshold-based deductions.....	P850	0			10.b.	
11.	LESS: Non-significant investments in the capital of unconsolidated financial institutions in the form of common stock that exceed the 10 percent threshold for non-significant investments .....	P851	0			11.	
12.	Subtotal (item 5 minus items 6 through 11) .....	P852	12,517,158			12.	

Part I—Continued

		Dollar Amounts in Thousands		BHCA	
13.	LESS: Significant investments in the capital of unconsolidated financial institutions in the form of common stock, net of associated DTLs, that exceed the 10 percent common equity Tier 1 capital deduction threshold .....	P853	0		13.
14.	LESS: MSAs, net of associated DTLs, that exceed the 10 percent common equity Tier 1 capital deduction threshold .....	P854	0		14.
15.	LESS: DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs, that exceed the 10 percent common equity Tier 1 capital deduction threshold.....	P855	0		15.
16.	LESS: Amount of significant investments in the capital of unconsolidated financial institutions in the form of common stock, net of associated DTLs; MSAs, net of associated DTLs; and DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs; that exceeds the 15 percent common equity Tier 1 capital deduction threshold.....	P856	0		16.
17.	LESS: Deductions applied to common equity tier 1 capital due to insufficient amounts of additional Tier 1 capital and tier 2 capital to cover deductions.....	P857	0		17.
18.	Total adjustments and deductions for common equity Tier 1 capital (sum of items 13 through 17) .....	P858	0		18.
19.	Common equity Tier 1 capital (item 12 minus item 18).....	P859	12,517,158		19.
<b>Additional tier 1 capital</b>					
20.	Additional Tier 1 capital instruments plus related surplus.....	P860	1,331,122		20.
21.	Non-qualifying capital instruments subject to phase out from additional Tier 1 capital.....	P861	0		21.
22.	Tier 1 minority interest not included in common equity Tier 1 capital.....	P862	0		22.
23.	Additional Tier 1 capital before deductions (sum of items 20, 21, and 22).....	P863	1,331,122		23.
24.	LESS: Additional Tier 1 capital deductions.....	P864	274		24.
25.	Additional Tier 1 capital (greater of item 23 minus item 24, or zero) .....	P865	1,330,848		25.
<b>Tier 1 capital</b>					
26.	Tier 1 capital (sum of items 19 and 25) .....	8274	13,848,006		26.
<b>Tier 2 capital</b>					
27.	Tier 2 capital instruments plus related surplus.....	P866	2,101,781		27.
28.	Non-qualifying capital instruments subject to phase out from Tier 2 capital .....	P867	0		28.
29.	Total capital minority interest that is not included in Tier 1 capital.....	P868	565,005		29.
30. a.	Allowance for loan and lease losses includable in Tier 2 capital .....	5310	1,371,181		30.a.
b.	(Advanced approaches holding companies that exit parallel run only): Eligible credit reserves includable in Tier 2 capital.....	BHCW			30.b.
		5310			
31.	Unrealized gains on available-for-sale preferred stock classified as an equity security under GAAP and available-for-sale equity exposures includable in Tier 2 capital.....	BHCA			
		Q257	751		31.
32. a.	Tier 2 capital before deductions (sum of items 27 through 30.a, plus item 31).....	P870	4,038,718		32.a.
b.	(Advanced approaches holding companies that exit parallel run only): Tier 2 capital before deductions (sum of items 27 through 29, plus items 30.b and 31).....	BHCW			32.b.
		P870			
		BHCA			
33.	LESS: Tier 2 capital deductions .....	P872	0		33.
34. a.	Tier 2 capital (greater of item 32.a minus item 33, or zero).....	5311	4,038,718		34.a.
b.	(Advanced approaches holding companies that exit parallel run only): Tier 2 capital (greater of item 32.b less item 33, or zero).....	BHCW			34.b.
		5311			
<b>Total Capital</b>					
35. a.	Total capital (sum of items 26 and 34.a).....	BHCA			
		3792	17,886,724		35.a.
b.	(Advanced approaches holding companies that exit parallel run only): Total capital (sum of items 26 and 34.b).....	BHCW			35.b.
		3792			

Part I—Continued

		Dollar Amounts in Thousands		BHCX	
<b>Total Assets for the Leverage Ratio</b>					
36.	Average total consolidated assets.....	3368	140,799,967		36.
<b>LESS: Deductions from common equity Tier 1 capital and additional Tier 1 capital</b>					
(sum of items 6, 7, 8, 10.b, 11, 13 through 17, and certain elements of item 24 - see instructions).....					
37.		BHCA			
		P875	2,444,804		37.
38.	LESS: Other deductions from (additions to) assets for leverage ratio purposes.....	B596	0		38.
39.	<b>Total assets for the leverage ratio (item 36 minus items 37 and 38).....</b>	A224	138,355,163		39.
<b>Total Risk-Weighted Assets</b>					
40.	a. Total risk-weighted assets (from Schedule RC-R, Part II item 31).....	A223	117,996,631		40.a.
b. (Advanced approaches holding companies that exit parallel run only): Total risk-weighted assets					
using advanced approaches rule (from FFIEC 101, Schedule A, item 60).....					
		BHCW			
		A223			40.b.

		Column A		Column B		
		BHCA	Percentage	BHCW	Percentage	
<b>Risk-Based Capital Ratios*</b>						
41.	Common equity tier 1 capital ratio (Column A: item 19 divided by item 40.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 19 divided by item 40.b).....	P793	10.6081	P793		41.
42.	Tier 1 capital ratio (Column A: item 26 divided by item 40.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 26 divided by item 40.b).....	7206	11.7359	7206		42.
43.	Total capital ratio (Column A: item 35.a divided by item 40.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 35.b divided by item 40.b).....	7205	15.1587	7205		43.

		BHCA	Percentage	
44.	Tier 1 leverage ratio (item 26 divided by item 39).....	7204	10.0090	44.
<b>Leverage Capital Ratios*</b>				
45.	Advanced approaches holding companies only: Supplementary leverage ratio (From FFIEC 101 Schedule A, Table 2, item 2.22).....	H036		45.

		BHCA	Percentage	
<b>Capital Buffer*</b>				
46.	Institution-specific capital buffer necessary to avoid limitations on distributions and discretionary bonus payments:			
a. Capital conservation buffer.....				
		H311	5.7359	46.a.
b. (Advanced approaches holding companies that exit parallel run only): Total applicable capital buffer.....				
		H312		46.b.

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

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



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

This schedule is to be submitted on a consolidated basis.

Holding companies (HC) are required to assign a 100 percent risk weight to all assets not specifically assigned a risk-weight under Subpart D of the Federal Reserve's regulatory capital rules [1] and not deducted from tier 1 or tier 2 capital.

	(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reported in Column A	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)	
			Allocation by Risk-Weight Category								
			0%	2%	4%	10%	20%	50%	100%	150%	
Dollar Amounts in Thousands											
<b>Balance Sheet Asset Categories [2]</b>											
1. Cash and balances due from depository institutions.....	BHCK D957	BHCK S396	BHCK D958				BHCK D959	BHCK S397	BHCK D960	BHCK S398	1.
	5,271,485	0	3,923,509				1,343,982	152	3,810	32	
2. Securities:											
a. Held-to-maturity securities.....	BHCK D961	BHCK S399	BHCK D962	BHCK HJ74	BHCK HJ75		BHCK D963	BHCK D964	BHCK D965	BHCK S400	2.a.
	21,969	0	0	0	0		21,969	0	0	0	
b. Available-for-sale securities.....	BHCK D966	BHCK S402	BHCK D967	BHCK HJ76	BHCK HJ77		BHCK D968	BHCK D969	BHCK D970	BHCK S403	2.b.
	25,719,216	93,588	11,355,284	0	0		13,956,468	9,160	304,716	0	
3. Federal funds sold and securities purchased under agreements to resell:											
a. Federal funds sold (in domestic offices).....	BHCK D971		BHCK D972				BHCK D973	BHCK S410	BHCK D974	BHCK S411	3.a.
	2,150		0				2,150	0	0	0	
b. Securities purchased under agreements to resell.....	BHCK H171	BHCK H172									3.b.
	0	0									
4. Loans and leases held for sale:											
a. Residential mortgage exposures.....	BHCK S413	BHCK S414	BHCK H173				BHCK S415	BHCK S416	BHCK S417		4.a.
	486,055	0	0				50,613	288,789	146,653		
b. High volatility commercial real estate exposures.....	BHCK S419	BHCK S420	BHCK H174				BHCK H175	BHCK H176	BHCK H177	BHCK S421	4.b.
	0	0	0				0	0	0	0	
c. Exposures past due 90 days or more or on nonaccrual [3].....	BHCK S423	BHCK S424	BHCK S425	BHCK HJ78	BHCK HJ79		BHCK S426	BHCK S427	BHCK S428	BHCK S429	4.c.
	5,932	0	0	0	0		0	0	0	5,932	

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

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

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)
	Allocation by Risk-Weight Category							Application of Other Risk-Weighting Approaches <sup>[4]</sup>	
	250% <sup>[5]</sup>	300%	400%	600%	625%	937.5%	1250%	Exposure Amount	Risk-Weighted Asset Amount
Dollar Amounts in Thousands									
<b>Balance Sheet Asset Categories (continued)</b>									
1. Cash and balances due from depository institutions.....									
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 <sup>[6]</sup> .....								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 HJ80	BHCK HJ81		BHCK S434	BHCK S435	BHCK S436	BHCK S437
	162	0	0	0	0		0	0	162	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	
	22,078,409	0	0				811,140	15,475,636	5,791,633	
b. High volatility commercial real estate exposures.....	BHCK S445	BHCK S446	BHCK H179				BHCK H180	BHCK H181	BHCK H182	BHCK S447
	124,341	0	0				0	0	0	124,341
c. Exposures past due 90 days or more or on nonaccrual [7].....	BHCK S449	BHCK S450	BHCK S451	BHCK HJ82	BHCK HJ83		BHCK S452	BHCK S453	BHCK S454	BHCK S455
	380,360	0	0	0	0		0	0	0	380,360
	BHCK S457	BHCK S458	BHCK S459	BHCK HJ84	BHCK HJ85		BHCK S460	BHCK S461	BHCK S462	BHCK S463
	67,579,549	0	66,836	0	0		337,440	411,934	66,763,339	0
6. LESS: Allowance for loan and lease losses.....	BHCX 3123	BHCY 3123								
	1,195,797	1,195,797								
	BHCK D976	BHCK S466	BHCK D977	BHCK HJ86	BHCK HJ87		BHCK D978	BHCK D979	BHCK D980	BHCK S467
	1,312,334	1,030,556	0	0	0		0	0	0	0
7. Trading assets.....	BHCK D981	BHCK S469	BHCK D982	BHCK HJ88	BHCK HJ89		BHCK D983	BHCK D984	BHCK D985	BHCK H185
	13,110,088	2,840,167	411,786	0	0		378,613	0	8,211,438	281
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	4.d.
								0	0	
5. Loans and leases, net of unearned income:										
a. Residential mortgage exposures.....								BHCK H281	BHCK H282	5.a.
								0	0	
b. High volatility commercial real estate exposures.....								BHCK H283	BHCK H284	5.b.
								0	0	
c. Exposures past due 90 days or more or on nonaccrual [11].....								BHCK H285	BHCK H286	5.c.
								0	0	
d. All other exposures.....								BHCK H287	BHCK H288	5.d.
								0	0	
6. LESS: Allowance for loan and lease losses.....										
		BHCK H186	BHCK H290	BHCK H187				BHCK H291	BHCK H292	
		0	0	0				281,778	56,356	7.
7. Trading assets.....		BHCK H188	BHCK S470	BHCK S471				BHCK H294	BHCK H295	
		0	0	0				0	0	8.
8. All other assets [12]										
a. Separate account bank-owned life insurance.....								BHCK H296	BHCK H297	8.a.
								1,267,803	740,081	
b. Default fund contributions to central counterparties.....								BHCK H298	BHCK H299	8.b.
								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.

Part II. Risk-Weighted Assets—Continued

		(Column A) Totals	(Column B) Adjustments to Totals Reported in Column A	(Column Q) Allocation by Risk-Weight Category 1250%	(Column T) Total Risk-Weighted Asset Amount by Calculation Methodology SSFA[13]	(Column U) Gross-Up	
Dollar Amounts in Thousands							
<b>Securitization Exposures: On-and Off-Balance Sheet</b>							
9. On-balance sheet securitization exposures:							
a. Held-to-maturity securities.....							
	BHCK S475	BHCK S476	BHCK S477	BHCK S478	BHCK S479		9.a.
	0	0	0	0	0		
	BHCK S480	BHCK S481	BHCK S482	BHCK S483	BHCK S484		9.b.
	5,489,748	5,489,748	0	1,166,910	0		
	BHCK S485	BHCK S486	BHCK S487	BHCK S488	BHCK S489		9.c.
	0	0	0	0	0		
	BHCK S490	BHCK S491	BHCK S492	BHCK S493	BHCK S494		9.d.
	1,807,409	1,807,409	0	417,557	0		
	BHCK S495	BHCK S496	BHCK S497	BHCK S498	BHCK S499		10.
	1,153,476	1,153,476	0	445,981	0		
10 Off-balance sheet securitization exposures.....							

		(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reporte Column A	(Column C) 0%	(Column D) 2%	(Column E) 4%	(Column F) 10%	(Column G) 20%	(Column H) 50%	(Column I) 100%	(Column J) 150%	
Dollar Amounts in Thousands												
Allocation by Risk-Weight Category												
11 Total balance sheet assets [14].....												
	BHCT 2170	BHCK S500	BHCK D987	BHCK HJ90	BHCK HJ91		BHCK D988	BHCK D989	BHCK D990	BHCK S503		11.
	142,193,410	10,065,671	15,757,415	0	0		16,902,375	16,185,671	81,221,751	510,946		

		(Column K) 250% [15]	(Column L) 300%	(Column M) 400%	(Column N) 600%	(Column O) 625%	(Column P) 938%	(Column Q) 1250%	(Column R) Application of Other Risk- Weighting Approaches Exposure Amount	
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	1,549,581	

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.

Part II. Risk-Weighted Assets—Continued

Dollar Amounts in Thousands	(Column A) Face, Notional, or Other Amount	CCF[1]	(Column B) Credit Equivalent Amount[17]	Allocation by Risk-Weight Category										Application of Other Risk-Weighting Approaches[20]		
				(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)	(Column R)	(Column S)			
				0%	2%	4%	10%	20%	50%	100%	150%	Credit Equivalent Amount	Risk-Weighted Asset Amount			
<b>Derivatives, Off-Balance Sheet Items, and Other Items Subject to Risk-Weighting (Excluding Securitization Exposures)[18]</b>																
12 Financial standby letters of credit.....	BHCK D991		BHCK D992	BHCK D993	BHCK HJ92	BHCK HJ93		BHCK D994	BHCK D995	BHCK D996	BHCK S511					12.
	1,257,946	1.0	1,257,946	98,282	0	0		5,664	0	1,154,000	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					13.
	922,257	0.5	461,129	7,293				147	0	453,689	0					
14 Commercial and similar letters of credit with an original maturity of one year or less.....	BHCK G606		BHCK G607	BHCK G608	BHCK HJ94	BHCK HJ95		BHCK G609	BHCK G610	BHCK G611	BHCK S513					14.
	4,978	0.2	996	15	0	0		48	0	933	0					
15 Retained recourse on small business obligations sold with recourse.....	BHCK G612		BHCK G613	BHCK G614				BHCK G615	BHCK G616	BHCK G617	BHCK S514					15.
	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			16.
	617,748	1.0	617,748	545,653	0	0		0	0	72,095	0	0	0			
17 All other off-balance sheet liabilities.....	BHCK G618		BHCK G619	BHCK G620				BHCK G621	BHCK G622	BHCK G623	BHCK S524					17.
	312,056	1.0	312,056	0				0	76,751	235,305	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.

Part II. Risk-Weighted Assets—Continued

	(Column A)	CCF[2]	(Column B)	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)			
	Face, Notional, or Other Amount		Credit Equival Amount[23]	Allocation by Risk-Weight Category										
				0%	2%	4%	10%	20%	50%	100%	150%			
Dollar Amounts in Thousands														
18	Unused commitments: (exclude unused commitments to asset-backed commercial paper conduits):													
a.	Original maturity of one year or less.....		BHCK S525	BHCK S526	BHCK S527	BHCK HJ96	BHCK HJ97	BHCK S528	BHCK S529	BHCK S530	BHCK S531	18.a		
		6,328,415	0.2	1,265,683	0	0	0	55,346	0	1,209,094	1,243			
b.	Original maturity exceeding one year.....		BHCK G624	BHCK G625	BHCK G626	BHCK HJ98	BHCK HJ99	BHCK G627	BHCK G628	BHCK G629	BHCK S539	18.b		
		35,165,993	0.5	17,582,997	0	0	0	0	149,357	17,342,752	90,888			
19	Unconditionally cancelable commitments.....		BHCK S540	BHCK S541								19.		
		25,541,163	0.0	0										
20	Over-the-counter derivatives.....		BHCK S542	BHCK S543	BHCK HK00	BHCK HK01	BHCK S544	BHCK S545	BHCK S546	BHCK S547	BHCK S548	20.		
			1,628,429	381,520	0	0	0	659,619	0	587,290	0			
21	Centrally cleared derivatives.....		BHCK S549	BHCK S550	BHCK S551	BHCK S552		BHCK S554	BHCK S555	BHCK S556	BHCK S557	21.		
			261,527	0	0	261,527		0	0	0	0			
22	Unsettled transactions (failed trades)[24].....		BHCK H191	BHCK H193				BHCK H194	BHCK H195	BHCK H196	BHCK H197	22.		
		0		0				0	0	0	0			

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

Part II. Risk-Weighted Assets—Continued

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



Part II. Risk-Weighted Assets—Continued

	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)		
	Allocation by Risk-Weight Category									
	0%	2%	4%	10%	20%	50%	100%	150%		
Dollar Amounts in Thousands										
23 Total assets, derivatives, off-balance sheet items, and other items subject to risk weighting by risk-weight category (for each of columns C through P, sum of items 11 through 22; for column Q, sum of items 10 through 22).....										
	BHCK G630	BHCK S558	BHCK S559	BHCK S560	BHCK G631	BHCK G632	BHCK G633	BHCK S561		
	16,790,178	0	261,527	0	17,623,199	16,411,779	102,276,909	603,077	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	10,461	0	3,524,640	8,205,890	102,276,909	904,616	25.	

Part II. Risk-Weighted Assets—Continued

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)
Dollar Amounts in Thousands	250% <sup>(26)</sup>	300%	400%	600%	625%	937.5%	1250%
	Allocation by Risk-Weight Category						
23 Total assets, derivatives, off-balance sheet items, and other items subject to risk weighting by risk-weight category (for each of columns C through P, sum of items 11 through 22; for column Q, sum of items 10 through 22).....							
	BHCK 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.

Dollar Amounts in Thousands	Totals	
26 Risk-weighted assets for purposes of calculating the allowance for loan and lease losses 1.25 percent threshold.....	BHC	
27 Standardized market-risk weighted assets (applicable only to holding companies that are covered by the market risk capital rules).....	S580	117,749,670
28 Risk-weighted assets before deductions for excess allowance of loan and lease losses and allocated risk transfer ri .....	S581	247,230
29 LESS: Excess allowance for loan and lease losses.....	B704	117,996,631
30 LESS: Allocated transfer risk reserve.....	A222	0
31 Total risk-weighted assets (item 28 minus items 29 and 30).....	3128	0
	G641	117,996,631

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	776,611

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	5,526,964	S583	16,469,024	S584	5,007,464	M.2.a.
b.	Foreign exchange rate and gold	S585	10,677,320	S586	1,169,316	S587	0	M.2.b.
c.	Credit (investment grade reference asset)	S588	213,000	S589	1,181,097	S590	76,724	M.2.c.
d.	Credit (non-investment grade reference asset)	S591	188,019	S592	992,782	S593	186,507	M.2.d.
e.	Equity	S594	0	S595	1,899,756	S596	20,412	M.2.e.
f.	Precious metals (except gold)	S597	0	S598	0	S599	0	M.2.f.
g.	Other	S600	1,405,244	S601	1,028,789	S602	0	M.2.g.
3.	Notional principal amounts of centrally cleared derivative contracts:							
a.	Interest rate	S603	4,417,174	S604	20,200,430	S605	3,689,678	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	60,300	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	29,081

M.4.





# 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	312,056	M.2.a.
b. 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements .....			B805	59,850,599	M.2.b.
c. Other financial assets [1].....			A591	1,178,088	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	195,293	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	17,500	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	62,362	J982	0	J983	5	1.a.
b. Held-to-maturity securities .....	J984	0	J985	0	J986	0	1.b.
c. Available-for-sale securities .....	J987	0	J988	0	J989	0	1.c.
d. Securities purchased under agreements to resell .....	J990	0	J991	0	J992	0	1.d.
e. Loans and leases held for sale .....	J993	0	J994	0	J995	0	1.e.
f. Loans and leases, net of unearned income.....	J996	1,276,568	J997	0	J998	19,691	1.f.
g. Less: Allowance for loan and lease losses.....	J999	6,243	K001	0	K002	64	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	7,704	K013	0	K014	40	1.k.
2. Liabilities of consolidated VIEs for which creditors do not have recourse to the general credit of the reporting holding company:							
a. Securities sold under agreements to repurchase .....	K015	0	K016	0	K017	0	2.a.
b. Derivative trading liabilities.....	K018	0	K019	0	K020	0	2.b.
c. Commercial paper .....	K021	0	K022	0	K023	0	2.c.
d. Other borrowed money (exclude commercial paper) .....	K024	1,189,559	K025	0	K026	0	2.d.
e. Other liabilities .....	K027	2,181	K028	0	K029	3	2.e.
3. All other assets of consolidated VIEs (not included in items 1.a through 1.k above).....	K030	0	K031	0	K032	0	3.
4. All other liabilities of consolidated VIEs (not included in items 2.a through 2.e above).....	K033	0	K034	0	K035	0	4.

## Notes to the Balance Sheet—Predecessor Financial Items

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

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

## Notes to the Balance Sheet (Other)

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

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

### Example

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

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

## Notes to the Balance Sheet (Other)

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



Notes to the Balance Sheet (Other)—Continued

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

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

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

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

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

Please select any one previous work collection from the list	Response
	Enter '1' against the selected work collection
FR Y-9C Fifth Third Bancorp (12/31/2017)	
FR Y-9C Fifth Third Bancorp (9/30/2017)	1
FR Y-9C Fifth Third Bancorp (6/30/2017)	
FR Y-9C Fifth Third Bancorp (3/31/2017)	
FR Y-9C Fifth Third Bancorp (12/31/2016)	
FR Y-9C Fifth Third Bancorp (9/30/2016)	
FR Y-9C Fifth Third Bancorp (6/30/2016)	
FR Y-9C Fifth Third Bancorp (3/31/2016)	
FR Y-9C Fifth Third Bancorp (12/31/2015)	