



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 \$3 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.

Date of Report: **September 30, 2025**
Month / Date / Year (BHCK 9999)

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

Signature of Chief Financial Officer (or Equivalent) (BHCK H321)

CONF
Date of Signature (MM/DD/CCYY) (BHTX J196)

Citizens Financial Group, Inc.
Legal Title of Holding Company (RSSD 9017)

One Citizens Plaza
(Mailing Address of the Holding Company) Street/P.O. Box (RSSD 9110)

Providence RI 02903
City (RSSD 9130) State (RSSD 9200) Zip Code (RSSD 9220)

Is confidential treatment requested for any portion of this report submission?.....

0=No	BHCK	
1=Yes	C447	0

In accordance with the General Instructions for this report (check only one),

1. a letter justifying this request is being provided along with the report (BHCK KY38)..... NR
2. a letter justifying this request has been provided separately (BHCK KY38)..... NR

For Federal Reserve Bank Use Only

RSSD ID _____
C.I. _____ S.F. _____

Person to whom questions about this report should be directed:

CONF
Name / Title (BHTX 8901)

CONF
Area Code / Phone Number (BHTX 8902)

CONF
Area Code / FAX Number (BHTX 9116)

CONF
E-mail Address of Contact (BHTX 4086)

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 44.79 hours per response for non-Advanced Approaches holding companies with \$5 billion or more and an average of 40.48 hours per response for non-Advanced Approaches holding companies with less than \$5 billion in total assets and 47.59 hours for Advanced Approaches holding companies, 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.

Chief Executive Officer Contact Information

This information is being requested so the Board can distribute notifications about policy initiatives and other matters directly to the Chief Executive Officers of reporting institutions. Please provide contact information for the Chief Executive Officer of the reporting institution. Enter "none" for the Chief Executive Officer's email address if not available. Chief Executive Officer contact information is for the confidential use of the Board and will not be released to the public.

Chief Executive Officer

CONF

Name (BHCK FT42)

CONF

Area Code / Phone Number / Extension (BHCK FT43)

CONF

E-mail Address (BHCK FT44)

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	Amount	
1. Interest income:				
a. Interest and fee income on loans:				
(1) In domestic offices:				
(a) Loans secured by 1-4 family residential properties.....	4435	1,946,197	1.a.(1)(a)	
(b) All other loans secured by real estate.....	4436	1,253,394	1.a.(1)(b)	
(c) All other loans.....	F821	2,412,096	1.a.(1)(c)	
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs.....	4059		1.a.(2)	
b. Income from lease financing receivables.....	4065	32,906	1.b.	
c. Interest income on balances due from depository institutions (1).....	4115	276,401	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	120,174	1.d.(1)	
(2) Mortgage-backed securities.....	B489	1,045,191	1.d.(2)	
(3) All other securities.....	4060	86,021	1.d.(3)	
e. Interest income from trading assets (2).....	4069	20,786	1.e.	
f. Interest income on federal funds sold and securities purchased under agreements to resell.....	4020	0	1.f.	
g. Other interest income.....	4518	27,073	1.g.	
h. Total interest income (sum of items 1.a through 1.g).....	4107	7,220,239	1.h.	
2. Interest expense:				
a. Interest on deposits:				
(1) In domestic offices:				
(a) Time deposits of \$250,000 or less.....	HK03	462,535	2.a.(1)(a)	
(b) Time deposits of more than \$250,000.....	HK04	179,977	2.a.(1)(b)	
(c) Other deposits.....	6761	1,772,020	2.a.(1)(c)	
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs.....	4172		2.a.(2)	
b. Expense of federal funds purchased and securities sold under agreements to repurchase.....	4180	17,513	2.b.	
c. Interest on trading liabilities and other borrowed money (2) (excluding subordinated notes and debentures).....	4185	412,197	2.c.	
d. Interest on subordinated notes and debentures and on mandatory convertible securities (2).....	4397	56,486	2.d.	
e. Other interest expense.....	4398	0	2.e.	
f. Total interest expense (sum of items 2.a through 2.e).....	4073	2,900,728	2.f.	
3. Net interest income (item 1.h minus 2.f).....	4074	4,319,511	3.	
4. Provision for credit losses (3).....	JJ33	471,000	4.	
5. Noninterest income:				
a. Income from fiduciary activities.....	4070	17,595	5.a.	
b. Service charges on deposit accounts in domestic offices.....	4483	316,812	5.b.	
c. Trading revenue (2,4).....	A220	71,737	5.c.	

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

(2) To be completed by holding companies with \$5 billion or more in total assets (Asset-size test is based on the prior year June 30 report date). Income and or expenses pertaining to these items should be reported in the "other" categories 1.g, 2.e, and 5.l, respectively by holding companies with less than \$5 billion in total assets.

(3) Holding companies should report in item 4 the provisions for credit losses for all financial assets and off-balance sheet credit exposures.

(4) 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	Amount	
<i>Holding companies with less than \$5 billion in total assets should report data items 5.d.(6) and 5.d.(7) only and leave 5.d.(1) through 5.d.(5) blank.</i>				
5.d. Income from securities-related and insurance activities:				
(1) Fees and commissions from securities brokerage.....	C886	35,491	5.d.(1)	
(2) Investment banking, advisory, and underwriting fees and commissions.....	C888	344,270	5.d.(2)	
(3) Fees and commissions from annuity sales.....	C887	62,781	5.d.(3)	
(4) Underwriting income from insurance and reinsurance activities.....	C386	0	5.d.(4)	
(5) Income from other insurance activities.....	C387	13,669	5.d.(5)	
(6) Fees and commissions from securities brokerage, investment banking, advisory, and underwriting fees and commissions.....	KX46		5.d.(6)	
(7) Income from insurance activities (5).....	KX47		5.d.(7)	
e. Venture capital revenue (6).....	B491	0	5.e.	
f. Net servicing fees.....	B492	123,323	5.f.	
g. Net securitization income (6).....	B493	0	5.g.	
h. Not applicable				
i. Net gains (losses) on sales of loans and leases.....	8560	70,893	5.i.	
j. Net gains (losses) on sales of other real estate owned.....	8561	972	5.j.	
k. Net gains (losses) on sales of other assets (7).....	B496	312	5.k.	
l. Other noninterest income (8).....	B497	696,349	5.l.	
m. Total noninterest income (sum of items 5.a through 5.l).....	4079	1,754,204	5.m.	
6. a. Realized gains (losses) on held-to-maturity securities.....	3521	0	6.a.	
b. Realized gains (losses) on available-for-sale debt securities.....	3196	14,446	6.b.	
7. Noninterest expense:				
a. Salaries and employee benefits.....	4135	2,087,585	7.a.	
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest).....	4217	655,587	7.b.	
c. (1) Goodwill impairment losses.....	C216	0	7.c.(1)	
(2) Amortization expense and impairment losses for other intangible assets.....	C232	25,948	7.c.(2)	
d. Other noninterest expense (9).....	4092	1,197,323	7.d.	
e. Total noninterest expense (sum of items 7.a through 7.d).....	4093	3,966,443	7.e.	
8. a. Income (loss) before change in net unrealized holding gains (losses) on equity securities not held for trading, applicable income taxes, and discontinued operations (sum of items 3, 5.m, 6.a, 6.b, minus items 4 and 7.e).....	HT69	1,650,718	8.a.	
b. Change in net unrealized holding gains (losses) on equity securities not held for trading (10).....	HT70	0	8.b.	
c. Income (loss) before applicable income taxes and discontinued operations (sum of items 8.a and 8.b).....	4301	1,650,718	8.c.	
9. Applicable income taxes (foreign and domestic).....	4302	347,627	9.	
10. Income (loss) before discontinued operations (item 8.c. minus item 9).....	4300	1,303,091	10.	
11. Discontinued operations, net of applicable income taxes (11).....	FT28	0	11.	
12. Net income (loss) attributable to holding company and noncontrolling (minority) interests (sum of items 10 and 11).....	G104	1,303,091	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	0	13.	
14. Net income (loss) attributable to holding company (item 12 minus item 13).....	4340	1,303,091	14.	

(5) Includes underwriting income from insurance and reinsurance activities.

(6) To be completed by holding companies with \$5 billion or more in total assets (Asset-size test is based on the prior year June 30 report date). Income and or expenses pertaining to these items should be reported in the "other" categories.

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

(8) See Schedule HI, Memoranda item 6.

(9) See Schedule HI, Memoranda item 7.

(10) Item 8.b is to be completed by all holding companies. See the instructions for this item and the Glossary entry for "Securities Activities" for further detail on accounting for investments in equity securities.

(11) Describe on Schedule HI, Memoranda item 8.

Schedule HI—Continued**Memoranda—Continued**

		Dollar Amounts in Thousands		BHCK	Amount	
<i>Memoranda items 1 and 2 are to be completed by holding companies with \$5 billion or more in total assets.¹</i>						
1. Net Interest income (item 3 above) on a fully taxable equivalent basis.....		4519	4,341,187			M.1.
2. Net income before applicable income taxes, and discontinued operations (item 8.c. above) on a fully taxable equivalent basis.....		4592	1,656,731			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	0			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	24			M.4.
5. Number of full-time equivalent employees at end of current period (round to nearest whole number).....		BHCK	Number			
		4150	17,496			M.5.
<i>Memoranda items 6.a through 6.j are to be completed annually on a calendar year-to-date basis in the December report only by holding companies with less than \$5 billion in total assets. Holding companies with \$5 billion or more in total assets should report these items on a quarterly basis.¹</i>						
6. Other noninterest income (from Schedule HI, item 5.I, above) (only report amounts greater than \$100,000 that exceed 7 percent of Schedule HI, item 5.I):		BHCK	Amount			
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	84,956			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. Bank card and credit card interchange fees.....		F555	211,447			M.6.f.
g. Income and fees from wire transfers.....		T047	0			M.6.g.
h.	TEXTLetter of Credit and Loan Fees	8562	134,474			M.6.h.
i.	TEXTSyndication Fee Income	8563	148,943			M.6.i.
j.	TEXT	8564	0			M.6.j.
<i>Memoranda items 7.a through 7.p are to be completed annually on a calendar year-to-date basis in the December report only by holding companies with less than \$5 billion in total assets. Holding companies with \$5 billion or more in total assets should report these items on a quarterly basis.¹</i>						
7. Other noninterest expense (from Schedule HI, item 7.d, above) (only report amounts greater than \$100,000 that exceed 7 percent of the sum of Schedule HI, item 7.d):						
a. Data processing expenses.....		C017	0			M.7.a.
b. Advertising and marketing expenses.....		0497	137,148			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 (2).....		4146	CONF			M.7.g.
h. Accounting and auditing expenses.....		F556	0			M.7.h.
i. Consulting and advisory expenses.....		F557	99,771			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.

(1) Asset-size test is based on the total assets reported as of June 30, 2024.

(2) Amounts reported in Memorandum item 7.g will not be made available to the public on an individual institution basis.

Schedule HI—Continued**Memoranda—Continued**

		Dollar Amounts in Thousands	BHCK	Amount	
7.m. Insurance expenses (not included in employee expenses, premises and fixed assets expenses, and other real estate owned expenses).....			Y924	0	M.7.m.
n.	TEXT 8565 Capitalized Software Expense		8565	204,570	M.7.n.
o.	TEXT 8566 Outside Services		8566	184,531	M.7.o.
p.	TEXT 8567		8567	0	M.7.p.
<i>Memoranda items 8.a.(1) through 8.b.(2) are to be completed by holding companies with \$5 billion or more in total assets.¹</i>					
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>Memoranda items 9.a through 9.e are to be completed by holding companies with \$5 billion or more in total assets¹ that reported total trading assets of \$10 million or more for any quarter of the preceding calendar year:</i>					
a.	Interest rate exposures.....		8757	3,667	M.9.a.
b.	Foreign exchange exposures.....		8758	55,792	M.9.b.
c.	Equity security and index exposures.....		8759	24	M.9.c.
d.	Commodity and other exposures.....		8760	14,147	M.9.d.
e.	Credit exposures.....		F186	(1,893)	M.9.e.
<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, Memoranda items 9.a through 9.e, above.¹</i>					
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 Memoranda items 9.a through 9.e above).....		K090	(3,702)	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 Memoranda items 9.a through 9.e above).....		K094	777	M.9.g.
<i>Memoranda items 10.a and 10.b are to be completed by holding companies with \$10 billion or more in total consolidated assets.¹</i>					
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.
<i>Memoranda item 11 is to be completed by holding companies with \$5 billion or more in total assets.¹</i>					
11. Credit losses on derivatives (see instructions).....			A251	0	M.11.

(1) Asset-size test is based on the total assets reported as of June 30, 2024.

Schedule HI—Continued

Memoranda—Continued

	Year-to-date	
Dollar Amounts in Thousands	BHCK	Amount
<i>Memorandum items 12.a through 12.c are to be completed by holding companies with \$5 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	98,273
b. (1) Premiums on insurance related to the extension of credit.....	C242	0
(2) All other insurance premiums.....	C243	0
c. Benefits, losses, and expenses from insurance-related activities.....	B983	0
M.12.a.		
M.12.b.1.		
M.12.b.2.		
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	Amount
<i>Memorandum items 14.a through 14.b.(1) are to be completed by holding companies with \$5 billion or more in total assets that have elected to account for assets and liabilities under a fair value option.¹</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	9,258
(1) Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk.....	F552	363
b. Net gains (losses) on liabilities.....	F553	0
(1) Estimated net gains (losses) on liabilities attributable to changes in instrument-specific credit risk.....	F554	0
M.14.a.		
M.14.a.1.		
M.14.b.		
M.14.b.1.		
<i>Memoranda item 15 is to be completed by holding companies with \$5 billion or more in total assets.¹</i>		
15. Stock-based employee compensation expense (net of tax effects) calculated for all awards under the fair value method.....	C409	72,602
M.15.		
16. and 17. Not applicable.		

(1) Asset-size test is based on the total assets reported as of June 30, 2024.

Schedule HI-A—Changes in Holding Company Equity Capital

	Dollar Amounts in Thousands	BHCK	Amount	
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	24,254,387	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	24,254,387	3.
		BHCT		
4. Net income (loss) attributable to holding company (must equal Schedule HI, item 14).....		4340	1,303,091	4.
5. Sale of perpetual preferred stock (excluding treasury stock transactions):		BHCK		
a. Sale of perpetual preferred stock, gross.....		3577	393,240	5.a.
b. Conversion or retirement of perpetual preferred stock.....		3578	(400,000)	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	84,065	6.b.
7. Sale of treasury stock.....		4782	0	7.
8. LESS: Purchase of treasury stock.....		4783	479,208	8.
9. Changes incident to business combinations, net.....		4356	0	9.
10. LESS: Cash dividends declared on preferred stock.....		4598	99,658	10.
11. LESS: Cash dividends declared on common stock.....		4460	555,163	11.
12. Other comprehensive income (1).....		B511	1,328,626	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	25,829,380	15.

(1) Includes, but is not limited to, changes in net unrealized holding gains (losses) on available-for-sale debt 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 Allowances for Credit Losses

Part I. Charge-offs and Recoveries on Loans and Leases (Fully Consolidated)

Part I includes charge-offs and recoveries through the allocated transfer risk reserve.

	(Column A) Charge-offs ¹		(Column B) Recoveries		
	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands					
1. Loans secured by real estate:					
a. Construction, land development, and other land loans in domestic offices:					
(1) 1-4 family residential construction loans.....	C891	0	C892	0	1.a.(1)
(2) Other construction loans and all land development and other land loans.....	C893	12,972	C894	25	1.a.(2)
b. Secured by farmland in domestic offices.....	3584	0	3585	0	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	10,806	5412	8,943	1.c.(1)
(2) Closed-end loans secured by 1-4 family residential properties in domestic offices:					
(a) Secured by first liens.....	C234	2,992	C217	9,432	1.c.(2)(a)
(b) Secured by junior liens.....	C235	272	C218	737	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices.....	3588	41,330	3589	51	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:					
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....	C895	755	C896	209	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties.....	C897	108,282	C898	3,291	1.e.(2)
f. In foreign offices.....	B512	0	B513	0	1.f.
2. Not applicable.					
3. Loans to finance agricultural production and other loans to farmers.....	4655	0	4665	0	3.
<i>Holding companies with less than \$5 billion in total assets should report item 4.c only and leave items 4.a and 4.b blank.²</i>					
4. Commercial and industrial loans:					
a. To U.S. addressees (domicile).....	4645	118,205	4617	9,561	4.a.
b. To non-U.S. addressees (domicile).....	4646	115	4618	0	4.b.
c. To U.S. addressees (domicile) and non-U.S. addressees (domicile).....	KX48		KX49		4.c.
5. Loans to individuals for household, family, and other personal expenditures:					
a. Credit cards.....	B514	86,587	B515	8,723	5.a.
b. Automobile loans.....	K129	44,158	K133	30,342	5.b.
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....	K205	170,352	K206	25,396	5.c.
<i>Item 6 is to be completed by holding companies with \$5 billion or more in total consolidated assets.²</i>					
6. Loans to foreign governments and official institutions.....	4643	0	4627	0	6.
7. All other loans.....	4644	33,087	4628	3,827	7.

(1) Include write-downs arising from transfers of loans to a held-for-sale account.

(2) Asset-size test is based on the total assets reported as of June 30, 2024.

Schedule HI-B—Continued

Part I.—Continued

Dollar Amounts in Thousands	(Column A) Charge-offs ¹		(Column B) Recoveries		
	BHCK	Amount	BHCK	Amount	
<i>Holding companies with less than \$5 billion in total assets should report item 8.c only and leave items 8.a and 8.b blank.²</i>					
8. Lease financing receivables:					
a. Leases to individuals for household, family, and other personal expenditures.....	F185	0	F187	0	8.a.
b. All other leases	C880	0	F188	0	8.b.
c. Leases to individuals for household, family, and other personal expenditures and all other leases.....	KX50		KX51		8.c.
9. Total (sum of items 1 through 8) (3).....	4635	629,913	4605	100,537	9.

(1) Include write-downs arising from transfers of loans to a held-for-sale account.

(2) Asset-size test is based on the total assets reported as of June 30, 2024.

(3) For holding companies with less than \$5 billion in total assets, Total loans and leases (sum of items 1 through 7 plus 8.c).

Memoranda

Dollar Amounts in Thousands	(Column A) Charge-offs ¹		(Column B) Recoveries		
	BHCK	Amount	BHCK	Amount	
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	3,000	5410	25	M.1.
<i>Memorandum item 2 is to be completed by holding companies with \$5 billion or more in total assets.²</i>					
2. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HI-B, Part I, item 1, above).....	4652	13	4662	1	M.2.

Memorandum item 3 is to be completed by (1) holding companies with \$5 billion or more in total assets² 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).

3. Uncollectible retail credit card fees and finance charges reversed against income (i.e., not included in charge-offs against the allowance for credit losses on loans and leases).....	Year-to-date		
	BHCK	Amount	
	C388	17,828	M.3.

(1) Include write-downs arising from transfers of loans to a held-for-sale account.

(2) Asset-size test is based on the total assets reported as of June 30, 2024.

Schedule HI-B—Continued

Part II. Changes in Allowance for Credit Losses

Dollar Amounts in Thousands	(Column A) Loans and leases held for investment		(Column B) Held-to-maturity debt securities		(Column C) Available-for-sale debt securities	
	BHCK	Amount	BHCK	Amount	BHCK	Amount
1. Balance most recently reported for the December 31, 2024, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income).....	B522	2,061,147	JH88	0	JH94	0
	BHCT					
2. Recoveries (column A must equal Part I, item 9, column B, above).....	4605	100,537	JH89	0	JH95	0
3. LESS: Charge-offs (column A must equal Part I, item 9, column A, above less Schedule HI-B, Part II, item 4, column A).....	BHCK					
	C079	629,913	JH92	0	JH98	0
4. LESS: Write-downs arising from transfers of financial assets.....	5523	0	JJ00	0	JJ01	0
5. Provisions for credit losses (1).....	4230	439,759	JH90	0	JH96	0
6. Adjustments (see instructions for this schedule).....	C233	0	JH91	0	JH97	0
7. Balance end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (column A must equal Schedule HC, item 4.c).....	BHCT					
	3123	1,971,530	JH93	0	JH99	0

(1) The sum of item 5, columns A through C, plus Schedule HI-B, Part II, Memorandum items 5 and 7, below, must equal Schedule HI, item 4.

Memoranda

Dollar Amounts in Thousands		BHCK	Amount	
<i>Memorandum items 1, 2, and 8 are to be completed by holding companies with \$5 billion or more in total assets.¹</i>				
1. Allocated transfer risk reserve included in Schedule HI-B, Part II, item 7, column A, above.....	C435	0		M.1.
<i>Memoranda items 2 and 3 are to be completed by (1) holding companies that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).</i>				
2. Separate valuation allowance for uncollectible retail credit card fees and finance charges.....	C389	4,534		M.2.
3. Amount of allowance for credit losses on loans and leases attributable to retail credit card fees and finance charges.....	C390	0		M.3.
4. Not applicable.				
5. Provisions for credit losses on other financial assets measured at amortized cost (not included in item 5, above).....	JJ02	0		M.5.
6. Allowance for credit losses on other financial assets measured at amortized cost (not included in item 7, above).....	JJ03	0		M.6.
7. Provisions for credit losses on off-balance-sheet credit exposures.....	MG93	31,241		M.7.
8. Estimated amount of expected recoveries of amounts previously written off included within the allowance for credit losses on loans and leases held for investment (included in item 7, column A, "Balance end of current period," above).....	MG94	24,755		M.8.

(1) Asset-size test is based on the total assets reported as of June 30, 2024.

Schedule HI-C—Disaggregated Data on the Allowances for Credit Losses

Items 1 through 11 are to be completed semiannually in the June and December reports by holding companies with less than \$5 billion in total assets.¹

	(Column A) Amortized Cost		(Column B) Allowance Balance	
Dollar Amounts in Thousands	BHCK	Amount	BHCK	Amount
Loans and Leases Held for Investment:				
1. Real estate loans:				
a. Construction loans.....	JJ04	6,131,330	JJ12	80,202
b. Commercial real estate loans.....	JJ05	19,926,862	JJ13	520,282
c. Residential real estate loans.....	JJ06	52,680,932	JJ14	328,379
2. Commercial loans (2).....	JJ07	46,943,510	JJ15	486,132
3. Credit cards.....	JJ08	2,386,230	JJ16	188,932
4. Other consumer loans.....	JJ09	13,098,170	JJ17	367,603
5. Unallocated, if any.....			JJ18	0
6. Total (sum of items 1.a through 5) (3).....	JJ11	141,167,034	JJ19	1,971,530

		Allowance Balance		
		BHCK	Amount	
Dollar Amounts in Thousands				
Held-to-Maturity Securities:				
7.	Securities issued by states and political subdivisions in the U.S.....	JJ20	0	7.
8.	Total mortgage-backed securities (MBS) (including CMOs, REMICs, and stripped MBS).....	JJ21	0	8.
9.	Asset-backed securities and structured financial products.....	JJ23	0	9.
10.	Other debt securities.....	JJ24	0	10.
11.	Total (sum of items 7 through 10) (4).....	JJ25	0	11.

(1) Asset-size test is based on the total assets reported as of June 30, 2024.

(2) Include all loans and leases not reported as real estate loans, credit cards, or other consumer loans in items 1, 3, or 4.

(3) Item 6, column B, must equal Schedule HC, item 4.c.

(4) Item 11 must equal Schedule HI-B, Part II, item 7, column B.

Notes to the Income Statement - Predecessor Financial Items

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

	Dollar Amounts in Thousands	BHBC	Amount	
1. Total interest income.....	4107			1.
a. Interest income on loans and leases.....	4094			1.a.
b. Interest income on investment securities.....	4218			1.b.
2. Total interest expense.....	4073			2.
a. Interest expense on deposits.....	4421			2.a.
3. Net interest income.....	4074			3.
4. Provision for credit losses.....	JJ33			4.
5. Total noninterest income.....	4079			5.
a. Income from fiduciary activities.....	4070			5.a.
b. Trading revenue.....	A220			5.b.
c. Investment banking, advisory, brokerage, and underwriting fees and commissions.....	B490			5.c.
d. Venture capital revenue.....	B491			5.d.
e. Net securitization income.....	B493			5.e.
f. Insurance commissions and fees.....	B494			5.f.
6. Realized gains (losses) on held-to-maturity and available-for-sale securities (1).....	4091			6.
7. Total noninterest expense.....	4093			7.
a. Salaries and employee benefits.....	4135			7.a.
b. Goodwill impairment losses.....	C216			7.b.
8. Income (loss) before applicable income taxes and discontinued operations.....	4301			8.
9. Applicable income taxes.....	4302			9.
10. Noncontrolling (minority) interest.....	4484			10.
	BHCK			
11. Discontinued operations, net of applicable income taxes and noncontrolling (minority) interest.....	FT41			11.
	BHBC			
12. Net income (loss).....	4340			12.
13. Cash dividends declared.....	4475			13.
14. Net charge-offs.....	6061			14.
15. Net interest income (item 3 above) on a fully taxable equivalent basis.....	4519			15.

(1) Includes provisions governing the accounting for investments in equity securities, include realized and unrealized gains (losses) (and all other value changes) on equity securities and other equity investments not held for trading in item 6.

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	Amount
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)

	Dollar Amounts in Thousands	BHCK	Amount	
1. Not applicable.				
2. Initial allowances for credit losses recognized upon the acquisition of purchased credit-deteriorated assets (1).....		JJ27	0	2.
3. Not applicable.				

	TEXT	Dollar Amounts in Thousands	BHCK	Amount	
4.	5351				
			5351	0	4.
5.	5352				
			5352	0	5.
6.	5353				
			5353	0	6.
7.	5354				
			5354	0	7.
8.	5355				
			5355	0	8.
9.	B042				
			B042	0	9.
10.	B043				
			B043	0	10.
11.	B044				
			B044	0	11.
12.	B045				
			B045	0	12.

(1) Institutions should report initial allowances for credit losses recognized upon the acquisition of purchased credit-deteriorated assets after the adoption of FASB ASC Topic 326.

Notes to the Income Statement (Other)— Continued

		Dollar Amounts in Thousands	BHCK	Amount	
13.	TEXT				
	B046				
			B046	0	13.
14.	B047				
			B047	0	14.
15.	B048				
			B048	0	15.
16.	B049				
			B049	0	16.
17.	B050				
			B050	0	17.
18.	B051				
			B051	0	18.
19.	B052				
			B052	0	19.
20.	B053				
			B053	0	20.
21.	B054				
			B054	0	21.
22.	B055				
			B055	0	22.
23.	B056				
			B056	0	23.

Consolidated Financial Statements for Holding Companies

Report at the close of business

September 30, 2025

Date

Schedule HC—Consolidated Balance Sheet

Dollar Amounts in Thousands		BHCK	Amount	
Assets				
1. Cash and balances due from depository institutions:				
a. Noninterest-bearing balances and currency and coin (1).....	0081		1,715,629	1.a.
b. Interest-bearing balances: (2)				
(1) In U.S. offices.....	0395		10,838,465	1.b.(1)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs.....	0397		0	1.b.(2)
2. Securities:				
a. Held-to-maturity securities (from Schedule HC-B, column A) (3).....	JJ34		8,123,881	2.a.
b. Available-for-sale debt securities (from Schedule HC-B, column D).....	1773		35,418,615	2.b.
c. Equity securities with readily determinable fair values not held for trading (4).....	JA22		223,430	2.c.
3. Federal funds sold and securities purchased under agreements to resell:				
a. Federal funds sold in domestic offices.....	BHDM	B987	0	3.a.
b. Securities purchased under agreements to resell (5,6).....	BHCK	B989	0	3.b.
4. Loans and lease financing receivables:				
a. Loans and leases held for sale.....	5369		1,157,875	4.a.
b. Loans and leases held for investment.....	B528		141,167,034	4.b.
c. LESS: Allowance for credit losses on loans and leases.....	3123		1,971,530	4.c.
d. Loans and leases, held for investment, net of allowance (item 4.b minus 4.c).....	B529		139,195,504	4.d.
5. Trading assets (from Schedule HC-D).....	3545		940,510	5.
6. Premises and fixed assets (including right-of-use assets).....	2145		1,835,672	6.
7. Other real estate owned (from Schedule HC-M).....	2150		18,660	7.
8. Investments in unconsolidated subsidiaries and associated companies.....	2130		0	8.
9. Direct and indirect investments in real estate ventures.....	3656		2,831,970	9.
10. Intangible assets (from Schedule HC-M).....	2143		9,740,915	10.
11. Other assets (from Schedule HC-F) (6).....	2160		11,115,356	11.
12. Total assets (sum of items 1 through 11).....	2170		223,156,482	12.

(1) Includes cash items in process of collection and unposted debits.

(2) Includes time certificates of deposit not held for trading.

(3) Holding companies should report in item 2.a amounts net of any applicable allowance for credit losses, and item 2.a should equal Schedule HC-B, item 8, column A less Schedule HI-B, Part II, item 7, column B.

(4) Item 2.c is to be completed by all holding companies. See the instructions for this item and the Glossary entry for "Securities Activities" for further detail on accounting for investments in equity securities.

(5) Includes all securities resale agreements in domestic and foreign offices, regardless of maturity.

(6) Holding companies should report items 3.b and 11 amounts net of any applicable allowance for credit losses.

Schedule HC—Continued

	Dollar Amounts in Thousands	BHDM	Amount	
Liabilities				
13. Deposits:				
a. In domestic offices (from Schedule HC-E):				
(1) Noninterest-bearing (1).....	6631	40,078,721	13.a.(1)	
(2) Interest-bearing.....	6636	140,437,425	13.a.(2)	
b. In foreign offices, Edge and Agreement subsidiaries, and IBFs:	BHFN			
(1) Noninterest-bearing.....	6631		13.b.(1)	
(2) Interest-bearing.....	6636		13.b.(2)	
14. Federal funds purchased and securities sold under agreements to repurchase:	BHDM			
a. Federal funds purchased in domestic offices (2).....	B993	0	14.a.	
	BHCK			
b. Securities sold under agreements to repurchase (3).....	B995	0	14.b.	
15. Trading liabilities (from Schedule HC-D).....	3548	1,106,126	15.	
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule HC-M).....	3190	9,134,129	16.	
17. Not applicable				
18. Not applicable				
19. a. Subordinated notes and debentures (4).....	4062	1,573,209	19.a.	
b. Subordinated notes payable to unconsolidated trusts issuing trust preferred securities, and trust preferred securities issued by consolidated special purpose entities.....	C699	0	19.b.	
20. Other liabilities (from Schedule HC-G).....	2750	4,997,492	20.	
21. Total liabilities (sum of items 13 through 20).....	2948	197,327,102	21.	
22. Not applicable				
Equity Capital				
Holding Company Equity Capital				
23. Perpetual preferred stock and related surplus.....	3283	2,110,700	23.	
24. Common stock (par value).....	3230	6,521	24.	
25. Surplus (exclude all surplus related to preferred stock).....	3240	22,448,133	25.	
26. a. Retained earnings.....	3247	11,055,677	26.a.	
b. Accumulated other comprehensive income (5).....	B530	(2,265,849)	26.b.	
c. Other equity capital components (6).....	A130	(7,525,802)	26.c.	
27. a. Total holding company equity capital (sum of items 23 through 26.c).....	3210	25,829,380	27.a.	
b. Noncontrolling (minority) interests in consolidated subsidiaries.....	3000	0	27.b.	
28. Total equity capital (sum of items 27.a and 27.b).....	G105	25,829,380	28.	
29. Total liabilities and equity capital (sum of items 21 and 28).....	3300	223,156,482	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).....

0=NO

BHCK

1=YES

C884

M.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.

(1) Name of External Auditing Firm (TEXT C703)

(2) City (TEXT C708)

(3) State Abbrev. (TEXT C714)

(4) Zip Code (TEXT C715)

b.

CONF

(1) Name of Engagement Partner (TEXT C704)

CONF

(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

Dollar Amounts in Thousands									
Held-to-Maturity					Available-for-Sale				
(Column A)		(Column B)		(Column C)		(Column D)			
Amortized Cost		Fair Value		Amortized Cost		Fair Value			
BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount		
0211	0	0213	0	1286	4,563,003	1287	4,513,927		
HT50	0	HT51	0	HT52	0	HT53	0		
8496	0	8497	0	8498	1,182	8499	1,005		
Holding companies with less than \$5 billion in total assets should report item 4.a.(4) and should leave items 4.a.(1) through 4.a.(3) blank. ²									
4. Mortgage-backed securities (MBS)									
a. Residential pass-through securities:									
(1) Guaranteed by GNMA.....									
(2) Issued by FNMA and FHLMC.....									
(3) Other pass-through securities.....									
(4) Guaranteed by GNMA, issued by FNMA and FHLMC, and other pass-through securities.....									
KX52		KX53		KX54		KX55			
G312	349,450	G313	334,877	G314	9,024,260	G315	8,766,587		
G316	0	G317	0	G318	0	G319	0		
G320	0	G321	0	G322	0	G323	0		
K142	0	K143	0	K144	0	K145	0		
K146	0	K147	0	K148	0	K149	0		
c. Commercial MBS:									
(1) Commercial pass-through securities:									
(a) Issued or guaranteed by FNMA, FHLMC, or GNMA.....									
(b) Other pass-through securities.....									
(2) Other commercial MBS:									
(a) Issued or guaranteed by U.S. Government agencies or sponsored agencies (3).....									
K150	2,688,387	K151	2,293,333	K152	0	K153	0		
K154	0	K155	0	K156	268,602	K157	263,117		

(1) Includes Small Business Administration "Guaranteed Loan Pool Certificates," U.S. Maritime Administration obligations, Export-Import Bank participation certificates, and 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.

(2) Asset-size test is based on the total assets reported as of June 30, 2024.

(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 Association (NCUA). U.S. Government-sponsored agencies include, but are not limited to, such agencies as the Federal Home Loan Mortgage Corporation (FHLMC), and the Federal National Mortgage Association (FNMA).

Schedule HC-B—Continued

	Held-to-Maturity				Available-for-Sale				
	(Column A)		(Column B)		(Column C)		(Column D)		
	Amortized Cost		Fair Value		Amortized Cost		Fair Value		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands									
5. Asset-backed securities and structured financial products:									
a. Asset-backed Securities (ABS).....	C026	356,718	C988	356,638	C989	115	C027	112	5.a.
b. Structured financial products.....	HT58	0	HT59	0	HT60	2,653,748	HT61	2,610,916	5.b.
6. Other debt securities:									
a. Other domestic debt securities.....	1737	0	1738	0	1739	0	1741	0	6.a.
b. Other foreign debt securities.....	1742	0	1743	0	1744	0	1746	0	6.b.
7. Unallocated portfolio layer fair value hedge basis adjustments (1).....					MG95	36,853	BHCT		7.
8. Total (sum of 1 through 7) (2).....	1754	8,123,881	1771	7,294,991	1772	36,824,769	1773	35,418,615	8.

Memoranda

	Dollar Amounts in Thousands		
1. Pledged securities (3).....	BHCK	Amount	
	0416	3,606,765	M.1.
2. Remaining maturity or next repricing date of debt securities (4) (Schedule HC-B, items 1 through 6.b in columns A and D above):			
a. 1 year and less.....	0383	7,338,144	M.2.a.
b. Over 1 year to 5 years.....	0384	5,833,217	M.2.b.
c. Over 5 years.....	0387	30,371,135	M.2.c.
<i>Memorandum item 3 is to be completed semiannually in the June and December reports only.</i>			
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		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) This item is to be completed by institutions that have adopted ASU 2022-01, as applicable.

(2) The total reported in column A must equal Schedule HC, item 2.a, plus Schedule HI-B, Part II, item 7, column B. The total reported in column D must equal Schedule HC, item 2.b.

(3) Includes held-to-maturity securities at amortized cost, available-for-sale debt securities at fair value, and equity securities with readily determinable fair values not held for trading (reported in Schedule HC, item 2.c) at fair value.

(4) Report fixed-rate debt securities by remaining maturity and floating-rate 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	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands									
Memorandum item 5.a through 5.f are to be completed by holding companies with \$10 billion or more in total assets. ¹									
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	115	B845	112	M.5.b.
c. Automobile loans.....	B846	0	B847	0	B848	0	B849	0	M.5.c.
d. Other consumer loans.....	B850	356,718	B851	356,638	B852	0	B853	0	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	0	B861	0	M.5.f.
Memorandum items 6.a through 6.g are to be completed by holding companies with \$10 billion or more in total assets. ¹									
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, 5.b):									
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	89,638	G359	89,848	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	2,564,110	G375	2,521,068	M.6.g.

(1) The \$10 billion asset-size test is based on the total assets reported as of June 30, 2024.

Schedule HC-C—Loans and Lease Financing Receivables

Do not deduct the allowance for credit losses on loans and leases 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.

	(Column A) Consolidated		(Column B) In Domestic Offices	
	BHCK	Amount	BHDM	Amount
Dollar Amounts in Thousands				
1. Loans secured by real estate.....	1410	81,895,136		1.
a. Construction, land development, and other land loans:			BHCK	
(1) 1-4 family residential construction loans.....			F158	560,849
(2) Other construction loans and all land development and other land loans.....			F159	5,598,165
			BHDM	
			1420	0
b. Secured by farmland.....				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.....			1797	18,211,915
(2) Closed-end loans secured by 1-4 family residential properties:				
(a) Secured by first liens.....			5367	35,120,518
(b) Secured by junior liens.....			5368	92,420
d. Secured by multifamily (5 or more) residential properties.....			1460	7,836,519
e. Secured by nonfarm nonresidential properties:				
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....			BHCK	
(2) Loans secured by other nonfarm nonresidential properties.....			F160	4,114,570
			F161	10,360,180
			BHDM	
			1288	102,963
2. Loans to depository institutions and acceptances of other banks.....	1292	4,625		2.
a. To U.S. banks and other U.S. depository institutions.....	1296	98,338		2.a.
b. To foreign banks.....				2.b.
3. Loans to finance agricultural production and other loans to farmers.....	1590	0	1590	0
3. Loans to finance agricultural production and other loans to farmers.....				3.
<i>Holding companies with less than \$5 billion in total assets should report item 4.c and leave items 4.a and 4.b blank.¹</i>				
4. Commercial and industrial loans.....			1766	25,939,794
a. To U.S. addressees (domicile).....	1763	24,753,063		4.a.
b. To non-U.S. addressees (domicile).....	1764	1,186,731		4.b.
c. To U.S. addressees (domicile) and non-U.S. addressees (domicile).....	KX56			4.c.
5. Not applicable				
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....			1975	15,590,072
a. Credit cards.....	B538	1,862,722		6.a.
b. Other revolving credit plans.....	B539	934,552		6.b.
c. Automobile loans.....	K137	2,594,879		6.c.
d. Other consumer loans (includes single payment, installment, and all student loans).....	K207	10,197,919		6.d.
7. Loans to foreign governments and official institutions (including foreign central banks).....	2081	0	2081	0
8. Not applicable.				7.

(1) Asset-size test is based on the total assets reported as of June 30, 2024.

Schedule HC-C—Continued

Dollar Amounts in Thousands	(Column A) Consolidated		(Column B) In Domestic Offices		
	BHCK	Amount	BHDM	Amount	
<i>Holding companies with less than \$5 billion in total assets should report item 9.b.(3) and leave items 9.b.(1) and 9.b.(2) blank.²</i>					
9. Loans to nondepository financial institutions and other loans:					
a. Loans to nondepository financial institutions.....					
b. Other loans					
(1) Loans for purchasing or carrying securities (secured or unsecured).....					
(2) All other loans (exclude consumer loans).....					
(3) Loans for purchasing or carrying securities (secured or unsecured) and all other loans.....					
<i>Holding companies with less than \$5 billion in total assets should report item 10.c and should leave items 10.a and 10.b blank.¹</i>					
10. Lease financing receivables (net of unearned income).....					
a. Leases to individuals for household, family, and other personal expenditures (i.e., consumer leases).....					
b. All other leases.....					
c. Lease finance receivables.....					
11. LESS: Any unearned income on loans reflected in items 1-9 above.....					
12. Total loans and leases held for investment and held for sale (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).....					
	J454	17,343,753	J454	17,343,753	9.a.
	1545	0	1545	0	9.b.(1)
	J451	445,622	J451	445,622	9.b.(2)
	KX57		KX57		9.b.(3)
	F162	0			10.a.
	F163	1,007,569			10.b.
	KX58				10.c.
	2123	0	2123	0	11.
	2122	142,324,909	2122	142,324,909	12.

Memoranda

Dollar Amounts in Thousands		BHDM	Amount	
<i>Memoranda items 1.a.(1) through 1.f.(3)(c) are to be completed semiannually in June and December by holding companies with less than \$5 billion in total assets. These items are to be completed quarterly by holding companies with \$5 billion or more in total assets.¹</i>				
1. Loan modifications to borrowers experiencing financial difficulty 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	0	M.1.a.1.	
(2) All other construction loans and all land development and other land loans.....	K159	374,046	M.1.a.2.	
b. Loans secured by 1-4 family residential properties in domestic offices.....	F576	57,609	M.1.b.	
c. Secured by multifamily (5 or more) residential properties in domestic offices.....	K160	20,367	M.1.c.	
d. Secured by nonfarm nonresidential properties in domestic offices:				
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....	K161	54,343	M.1.d.1.	
(2) Loans secured by other nonfarm nonresidential properties.....	K162	311,362	M.1.d.2.	
		BHCK		
<i>Holding companies with less than \$5 billion in total assets should report Memorandum item 1.e.(3) (semiannually in June and December) and leave items 1.e.(1) and 1.e.(2) blank.¹</i>				
e. Commercial and industrial loans:				
(1) To U.S. addressees (domicile).....	K163	280,277	M.1.e.1.	
(2) To non-U.S. addressees (domicile).....	K164	0	M.1.e.2.	
(3) To U.S. addressees (domicile) and non-U.S. addressees (domicile).....	KX59		M.1.e.3.	

(1) Asset-size test is based on the total assets reported as of June 30, 2024.

Schedule HC-C—Continued

Dollar Amounts in Thousands		BHCK	Amount	
f. All other loans (include loans to individuals for household, family, and other personal expenditures).....		K165	65,064	M.1.f.
<i>Itemize and describe loan categories included in Memorandum item 1.f, above that exceed 10 percent of total loan modifications to borrowers experiencing financial difficulty that are in compliance with their modified terms (sum of Memorandum items 1.a through 1.f):</i>				
(1) Loans secured by farmland in domestic offices.....		BHDM		
		K166	0	M.1.f.1.
		BHCK		
(2) Loans to finance agricultural production and other loans to farmers.....		K168	0	M.1.f.2.
(3) Loans to individuals for household, family, and other personal expenditures:				
(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.
g. Total loan modifications to borrowers experiencing financial difficulty that are in compliance with their modified terms (sum of Memorandum items 1.a.(1) through 1.f).....		HK25	1,163,068	M.1.g.
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	2,307,507	M.2.
<i>To be completed by holding companies with \$5 billion or more in total assets.¹</i>				
3. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HC-C, item 1, column A).....		B837	24,431	M.3.
<i>Memorandum item 4 is to be completed by (1) holding companies with \$5 billion or more in total assets¹ 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	65,183	M.4.

(1) Asset-size test is based on the total assets reported as of June 30, 2024.

Schedule HC-C—Continued

Memoranda—Continued

	Dollar Amounts in Thousands	BHCK	Amount	
5. Not applicable.				
<i>Memorandum item 6.a, 6.b, and 6.c are to be completed semiannually in the June and December reports only.</i>				
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		M.6.a.
<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 the preceding December 31 report date, that exceeded the lesser of \$100 million or 5 percent of total loans and leases, held for investment and held for sale in domestic offices (as reported in Schedule HC-C, item 12, column B).</i>				
b. Total maximum remaining amount of negative amortization contractually permitted on closed-end loans secured by 1–4 family residential properties.....		F231		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		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	329,547	M.9.
10.–11. Not applicable.				

Schedule HC-C—Continued

Memoranda—Continued

Memorandum Continued

	(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	Amount	BHCK	Amount	BHCK	Amount	
<i>Memorandum items 12.a, 12.b, 12.c, and 12.d are to be completed semiannually in the June and December reports only. Holding companies with less than \$5 billion in total assets should report Memorandum item 12.e semiannually in June and December and should leave 12.a, 12.b, 12.c, and 12.d blank.¹</i>							
12. Loans (not considered purchased credit-deteriorated) 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		G092		G093		M.12.a.
b. Commercial and industrial loans.....	G094		G095		G096		M.12.b.
c. Loans to individuals for household, family, and other personal expenditures.....	G097		G098		G099		M.12.c.
d. All other loans and all leases.....	G100		G101		G102		M.12.d.
e. Loans and leases.....	KX60		KX61		KX62		M.12.e.

		Dollar Amounts in Thousands		BHCK	Amount	
13. Not applicable.						
14. Pledged loans and leases.....				G378	66,246,764	M.14.
<i>Memorandum item 15 is to be completed by all holding companies.</i>						
15. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit in domestic offices that have converted to non-revolving closed-end status (included in item 1.c.(1) above).....				LE75	1,087,385	M.15.

(1) Asset-size test is based on the total assets reported as of June 30, 2024.

Schedule HC-D—Trading Assets and Liabilities

Schedule HC-D is to be completed by holding companies with \$5 billion or more in total assets¹ that reported total trading assets of \$10 million or more in any of the four preceding calendar quarters.

		Dollar Amounts in Thousands		BHCM	Amount	
Assets						
1. U.S. Treasury securities.....		3531	29,902			1.
2. U.S. government agency obligations (exclude mortgage-backed securities).....		3532	0			2.
3. Securities issued by states and political subdivisions in the U.S.....		3533	0			3.
4. Mortgage-backed securities (MBS):		BHCK				
a. Residential pass-through securities issued or guaranteed by FNMA,FHLMC, or GNMA.....		G379	0			4.a.
b. Other residential mortgage-backed securities issued or guaranteed by U.S. Government agencies or sponsored agencies (2) (include CMOs, REMICs, and stripped MBS).....		G380	0			4.b.
c. All other residential mortgage-backed securities.....		G381	0			4.c.
d. Commercial MBS issued or guaranteed by U.S. Government agencies or sponsored agencies (2).....		K197	0			4.d.
e. All other commercial MBS.....		K198	0			4.e.
5. Other debt securities						
a. Structured financial products.....		HT62	0			5.a.
b. All other debt securities.....		G386	43,205			5.b.
6. Loans:						
a. Loans secured by real estate:						
(1) Loans secured by 1-4 family residential properties.....		HT63	0			6.a.(1)
(2) All other loans secured by real estate.....		HT64	0			6.a.(2)
b. Commercial and industrial loans.....		F614	173,256			6.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....		HT65	0			6.c.
d. Other loans.....		F618	2,301			6.d.
7.–8. Not applicable						
9. Other trading assets.....		3541	800			9.
10. Not applicable						
11. Derivatives with a positive fair value.....		3543	691,046			11.
12. Total trading assets (sum of items 1 through 11) (must equal Schedule HC, item 5).....		BHCT				
		3545	940,510			12.
Liabilities						
13. a. Liability for short positions:		BHCK				
(1) Equity securities.....		G209	203,406			13.a.(1)
(2) Debt securities.....		G210	9,574			13.a.(2)
(3) All other assets.....		G211	162,468			13.a.(3)
b. All other trading liabilities.....		F624	12			13.b.
14. Derivatives with a negative fair value.....		3547	730,666			14.
15. Total trading liabilities (sum of items 13.a through 14) (must equal Schedule HC, item 15).....		BHCT				
		3548	1,106,126			15.

(1) Asset-size test is based on the total assets reported as of June 30, 2024.

(2) 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 Association (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**Memoranda**

	Dollar Amounts in Thousands	BHCK	Amount	
1. Unpaid principal balance of loans measured at fair value (reported in Schedule HC-D, items 6.a.(1) through 6.d)				
a. Loans secured by real estate:				
(1) Loans secured by 1-4 family residential properties.....	HT66	0		M.1.a.(1)
(2) All other loans secured by real estate.....	HT67	0		M.1.a.(2)
b. Commercial and industrial loans.....	F632	183,692		M.1.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....	HT68	0		M.1.c.
d. Other loans.....	F636	2,269		M.1.d.
<i>Memorandum items 2 through 10 are to be completed by holding companies with \$10 billion or more in total trading assets.¹</i>				
2. Loans measured at fair value that are past due 90 days or more:				
a. Fair value.....	F639			M.2.a.
b. Unpaid principal balance.....	F640			M.2.b.
3. Structured financial products by underlying collateral or reference assets (sum of Memorandum items 3.a through 3.g must equal Schedule HC-D, item 5.a):				
a. Trust preferred securities issued by financial institutions.....	G299			M.3.a.
b. Trust preferred securities issued by real estate investment trusts.....	G332			M.3.b.
c. Corporate and similar loans.....	G333			M.3.c.
d. 1-4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs).....	G334			M.3.d.
e. 1-4 family residential MBS not issued or guaranteed by GSEs.....	G335			M.3.e.
f. Diversified (mixed) pools of structured financial products.....	G651			M.3.f.
g. Other collateral or reference assets.....	G652			M.3.g.
4. Pledged trading assets:				
a. Pledged securities.....	G387			M.4.a.
b. Pledged loans.....	G388			M.4.b.
5. Asset-backed securities:				
a. Credit card receivables.....	F643			M.5.a.
b. Home equity lines.....	F644			M.5.b.
c. Automobile loans.....	F645			M.5.c.
d. Other consumer loans.....	F646			M.5.d.
e. Commercial and industrial loans.....	F647			M.5.e.
f. Other.....	F648			M.5.f.
6. Not applicable				
7. Equity securities:				
a. Readily determinable fair values.....	F652			M.7.a.
b. Other.....	F653			M.7.b.
8. Loans pending securitization.....	F654			M.8.

(1) The \$10 billion trading asset-size test is based on total trading assets reported as of June 30, 2024.

Schedule HC-D—Continued**Memoranda—Continued**

		Dollar Amounts in Thousands	BHCK	Amount	
9.	a. (1) Gross fair value of commodity contracts.....		G212		M.9.a.(1)
	(2) Gross fair value of physical commodities held in inventory.....		G213		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% of item 9 less Memoranda items 9.a.(1) and 9.a.(2)): ²				
	(1) BHTX F655		F655		M.9.b.(1)
	(2) BHTX F656		F656		M.9.b.(2)
	(3) BHTX F657		F657		M.9.b.(3)
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% of the item)				
	a. BHTX F658		F658		M.10.a.
	b. BHTX F659		F659		M.10.b.
	c. BHTX F660		F660		M.10.c.

(2) Exclude equity securities.

Schedule HC-E—Deposit Liabilities¹

		Dollar Amounts in Thousands	BHCB	Amount	
1.	Deposits held in domestic offices of commercial bank subsidiaries of the reporting holding company:				
	a. Noninterest-bearing balances (2).....		2210	40,078,721	1.a.
	b. Interest-bearing demand deposits, NOW, ATS, and other transaction accounts.....		3187	45,037,047	1.b.
	c. Money market deposit accounts and other savings accounts.....		2389	74,539,594	1.c.
	d. Time deposits of \$250,000 or less.....		HK29	14,476,931	1.d.
	e. Time deposits of more than \$250,000.....		J474	6,383,853	1.e.
2.	Deposits held in domestic offices of other depository institutions that are subsidiaries of the reporting holding company:		BHOD		
	a. Noninterest-bearing balances (2).....		3189	0	2.a.
	b. Interest-bearing demand deposits, NOW, ATS, and other transaction accounts.....		3187	0	2.b.
	c. Money market deposit accounts and other savings accounts.....		2389	0	2.c.
	d. Time deposits of \$250,000 or less.....		HK29	0	2.d.
	e. Time deposits of more than \$250,000.....		J474	0	2.e.

Memoranda

		Dollar Amounts in Thousands	BHDM	Amount	
1.	Brokered deposits \$250,000 or less with a remaining maturity of one year or less.....		HK06	5,480,908	M.1.
2.	Brokered deposits \$250,000 or less with a remaining maturity of more than one year.....		HK31	0	M.2.
3.	Time deposits of more than \$250,000 with a remaining maturity of one year or less.....		HK32	6,347,945	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 Assets¹

Dollar Amounts in Thousands		BHCK	Amount	
1. Accrued interest receivable (2).....		B556	996,333	1.
2. Net deferred tax assets (3).....		2148	1,203,959	2.
3. Interest-only strips receivable (not in the form of a security) (4).....		HT80	0	3.
4. Equity investments without readily determinable fair values (5).....		1752	755,274	4.
5. Life insurance assets:				
a. General account life insurance assets.....		K201	1,724,151	5.a.
b. Separate account life insurance assets.....		K202	259,778	5.b.
c. Hybrid account life insurance assets.....		K270	1,437,800	5.c.
6. Other.....		2168	4,738,061	6.
		BHCT		
7. Total (sum of items 1 through 6) (must equal Schedule HC, item 11).....		2160	11,115,356	7.

(1) Holding companies should report asset amounts in Schedule HC-F net of any applicable allowance for credit losses.

(2) Include accrued interest receivable on loans, leases, debt securities, and other interest-bearing assets. Exclude accrued interest receivables on interest-bearing assets that are reported elsewhere on the balance sheet.

(3) See discussion of deferred income taxes in Glossary entry on "income taxes."

(4) 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.

(5) Include Federal Reserve stock, Federal Home Loan Bank stock, and bankers' bank stock.

Schedule HC-G—Other Liabilities

Dollar Amounts in Thousands		BHCK	Amount	
1. Not applicable				
2. Net deferred tax liabilities (1).....		3049	0	2.
3. Allowance for credit losses on off-balance-sheet credit exposures.....		B557	229,050	3.
4. Other.....		B984	4,768,442	4.
		BHCT		
5. Total (sum of items 2 through 4) (must equal Schedule HC, item 20).....		2750	4,997,492	5.

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

Schedule HC-H—Interest Sensitivity¹

Dollar Amounts in Thousands		BHCK	Amount	
1. Earning assets that are repriceable within one year or mature within one year.....		3197	96,584,167	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	20,550,257	2.
3. Long-term debt that reprices within one year included in items 16 and 19.a on Schedule HC, Balance Sheet.....		3298	13,863	3.
4. Variable-rate preferred stock (includes both limited-life and perpetual preferred stock).....		3408	593,000	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	336,279	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	Amount	
Assets				
1. Reinsurance recoverables.....		B988	0	1.
2. Total assets.....		C244	0	2.
Liabilities				
3. Claims and claims adjustment expense reserves.....		B990	0	3.
4. Unearned premiums.....		B991	0	4.
5. Total equity.....		C245	0	5.
6. Net income.....		C246	0	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	Amount	
Assets				
1. Reinsurance recoverables.....		C247	0	1.
2. Separate account assets.....		B992	0	2.
3. Total assets.....		C248	0	3.
Liabilities				
4. Policyholder benefits and contractholder funds.....		B994	0	4.
5. Separate account liabilities.....		B996	0	5.
6. Total equity.....		C249	0	6.
7. Net income.....		C250	0	7.

Schedule HC-K—Quarterly Averages

Dollar Amounts in Thousands		BHCK	Amount	
Assets				
1. Securities:				
a. U.S. Treasury securities and U.S. government agency obligations (excluding mortgage-backed securities) (1).....	B558	4,521,588	1.a.	
b. Mortgage-backed securities (1).....	B559	37,053,877	1.b.	
c. All other debt securities (1) and equity securities with readily determinable fair values not held for trading (2).....	B560	3,208,370	1.c.	
2. Federal funds sold and securities purchased under agreements to resell.....	3365	0	2.	
	BHDM			
3. a. Total loans and leases in domestic offices.....	3516	141,975,120	3.a.	
(1) Loans secured by 1–4 family residential properties.....	3465	52,965,268	3.a.(1)	
(2) All other loans secured by real estate.....	3466	28,710,430	3.a.(2)	
(3) Loans to finance agricultural production and other loans to farmers.....	3386	0	3.a.(3)	
(4) Commercial and industrial loans.....	3387	26,516,199	3.a.(4)	
(5) Loans to individuals for household, family, and other personal expenditures:				
(a) Credit cards.....	B561	1,864,283	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	14,046,626	3.a.(5)(b)	
	BHFN			
b. Total loans and leases in foreign offices, Edge and agreement subsidiaries, and IBFs.....	3360	0	3.b.	
<i>Item 4(a) is to be completed by holding companies with \$5 billion or more in total assets and total trading assets of \$10 million or more in any of the four preceding calendar quarters.³</i>				
	BHCK			
4. a. Trading assets.....	3401	821,864	4.a.	
b. Other earning assets.....	B985	9,515,759	4.b.	
5. Total consolidated assets (4).....	3368	221,180,220	5.	
Liabilities				
6. Interest-bearing deposits (domestic) (5).....	3517	136,804,825	6.	
7. Interest-bearing deposits (foreign) (5).....	3404	0	7.	
8. Federal funds purchased and securities sold under agreements to repurchase.....	3353	258,238	8.	
9. All other borrowed money.....	2635	10,412,692	9.	
10. Not applicable				
Equity Capital				
11. Total equity capital (excludes limited-life preferred stock).....	3519	25,541,270	11.	

(1) Quarterly averages for all debt securities should be based on amortized cost.

(2) Quarterly averages for equity securities with readily determinable fair values should be based on fair value.

(3) Asset-size test is based on the total assets reported as of June 30, 2024.

(4) The quarterly average for total assets should reflect securities not held for trading as follows:

a) Debt securities at amortized cost.

b) Equity securities with readily determinable fair values should be reported at fair value.

c) Equity investments without readily determinable fair values should be reported at their balance sheet carrying values (i.e., fair value or, if elected, cost minus impairment, if any, plus or minus changes resulting from observable price changes).

(5) 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	Amount	
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	29,298,406	1.a.
<i>Items 1.b.(1) and 1.b.(2) are to be completed by holding companies with \$5 billion or more in total assets¹ semiannually in the June and December reports only.</i>				
b. (1) Unused consumer credit card lines.....		J455		1.b.(1)
(2) Other unused credit card lines.....		J456		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	3,054,515	1.c.(1)
(a) 1-4 family residential construction loan commitments.....	F164	415,307		1.c.(1)(a)
(b) Commercial real estate, other construction loan, and land development loan commitments.....	F165	2,639,208		1.c.(1)(b)
(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate.....		6550	209,482	1.c.(2)
<i>Item 1(d) is to be completed by holding companies with \$5 billion or more in total assets.¹</i>				
d. Securities underwriting		3817	0	1.d.
e. Other unused commitments:				
(1) Commercial and industrial loans		J457	35,041,220	1.e.(1)
(2) Loans to financial institutions.....		J458	18,025,071	1.e.(2)
(3) All other unused commitments.....		J459	3,069,175	1.e.(3)
2. Financial standby letters of credit and foreign office guarantees.....		6566	2,270,034	2.
<i>Item 2.a is to be completed by holding companies with \$5 billion or more in total assets.¹</i>				
a. Amount of financial standby letters of credit conveyed to others		3820	567,596	2.a.
3. Performance standby letters of credit and foreign office guarantees		6570	159,784	3.
<i>Item 3.a is to be completed by holding companies with \$5 billion or more in total assets.¹</i>				
a. Amount of performance standby letters of credit conveyed to others		3822	33,576	3.a.
4. Commercial and similar letters of credit		3411	72,619	4.
5. Not applicable				
6. Securities:				
a. Securities lent.....		3433	0	6.a.
b. Securities borrowed.....		3432	0	6.b.

Items 7.a through 7.d.(2)(b) are to be completed by holding companies with \$5 billion or more in total assets.¹

(Column A) Sold Protection		(Column B) Purchased Protection		
BHCK	Amount	BHCK	Amount	
C968	0	C969	0	7.a.(1)
C970	0	C971	0	7.a.(2)
C972	0	C973	0	7.a.(3)
C974	2,407,611	C975	0	7.a.(4)
b. Gross fair values:				
(1) Gross positive fair value		C219	0	7.b.(1)
(2) Gross negative fair value.....		C220	28,799	7.b.(2)

(1) Asset-size test is based on the total assets reported as of June 30, 2024.

Schedule HC-L—Continued

Report only transactions with nonrelated institutions

Dollar Amounts in Thousands		BHCK	Amount	
7. c. Notional amounts by regulatory capital treatment: (1)				
(1) Positions covered under the Market Risk Rule:				
(a) Sold protection.....	G401		0	7.c.(1)(a)
(b) Purchased protection.....	G402		0	7.c.(1)(b)
(2) All other positions:				
(a) Sold protection.....	G403		2,407,611	7.c.(2)(a)
(b) Purchased protection that is recognized as a guarantee for regulatory capital purposes.....	G404		0	7.c.(2)(b)
(c) Purchased protection that is not recognized as a guarantee for regulatory capital purposes.....	G405		0	7.c.(2)(c)

Dollar Amounts in Thousands		Remaining Maturity of:						
		(Column A) One Year or Less		(Column B) Over One Year Through Five Years		(Column C) Over Five Years		
		BHCK	Amount	BHCK	Amount	BHCK	Amount	
d. Notional amounts by remaining maturity:								
(1) Sold credit protection: (2)								
(a) Investment grade.....		G406	507,320	G407	1,863,263	G408	26,040	7.d.(1)(a)
(b) Subinvestment grade.....		G409	0	G410	5,400	G411	5,588	7.d.(1)(b)
(2) Purchased credit protection: (3)								
(a) Investment grade.....		G412	0	G413	0	G414	0	7.d.(2)(a)
(b) Subinvestment grade.....		G415	0	G416	0	G417	0	7.d.(2)(b)

Item 8 is to be completed by holding companies with foreign offices and by holding companies with domestic offices only and \$100 billion or more in total consolidated assets. (4)

		BHCK	Amount	
8.	Spot foreign exchange contracts.....	8765	139,017	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% 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% of Schedule HC, item 27.a).....	3430	4,861,146	9.
a.	Commitments to purchase when-issued securities.....	3434	0	9.a.
b.	Commitments to sell when-issued securities.....	3435	0	9.b.
c.	6561 TEXT Standby letters of credit issued by another party e.g., a Federal Home Loan Bank on the banks behalf	6561	4,861,146	9.c.
d.	6562 TEXT	6562	0	9.d.
e.	6568 TEXT	6568	0	9.e.
f.	6586 TEXT	6586	0	9.f.
10. Not applicable				

(1) Sum of items 7.c.(1)(a) and 7.c.(2)(a), must equal sum of items 7.a.(1) through (4), column A.

Sum of items 7.c.(1)(b), 7.c.(2)(b), and 7.c.(2)(c) must equal sum of items 7.a.(1) through (4), column B.

(2) Sum of items 7.d.(1)(a) and (b), columns A through C, must equal sum of items 7.a.(1) through (4), column A.

(3) Sum of items 7.d.(2)(a) and (b), columns A through C, must equal sum of items 7.a.(1) through (4), column B.

(4) The \$100 billion asset-size test is based on the total assets reported as of June 30, 2024.

Schedule HC-L—Continued

Dollar Amounts in Thousands		(Column A) Interest Rate Contracts	(Column B) Foreign Exchange Contracts	(Column C) Equity Derivative Contracts	(Column D) Commodity and Other Contracts
Derivatives Position Indicators		Amount	Amount	Amount	Amount
<i>Items 11.a through 14.b.(2) are to be completed by holding companies with \$5 billion or more in total assets.¹</i>					
11. Gross amounts (e.g., notional amounts) (for each column, sum of items 11.a through 11.e must equal sum of items 12 and 13):					
a. Futures contracts.....		BHCK 8693 1,924,200	BHCK 8694 0	BHCK 8695 0	BHCK 8696 0
b. Forward contracts.....		BHCK 8697 6,023,745	BHCK 8698 5,872,361	BHCK 8699 188,329	BHCK 8700 0
c. Exchange-traded option contracts:					
(1) Written options.....		BHCK 8701 0	BHCK 8702 0	BHCK 8703 0	BHCK 8704 0
(2) Purchased options.....		BHCK 8705 0	BHCK 8706 0	BHCK 8707 0	BHCK 8708 0
d. Over-the-counter option contracts:					
(1) Written options.....		BHCK 8709 7,440,048	BHCK 8710 1,557,886	BHCK 8711 0	BHCK 8712 79,329
(2) Purchased options.....		BHCK 8713 24,313,923	BHCK 8714 1,557,886	BHCK 8715 0	BHCK 8716 32,127
e. Swaps.....		BHCK 3450 222,313,730	BHCK 3826 33,062,294	BHCK 8719 0	BHCK 8720 1,144,091
12. Total gross notional amount of derivative contracts held for trading.....		BHCK A126 170,975,581	BHCK A127 42,050,427	BHCK 8723 188,329	BHCK 8724 1,213,096
13. Total gross notional amount of derivative contracts held for purposes other than trading.....		BHCK 8725 91,040,065	BHCK 8726 0	BHCK 8727 0	BHCK 8728 42,451
14. Gross fair values of derivative contracts:					
a. Contracts held for trading:					
(1) Gross positive fair value.....		BHCK 8733 181,717	BHCK 8734 563,048	BHCK 8735 15,077	BHCK 8736 437,844
(2) Gross negative fair value.....		BHCK 8737 483,102	BHCK 8738 398,514	BHCK 8739 0	BHCK 8740 381,597
b. Contracts held for purposes other than trading:					
(1) Gross positive fair value.....		BHCK 8741 324,760	BHCK 8742 0	BHCK 8743 0	BHCK 8744 0
(2) Gross negative fair value.....		BHCK 8745 19,399	BHCK 8746 0	BHCK 8747 0	BHCK 8748 3,000

(1) Asset-size test is based on the total assets reported as of June 30, 2024.

Schedule HC-L—Continued

	(Column A) Banks and Securities Firms		(Column B) Not applicable	(Column C) Hedge Funds		(Column D) Sovereign Governments		(Column E) Corporations and All Other Counterparties	
Dollar Amounts in Thousands	BHCK	Amount		BHCK	Amount	BHCK	Amount	BHCK	Amount
<i>Item 15 is to be completed only by holding companies with total assets of \$10 billion or more.¹</i>									
15. Over-the counter derivatives:									
a. Net current credit exposure.....	G418	388,707		G420	0	G421	0	G422	754,673
b. Fair value of collateral:									
(1) Cash - U.S. dollar.....	G423	412,220		G425	0	G426	0	G427	32,812
(2) Cash - Other currencies.....	G428	0		G430	0	G431	0	G432	0
(3) U.S. Treasury securities.....	G433	0		G435	0	G436	0	G437	0
(4) U.S. government agency and U.S. government-sponsored agency debt securities.....	G438	0		G440	0	G441	0	G442	0
(5) Corporate bonds.....	G443	0		G445	0	G446	0	G447	0
(6) Equity securities.....	G448	0		G450	0	G451	0	G452	0
(7) All other collateral.....	G453	0		G455	0	G456	0	G457	0
(8) Total fair value of collateral (sum of items 15.b.(1) through (7)).....	G458	412,220		G460	0	G461	0	G462	32,812

(1) The \$10 billion asset-size test is based on the total assets reported as of June 30, 2024.

Schedule HC-M—Memoranda

FR Y-9C
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Dollar Amounts in Thousands		BHCK	Amount	
1. Total number of holding company common shares outstanding.....	NUMBER (UNROUNDED) 3459 431,453,142			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	764,948		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	4,966,107		3.
4. Other assets acquired in satisfaction of debts previously contracted	6557	1,391		4.
5. Securities purchased under agreements to resell offset against securities sold under agreements to repurchase on Schedule HC.....	A288	0		5.
<i>Item 6 is only completed by holding companies with \$5 billion or more in assets.¹</i>				
6. Portion of covered other real estate owned included in Schedule HC, item 7 that is protected by FDIC loss-sharing agreements.....	K192	0		6.
<i>Items 7.a and 7.b are to be completed annually in the December report only.</i>				
7. Captive insurance and reinsurance subsidiaries:				
a. Total assets of captive insurance subsidiaries (2).....	K193			7.a.
b. Total assets of captive reinsurance subsidiaries (2).....	K194			7.b.
8. Has the holding company entered into a business combination during the calendar year that was accounted for by the purchase method of accounting? (Enter "1" for Yes; enter "0" for No.).....	0=NO BHCK 1=YES C251	0		8.
9. Has the holding company restated its financial statements during the last quarter as a result of new or revised Statements of Financial Accounting Standards? (Enter "1" for Yes; enter "0" for No.)	0=NO BHCK 1=YES 6689	0		9.
10. Not applicable.				
11. Have all changes in investments and activities been reported to the Federal Reserve on the Report of Changes in Organizational Structure (FR Y-10)? Holding companies must not leave blank or enter "N/A." The holding company must enter "1" for Yes or for no changes to report; or enter "0" for No. If the answer to this question is No, complete the FR Y-10	0=NO BHCK 1=YES 6416	1		11.
TEXT 6428	CONF			
Name of Holding Company Official Verifying FR Y-10 Reporting (Please Type or Print)		CONF Area Code and Phone Number (TEXT 9009)		
12. Intangible assets:				
a. Mortgage servicing assets.....	3164	1,429,511		12.a.
(1) Estimated fair value of mortgage servicing assets.....	6438	1,429,511		12.a.(1)
b. Goodwill.....	3163	8,186,649		12.b.
c. All other intangible assets	JF76	124,755		12.c.
	BHCT			
d. Total (sum of items 12.a, 12.b, and 12.c) (must equal Schedule HC, item 10).....	2143	9,740,915		12.d.
13. Other real estate owned	2150	18,660		13.
14. Other borrowed money:				
a. Commercial paper.....	2309	0		14.a.
b. Other borrowed money with a remaining maturity of one year or less	2332	764,948		14.b.
c. Other borrowed money with a remaining maturity of more than one year	2333	8,369,181		14.c.
	BHCT			
d. Total (sum of items 14.a, 14.b, and 14.c) (must equal Schedule HC, item 16)	3190	9,134,129		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.

(1) Asset-size test is based on the total assets reported as of June 30, 2024.

(2) 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

16. Assets under management in proprietary mutual funds and annuities.....

BHCK	Amount
B570	0

 16.

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

 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

 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	BHCK
1=YES	C701

 19.b.

Dollar Amounts in Thousands		BHCK	Amount	
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.				
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	129,638		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	3,811		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	210,027		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	210,027		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	0		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.citizensbank.com>

22.

Dollar Amounts in Thousands		BHCK	Amount	
<i>Memoranda items 23 and 24 are to be completed by all holding companies.</i>				
23. Secured liabilities:				
a. Amount of "Federal funds purchased in domestic offices" that are secured				
(included in Schedule HC, item 14.a).....				
	F064		0	23.a.
b. Amount of "Other borrowings" that are secured				
(included in Schedule HC-M, item 14.d).....				
	F065		2,307,950	23.b.
24. Issuances associated with the U.S. Department of Treasury Capital Purchase Program:				
a. Senior perpetual preferred stock or similar items				
	G234		0	24.a.
b. Warrants to purchase common stock or similar items				
	G235		0	24.b.

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

Amounts reported by loan and lease category in Schedule HC-N, items 1 through 8, include guaranteed and unguaranteed portions of past due and nonaccrual loans and leases. Report in items 11 and 12 below certain guaranteed loans and leases that have already been included in the amounts reported in items 1 through 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		
Dollar Amounts in Thousands	BHCK	Amount	BHCK	Amount	BHCK	Amount	
1. Loans secured by real estate:							
a. Construction, land development, and other land loans in domestic offices:							
(1) 1–4 family residential construction loans.....	F172	1,503	F174	0	F176	2,856	1.a.(1)
(2) Other construction loans and all land development and other land loans.....	F173	4,373	F175	0	F177	32,389	1.a.(2)
b. Secured by farmland in domestic offices.....	3493	0	3494	0	3495	0	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	109,007	5399	0	5400	289,744	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties:							
(a) Secured by first liens.....	C236	123,351	C237	378,657	C229	189,680	1.c.(2)(a)
(b) Secured by junior liens.....	C238	387	C239	0	C230	3,213	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices.....	3499	21,089	3500	6,493	3501	164,505	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:							
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....	F178	5,485	F180	1,789	F182	20,959	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties.....	F179	136,250	F181	952	F183	502,175	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	0	3.
4. Commercial and industrial loans.....	1606	23,318	1607	37,230	1608	184,163	4.
5. Loans to individuals for household, family, and other personal expenditures:							
a. Credit cards.....	B575	27,676	B576	0	B577	22,254	5.a.
b. Automobile loans.....	K213	78,711	K214	0	K215	29,528	5.b.
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....	K216	78,004	K217	2,138	K218	46,776	5.c.
6. Loans to foreign governments and official institutions.....	5389	0	5390	0	5391	0	6.
7. All other loans.....	5459	38,366	5460	0	5461	17,243	7.

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	Amount	BHCK	Amount	BHCK	Amount
<i>Holding companies with less than \$5 billion in total assets are to report item 8.c. columns A, B, and C and should leave items 8.a and 8.b columns A, B, and C blank.¹</i>						
8. Lease financing receivables:						
a. Leases to individuals for household family and other personal expenditures.....	F166	0	F167	0	F168	0
b. All other leases.....	F169	224	F170	0	F171	18,048
c. Lease finance receivables	KX63		KX64		KX65	
9. Total loans and leases (sum of items 1 through 8.b) (2).....	1406	647,744	1407	427,259	1403	1,523,533
10. Debt securities and other assets (exclude other real estate owned and other repossessed assets).....	3505	91	3506	2,634	3507	0
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	69,788	K037	383,680	K038	15,563
a. Guaranteed portion of loans and leases (exclude rebooked “GNMA loans”) included in item 11 above.....	K039	5,141	K040	6,434	K041	10,403
b. Rebooked “GNMA loans” that have been been repurchased or are eligible for repurchase included in item 11 above.....	K042	64,252	K043	377,111	K044	2,399
12. Portion of covered loans and leases reported in item 9 above that are protected by loss-sharing agreements with the FDIC.....	K102	0	K103	0	K104	0

Memoranda

	Dollar Amounts in Thousands					
	BHDM	Amount	BHDM	Amount	BHDM	Amount
<i>Memoranda items 1.a.(1) through 1.d.(2) and 1.e.(3) through 1.f.(3)(c) are to be completed semi-annually in June and December by holding companies with less than \$5 billion in total assets.¹</i>						
1. Loan modifications to borrowers experiencing financial difficulty 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	0	K106	0	K107	0
(2) Other construction loans and all land development and other land loans.....	K108	0	K109	0	K110	0

(1) Asset-size test is based on the total assets reported as of June 30, 2024.

(2) For holding companies with less than \$5 billion in total assets, Total loans and leases (sum of items 1 through 7 plus 8.c).

Schedule HC-N—Continued**Memoranda—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	Amount	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands								
1. b. Loans secured by 1-4 family residential properties in domestic offices.....		F661	13,492	F662	15,616	F663	41,114	M.1.b.
c. Secured by multifamily (5 or more) residential properties in domestic offices.....		BHDM		BHDM		BHDM		
		K111	1,892	K112	3,592	K113	4,145	M.1.c.
d. Secured by nonfarm nonresidential properties in domestic offices:								
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....		K114	1,058	K115	0	K116	8,059	M.1.d.1.
(2) Loans secured by other nonfarm nonresidential properties.....		K117	83,362	K118	0	K119	288,980	M.1.d.2.
Holding companies with less than \$5 billion in total assets are to report Memoranda item 1.e.(3) columns A, B, and C and should leave Memoranda items 1.e.(1) and 1.e.(2) columns A, B, and C blank. ¹								
e. Commercial and industrial loans:								
(1) To U.S. addressees (domicile).....		K120	142	K121	34,584	K122	52,928	M.1.e.1.
(2) To non-U.S. addressees (domicile).....		K123	0	K124	0	K125	0	M.1.e.2.
(3) To U.S. addressees (domicile) and non-U.S. addressees (domicile).....		KX66		KX67		KX68		M.1.e.3.
f. All other loans (include loans to individuals for household, family, and other personal expenditures).....		K126	2,419	K127	0	K128	5,502	M.1.f.
Itemize and describe loan categories included in item 1.f, above that exceed 10 percent of total loan modifications to borrowers experiencing financial difficulty 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):								
(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.....		BHCK		BHCK		BHCK		
		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.

(1) Asset-size test is based on the total assets reported as of June 30, 2024.

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	Amount	BHCK	Amount	BHCK	Amount
Dollar Amounts in Thousands						
1. g. Total loan modifications to borrowers experiencing financial difficulty included in Schedule HC-N, items 1 through 7, above (sum of Memorandum items 1.a.(1) through item 1.f) (1).....						
	HK26	102,365	HK27	53,792	HK28	400,728
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HC-N, items 4 and 7 above.....						
	6558	0	6559	0	6560	12,559
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	193	1912	0	1913	190
4. Not applicable.						
5. Loans and leases held-for-sale (included in Schedule HC-N, items 1 through 8 above).....						
	C240	2,096	C241	0	C226	5,387

M.1.g.

M.2.

M.3.

M.5.

	(Column A) Past due 30 through 89 days		(Column B) Past due 90 days or more	
	BHCK	Amount	BHCK	Amount
Dollar Amounts in Thousands				
<i>Item 6 is to be reported only by holding companies with total consolidated assets² of \$5 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).</i>				
6. Derivative contracts: Fair value of amounts carried as assets.....				
	3529	0	3530	0

M.6.

	Dollar Amounts in Thousands	
	BHCK	Amount
<i>Memorandum items 7 and 8 are to be completed semiannually in the June and December reports only.</i>		
7. Additions to nonaccrual assets during the previous six months.....	C410	
8. Nonaccrual assets sold during the previous six months.....	C411	
9. Not applicable.		

M.7.

M.8.

(1) Exclude amounts reported in Memorandum items 1.f.(1) through 1.f.(3) when calculating the total in Memorandum item 1.g.

(2) Asset-size test is based on the total assets reported as of June 30, 2024.

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

Schedule HC-P is to be completed by holding companies with \$5 billion or more in total assets¹ at which either 1–4 family residential mortgage loan originations and purchases for resale² from all sources, loan sales, or quarter-end loans held for sale or trading in domestic offices that exceed \$10 million for two consecutive quarters.

Dollar Amounts in Thousands		BHCK	Amount	
1. Retail originations during the quarter of 1-4 family residential mortgage loans for sale (2).....		HT81	541,713	1.
2. Wholesale originations and purchases during the quarter of 1-4 family residential mortgage loans for sale (2).....		HT82	1,836,710	2.
3. 1-4 family residential mortgages sold during the quarter.....		FT04	2,469,922	3.
4. 1-4 family residential mortgages held for sale or trading at quarter-end (included in Schedule HC, items 4.a and 5).....		FT05	591,996	4.
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).....		HT85	18,315	5.
6. Repurchases and indemnifications of 1-4 family residential mortgage loans during the quarter.....		HT86	9,796	6.
7. Representation and warranty reserves for 1-4 family residential mortgage loans sold:				
a. For representations and warranties made to U.S. government agencies and government-sponsored agencies (3).....		L191	CONF	7.a.
b. For representations and warranties made to other parties (3).....		L192	CONF	7.b.
c. Total representation and warranty reserves (sum of items 7.a and 7.b).....		M288	2,606	7.c.

(1) Asset-size test is based on the total assets reported as of June 30, 2024.

(2) Exclude originations and purchases of 1–4 family residential mortgage loans that are held for investment.

(3) Amounts reported in items 7.a and 7.b will not be made available to the public on an individual institution basis.

Schedule HC-Q—Assets and Liabilities Measured at Fair Value on a Recurring BasisSchedule HC-Q is to be completed by all holding companies with \$5 billion or more in total assets² that:

- (1) Have elected to report financial instruments or servicing assets and liabilities at fair value under a fair value option with changes in fair value recognized in earnings, or
- (2) Are required to complete Schedule HC-D, Trading Assets and Liabilities.

		(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		BHCY	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount
Assets											
1. Available-for-sale debt and equity securities with readily determinable fair values not held for trading ¹											
		JA36	35,642,045	G474	0	G475	4,737,357	G476	30,904,688	G477	0
2. Federal funds sold and securities purchased under agreements to resell.....											
		BHCK		G479	0	G480	0	G481	0	G482	0
3. Loans and leases held for sale.....											
		G483	591,996	G484	0	G485	0	G486	591,996	G487	0
4. Loans and leases held for investment.....											
		G488	0	G489	0	G490	0	G491	0	G492	0
5. Trading assets:											
a. Derivative assets.....											
		3543	691,046	G493	506,640	G494	0	G495	1,197,686	G496	0
b. Other trading assets.....											
		BHCK		G498	0	G499	29,904	G500	219,560	G501	0
(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
6. All other assets.....											
		G391	1,504,459	G392	295,566	G395	0	G396	362,612	G804	1,437,413
7. Total assets measured at fair value on a recurring basis (sum of items 1 through 5.b plus item 6).....											
		G502	38,679,010	G503	802,206	G504	4,767,261	G505	33,276,542	G506	1,437,413
Liabilities											
8. Deposits.....											
		F252	0	F686	0	F694	0	F253	0	F254	0
9. Federal funds purchased and securities sold under agreements to repurchase.....											
		G507	0	G508	0	G509	0	G510	0	G511	0
10. Trading liabilities:											
a. Derivative liabilities.....											
		3547	730,666	G512	532,548	G513	0	G514	1,263,214	G515	0
b. Other trading liabilities.....											
		G516	375,460	G517	0	G518	203,406	G519	172,054	G520	0

(1) The amount reported in item 1, column A, must equal the sum of Schedule HC, items 2.b and 2.c.

(2) Asset-size test is based on the total assets reported as of June 30, 2024.

Schedule HC-Q—Continued

	(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	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Liabilities (continued)											
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	7,616	G806	14,783	G807	0	G808	18,854	G809	3,545	13.
14. Total liabilities measured at fair value on a recurring basis (sum of items 8 through 13).....	G531	1,113,742	G532	547,331	G533	203,406	G534	1,454,122	G535	3,545	14.

Memoranda

		Dollar Amounts in Thousands		BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
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	1,429,511	G537	0	G538	0	G539	0	G540	1,429,511			M.1.a.
	b. Nontrading derivative assets.....	G541	0	G542	0	G543	0	G544	0	G545	0			M.1.b.
	c. BHTX G546	G546	0	G547	0	G548	0	G549	0	G550	0			M.1.c.
	d. BHTX G551	G551	0	G552	0	G553	0	G554	0	G555	0			M.1.d.
	e. BHTX G556	G556	0	G557	0	G558	0	G559	0	G560	0			M.1.e.
	f. BHTX G561	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	7,616	G567	14,783	G568	0	G569	18,854	G570	3,545			M.2.b.
	c. BHTX G571	G571	0	G572	0	G573	0	G574	0	G575	0			M.2.c.
	d. BHTX G576	G576	0	G577	0	G578	0	G579	0	G580	0			M.2.d.
	e. BHTX G581	G581	0	G582	0	G583	0	G584	0	G585	0			M.2.e.
	f. BHTX G586	G586	0	G587	0	G588	0	G589	0	G590	0			M.2.f.

Schedule HC-Q—Continued

Memoranda

Dollar Amounts in Thousands		BHCK	Amount	
<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:				
(1) Secured by 1-4 family residential properties.....	HT87	591,996		M.3.a.(1)
(2) All other loans secured by real estate.....	HT88	0		M.3.a.(2)
b. Commercial and industrial loans.....	F585	0		M.3.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....	HT89	0		M.3.c.
d. Other loans.....	F589	0		M.3.d.
4. Unpaid principal balance of loans measured at fair value (reported in Memorandum item 3):				
a. Loans secured by real estate:				
(1) Secured by 1-4 family residential properties.....	HT91	573,283		M.4.a.(1)
(2) All other loans secured by real estate.....	HT92	0		M.4.a.(2)
b. Commercial and industrial loans.....	F597	0		M.4.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....	HT93	0		M.4.c.
d. Other loans.....	F601	0		M.4.d.

Schedule HC-R—Regulatory Capital

For Federal Reserve Bank Use Only
C.I. _____

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Part I. Regulatory Capital Components and Ratios

Dollar Amounts in Thousands		BHCA	Amount	
Common Equity Tier 1 Capital				
1.	Common stock plus related surplus, net of treasury stock and unearned employee stock ownership plan (ESOP) shares.....	P742	14,928,852	1.
2.	Retained earnings (1).....	KW00	11,055,677	2.
a.	Does your institution have a CECL transition election in effect as of the quarter-end report date? (enter "0" for No; enter "1" for Yes with a 3-year CECL transition election; enter "2" for Yes with a 5-year 2020 CECL transition election.)	BHCA	Number	
		JJ29	0	2.a.
3.	Accumulated other comprehensive income (AOCI).....	BHCA	Amount	
		B530	(2,265,849)	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	Amount	
		P839	0	4.
5.	Common equity tier 1 capital before adjustments and deductions (sum of items 1 through 4).....	P840	23,718,680	5.
Common Equity Tier 1 Capital: Adjustments and Deductions				
6.	LESS: Goodwill net of associated deferred tax liabilities (DTLs).....	P841	7,761,604	6.
7.	LESS: Intangible assets (other than goodwill and mortgage servicing assets (MSAs)), net of associated DTLs.....	P842	109,755	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	66,900	8.
9.	AOCI-related adjustments ((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 debt securities (if a gain, report as a positive value; if a loss, report as a negative value).....	P844	(1,059,572)	9.a.
b.	Not applicable			
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	(212,760)	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	(293,539)	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	(699,978)	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.

(1) Holding companies that have elected to apply the 3-year or the 5-year 2020 CECL transition provision should include the applicable portion of the CECL transitional amount or the modified CECL transitional amount, respectively, in this item.

Schedule HC-R—Continued

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Part I.—Continued

Dollar Amounts in Thousands		BHCA	Amount	
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.

Dollar Amounts in Thousands		(Column A) Non-advanced Approaches Holding Companies ¹		(Column B) Advanced Approaches Holding Companies ¹	
		BHCA	Amount	BHCW	Amount
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	
12. Subtotal (for column A, item 5 minus items 6 through 10.b; for column B, item 5 minus items 6 through 11).....		P852	18,046,270	P852	
13.a. LESS: Investments in the capital of unconsolidated financial institutions, net of associated DTLs, that exceed 25 percent of item 12.....		LB58	0		
b. 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	
14.a. LESS: MSAs, net of associated DTLs, that exceed 25 percent of item 12.....		LB59	0		
b. LESS: MSAs, net of associated DTLs, that exceed the 10 percent common equity tier 1 capital deduction threshold.....				P854	
15.a. 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 25 percent of item 12.....		LB60	0		
b. 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	
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	
17. LESS: Deductions applied to common equity tier 1 capital due to insufficient amounts of additional tier 1 capital and tier 2 capital (2) to cover deductions.....		P857	0	P857	
18. Total adjustments and deductions for common equity tier 1 capital (3) (sum of items 13 through 17).....		P858	0	P858	
19. Common equity tier 1 capital (item 12 minus item 18).....		P859	18,046,270	P859	

(1) All non-advanced approaches holding companies should complete column A for items 11-19; all advanced approaches holding companies should complete column B for items 11-19.

(2) A holding company that has a CBLR framework election in effect as of the quarter-end report date is neither required to calculate tier 2 capital nor make any deductions that would have been taken from tier 2 capital as of the report date.

(3) All non-advanced approaches holding companies should report in item 18, column A, the sum of items 13.a, 14.a, 15.a, and 17, column A; all advanced approaches holding companies should report in item 18, column B, the sum of items 13.b, 14.b, 15.b, 16, and 17, column B.

Schedule HC-R—Continued

Part I.—Continued

	Dollar Amounts in Thousands	BHCA	Amount	
Additional Tier 1 Capital				
20. Additional tier 1 capital instruments plus related surplus.....		P860	2,110,700	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	2,110,700	23.
24. LESS: Additional tier 1 capital deductions.....		P864	0	24.
25. Additional tier 1 capital (greater of item 23 minus item 24, or zero).....		P865	2,110,700	25.
Tier 1 Capital				
26. Tier 1 capital (1).....		8274	20,156,970	26.
Total Assets for the Leverage Ratio				
27. Average total consolidated assets (2).....		KWO3	221,180,220	27.
28. LESS: Deductions from common equity tier 1 capital and additional tier 1 capital (3).....		P875	7,938,259	28.
29. LESS: Other deductions from (additions to) assets for leverage ratio purposes.....		B596	(293,540)	29.
30. Total assets for the leverage ratio (item 27 minus items 28 and 29).....		A224	213,535,501	30.
Leverage Ratio*				
31. Leverage ratio (item 26 divided by item 30)		BHCA	Percentage	
		7204	9.4396	31.
a. Does your holding company have a community bank leverage ratio (CBLR) framework election in effect as of the quarter-end report date? (enter "1" for Yes; enter "0" for No)				
		0=No	BHCA	
		1=Yes	LE74	0
				31.a.
If your holding company entered "1" for Yes in item 31.a:				
• Complete items 32 through 36,				
• Do not complete items 37 through 69, and				
• Do not complete Part II of Schedule HC-R.				
If your holding company entered "0" for No in item 31.a:				
• Skip (do not complete) items 32 through 36,				
• Complete items 37 through 69 as applicable, and				
• Complete Part II of Schedule HC-R.				
Item 31.b is to be completed only by non-advanced approaches holding companies that elect to use the Standardized Approach for Counterparty Credit Risk (SA-CCR) for purposes of the standardized approach and supplementary leverage ratio.				
b. Standardized Approach for Counterparty Credit Risk opt-in election				
(enter "1" for Yes; leave blank for No.).....				
		1=Yes	BHCA	
			NC99	
				31.b.

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

(1) All non-advanced approaches holding companies should report the sum of item 19, column A, and item 25 in item 26; all advanced approaches institutions should report the sum of item 19, column B, and item 25 in item 26.

(2) Holding companies that have elected to apply the 3-year or the 5-year 2020 CECL transition provision should include the applicable portion of the CECL transitional amount or the modified CECL transitional amount, respectively, in item 27.

(3) All non-advanced approaches holding companies should report in item 28 the sum of items 6, 7, 8, 10.b, 13.a, 14.a, 15.a, 17 (column A), and certain elements of item 24 - see instructions; all advanced approaches holding companies should report in item 28, the sum of items 6, 7, 8, 10.b, 11, 13.b, 14.b, 15.b, 16, 17 (column B), and certain elements of item 24 - see instructions.

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Qualifying Criteria and Other Information for CBLR Holding Companies*

If your holding company entered "0" for No in item 31.a, complete items 37 through 69, as applicable, and Part II of Schedule HC-R. If your holding company entered "1" for Yes in item 31.a, do not complete items 37 through 69 or Part II of Schedule HC-R.

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

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Schedule HC-R—Continued

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Part I.—Continued

	Dollar Amounts in Thousands	BHCA	Amount	
43. LESS: Tier 2 capital deductions.....		P872	0	43.
44. a. Tier 2 capital (greater of item 42.a minus item 43, or zero).....		5311	3,298,133	44.a.
b. (Advanced approaches holding companies that exit parallel run only): Tier 2 capital		BHCW		
(greater of item 42.b minus item 43, or zero).....		5311		44.b.
Total Capital		BHCA		
45. a. Total capital (sum of items 26 and 44.a).....		3792	23,455,103	45.a.
b. (Advanced approaches holding companies that exit parallel run only): Total capital		BHCW		
(sum of items 26 and 44.b).....		3792		45.b.

	Dollar Amounts in Thousands	BHCA	Amount	
Total Risk-Weighted Assets				
46. a. Total risk-weighted assets (from Schedule HC-R, Part II, item 31).....		A223	168,931,729	46.a.
b. (Advanced approaches holding companies that exit parallel run only): Total risk-weighted		BHCW		
assets using advanced approaches rule (from FFIEC 101 Schedule A, item 60).....		A223		46.b.

	Column A		Column B		
	BHCA	Percentage	BHCW	Percentage	
47. Common equity tier 1 capital ratio (Column A: item 19, column A or B, as applicable, divided by item 46.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 19, column B, divided by item 46.b).....	P793	10.6826	P793		47.
48. Tier 1 capital ratio (Column A: item 26 divided by item 46.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 26 divided by item 46.b).....	7206	11.9320	7206		48.
49. Total capital ratio (Column A: item 45.a divided by item 46.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 45.b divided by item 46.b).....	7205	13.8844	7205		49.

	BHCA	Percentage	
Capital Buffer* for Holding Companies not Subject to the Capital Plan Rule (items 50-52)			
50. Capital conservation buffer.....	H311		50.

	Dollar Amounts in Thousands	BHCA	Amount	
Holding companies must complete items 51 and 52 if the amount in item 50 is less than or equal to the applicable minimum capital conservation buffer:				
51. Eligible retained income (1).....		H313		51.
52. Distributions and discretionary bonus payments during the quarter (2).....		H314		52.

	BHCA	Percentage	
Supplementary Leverage Ratio*			
53. Advanced approaches holding companies and holding companies subject to category III capital standards only: Supplementary leverage ratio (From FFIEC 101 Schedule A, Table 2, item 2.22).....	H036		53.

Items 54 through 59 are to be completed only by top-tier holding companies of U.S. global systemically important BHCs (i.e., GSIBs) and the intermediate holding companies (IHCs) of foreign GSIBs.

	Dollar Amounts in Thousands	BHCA	Amount	
Long-Term Debt and Total Loss Absorbing Capacity				
54. Outstanding eligible long-term debt.....		LF21		54.
55. Total loss absorbing capacity.....		LF22		55.

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

(1) Holding companies not subject to the capital plan rule must complete item 51 only if the amount reported in item 50 above is less than or equal to 2.5000 percent.

(2) Holding companies not subject to the capital plan rule must complete item 52 only if the amount reported in item 50 above for the previous calendar quarter-end report date was less than or equal to 2.5000 percent.

Schedule HC-R—Continued

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Part I.—Continued

	(Column A)		(Column B)		
	BHCA	Percentage	BHCW	Percentage	
Long-Term Debt and Total Loss Absorbing Capacity Ratios*					
56. LTD and TLAC total risk-weighted assets ratios (Column A: item 54 divided by item 46.a) (Column B: item 55 divided by item 46.a).....	LF23		LF23		56.
57. Top-tier BHCs of U.S. GSIBs only: LTD and TLAC total risk-weighted assets ratios using advanced approaches rule (Column A: item 54 divided by item 46.b) (Column B: item 55 divided by item 46.b).....	MK66		MK66		57.
58. IHCs of foreign GSIBs only: LTD and TLAC leverage ratios (Column A: item 54 divided by item 30) (Column B: item 55 divided by item 30).....	LF24		LF24		58.
59. Holding companies subject to Category I, II, or III standards: LTD and TLAC supplementary leverage ratios (Column A: item 54 divided by FFIEC 101 Schedule A, Table 2, item 2.21) (Column B: item 55 divided by FFIEC 101 Schedule A, Table 2, item 2.21).....	LF25		LF25		59.
	(Column A) Standardized Approach		(Column B) Advanced Approaches		
	BHCA	Percentage	BHCW	Percentage	
Risk-Based Capital Buffer for holding companies subject to the Board's capital plan rule only:					
60. Capital conservation buffer requirement (sum of items 60.a through 60.c):					
a. of which: Stress capital buffer or 2.500% (for advanced approaches).....	LE85	4.5000	LE85		60.a.
b. of which: GSIB surcharge (if applicable).....	LE86	0.0000	LE86		60.b.
c. of which: Countercyclical capital buffer amount (if applicable).....	LE87	0.0000	LE87		60.c.
61. Capital conservation buffer.....	MK76	5.8844	H311		61.

Item 62.a. is to be completed only by top-tier holding companies of U.S. GSIBs and the IHCs of foreign GSIBs.

Item 62.b. is to be completed only by top-tier holding companies of U.S. GSIBs.

		Dollar Amounts in Thousands		BHCA	Percentage	
TLAC Buffers*						
62. Institution-specific buffer necessary to avoid limitations on distributions and discretionary bonus payments:						
a. TLAC risk-weighted asset buffer.....						62.a.
b. TLAC leverage buffer.....						62.b.
		Dollar Amounts in Thousands		BHCA	Amount	
Leverage buffer and requirements for holding companies subject to the capital plan rule:						
63. Total leverage exposure for the supplementary leverage ratio (SLR) (if applicable).....						63.
64. Leverage buffer requirement (if applicable).....						64.
65. Leverage ratio buffer (if applicable).....						65.
Maximum payout ratios and amounts for holding companies subject to the capital plan rule:						
66. Eligible retained income.....						66.
67. Maximum payout ratio.....						67.
68. Maximum payout amount.....						68.
69. Distributions and discretionary bonus payments during the quarter.....						69.

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets

Holding companies that entered "1" for Yes in Schedule HC-R, Part I, item 31.a, do not have to complete Schedule HC-R, Part II.

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 rules¹ and not deducted from tier 1 or tier 2 capital.

Items 1 through 25 (columns A through U, as applicable) are to be reported semiannually in June and December by holding companies with less than \$5 billion in total consolidated assets.²

		(Column A)	(Column B)	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)
		Totals From Schedule HC	Adjustments to Totals Reported in Column A	Allocation by Risk-Weight Category							
				0%	2%	4%	10%	20%	50%	100%	150%
Dollar Amounts in Thousands		Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
Balance Sheet Asset Categories³											
1.	Cash and balances due from depository institutions.....	BHCK D957	BHCK S396	BHCK D958				BHCK D959	BHCK S397	BHCK D960	BHCK S398
		12,554,094	0	10,685,007				1,449,088	261	419,441	297
2.	Securities:	BHCK D961	BHCK S399	BHCK D962	BHCK HJ74	BHCK HJ75		BHCK D963	BHCK D964	BHCK D965	BHCK S400
a.	Held-to-maturity securities (4).....	7,767,163	(928,036)	3,816,662	0	0		4,878,537	0	0	0
b.	Available-for-sale debt securities and equity securities with readily determinable fair values not held for trading.....	BHCK JA21	BHCK S402	BHCK D967	BHCK HJ76	BHCK HJ77		BHCK D968	BHCK D969	BHCK D970	BHCK S403
		35,289,080	(1,364,024)	17,138,943	0	0		19,512,979	1,182	0	0
3.	Federal funds sold and securities purchased under agreements to resell:										
		BHCK D971		BHCK D972				BHCK D973	BHCK S410	BHCK D974	BHCK S411
a.	Federal funds sold (in domestic offices).....	0		0				0	0	0	0
b.	Securities purchased under agreements to resell.....	BHCK H171	BHCK H172								
		0	0								
4.	Loans and leases held for sale:	BHCK S413	BHCK S414	BHCK H173				BHCK S415	BHCK S416	BHCK S417	
a.	Residential mortgage exposures.....	591,997	0	0				22,677	543,188	26,132	
b.	High volatility commercial real estate exposures.....	BHCK S419	BHCK S420	BHCK H174				BHCK H175	BHCK H176	BHCK H177	BHCK S421
		0	0	0				0	0	0	0

(1) For bank holding companies, 12 CFR Part 217 and 225; and for covered savings and loan holding companies, 12 CFR Part 217.

(2) Asset-size test is based on the total assets reported as of June 30, 2024.

(3) 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.

(4) Holding companies that have reported held-to-maturity securities net of allowances or credit losses in item 2.a, column A, should report as a negative number in item 2.a, column B, those allowances for credit losses eligible for inclusion in tier 2 capital, which excludes allowances for credit losses on purchased credit-deteriorated 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 (5)	
	250%	300%	400%	600%	625%	937.5%	1250%	Exposure Amount	Risk-Weighted Asset Amount
	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
Dollar Amounts in Thousands									
Balance Sheet Asset Categories (continued)									
1. Cash and balances due from depository institutions.....									1.
2. Securities:									
a. Held-to-maturity securities.....									2.a.
b. Available-for-sale debt securities and equity securities with readily determinable fair values not held for trading.....	BHCK H270	BHCK S405		BHCK S406				BHCK H271	BHCK H272
	0	0		0				0	0
3. Federal funds sold and securities purchased under agreements to resell:									
a. Federal funds sold (in domestic offices).....									3.a.
b. Securities purchased under agreements to resell.....									3.b.
4. Loans and leases held for sale:								BHCK H273	BHCK H274
a. Residential mortgage exposures.....								0	0
b. High volatility commercial real estate exposures.....								BHCK H275	BHCK H276
								0	0

(5) Includes, for example, investments in mutual funds/investment funds, exposures collateralized by securitization exposures or mutual funds, separate account bank-owned life insurance, and default fund contributions to central counterparties.

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

		(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reported in Column A	Allocation by Risk-Weight Category							
				0%	2%	4%	10%	20%	50%	100%	150%
Dollar Amounts in Thousands		Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
4. Loans and leases held for sale (continued): c. Exposures past due 90 days or more or on nonaccrual (6).....											
	BHCK S423	BHCK S424	BHCK S425	BHCK HJ78	BHCK HJ79			BHCK S426	BHCK S427	BHCK S428	BHCK S429
	5,387	0	0	0	0	0		0	0	0	5,387
	BHCK S431	BHCK S432	BHCK S433	BHCK HJ80	BHCK HJ81			BHCK S434	BHCK S435	BHCK S436	BHCK S437
d. All other exposures.....	560,491	0	0	0	0	1,469		0	559,022	0	
5. Loans and leases held for investment: (7) a. Residential mortgage exposures..... b. High volatility commercial real estate exposures..... c. Exposures past due 90 days or more or on nonaccrual (8)..... d. All other exposures.....	BHCK S439	BHCK S440	BHCK H178			BHCK S441		BHCK S442	BHCK S443		
	56,392,112	2,713	0			1,056,203		41,008,425	14,324,771		
	BHCK S445	BHCK S446	BHCK H179			BHCK H180		BHCK H181	BHCK H182	BHCK S447	
	152,828	0	0			0		0	0	152,828	
	BHCK S449	BHCK S450	BHCK S451	BHCK HJ82	BHCK HJ83	BHCK S452		BHCK S453	BHCK S454	BHCK S455	
	1,067,163	24,247	0	0	0	0		0	2,856	1,040,060	
	BHCK S457	BHCK S458	BHCK S459	BHCK HJ84	BHCK HJ85	BHCK S460		BHCK S461	BHCK S462	BHCK S463	
	78,661,830	112,464	6,959	0	0	163,997		37,948	78,335,619	4,843	
	6. LESS: Allowance for credit losses on loans and leases.....	BHCK 3123	BHCK 3123								
		1,971,530	1,971,530								

(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.

(7) Holding companies should report as a positive number in column B of items 5.a through 5.d, as appropriate, any allowances for credit losses on purchased credit-deteriorated assets reported in column A of items 5.a through 5.d, as appropriate.

(8) For loans and leases held for investment, 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 (9)	
	250%	300%	400%	600%	625%	937.5%	1250%	Exposure Amount	Risk-Weighted Asset Amount
	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
Dollar Amounts in Thousands									
4. Loans and leases held for sale (continued):									
c. Exposures past due 90 days or more or on nonaccrual (10).....								BHCK H277 0	BHCK H278 0
d. All other exposures.....								BHCK H279 0	BHCK H280 0
5. Loans and leases held for investment:									
a. Residential mortgage exposures.....								BHCK H281 0	BHCK H282 0
b. High volatility commercial real estate exposures.....								BHCK H283 0	BHCK H284 0
c. Exposures past due 90 days or more or on nonaccrual (11).....								BHCK H285 0	BHCK H286 0
d. All other exposures.....								BHCK H287 0	BHCK H288 0
6. LESS: Allowance for credit losses on loans and leases.....									

(9) Includes, for example, investments in mutual funds/investment funds, exposures collateralized by securitization exposures or mutual funds, separate account bank-owned life insurance, and default fund contributions to central counterparties.

(10) 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.

(11) For loans and leases held for investment, exclude residential mortgage exposures, high volatility commercial real estate exposures, or sovereign exposures that are past due 90 days or more or on nonaccrual.

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reported in Column A	(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	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	
7. Trading assets.....	BHCK D976	BHCK S466	BHCK D977	BHCK HJ86	BHCK HJ87		BHCK D978	BHCK D979	BHCK D980	BHCK S467	7.
	940,510	940,510	0	0	0		0	0	0	0	
8. All other assets (12,13,14).....	BHCK D981	BHCK S469	BHCK D982	BHCK HJ88	BHCK HJ89		BHCK D983	BHCK D984	BHCK D985	BHCK H185	8.
	25,503,009	8,488,685	1,781,714	0	0		103,942	235	11,367,748	31	
a. Separate account bank-owned life insurance.....											8.a.
b. Default fund contributions to central counterparties.....											8.b.

(12) 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.

(13) Holding companies that have elected to apply the 3-year or the 5-year 2020 CECL transition provision should report as a positive number in item 8, column B, the applicable portion of the DTA transitional amount as determined in accordance with the 3-year or the 5-year 2020 CECL transition rule, respectively.

(14) Holding companies that have reported any assets net of allowances for credit losses in item 8, column A, should report as a negative number in item 8, column B, those allowances for credit losses eligible for inclusion in tier 2 capital, which excludes allowances for credit losses on purchased credit-deteriorated 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 (15)	
		250%	300%	400%	600%	625%	937.5%	1250%	Exposure Amount	Risk-Weighted Asset Amount
Dollar Amounts in Thousands		Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
7.	Trading assets.....	BHCK H289	BHCK H186	BHCK H290	BHCK H187				BHCK H291	BHCK H292
		0	0	0	0				0	0
		BHCK H293	BHCK H188	BHCK S470	BHCK S471				BHCK H294	BHCK H295
		2,053,076	0	0	0				0	0
									BHCK H296	BHCK H297
8.	All other assets (16).....								1,697,578	1,567,278
	a. Separate account bank-owned life insurance.....								BHCK H298	BHCK H299
	b. Default fund contributions to central counterparties.....								10,000	1,800

(15) Includes, for example, investments in mutual funds/investment funds, exposures collateralized by securitization exposures or mutual funds, separate account bank-owned life insurance, and default fund contributions to central counterparties.

(16) 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 A) Totals	(Column B) Adjustments to Totals Reported in Column A	(Column Q)	(Column T)	(Column U)
	Allocation by Risk-Weight Category		Total Risk-Weighted Asset Amount by Calculation Methodology		
	1250%		SSFA (17)	Gross-Up	
	Amount		Amount	Amount	Amount
Dollar Amounts in Thousands					
Securitization Exposures: On-and Off-Balance Sheet					
9. On-balance sheet securitization exposures:					
a. Held-to-maturity securities (18).....	BHCK S475	BHCK S476	BHCK S477	BHCK S478	BHCK S479
	356,718	356,718	0	71,344	0
b. Available-for-sale securities.....	BHCK S480	BHCK S481	BHCK S482	BHCK S483	BHCK S484
	352,965	352,965	0	71,648	0
c. Trading assets.....	BHCK S485	BHCK S486	BHCK S487	BHCK S488	BHCK S489
	0	0	0	0	0
d. All other on-balance sheet securitization exposures.....	BHCK S490	BHCK S491	BHCK S492	BHCK S493	BHCK S494
	4,932,665	4,932,665	0	986,533	0
10. Off-balance sheet securitization exposures.....	BHCK S495	BHCK S496	BHCK S497	BHCK S498	BHCK S499
	3,233,725	3,233,725	0	646,745	0

Dollar Amounts in Thousands	(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reported in Column A	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)
			Allocation by Risk-Weight Category							
			0%	2%	4%	10%	20%	50%	100%	150%
	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
11. Total balance sheet assets (19).....	BHCT 2170	BHCK S500	BHCK D987	BHCK HJ90	BHCK HJ91		BHCK D988	BHCK D989	BHCK D990	BHCK S503
	223,156,482	10,947,377	33,429,285	0	0		27,188,892	41,591,239	105,035,589	1,203,446

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)
	Allocation by Risk-Weight Category							Application of Other Risk- Weighting Approaches
	250%	300%	400%	600%	625%	937.5%	1250%	Exposure Amount
Dollar Amounts in Thousands								
	BHCK S504	BHCK S505	BHCK S506	BHCK S507			BHCK S510	BHCK H300
11. Total balance sheet assets (19).....	2,053,076	0	0	0			0	1,707,578

(17) Simplified Supervisory Formula Approach.

(18) Holding companies that have reported held-to-maturity securities net of allowances for credit losses in item 9.a, column A, should report as a negative number in item 9.a, column B, those allowances for credit losses eligible for inclusion in tier 2 capital, which excludes allowances for credit losses on purchased credit-deteriorated assets.

(19) 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. Item 11, column A, must equal Schedule HC, item 12.

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column A) Face, Notional, or Other Amount	CCF (20)	(Column B) Credit Equivalent Amount (21)	(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	Amount		Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
Derivatives, Off-Balance Sheet Items, and Other Items Subject to Risk- Weighting (Excluding Securitization Exposures) (22)											
	BHCK D991		BHCK D992	BHCK D993	BHCK HJ92	BHCK HJ93		BHCK D994	BHCK D995	BHCK D996	BHCK S511
12. Financial standby letters of credit.....	1,702,439	1.0	1,702,439	2,420	0	0		1,300	0	1,698,719	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
	126,208	0.5	63,104	0				0	0	63,104	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
	32,493	0.2	6,499	0	0	0		865	3,770	1,488	376
15. Retained recourse on small business obligations sold with recourse.....											
	BHCK G612		BHCK G613	BHCK G614				BHCK G615	BHCK G616	BHCK G617	BHCK S514
	0	1.0	0	0				0	0	0	0

(20) Credit conversion factor.
(21) 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.
(22) 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.

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column A) Face, Notional, or Other Amount	CCF (23)	(Column B) Credit Equivalent Amount (24)	(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				Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	
16. Repo-style transactions (25).....	BHCK S515		BHCK S516	BHCK S517	BHCK S518	BHCK S519		BHCK S520	BHCK S521	BHCK S522	BHCK S523	16.
	0	1.0	0	0	0	0		0	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.
	111,521	1.0	111,521	0				87,838	0	23,683	0	
18. Unused commitments: (exclude unused commitments to asset-backed commercial paper conduits):												
	BHCK S525		BHCK S526	BHCK S527	BHCK HJ96	BHCK HJ97		BHCK S528	BHCK S529	BHCK S530	BHCK S531	
a. Original maturity of one year or less.....	7,409,483	0.2	1,481,897	0	0	0		0	0	1,481,526	371	18.a.
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.
	43,393,921	0.5	21,696,961	4,348	0	0		24,167	0	21,630,041	38,405	
19. Unconditionally cancelable commitments	BHCK S540		BHCK S541								19.	
	46,669,736	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.
			1,988,888	0	0	0	0	473,010	0	1,515,878	0	
			BHCK S549	BHCK S550	BHCK S551	BHCK S552		BHCK S554	BHCK S555	BHCK S556	BHCK S557	21.
21. Centrally cleared derivatives			669,261	0	0	669,261	0	0	0	0		
22. Unsettled transactions (failed trades) (26)	BHCK H191			BHCK H193				BHCK H194	BHCK H195	BHCK H196	BHCK H197	22.
	0			0				0	0	0	0	

(23) Credit conversion factor.
(24) For items 18.b through 19, column A multiplied by credit conversion factor.
(25) Includes securities purchased under agreements to resell (reverse repos), securities sold under agreements to repurchase (repos), securities borrowed, and securities lent.
(26) For item 22, the sum of columns C through Q must equal column A.

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)
	Allocation by Risk-Weight Category			Application of Other Risk-Weighting Approaches (27)	
	625%	937.5%	1250%	Credit Equivalent Amount	Risk-Weighted Asset Amount
	Amount	Amount	Amount	Amount	Amount
Dollar Amounts in Thousands					
16. Repo-style transactions (28).....				BHCK H301	BHCK H302
				0	0
17. All other off-balance sheet liabilities.....					
18. Unused commitments:					
(exclude unused commitments to asset-backed commercial paper conduits):				BHCK H303	BHCK H304
a. Original maturity of one year or less.....				0	0
				BHCK H307	BHCK H308
b. Original maturity exceeding one year				0	0
19. Unconditionally cancelable commitments					
				BHCK H309	BHCK H310
20. Over-the-counter derivatives				0	0
21. Centrally cleared derivatives					
22. Unsettled transactions (failed trades) (29).....	BHCK H198	BHCK H199	BHCK H200		
	0	0	0		

(27) Includes, for example, exposures collateralized by securitization exposures or mutual funds.
(28) Includes securities purchased under agreements to resell (reverse repos), securities sold under agreements to repurchase (repos), securities borrowed, and securities lent.
(29) For item 22, the sum of columns C through Q must equal column A.

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

		(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)	
		Allocation by Risk-Weight Category								
		0%	2%	4%	10%	20%	50%	100%	150%	
Dollar Amounts in Thousands		Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	
23.	Total assets, derivatives, off-balance sheet items, and other items subject to risk weighting by risk-weight category (for each of columns C through P, sum of items 11 through 22; for column Q, sum of items 10 through 22)									23.
		BHCK G630	BHCK S558	BHCK S559	BHCK S560	BHCK G631	BHCK G632	BHCK G633	BHCK S561	
		33,436,053	0	669,261	0	27,776,072	41,595,009	131,450,028	1,242,598	
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)									25.
		BHCK G634	BHCK S569	BHCK S570	BHCK S571	BHCK G635	BHCK G636	BHCK G637	BHCK S572	
		0	0	26,770	0	5,555,214	20,797,505	131,450,028	1,863,897	

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

		(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	
		Allocation by Risk-Weight Category							
Dollar Amounts in Thousands		250%	300%	400%	600%	625%	937.5%	1250%	
		Amount	Amount	Amount	Amount	Amount	Amount	Amount	
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 S562	BHCK S563	BHCK S564	BHCK S565	BHCK S566	BHCK S567	BHCK S568	23.
		2,053,076	0	0	0	0	0	0	
24. Risk weight factor		X 250%	X 300%	X 400%	X 600%	X 625%	X 937.5%	X 1250%	24.
25. Risk-weighted assets by risk-weight category (for each column, item 23 multiplied by item 24)									
		BHCK S573	BHCK S574	BHCK S575	BHCK S576	BHCK S577	BHCK S578	BHCK S579	
		5,132,690	0	0	0	0	0	0	25.

Items 26 through 31 are to be reported quarterly by all holding companies.

Dollar Amounts in Thousands		Totals		
		BHCK	Amount	
26. Risk-weighted assets for purposes of calculating the adjusted allowance for credit losses (AACL) 1.25 percent threshold.....		S580	168,171,452	26.
27. Standardized market-risk weighted assets (applicable only to holding companies that are covered by the market risk capital rules).....		S581	760,277	27.
28. Risk-weighted assets before deductions for excess AACL (30) and allocated transfer risk reserve (31).....		B704	168,931,729	28.
29. LESS: Excess AACL (30)		A222	0	29.
30. LESS: Allocated transfer risk reserve		3128	0	30.
31. Total risk-weighted assets (item 28 minus items 29 and 30).....		G641	168,931,729	31.

(30) Holding companies that have elected to apply the 3-year or the 5-year 2020 CECL transition provision should subtract the applicable portion of the AACL transitional amount or the modified AACL transitional amount, respectively, from the AACL, as defined in the regulatory capital rule, before determining the amount of excess AACL.

(31) 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

Memoranda items 1, 2 and 3, columns A, B and C are to be completed semiannually in June and December by holding companies with less than \$5 billion in total assets.¹

		Dollar Amounts in Thousands		BHCK	Amount			
1.	Current credit exposure across all derivative contracts covered by the regulatory capital rules			G642	680,094	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				
		BHCK	Amount	BHCK	Amount	BHCK	Amount	
2.	Notional principal amounts of over-the-counter derivative contracts:							
a.	Interest rate	S582	26,552,103	S583	50,993,832	S584	5,332,537	M.2.a.
b.	Foreign exchange rate and gold	S585	13,833,334	S586	13,075,250	S587	818,105	M.2.b.
c.	Credit (investment grade reference asset)	S588	0	S589	0	S590	0	M.2.c.
d.	Credit (non-investment grade reference asset)	S591	0	S592	0	S593	0	M.2.d.
e.	Equity	S594	188,329	S595	0	S596	0	M.2.e.
f.	Precious metals (except gold)	S597	0	S598	0	S599	0	M.2.f.
g.	Other	S600	614,057	S601	513,908	S602	48,252	M.2.g.
3.	Notional principal amounts of centrally cleared derivative contracts:							
a.	Interest rate	S603	171,697,127	S604	0	S605	0	M.3.a.
b.	Foreign exchange rate and gold	S606	12,765,852	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	0	S622	0	S623	0	M.3.g.
				Dollar Amounts in Thousands		BHCK	Amount	
4.	Standardized market risk-weighted assets attributable to specific risk (included in Schedule HC-R, item 27).....			S624	386,416		M.4.	
5.	Amount of allowances for credit losses on purchased credit-deteriorated assets:							
a.	Loans and leases held for investment.....			JJ30	139,377		M.5.a.	
b.	Held-to-maturity debt securities.....			JJ31	0		M.5.b.	
c.	Other financial assets measured at amortized cost.....			JJ32	0		M.5.c.	

(1) Asset-size test is based on the total assets reported as of June 30, 2024.

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

To be completed by holding companies with \$5 billion or more in total assets.¹

							C000
							◀
Dollar Amounts in Thousands							
	(Column A) 1-4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans, All Leases, and All Other Assets
	Amount	Amount	Amount	Amount	Amount	Amount	Amount
Securitization Activities							
1. Outstanding principal balance of assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements.....	BHCK B705	BHCK B706	BHCK B707	BHCK B708	BHCK B709	BHCK B710	BHCK B711
	0	0	0	0	0	0	0
2. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to structures reported in item 1.....	BHCK HU09	BHCK HU10	BHCK HU11	BHCK HU12	BHCK HU13	BHCK HU14	BHCK HU15
	0	0	0	0	0	0	0
<i>Item 3 is to be completed by holding companies with \$100 billion or more in total assets.¹</i>							
3. Reporting institution's unused commitments to provide liquidity to structures reported in item 1.....	BHCK B726	BHCK B727	BHCK B728	BHCK B729	BHCK B730	BHCK B731	BHCK B732
	0	0	0	0	0	0	0
4. Past due loan amounts included in item 1:	BHCK B733	BHCK B734	BHCK B735	BHCK B736	BHCK B737	BHCK B738	BHCK B739
a. 30-89 days past due.....	0	0	0	0	0	0	0
b. 90 days or more past due.....	0	0	0	0	0	0	0
5. Charge-offs and recoveries on assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements (calendar year-to-date):							
a. Charge-offs.....	BHCK B747	BHCK B748	BHCK B749	BHCK B750	BHCK B751	BHCK B752	BHCK B753
	0	0	0	0	0	0	0
b. Recoveries.....	BHCK B754	BHCK B755	BHCK B756	BHCK B757	BHCK B758	BHCK B759	BHCK B760
	0	0	0	0	0	0	0

(1) Asset-size test is based on the total assets reported as of June 30, 2024.

Schedule HC-S—Continued

Dollar Amounts in Thousands	(Column A) 1-4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans, All Leases, and All Other Assets
	Amount	Amount	Amount	Amount	Amount	Amount	Amount
Items 6 and 10 are to be completed by holding companies with \$10 billion or more in total assets. ²							
6. Total amount of ownership (or seller's) interest carried as securities or loans.....		BHCK HU16	BHCK HU17			BHCK HU18	
7. - 8. Not applicable.		0	0			0	
For Securitization Facilities Sponsored By or Otherwise Established By Other Institutions							
9. Maximum amount of credit exposure arising from credit enhancements provided by the reporting institution to other institutions' securitization structures in the form of standby letters of credit, purchased subordinated securities, and other enhancements.....	BHCK B776			BHCK B779	BHCK B780	BHCK B781	BHCK B782
	0			0	0	0	0
10. Reporting institution's unused commitments to provide liquidity to other institutions' securitization structures.....	BHCK B783			BHCK B786	BHCK B787	BHCK B788	BHCK B789
	0			0	0	0	0
Asset Sales							
11. Assets sold with recourse or other seller- provided credit enhancements and not securitized.....	BHCK B790						BHCK B796
	100,998						87,838
12. Maximum amount of credit exposure arising from recourse or other seller- provided credit enhancements provided to assets reported in item 11.....	BHCK B797						BHCK B803
	4,415						87,838

(2) The \$10 billion asset-size test is based on the total assets reported as of June 30, 2024.

Schedule HC-S—Continued

Memoranda

Dollar Amounts in Thousands		BHCK	Amount	
1. Not applicable				
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	100,998	M.2.a.
b. 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements.....		B805	95,142,521	M.2.b.
c. Other financial assets (1).....		A591	2,402,202	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	193,544	M.2.d.
Memorandum item 3 is to be completed by holding companies with \$10 billion or more in total assets. ²				
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 (2)		B806	0	M.3.a1.
(2) Conduits sponsored by other unrelated institutions (2).....		B807	0	M.3.a2.
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.b1.
(2) Conduits sponsored by other unrelated institutions.....		B809	0	M.3.b2.
4. Outstanding credit card fees and finance charges (included in Schedule HC-S, item 1, column G) (2,3).....		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) The \$10 billion asset-size test is based on the total assets reported as of June 30, 2024.

(3) Memorandum item 4 is to be completed by holding companies with \$10 billion or more in total assets that (1) 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

To be completed by holding companies with \$5 billion or more in total assets.¹

	(Column A) Securitization Vehicles		(Column B) Other VIEs		
	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands					
1. Assets of consolidated variable interest entities (VIEs) that can be used only to settle obligations of the consolidated VIEs:					
a. Cash and balances due from depository institutions.....	J981	0	JF84	168,531	1.a.
b. Securities not held for trading.....	HU20	0	HU21	0	1.b.
c. Loans and leases held for investment, net of allowance, and held for sale.....	HU22	0	HU23	2,352,894	1.c.
d. Other real estate owned.....	K009	0	JF89	0	1.d.
e. Other assets.....	JF91	0	JF90	15,093	1.e.
2. Liabilities of consolidated VIEs for which creditors do not have recourse to the general credit of the reporting holding company:					
a. Other borrowed money.....	JF92	0	JF85	1,982,299	2.a.
b. Other liabilities.....	JF93	0	JF86	4,816	2.b.
3. All other assets of consolidated VIEs (not included in items 1.a. through 1.e above).....	K030	0	JF87	0	3.
4. All other liabilities of consolidated VIEs (not included in items 2.a through 2.b above).....	K033	0	JF88	0	4.
Dollar Amounts in Thousands					
5. Total assets of asset-backed commercial paper (ABCP) conduit VIEs.....	JF77	0			5.
6. Total liabilities of ABCP conduit VIEs.....	JF78	0			6.

⁽¹⁾ Asset-size test is based on the total assets reported as of June 30, 2024.

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	Amount	
1. Average loans and leases (held for investment and held for sale).....		3516		1.
2. Average earning assets.....		3402		2.
3. Average total consolidated assets.....		3368		3.
4. Average equity capital		3519		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).

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	Amount
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	BHCK	Amount	
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	0	2.
3.				
		5358	0	3.
4.				
		5359	0	4.
5.				
		5360	0	5.
6.				
		B027	0	6.

Notes to the Balance Sheet (Other)—Continued

TEXT		BHCK	Amount	
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.