



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

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

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

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

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

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

Date of Report: June 30, 2018
Month / Date / Year (BHCK 9999)

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.

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)

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)

For Federal Reserve Bank Use Only

RSSD ID _____

C.I. _____ S.F. _____

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

Public reporting burden for this information collection is estimated to vary from 5 to 1,250 hours per response, with an average of 47.11 hours per response for non-Advanced Approaches HCs and 50.39 hours for Advanced Approaches HCs, 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.

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	655,200	1.a.(1)(a)	
(b) All other loans secured by real estate.....	4436	312,202	1.a.(1)(b)	
(c) All other loans.....	F821	1,385,433	1.a.(1)(c)	
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs.....				
	4059	0	1.a.(2)	
b. Income from lease financing receivables.....	4065	41,023	1.b.	
c. Interest income on balances due from depository institutions (1).....	4115	13,866	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	85	1.d.(1)	
(2) Mortgage-backed securities.....	B489	312,469	1.d.(2)	
(3) All other securities.....	4060	1,400	1.d.(3)	
e. Interest income from trading assets.....	4069	3,353	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	18,691	1.g.	
h. Total interest income (sum of items 1.a through 1.g.).....	4107	2,743,722	1.h.	
2. Interest expense:				
a. Interest on deposits:				
(1) In domestic offices:				
(a) Time deposits of \$250,000 or less.....	HK03	98,027	2.a.(1)(a)	
(b) Time deposits of more than \$250,000.....	HK04	21,535	2.a.(1)(b)	
(c) Other deposits.....	6761	205,615	2.a.(1)(c)	
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs.....				
	4172	261	2.a.(2)	
b. Expense of federal funds purchased and securities sold under agreements to repurchase.....	4180	2,022	2.b.	
c. Interest on trading liabilities and other borrowed money (excluding subordinated notes and debentures).....				
	4185	155,913	2.c.	
d. Interest on subordinated notes and debentures and on mandatory convertible securities.....	4397	43,226	2.d.	
e. Other interest expense.....	4398	0	2.e.	
f. Total interest expense (sum of items 2.a through 2.e.).....	4073	526,599	2.f.	
3. Net interest income (item 1.h minus 2.f.).....	4074	2,217,123	3.	
4. Provision for loan and lease losses (from Schedule HI-B, part II, item 5).....	4230	162,865	4.	
5. Noninterest income:				
a. Income from fiduciary activities.....				
	4070	13,541	5.a.	
b. Service charges on deposit accounts in domestic offices.....	4483	247,599	5.b.	
c. Trading revenue (2).....	A220	33,854	5.c.	
d.(1) Fees and commissions from securities brokerage.....	C886	45,237	5.d.(1)	
(2) Investment banking, advisory, and underwriting fees and commissions.....	C888	20,138	5.d.(2)	
(3) Fees and commissions from annuity sales.....	C887	23,927	5.d.(3)	
(4) Underwriting income from insurance and reinsurance activities.....	C386	0	5.d.(4)	
(5) Income from other insurance activities.....	C387	956	5.d.(5)	
e. Venture capital revenue.....	B491	0	5.e.	
f. Net servicing fees.....	B492	36,615	5.f.	
g. Net securitization income.....	B493	0	5.g.	

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

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

Schedule HI—Continued

	Dollar Amounts in Thousands	BHCK	Amount	
5. h. Not applicable				
i. Net gains (losses) on sales of loans and leases.....		8560	12,054	5.i.
j. Net gains (losses) on sales of other real estate owned.....		8561	2,623	5.j.
k. Net gains (losses) on sales of other assets (3).....		B496	220	5.k.
l. Other noninterest income (4).....		B497	309,944	5.l.
m. Total noninterest income (sum of items 5.a through 5.l).....		4079	746,708	5.m.
6. a. Realized gains (losses) on held-to-maturity securities.....		3521	0	6.a.
b. Realized gains (losses) on available-for-sale securities.....		3196	8,202	6.b.
7. Noninterest expense:				
a. Salaries and employee benefits.....		4135	927,458	7.a.
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest).....		4217	285,898	7.b.
c. (1) Goodwill impairment losses.....		C216	0	7.c.(1)
(2) Amortization expense and impairment losses for other intangible assets.....		C232	303	7.c.(2)
d. Other noninterest expense (5).....		4092	545,061	7.d.
e. Total noninterest expense (sum of items 7.a through 7.d).....		4093	1,758,720	7.e.
8. a. Income (loss) before 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	1,050,448	8.a.
b. Unrealized holding gains (losses) on equity securities not held for trading (6).....		HT70	(121)	8.b.
c. Income (loss) before applicable income taxes and discontinued operations (sum of items 8.a and 8.b).....		4301	1,050,327	8.c.
9. Applicable income taxes (foreign and domestic).....		4302	236,888	9.
10. Income (loss) before discontinued operations (item 8.c. minus item 9).....		4300	813,439	10.
11. Discontinued operations, net of applicable income taxes (7).....		FT28	0	11.
12. Net income (loss) attributable to holding company and noncontrolling (minority) interests (sum of items 10 and 11).....		G104	813,439	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	813,439	14.

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

(4) See Schedule HI, memoranda item 6.

(5) See Schedule HI, memoranda item 7.

(6) Item 8.b is to be completed only by holding companies that have adopted ASU 2016-01, which includes provisions governing the accounting for investments in equity securities. See the instructions for further detail on ASU 2016-01.

(7) Describe on Schedule HI, memoranda item 8.

Memoranda

	Dollar Amounts in Thousands	BHCK	Amount	
1. Net Interest income (item 3 above) on a fully taxable equivalent basis.....		4519	2,227,203	M.1.
2. Net income before applicable income taxes, and discontinued operations (item 8.c. above) on a fully taxable equivalent basis.....		4592	1,060,408	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	37	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	78	M.4.
5. Number of full-time equivalent employees at end of current period (round to nearest whole number).....		BHCK	Number	
		4150	17,699	M.5.
6. Other noninterest income (from Schedule HI, item 5.l, above) (only report amounts greater than \$100,000 that exceed 7 percent of Schedule HI, item 5.l):				
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	28,228	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.

Schedule HI—Continued

Memoranda—Continued

		Dollar Amounts in Thousands	BHCK	Amount					
6.	f. Bank card and credit card interchange fees.....		F555	86,890	M.6.f.				
	g. Income and fees from wire transfers.....		T047	0	M.6.g.				
	h. <table border="1"><tr><td>TEXT</td><td>Letter of Credit and Loan Fees</td></tr><tr><td>8562</td><td></td></tr></table>	TEXT	Letter of Credit and Loan Fees	8562			8562	70,840	M.6.h.
TEXT	Letter of Credit and Loan Fees								
8562									
	i. <table border="1"><tr><td>TEXT</td><td>Syndication Fee Income</td></tr><tr><td>8563</td><td></td></tr></table>	TEXT	Syndication Fee Income	8563			8563	65,939	M.6.i.
TEXT	Syndication Fee Income								
8563									
	j. <table border="1"><tr><td>TEXT</td><td>Forgein Exchange Trading Income</td></tr><tr><td>8564</td><td></td></tr></table>	TEXT	Forgein Exchange Trading Income	8564			8564	24,183	M.6.j.
TEXT	Forgein Exchange Trading Income								
8564									
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	61,636	M.7.b.				
	c. Directors' fees.....		4136	0	M.7.c.				
	d. Printing, stationery, and supplies.....		C018	0	M.7.d.				
	e. Postage.....		8403	0	M.7.e.				
	f. Legal fees and expenses.....		4141	0	M.7.f.				
	g. FDIC deposit insurance assessments.....		4146	CONF	M.7.g.				
	h. Accounting and auditing expenses.....		F556	0	M.7.h.				
	i. Consulting and advisory expenses.....		F557	45,969	M.7.i.				
	j. Automated teller machine (ATM) and interchange expenses.....		F558	0	M.7.j.				
	k. Telecommunications expenses.....		F559	0	M.7.k.				
	l. Other real estate owned expenses.....		Y923	0	M.7.l.				
	m. Insurance expenses (not included in employee expenses, premises and fixed assets expenses, and other real estate owned expenses).....		Y924	0	M.7.m.				
	n. <table border="1"><tr><td>TEXT</td><td>Capitalized Software Expense</td></tr><tr><td>8565</td><td></td></tr></table>	TEXT	Capitalized Software Expense	8565			8565	91,774	M.7.n.
TEXT	Capitalized Software Expense								
8565									
	o. <table border="1"><tr><td>TEXT</td><td>Outside Services</td></tr><tr><td>8566</td><td></td></tr></table>	TEXT	Outside Services	8566			8566	77,528	M.7.o.
TEXT	Outside Services								
8566									
	p. <table border="1"><tr><td>TEXT</td><td></td></tr><tr><td>8567</td><td></td></tr></table>	TEXT		8567			8567	0	M.7.p.
TEXT									
8567									
8.	Discontinued operations and applicable income tax effect (from Schedule HI, item 11) (itemize and describe each discontinued operation):								
	a.(1) <table border="1"><tr><td>TEXT</td><td></td></tr><tr><td>FT29</td><td></td></tr></table>	TEXT		FT29			FT29	0	M.8.a.(1)
TEXT									
FT29									
	(2) Applicable income tax effect.....	BHCK	FT30	0	M.8.a.(2)				
	b.(1) <table border="1"><tr><td>TEXT</td><td></td></tr><tr><td>FT31</td><td></td></tr></table>	TEXT		FT31			FT31	0	M.8.b.(1)
TEXT									
FT31									
	(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)								
	Memorandum items 9.a through 9.e are to be completed by holding companies that reported total trading assets of \$10 million or more for any quarter of the preceding calendar year:								
	a. Interest rate exposures.....		8757	26,212	M.9.a.				
	b. Foreign exchange exposures.....		8758	7,474	M.9.b.				
	c. Equity security and index exposures.....		8759	0	M.9.c.				
	d. Commodity and other exposures.....		8760	0	M.9.d.				
	e. Credit exposures.....		F186	168	M.9.e.				

Schedule HI—Continued

Memoranda—Continued

Memoranda items 9.f and 9.g are to be completed by holding companies with \$100 billion or more in total assets that are required to complete Schedule HI, Memorandum items 9.a through 9.e, above. (1)

9.f. Impact on trading revenue of changes in the creditworthiness of the holding company's derivatives counterparties on the holding company's derivative assets (included in Memorandum items 9.a through 9.e above).....

962

M.9.f.

g. Impact on trading revenue of changes in the creditworthiness of the holding company on the holding company's derivative liabilities (included in Memorandum items 9.a through 9.e above).....

0

M.9.g.

Memoranda items 10.a and 10.b are to be completed by holding companies with \$10 billion or more in total consolidated assets. (1)

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.....

0

M.10.a.

b. Net gains (losses) on credit derivatives held for purposes other than trading.....

0

M.10.b.

11. Credit losses on derivatives (see instructions).....

(550)

M.11.

Memoranda item 12.a is to be completed by holding companies with \$1 billion or more in total assets. (1)

12. a. Income from the sale and servicing of mutual funds and annuities (in domestic offices).....

69,164

M.12.a.

b. (1) Premiums on insurance related to the extension of credit.....

0

M.12.b.1.

(2) All other insurance premiums.....

0

M.12.b.2.

c. Benefits, losses, and expenses from insurance-related activities.....

0

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 item 14 is to be completed by holding companies that have elected to account for assets and liabilities under a fair value option.</i>				
14. Net gains (losses) recognized in earnings on assets and liabilities that are reported at fair value under a fair value option:				
a. Net gains (losses) on assets.....		F551	(587)	M.14.a.
(1) Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk.....		F552	0	M.14.a.1.
b. Net gains (losses) on liabilities.....		F553	0	M.14.b.
(1) Estimated net gains (losses) on liabilities attributable to changes in instrument-specific credit risk.....		F554	0	M.14.b.1.
15. Stock-based employee compensation expense (net of tax effects) calculated for all awards under the fair value method.....		C409	21,471	M.15.
<i>Memorandum item 16 is to be completed by holding companies that are required to complete Schedule HC-C, Memorandum items 6.b and 6.c and is to be completed semiannually in the June and December reports only.</i>				
Year-to-date				
16. Noncash income from negative amortization on closed-end loans secured by 1-4 family residential properties (included in Schedule HI, item 1.a.1.a).....		F228		M.16.
17. Other-than-temporary impairment losses on held-to-maturity and available-for-sale debt securities recognized in earnings (included in Schedule HI, items 6.a and 6.b).....		J321	1,841	M.17.

(1) The asset size test is generally based on the total assets reported as of June 30, 2017.

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		20,270,492	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		20,270,492	3.
	BHCT			
4. Net income (loss) attributable to holding company (must equal Schedule HI, item 14).....	4340		813,439	4.
5. Sale of perpetual preferred stock (excluding treasury stock transactions):	BHCK			
a. Sale of perpetual preferred stock, gross.....	3577		296,176	5.a.
b. Conversion or retirement of perpetual preferred stock.....	3578		0	5.b.
6. Sale of common stock:				
a. Sale of common stock, gross.....	3579		0	6.a.
b. Conversion or retirement of common stock.....	3580		25,374	6.b.
7. Sale of treasury stock.....	4782		0	7.
8. LESS: Purchase of treasury stock.....	4783		325,000	8.
9. Changes incident to business combinations, net.....	4356		0	9.
10. LESS: Cash dividends declared on preferred stock.....	4598		6,875	10.
11. LESS: Cash dividends declared on common stock.....	4460		215,059	11.
12. Other comprehensive income (1).....	B511		(391,413)	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		20,467,134	15.

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

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

	(Column A) Charge-offs (1)		(Column B) Recoveries		
	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands					
I. Charge-offs and Recoveries on Loans and Leases (Fully Consolidated)					
1. Loans secured by real estate:					
a. Construction, land development, and other land loans in domestic offices:					
(1) 1-4 family residential construction loans.....	C891	53	C892	0	1.a.(1)
(2) Other construction loans and all land development and other land loans.....	C893	0	C894	0	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	19,963	5412	10,844	1.c.(1)
(2) Closed-end loans secured by 1-4 family residential properties in domestic offices:					
(a) Secured by first liens.....	C234	4,438	C217	3,921	1.c.(2)(a)
(b) Secured by junior liens.....	C235	4,323	C218	12,701	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices.....	3588	0	3589	0	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:					
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....	C895	176	C896	214	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties.....	C897	0	C898	58	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.....					
4. Commercial and industrial loans:					
a. To U.S. addressees (domicile).....	4645	20,264	4617	8,352	4.a.
b. To non-U.S. addressees (domicile).....	4646	0	4618	0	4.b.
5. Loans to individuals for household, family, and other personal expenditures:					
a. Credit cards.....	B514	32,405	B515	3,446	5.a.
b. Automobile loans.....	K129	79,880	K133	35,573	5.b.
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....	K205	61,721	K206	11,302	5.c.
6. Loans to foreign governments and official institutions.....					
7. All other loans.....					
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	69	8.b.
9. Total (sum of items 1 through 8).....					

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

Schedule HI-B—Continued**Memoranda**

Memorandum

	(Column A) Chart-offs (1)		(Column B) Recoveries		
	Year-to-date				
Dollar Amounts in Thousands	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	149	5410	383	M.1.
2. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HI-B, part I, item 1, above).....					
	4652	0	4662	0	M.2.

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

	Year-to-date		
	BHCK	Amount	
3. Uncollectible retail credit card fees and finance charges reversed against income (i.e., not included in charge-offs against the allowance for loan and lease losses).....	C388	5,828	M.3.

	Dollar Amounts in Thousands		
	BHCK	Amount	
II. Changes in allowance for loan and lease losses			
1. Balance most recently reported at end of previous year (i.e., after adjustments from amended Reports of Income).....	B522	1,236,100	1.
2. Recoveries (must equal Schedule HI-B, part I, item 9, column B, above).....	BHCT		
3. LESS: Charge-offs (must equal Schedule HI-B, part I, item 9, column A above less Schedule HI-B, part II, item 4).....	4605	90,112	2.
4. LESS: Write-downs arising from transfers of loans to a held-for-sale account.....	BHCK		
5. Provision for loan and lease losses (must equal Schedule HI, item 4).....	C079	236,541	3.
6. Adjustments (see instructions for this schedule).....	5523	0	4.
7. Balance at end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (must equal Schedule HC, item 4.c).....	BHCT		
	4230	162,865	5.
	BHCK		
	C233	0	6.
	BHCT		
	3123	1,252,536	7.

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

Memoranda

	Dollar Amounts in Thousands		
	BHCK	Amount	
1. Allocated transfer risk reserve included in Schedule HI-B, part II, item 7.....	C435	0	M.1.
<i>Memoranda items 2 and 3 are to be completed by (1) holding companies that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).</i>			
2. Separate valuation allowance for uncollectible retail credit card fees and finance charges.....	C389	2,523	M.2.
3. Amount of allowance for loan and lease losses attributable to retail credit card fees and finance charges (included in Schedule HC, item 4.c and Schedule HI-B, part II, item 7).....	C390	0	M.3.
<i>Memorandum item 4 is to be completed by all holding companies.</i>			
4. Amount of allowance for post-acquisition credit losses on purchased credit-impaired loans accounted for in accordance with AICPA Statement of Position 03-3 (included in Schedule HI-B, part II, item 7, above).....	C781	0	M.4.

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

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

	(Column A) Recorded Investment: Individually Evaluated for Impairment (ASC 310-10-35)		(Column B) Allowance Balance: Individually Evaluated for Impairment (ASC 310-10-35)		(Column C) Recorded Investment: Collectively Evaluated for Impairment (ASC 450-20)		(Column D) Allowance Balance: Collectively Evaluated for Impairment (ASC 450-20)		(Column E) Recorded Investment: Purchased Credit- Impaired Loans (ASC 310-30)		(Column F) Allowance Balance: Purchased Credit- Impaired Loans (ASC 310-30)	
Dollar Amounts in Thousands	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount
1. Real estate loans:												
a. Construction loans.....	M708	0	M709	0	M710	3,862,348	M711	46,074	M712	0	M713	0
b. Commercial real estate loans.....	M714	34,828	M715	4,855	M716	8,911,424	M717	46,449	M719	0	M720	0
c. Residential real estate loans.....	M721	522,333	M722	7,961	M723	31,599,002	M724	137,164	M725	0	M726	0
2. Commercial loans ²	M727	402,226	M728	57,236	M729	42,194,653	M730	458,442	M731	0	M732	0
3. Credit Cards.....	M733	24,859	M734	6,766	M735	1,854,393	M736	65,036	M737	0	M738	0
4. Other consumer loans.....	M739	194,316	M740	12,995	M741	23,815,517	M742	266,397	M743	0	M744	0
5. Unallocated, if any.....							M745	143,161				
6. Total (sum of 1.a through 5).....	M746	1,178,562	M747	89,813	M748	112,237,337	M749	1,162,723	M750	0	M751	0

(1) The asset size test is based on the total assets reported as of June 30, 2017.

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

Notes to the Income Statement - Predecessor Financial Items

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

	Dollar Amounts in Thousands	BHBC	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 loan and lease losses.....	4230			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.....	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.

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)

	TEXT	Dollar Amounts in Thousands	BHCK	Amount	
1.	5351				
			5351	0	1.
2.	5352				
			5352	0	2.
3.	5353				
			5353	0	3.
4.	5354				
			5354	0	4.
5.	5355				
			5355	0	5.
6.	B042				
			B042	0	6.
7.	B043				
			B043	0	7.
8.	B044				
			B044	0	8.
9.	B045				
			B045	0	9.
10.	B046				
			B046	0	10.

Notes to the Income Statement (Other)— Continued

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

Consolidated Financial Statements for Holding Companies

Report at the close of business June 30, 2018
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		1,241,162	1.a.
b. Interest-bearing balances: (2)				
(1) In U.S. offices.....	0395		2,975,978	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).....	1754		4,416,949	2.a.
b. Available-for-sale securities (from Schedule HC-B, column D).....	1773		20,156,664	2.b.
c. Equity securities with readily determinable fair values not held for trading (3).....	JA22		170,098	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 (4).....	BHCK	B989	0	3.b.
4. Loans and lease financing receivables:				
a. Loans and leases held for sale.....		5369	553,923	4.a.
b. Loans and leases held for investment.....	B528		113,415,899	4.b.
c. LESS: Allowance for loan and lease losses.....	3123		1,252,536	4.c.
d. Loans and leases held for investment, net of allowance for loan and lease losses (item 4.b minus 4.c).....		B529	112,163,363	4.d.
5. Trading assets (from Schedule HC-D).....		3545	373,133	5.
6. Premises and fixed assets (including capitalized leases).....		2145	720,122	6.
7. Other real estate owned (from Schedule HC-M).....		2150	24,732	7.
8. Investments in unconsolidated subsidiaries and associated companies.....		2130	0	8.
9. Direct and indirect investments in real estate ventures.....		3656	1,108,207	9.
10. Intangible assets (from Schedule HC-M).....		2143	7,106,111	10.
11. Other assets (from Schedule HC-F).....		2160	4,827,873	11.
12. Total assets (sum of items 1 through 11).....		2170	155,838,315	12.

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

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

(3) Item 2.c is to be completed only by holding companies that have adopted ASU 2016-01, which includes provisions governing the accounting for investments in equity securities. See the instructions for further detail on ASU 2016-01.

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

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	30,080,165	13.a.(1)	
(2) Interest-bearing.....	6636	87,216,337	13.a.(2)	
b. In foreign offices, Edge and Agreement subsidiaries, and IBFs:	BHFN			
(1) Noninterest-bearing.....	6631	0	13.b.(1)	
(2) Interest-bearing.....	6636	165,500	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.	
b. Securities sold under agreements to repurchase (3).....	BHCK			
15. Trading liabilities (from Schedule HC-D).....	B995	325,967	14.b.	
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule HC-M).....	3548	422,026	15.	
17. Not applicable				
18. Not applicable				
19. a. Subordinated notes and debentures (4).....	3190	13,524,234	16.	
b. Subordinated notes payable to unconsolidated trusts issuing trust preferred securities, and trust preferred securities issued by consolidated special purpose entities.....	4062	1,638,175	19.a.	
20. Other liabilities (from Schedule HC-G).....	C699	0	19.b.	
21. Total liabilities (sum of items 13 through 20).....	2750	1,998,777	20.	
22. Not applicable	2948	135,371,181	21.	
Equity Capital				
Holding Company Equity Capital				
23. Perpetual preferred stock and related surplus.....	3283	543,284	23.	
24. Common stock (par value).....	3230	5,666	24.	
25. Surplus (exclude all surplus related to preferred stock).....	3240	18,806,034	25.	
26. a. Retained earnings.....	3247	4,755,276	26.a.	
b. Accumulated other comprehensive income (5).....	B530	(1,209,778)	26.b.	
c. Other equity capital components (6).....	A130	(2,433,348)	26.c.	
27. a. Total holding company equity capital (sum of items 23 through 26.c).....	3210	20,467,134	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	20,467,134	28.	
29. Total liabilities and equity capital (sum of items 21 and 28).....	3300	155,838,315	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

		Held-to-Maturity				Available-for-Sale				
		(Column A)		(Column B)		(Column C)		(Column D)		
		Amortized Cost		Fair value		Amortized Cost		Fair value		
Dollar Amounts in Thousands		BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
1. U.S. Treasury securities.....		0211	0	0213	0	1286	11,991	1287	11,990	1.
2. U.S. government agency and sponsored agency obligations (exclude mortgage-backed securities) (1).....		HT50	0	HT51	0	HT52	0	HT53	0	2.
3. Securities issued by states and political subdivisions in the U.S.....		8496	0	8497	0	8498	5,848	8499	5,608	3.
4. Mortgage-backed securities (MBS)										
a. Residential pass-through securities:										
(1) Guaranteed by GNMA.....		G300	1,389,093	G301	1,340,262	G302	5,129,703	G303	4,945,765	4.a.1.
(2) Issued by FNMA and FHLMC.....		G304	203,840	G305	190,361	G306	10,726,315	G307	10,354,422	4.a.2.
(3) Other pass-through securities.....		G308	757,909	G309	760,143	G310	126,253	G311	124,238	4.a.3.
b. Other residential mortgage-backed securities (include CMOs, REMICs, and stripped MBS):										
(1) Issued or guaranteed by U.S. Government agencies or sponsored agencies (2).....		G312	0	G313	0	G314	3,697,120	G315	3,621,719	4.b.1.
(2) Collateralized by MBS issued or guaranteed by U.S. Government agencies or sponsored agencies (2).....		G316	0	G317	0	G318	0	G319	0	4.b.2.
(3) All other residential mortgage-backed securities.....		G320	26,796	G321	26,397	G322	142,200	G323	143,277	4.b.3.
c. Commercial MBS:										
(1) Commercial pass-through securities:										
(a) Issued or guaranteed by FNMA, FHLMC, or GNMA.....		K142	0	K143	0	K144	0	K145	0	4.c.1a
(b) Other pass-through securities.....		K146	0	K147	0	K148	0	K149	0	4.c.1b
(2) Other commercial MBS:										
(a) Issued or guaranteed by U.S. Government agencies or sponsored agencies (2).....		K150	2,039,311	K151	1,942,506	K152	1,004,337	K153	947,465	4.c.2a
(b) All other commercial MBS.....		K154	0	K155	0	K156	0	K157	0	4.c.2b

(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) 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	
Dollar Amounts in Thousands	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount
5. Asset-backed securities and structured financial products:								
a. Asset-backed Securities (ABS).....	C026	0	C988	0	C989	1,972	C027	2,180
b. Structured financial products	HT58	0	HT59	0	HT60	0	HT61	0
6. Other debt securities:								
a. Other domestic debt securities.....	1737	0	1738	0	1739	0	1741	0
b. Other foreign debt securities.....	1742	0	1743	0	1744	0	1746	0
7. Investments in mutual funds and other equity securities with readily determinable fair values. (1).....					A510		A511	
8. Total (sum of 1 through 7) (total of column A must equal Schedule HC, item 2.a) (total of column D must equal Schedule HC, item 2.b).....	BHCT						BHCT	
	1754	4,416,949	1771	4,259,669	1772	20,845,739	1773	20,156,664

Memoranda

	Dollar Amounts in Thousands		
1. Pledged securities (2).....	.0416	5,111,988	M.1.
2. Remaining maturity or next repricing date of debt securities (3) (4) (Schedule HC-B, items 1 through 6.b in columns A and D above):			
a. 1 year and less.....	.0383	1,244,800	M.2.a.
b. Over 1 year to 5 years.....	.0384	435,636	M.2.b.
c. Over 5 years.....	.0387	22,893,177	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	0	M.3.
4. Structured notes (included in the held-to-maturity and available-for-sale accounts in Schedule HC-B, items 2, 3, 5, and 6):			
a. Amortized cost.....	.8782	0	M.4.a.
b. Fair value.....	.8783	0	M.4.b.

(1) Item 7 is to be completed only by holding companies that have not adopted ASU 2016-01, which includes provisions governing the accounting for investments in equity securities. See the instructions for further detail on ASU 2016-01.

(2) Includes held-to-maturity securities at amortized cost and available-for-sale securities at fair value.

(3) Exclude investments in mutual funds and other equity securities with readily determinable fair values.

(4) Report fixed-rate debt securities by remaining maturity and floating debt securities by next repricing date.

Schedule HC-B—Continued**Memoranda—Continued**

	Held-to-Maturity				Available-for-Sale				
	(Column A) Amortized Cost		(Column B) Fair value		(Column C) Amortized Cost		(Column D) Fair value		
	BHCK	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	1,972	B845	2,180	M.5.b.
c. Automobile loans.....	B846	0	B847	0	B848	0	B849	0	M.5.c.
d. Other consumer loans.....	B850	0	B851	0	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	0	G359	0	M.6.c.
d. 1–4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs).....	G360	0	G361	0	G362	0	G363	0	M.6.d.
e. 1–4 family residential MBS not issued or guaranteed by GSEs.....	G364	0	G365	0	G366	0	G367	0	M.6.e.
f. Diversified (mixed) pools of structured financial products.....	G368	0	G369	0	G370	0	G371	0	M.6.f.
g. Other collateral or reference assets.....	G372	0	G373	0	G374	0	G375	0	M.6.g.

(1) The \$10 billion asset size test is based on the total assets reported as of June 30, 2017.

Schedule HC-C—Loans and Lease Financing Receivables

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

	(Column A) Consolidated		(Column B) In Domestic Offices	
	BHCK	Amount	BHDM	Amount
Dollar Amounts in Thousands				
1. Loans secured by real estate.....	1410	48,765,121		
a. Construction, land development, and other land loans:				
(1) 1-4 family residential construction loans.....			BHCK	
(2) Other construction loans and all land development and other land loans.....			F158	528,747
b. Secured by farmland.....				
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.....			F159	3,333,139
(2) Closed-end loans secured by 1-4 family residential properties:			BHDM	
(a) Secured by first liens.....			1420	4,005
(b) Secured by junior liens.....				
d. Secured by multifamily (5 or more) residential properties.....				
e. Secured by nonfarm nonresidential properties:				
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....			1797	13,137,041
(2) Loans secured by other nonfarm nonresidential properties.....				
2. Loans to depository institutions and acceptances of other banks.....				
a. To U.S. banks and other U.S. depository institutions.....	1292	1,799		
b. To foreign banks.....	1296	0		
3. Loans to finance agricultural production and other loans to farmers.....	1590	0	1590	0
4. Commercial and industrial loans.....			1766	33,944,596
a. To U.S. addressees (domicile).....	1763	33,012,791		
b. To non-U.S. addressees (domicile).....	1764	931,805		
5. Not applicable				
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....			1975	24,341,671
a. Credit cards.....	B538	1,574,874		
b. Other revolving credit plans.....	B539	197,648		
c. Automobile loans.....	K137	11,263,855		
d. Other consumer loans (includes single payment, installment, and all student loans).....	K207	11,305,294		
7. Loans to foreign governments and official institutions (including foreign central banks).....	2081	0	2081	0
8. Not applicable				
9. Loans to nondepository financial institutions and other loans:				
a. Loans to nondepository financial institutions.....	J454	2,437,131	J454	2,437,131
b. Other loans				
(1) Loans for purchasing or carrying securities (secured or unsecured).....	1545	0	1545	0
(2) All other loans (exclude consumer loans).....	J451	1,397,434	J451	1,397,434
10. Lease financing receivables (net of unearned income).....			2165	3,082,070
a. Leases to individuals for household, family, and other personal expenditures (i.e., consumer leases).....	F162	0		
b. All other leases.....	F163	3,082,070		
11. LESS: Any unearned income on loans reflected in items 1-9 above.....	2123	0	2123	0
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).....	2122	113,969,822	2122	113,969,822

Schedule HC-C—Continued

Memoranda

Dollar Amounts in Thousands		BHDM	Amount	
1. Loans restructured in troubled debt restructurings that are in compliance with their modified terms (included in Schedule HC-C, and not reported as past due or nonaccrual in Schedule HC-N, Memorandum item 1):				
a. Construction, land development, and other land loans in domestic offices:				
(1) 1-4 family residential construction loans.....	K158	0		M.1.a.1
(2) All other construction loans and all land development and other land loans.....	K159	0		M.1.a.2
b. Loans secured by 1-4 family residential properties in domestic offices.....	F576	349,257		M.1.b.
c. Secured by multifamily (5 or more) residential properties in domestic offices.....	K160	81		M.1.c.
d. Secured by nonfarm nonresidential properties in domestic offices:				
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....	K161	20,242		M.1.d.1
(2) Loans secured by other nonfarm nonresidential properties.....	K162	9,767		M.1.d.2
e. Commercial and industrial loans:				
(1) To U.S. addressees (domicile).....	K163	108,170		M.1.e.1
(2) To non-U.S. addressees (domicile).....	K164	0		M.1.e.2
f. All other loans (include loans to individuals for household, family, and other personal expenditures) (1).....				
Itemize and describe loan categories included in Memorandum item 1.f, above that exceed 10% of total loans restructured in troubled debt restructurings that are in compliance with their modified terms (sum of Memorandum items 1.a through 1.f):				
(1) Loans secured by farmland in domestic offices.....	K165	172,737		M.1.f.
(2) Loans to finance agricultural production and other loans to farmers.....				
(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	139,867		M.1.f.3.c.
g. Total loans restructured in troubled debt restructurings that are in compliance with their modified terms (sum of Memorandum items 1.a.(1) through 1.f).....				
	HK25	660,254		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	1,490,435		M.2.
3. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HC-C, item 1, column A).....				
	B837	18,528		M.3.
Memorandum item 4 is to be completed by (1) holding companies that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions)				
4. Outstanding credit card fees and finance charges (included in Schedule HC-C, item 6.a, column A).....				
	C391	58,159		M.4.
Memorandum item 5 is to be completed by all holding companies. Memorandum item 5.a and 5.b are to be completed semiannually in the June and December reports only.				
5. Purchased credit-impaired loans held for investment accounted for in accordance with AICPA Statement of Position 03-3 (exclude loans held for sale):				
a. Outstanding balance.....	C779	0		M.5.a.
b. Amount included in Schedule HC-C, items 1 through 9.....	C780	0		M.5.b.

Schedule HC-C—Continued

Memoranda—Continued

Dollar Amounts in Thousands		BHCK	Amount	
<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		18,802	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 December 31, 2017, 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>				
6.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		223,393	M.9.
10.–11. Not applicable.				

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

Dollar Amounts in Thousands		BHCK	Amount	
13. Not applicable				
14. Pledged loans and leases.....	G378		45,043,431	M.14.

Schedule HC-D—Trading Assets and Liabilities

Schedule HC-D is to be completed by holding companies 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	0	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):				
a. Residential pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA	BHCK			
G379	0	4.a.		
b. Other residential mortgage-backed securities issued or guaranteed by U.S. Government agencies or sponsored agencies (1) (include CMOs, REMICs, and stripped MBS).....	G380	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 (1).....	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	0	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	155,637	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	0	6.d.	
7.–8. Not applicable				
9. Other trading assets.....	3541	436	9.	
10. Not applicable				
11. Derivatives with a positive fair value.....	3543	217,060	11.	
12. Total trading assets (sum of items 1 through 11) (total of column A must equal Schedule HC, item 5).....	BHCT			
	3545	373,133	12.	
Liabilities				
13. a. Liability for short positions:				
(1) Equity securities.....	BHCK			
G209	0	13.a.1.		
(2) Debt securities.....	G210	0	13.a.2.	
(3) All other assets.....	G211	0	13.a.3.	
b. All other trading liabilities.....	F624	263	13.b.	
14. Derivatives with a negative fair value.....	3547	421,763	14.	
15. Total trading liabilities (sum of items 13.a through 14) (total of column A must equal Schedule HC, item 15).....	BHCT			
	3548	422,026	15.	

(1) U.S. Government agencies include, but are not limited to, such agencies as the Government National Mortgage Association (GNMA), the Federal Deposit Insurance Corporation (FDIC), and the National Credit Union 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	158,547		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	0		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 (for each column, sum of Memorandum items 3.a through 3.g must equal Schedule HC-D, sum of items 5.a.(1) through (3)):				
a. Trust preferred securities issued by financial institutions.....	G299			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, 2017.

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

Dollar Amounts in Thousands		BHCK	Amount	
9. a. (1) Gross fair value of commodity contracts.....	BHTX F655	G212		M.9.a.(1)
(2) Gross fair value of physical commodities held in inventory.....	BHTX F655	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):				
(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.

Schedule HC-E—Deposit Liabilities (1)

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	6,961,431	1.a.
b. Interest-bearing demand deposits, NOW, ATS, and other transaction accounts.....		3187	6,212,273	1.b.
c. Money market deposit accounts and other savings accounts.....		2389	85,461,441	1.c.
d. Time deposits of \$250,000 or less.....		HK29	13,512,938	1.d.
e. Time deposits of more than \$250,000.....		J474	5,148,419	1.e.
2. Deposits held in domestic offices of other depository institutions that are subsidiaries of the reporting holding company:				
a. Noninterest-bearing balances (2).....		BHOD 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	7,410,421	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	4,010,977	M.3.
4. Foreign office time deposits with a remaining maturity of one year or less.....		BHFN A245	165,500	M.4.

(1) The sum of items 1.a through 1.e and items 2.a through 2.e must equal the sum of Schedule HC, items 13.a.1 and 13.a.2.

(2) Includes noninterest-bearing demand, time, and savings deposits.

Schedule HC-F—Other Assets

	Dollar Amounts in Thousands	BHCK	Amount	
1. Accrued interest receivable (1).....		B556	514,152	1.
2. Net deferred tax assets (2).....		2148	0	2.
3. Interest-only strips receivable (not in the form of a security) (3).....		HT80	0	3.
4. Equity investments without readily determinable fair values (4).....		1752	769,066	4.
5. Life insurance assets:				
a. General account life insurance assets.....		K201	275,246	5.a.
b. Separate account life insurance assets.....		K202	255,582	5.b.
c. Hybrid account life insurance assets.....		K270	1,145,825	5.c.
6. Other.....		2168	1,868,002	6.
		BHCT		
7. Total (sum of items 1 through 6) (must equal Schedule HC, item 11).....		2160	4,827,873	7.

(1) Include accrued interest receivable on loans, leases, debt securities and other interest-bearing assets.

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

(3) Report interest-only strips receivable in the form of a security as available-for-sale securities in Schedule HC, item 2.b, or as trading assets in Schedule HC, item 5, as appropriate.

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

Schedule HC-G—Other Liabilities

	Dollar Amounts in Thousands	BHCK	Amount	
1. Not applicable				
2. Net deferred tax liabilities (1).....		3049	455,995	2.
3. Allowance for credit losses on off-balance-sheet credit exposures.....		B557	87,619	3.
4. Other.....		B984	1,455,163	4.
		BHCT		
5. Total (sum of items 2 through 4) (must equal Schedule HC, item 20).....		2750	1,998,777	5.

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

Schedule HC-H—Interest Sensitivity (1)

	Dollar Amounts in Thousands	BHCK	Amount	
1. Earning assets that are repriceable within one year or mature within one year.....		3197	67,583,544	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	15,100,041	2.
3. Long-term debt that reprices within one year included in items 16 and 19.a on Schedule HC, Balance Sheet.....		3298	1,047,233	3.
4. Variable-rate preferred stock (includes both limited-life and perpetual preferred stock).....		3408	0	4.
5. Long-term debt reported in Schedule HC, item 19.a on the Balance Sheet that is scheduled to mature within one year		3409	0	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	11,970	1.a.	
b. Mortgage-backed securities (1).....	B559	24,920,913	1.b.	
c. All other debt securities (1) and equity securities with readily determinable fair values not held for trading (2).....	B560	177,273	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	113,347,490	3.a.	
(1) Loans secured by 1–4 family residential properties.....	3465	32,242,858	3.a.(1)	
(2) All other loans secured by real estate.....	3466	15,884,784	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	35,112,673	3.a.(4)	
(5) Loans to individuals for household, family, and other personal expenditures:				
(a) Credit cards.....	B561	1,540,219	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	22,758,117	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 total trading assets of \$10 million or more in any of the four preceding calendar quarters.</i>				
	BHCK			
4. a. Trading assets.....	3401	410,183	4.a.	
b. Other earning assets.....	B985	2,562,849	4.b.	
5. Total consolidated assets (3).....	3368	154,436,679	5.	
Liabilities				
6. Interest-bearing deposits (domestic) (4).....	3517	85,869,536	6.	
7. Interest-bearing deposits (foreign) (4).....	3404	181,695	7.	
8. Federal funds purchased and securities sold under agreements to repurchase.....	3353	504,647	8.	
9. All other borrowed money.....	2635	13,130,997	9.	
10. Not applicable				
Equity Capital				
11. Total equity capital (excludes limited-life preferred stock).....	3519	20,102,707	11.	

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

(2) For holding companies that have adopted ASU 2016-01, which includes provisions governing the accounting for investments in equity securities, quarterly averages for equity securities with readily determinable fair values should be based on fair value.

For holding companies that have not adopted ASU 2016-01, quarterly averages for equity securities with readily determinable fair values should be based on historical cost.

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

a) Debt securities at amortized cost.

b) For holding companies that have adopted ASU 2016-01, equity securities with readily determinable fair values should be reported at fair value. For holding companies that have not adopted ASU 2016-01, equity securities with readily determinable fair values should be reported at the lower of cost or fair value.

c) For holding companies that have adopted ASU 2016-01, 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). For holding companies that have not adopted ASU 2016-01, equity investments without readily determinable fair values should be reported at historical cost.

(4) 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	15,293,276	1.a.
<i>Items 1.b(1) and 1.b(2) are to be completed semiannually in the June and December reports only.</i>				
b. (1) Unused consumer credit card lines.....		J455	8,990,292	1.b.(1)
(2) Other unused credit card lines.....		J456	1,038,781	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	4,347,766	1.c.(1)
(a) 1-4 family residential construction loan commitments.....	F164	467,292		1.c.(1)(a)
(b) Commercial real estate, other construction loan, and land development loan commitments.....	F165	3,880,474		1.c.(1)(b)
(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate.....		6550	0	1.c.(2)
d. Securities underwriting		3817	0	1.d.
e. Other unused commitments:				
(1) Commercial and industrial loans		J457	30,638,883	1.e.(1)
(2) Loans to financial institutions.....		J458	2,280,677	1.e.(2)
(3) All other unused commitments.....		J459	2,799,076	1.e.(3)
2. Financial standby letters of credit and foreign office guarantees.....		6566	1,974,175	2.
<i>Item 2.a is to be completed by holding companies with \$1 billion or more in total assets. (1)</i>				
a. Amount of financial standby letters of credit conveyed to others		3820	0	2.a.
3. Performance standby letters of credit and foreign office guarantees		6570	119,534	3.
<i>Item 3.a is to be completed by holding companies with \$1 billion or more in total assets. (1)</i>				
a. Amount of performance standby letters of credit conveyed to others		3822	0	3.a.
4. Commercial and similar letters of credit		3411	55,558	4.
5. Not applicable				
6. Securities:				
a. Securities lent.....		3433	0	6.a.
b. Securities borrowed.....		3432	0	6.b.
7. Credit derivatives:				
a. Notional amounts:				
(1) Credit default swaps.....		C968	0	7.a.(1)
(2) Total return swaps.....		C970	0	7.a.(2)
(3) Credit options.....		C972	0	7.a.(3)
(4) Other credit derivatives.....		C974	3,251,839	7.a.(4)
b. Gross fair values:				
(1) Gross positive fair value		C219	14,049	7.b.(1)
(2) Gross negative fair value.....		C220	0	7.b.(2)
c. Notional amounts by regulatory capital treatment:				
(1) Positions covered under the Market Risk Rule:				
(a) Sold protection.....		G401	0	7.c.(1)(a)
(b) Purchased protection.....		G402	0	7.c.(1)(b)
(2) All other positions:				
(a) Sold protection.....		G403	3,251,838	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)

(1) The \$1 billion asset size test is based on the total assets reported as of June 30, 2017.

Schedule HC-L—Continued

Report only transactions with nonrelated institutions

Dollar Amounts in Thousands		Remaining Maturity of:						
		(Column A) One Year or Less		(Column B) Over One Year Through Five Years		(Column C) Over Five Years		
		BHCK	Amount	BHCK	Amount	BHCK	Amount	
7. d. Notional amounts by remaining maturity:								
(1) Sold credit protection:								
(a) Investment grade.....		G406	491,136	G407	2,244,183	G408	516,519	7.d.(1)(a)
(b) Subinvestment grade.....		G409	0	G410	0	G411	0	7.d.(1)(b)
(2) Purchased credit protection:								
(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. (1)

		BHCK	Amount	
8. Spot foreign exchange contracts.....		8765	78,070	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)				
a. Commitments to purchase when-issued securities.....		3430	4,743,608	9.
b. Commitments to sell when-issued securities.....		3434	0	9.a.
		3435	0	9.b.
c. TEXT 6561		6561	0	9.c.
d. TEXT 6562		6562	0	9.d.
e. TEXT 6568		6568	0	9.e.
f. TEXT 6586		6586	0	9.f.
10. Not applicable				

(1) The \$100 billion asset size test is based on the total assets reported as of June 30, 2017.

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
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 0	BHCK 8694 0	BHCK 8695 0	BHCK 8696 0
b. Forward contracts.....		BHCK 8697 1,336,911	BHCK 8698 3,232,815	BHCK 8699 0	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 4,705,914	BHCK 8710 185,920	BHCK 8711 0	BHCK 8712 0
(2) Purchased options.....		BHCK 8713 7,478,121	BHCK 8714 185,920	BHCK 8715 0	BHCK 8716 0
e. Swaps.....		BHCK 3450 99,693,243	BHCK 3826 6,714,961	BHCK 8719 0	BHCK 8720 0
12. Total gross notional amount of derivative contracts held for trading.....		BHCK A126 99,187,278	BHCK A127 10,319,616	BHCK 8723 0	BHCK 8724 0
13. Total gross notional amount of derivative contracts held for purposes other than trading.....		BHCK 8725 14,026,911	BHCK 8726 0	BHCK 8727 0	BHCK 8728 0
14. Gross fair values of derivative contracts:					
a. Contracts held for trading:					
(1) Gross positive fair value.....		BHCK 8733 202,203	BHCK 8734 142,921	BHCK 8735 0	BHCK 8736 0
(2) Gross negative fair value.....		BHCK 8737 438,879	BHCK 8738 125,954	BHCK 8739 0	BHCK 8740 0
b. Contracts held for purposes other than trading:					
(1) Gross positive fair value.....		BHCK 8741 11,723	BHCK 8742 0	BHCK 8743 0	BHCK 8744 0
(2) Gross negative fair value.....		BHCK 8745 3,161	BHCK 8746 0	BHCK 8747 0	BHCK 8748 0

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	47,450		G420	0	G421	0	G422	5,452	15.a.
b. Fair value of collateral:										
(1) Cash - U.S. dollar.....	G423	53,380		G425	0	G426	0	G427	842	15.b.1.
(2) Cash - Other currencies.....	G428	0		G430	0	G431	0	G432	0	15.b.2.
(3) U.S. Treasury securities.....	G433	0		G435	0	G436	0	G437	0	15.b.3.
(4) U.S. government agency and U.S. government-sponsored agency debt securities.....	G438	678		G440	0	G441	0	G442	0	15.b.4.
(5) Corporate bonds.....	G443	0		G445	0	G446	0	G447	0	15.b.5.
(6) Equity securities.....	G448	0		G450	0	G451	0	G452	0	15.b.6.
(7) All other collateral.....	G453	0		G455	0	G456	0	G457	0	15.b.7.
(8) Total fair value of collateral (sum of items 15.b.1 through 15.b.7).....	G458	54,058		G460	0	G461	0	G462	842	15.b.8.

(1) The \$10 billion asset size test is based on the total assets reported on the June 30, 2017.

Schedule HC-M—Memoranda

Dollar Amounts in Thousands		BHCK	Amount	
1. Total number of holding company common shares outstanding.....	NUMBER (UNROUNDED)			1.
	3459	484,005,194		
2. Debt maturing in one year or less (included in Schedule HC, items 16 and 19.a) that is issued to unrelated third parties by bank subsidiaries	6555	1,520,038		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	11,655,527		3.
4. Other assets acquired in satisfaction of debts previously contracted	6557	4,380		4.
5. Securities purchased under agreements to resell offset against securities sold under agreements to repurchase on Schedule HC	A288	0		5.
6. Assets covered by loss-sharing agreements with the FDIC:				
a. Loans and leases (included in Schedule HC, items 4.a and 4.b):				
(1) Loans secured by real estate in domestic offices:				
(a) Construction, land development, and other land loans:	BHDM			
(1) 1-4 family residential construction loans.....	K169	0		6.a.1.a.1.
(2) Other construction loans and all land development and other land loans.....	K170	0		6.a.1.a.2.
(b) Secured by farmland.....	K171	0		6.a.1.b.
(c) Secured by 1-4 family residential properties:				
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....	K172	0		6.a.1.c.1.
(2) Closed-end loans secured by 1-4 family residential properties:				
(a) Secured by first liens.....	K173	0		6.a.1.c.2a
(b) Secured by junior liens.....	K174	0		6.a.1.c.2b
(d) Secured by multifamily (5 or more) residential properties.....	K175	0		6.a.1.d.
(e) Secured by nonfarm nonresidential properties:				
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....	K176	0		6.a.1.e.1
(2) Loans secured by other nonfarm nonresidential properties.....	K177	0		6.a.1.e.2
(2)-(4) Not applicable	BHCK			
(5) All other loans and leases.....	K183	0		6.a.5.
b. Other real estate owned (included in Schedule HC, item 7):	BHDM			
(1) Construction, land development, and other land in domestic offices.....	K187	0		6.b.1.
(2) Farmland in domestic offices.....	K188	0		6.b.2.
(3) 1-4 family residential properties in domestic offices.....	K189	0		6.b.3.
(4) Multifamily (5 or more) residential properties in domestic offices.....	K190	0		6.b.4.
(5) Nonfarm nonresidential properties in domestic offices.....	K191	0		6.b.5.

Schedule HC-M—Continued

	Dollar Amounts in Thousands	BHFN	Amount	
6.b. (6) In foreign offices.....		K260	0	6.b.(6)
(7) Portion of covered other real estate owned included in items 6.b.1 through 6 above that is protected by FDIC loss-sharing agreements.....		BHCK		
		K192	0	6.b.(7)
c. Debt securities (included in Schedule HC, items 2.a and 2.b).....		J461	0	6.c.
d. Other assets (exclude FDIC loss-sharing indemnification assets).....		J462	0	6.d.

Items 7.a and 7.b are to be completed annually in the December report only.

7. Captive insurance and reinsurance subsidiaries:				
a. Total assets of captive insurance subsidiaries (1).....	K193			7.a.
b. Total assets of captive reinsurance subsidiaries (1).....	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

Randall J. Black

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

Area Code and Phone Number (TEXT 9009)

12. Intangible assets:		BHCK	Amount	
a. Mortgage servicing assets.....		3164	216,961	12.a.
(1) Estimated fair value of mortgage servicing assets.....	6438	253,746		12.a.(1)
b. Goodwill.....		3163	6,887,402	12.b.
c. All other intangible assets		5507	1,748	12.c.
		BHCT		
d. Total (sum of items 12.a, 12.b, and 12.c) (must equal Schedule HC, item 10.b)		2143	7,106,111	12.d.
13. Other real estate owned		2150	24,732	13.
14. Other borrowed money:		BHCK		
a. Commercial paper.....		2309	0	14.a.
b. Other borrowed money with a remaining maturity of one year or less		2332	1,520,038	14.b.
c. Other borrowed money with a remaining maturity of more than one year		2333	12,004,196	14.c.
		BHCT		
d. Total (sum of items 14.a, 14.b, and 14.c) (must equal Schedule HC, item 16)		3190	13,524,234	14.d.
15. Does the holding company sell private label or third-party mutual funds and annuities? (Enter "1" for Yes; enter "0" for No)	0=NO	BHCK		
	1=YES	B569	1	15.

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

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

Schedule HC-M—Continued

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

17. Does the holding company hold, either directly or indirectly through a subsidiary or affiliate, any non-financial equity investments (see instructions for definition) within a Small Business Investment Company (SBIC) structure, or under section 4(c)(6) or 4(c)(7) of the Bank Holding Company Act, or pursuant to the merchant banking authority of section 4(k)(4)(H) of the Bank Holding Company Act, or pursuant to the investment authority granted by Regulation K? (Enter "1" for Yes; enter "0" for No) 17.
- | | | |
|-------|------|---|
| 0=NO | BHCK | |
| 1=YES | C161 | 1 |

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) 18.
- | | | |
|-------|------|---|
| 0=NO | BHCK | |
| 1=YES | C159 | 0 |

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) 19.a.
- | | | |
|-------|------|---|
| 0=NO | BHCK | |
| 1=YES | C700 | 0 |
- b. Does the holding company manage any nonfinancial equity investments for the benefit of others? (Enter "1" for Yes; enter "0" for No) 19.b.
- | | | |
|-------|------|---|
| 0=NO | | |
| 1=YES | C701 | 0 |

Dollar Amounts in Thousands		BHCK	Amount	
<i>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.</i>				
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		62,443	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		2,883	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		70,148	20.c.(1)
(2) Due to subsidiary banks of the holding company, gross.....	5043		92	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		70,148	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](http://www.citizensbank.com) 22.

Dollar Amounts in Thousands		BHCK	Amount	
Memoranda items 23 and 24 are to be completed by all holding companies.				
23. Secured liabilities:				
a. Amount of "Federal funds purchased in domestic offices" that are secured (included in Schedule HC, item 14.a).....				
	F064		0	23.a.
b. Amount of "Other borrowings" that are secured (included in Schedule HC-M, item 14.d).....				
	F065		6,034,136	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**

	(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	0	F174	0	F176	1,463	1.a.(1)
(2) Other construction loans and all land development and other land loans.....	F173	0	F175	0	F177	0	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	65,520	5399	0	5400	241,196	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties:							
(a) Secured by first liens.....	C236	44,539	C237	13,619	C229	160,509	1.c.(2)(a)
(b) Secured by junior liens.....	C238	11,917	C239	8	C230	36,446	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices.....	3499	2,724	3500	0	3501	1,562	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:							
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....	F178	5,000	F180	3,035	F182	38,825	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties.....	F179	0	F181	251	F183	27,619	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	19,206	1607	0	1608	212,977	4.
5. Loans to individuals for household, family, and other personal expenditures:							
a. Credit cards.....	B575	16,979	B576	0	B577	15,898	5.a.
b. Automobile loans.....	K213	207,914	K214	0	K215	60,194	5.b.
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....	K216	61,638	K217	9,317	K218	46,768	5.c.
6. Loans to foreign governments and official institutions.....	5389	0	5390	0	5391	0	6.
7. All other loans.....	5459	6,421	5460	0	5461	1,679	7.
8. Lease financing receivables:							
a. Leases to individuals for household, family, and other personal expenditures.....	F166	0	F167	0	F168	0	8.a.
b. All other leases.....	F169	2,689	F170	0	F171	0	8.b.
9. Total loans and leases (sum of items 1 through 8.b.).....	1406	444,547	1407	26,230	1403	845,136	9.

Amounts reported by loan and lease category in Schedule HC-N, items 1 through 8, above 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.

Schedule HC-N—Continued

	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands							
10. Debt securities and other assets (exclude other real estate owned and other repossessed assets).....	3505	0	3506	0	3507	0	10.
11. Loans and leases reported in items 1 through 8 above which are wholly or partially guaranteed by the U.S. Government (excluding loans and leases covered by loss-sharing agreements with the FDIC).....	K036	15,979	K037	14,864	K038	31,734	11.
a. Guaranteed portion of loans and leases (exclude rebooked "GNMA loans") included in item 11 above.....	K039	8,804	K040	7,405	K041	11,803	11.a.
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 11 above.....	K042	6,901	K043	7,357	K044	19,866	11.b.
12. Loans and leases reported in items 1 through 8 above which are covered by loss-sharing agreements with the FDIC:							
a. Loans secured by real estate in domestic offices:							
(1) Construction, land development, and other land loans:							
(a) 1-4 family residential construction loans.....	BHDM K045	0	BHDM K046	0	BHDM K047	0	12.a.1.a.
(b) Other construction loans and all land development and other land loans.....	K048	0	K049	0	K050	0	12.a.1.b.
(2) Secured by farmland.....	K051	0	K052	0	K053	0	12.a.2.
(3) Secured by 1-4 family residential properties:							
(a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....	K054	0	K055	0	K056	0	12.a.3.a.
(b) Closed-end loans secured by 1-4 family residential properties:							
(1) Secured by first liens.....	K057	0	K058	0	K059	0	12.a.3.b1
(2) Secured by junior liens.....	K060	0	K061	0	K062	0	12.a.3.b2
(4) Secured by multifamily (5 or more) residential properties.....	K063	0	K064	0	K065	0	12.a.4.
(5) Secured by nonfarm nonresidential properties:							
(a) Loans secured by owner-occupied nonfarm nonresidential properties.....	K066	0	K067	0	K068	0	12.a.5.a.
(b) Loans secured by other nonfarm nonresidential properties.....	K069	0	K070	0	K071	0	12.a.5.b.
b.-d. Not applicable							

Schedule HC-N—Continued

	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands							
12. e. All other loans and leases.....	K087	0	K088	0	K089	0	12.e.
f. Portion of covered loans and leases included in items 12.a through 12.e above that is protected by FDIC loss-sharing agreements.....	K102	0	K103	0	K104	0	12.f.

Memoranda

	(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. Loans restructured in troubled debt restructurings included in Schedule HC-N, items 1 through 7, above (and not reported in Schedule HC-C, Memorandum item 1):							
a. Construction, land development, and other land loans in domestic offices:							
(1) 1-4 family residential construction loans.....	K105	0	K106	0	K107	0	M.1.a.1.
(2) Other construction loans and all land development and other land loans.....	K108	0	K109	0	K110	0	M.1.a.2.
b. Loans secured by 1-4 family residential properties in domestic offices.....	BHCK		BHCK		BHCK		
c. Secured by multifamily (5 or more) residential properties in domestic offices.....	F661	13,505	F662	7,122	F663	153,118	M.1.b.
d. Secured by nonfarm nonresidential properties in domestic offices:	BHDM		BHDM		BHDM		
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....	K111	0	K112	0	K113	147	M.1.c.
(2) Loans secured by other nonfarm nonresidential properties.....	K114	0	K115	0	K116	2,338	M.1.d.1.
	K117	0	K118	251	K119	0	M.1.d.2.

Schedule HC-N—Continued

Memoranda—Continued

	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands							
1. e. Commercial and industrial loans:							
(1) To U.S. addressees (domicile).....	K120	374	K121	0	K122	104,062	M.1.e.1.
(2) To non-U.S. addressees (domicile).....	K123	0	K124	0	K125	0	M.1.e.2.
f. All other loans (include loans to individuals for household, family, and other personal expenditures).....							
	K126	7,554	K127	2,611	K128	33,914	M.1.f.
<i>Itemize and describe loan categories included in item 1.f, above that exceed 10 percent of total loans restructured in troubled debt restructurings that are past due 30 days or more or in non-accrual status (sum of Memorandum items 1.a through 1.f, columns A through C):</i>							
(1) Loans secured by farmland in domestic offices.....	BHDM		BHDM		BHDM		
	K130	0	K131	0	K132	0	M.1.f.1.
(2) Loans to finance agricultural production and other loans to farmers.....	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	5,559	K281	2,611	K282	0	M.1.f.3.c.
g. Total loans restructured in troubled debt restructurings included in Schedule HC-N, items 1 through 7, above (sum of Memorandum items 1.a.(1) through item 1.f) (1).....	HK26	21,433	HK27	9,984	HK28	293,579	M.1.g.
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	1,345	M.2.
3. Loans and leases included in Schedule HC-N, items 1, 2, 4, 5, 6, 7, and 8 extended to non-U.S. addressees.....	3508	0	1912	0	1913	0	M.3.
4. Not applicable							
5. Loans and leases held-for-sale (included in Schedule HC-N, items 1 through 8 above).....	C240	50	C241	0	C226	0	M.5.

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

Schedule HC-N—Continued**Memoranda—Continued**

Memoranda—continued

	(Column A) Past due 30 through 89 days		(Column B) Past due 90 days or more		
Dollar Amounts in Thousands	BHCK	Amount	BHCK	Amount	
<i>Item 6 is to be reported only by holding companies with total consolidated assets of \$1 billion or more, or with \$2 billion or more in par/notional amounts of off-balance-sheet derivative contracts (as reported in Schedule HC-L, items 11.a through 11.e).</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, 8, 9.a, and 9.b are to be completed semiannually in the June and December reports only.</i>				
7. Additions to nonaccrual assets during the previous six months.....	C410	571,827		M.7.
8. Nonaccrual assets sold during the previous six months.....	C411	0		M.8.

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
9. Purchased credit-impaired loans accounted for in accordance with FASB ASC 310-30 (former AICPA Statement of Position 03-3):							
a. Outstanding balance.....	L183	0	L184	0	L185	0	M.9.a.
b. Amount included in Schedule HC-N, items 1 through 7, above.....	L186	0	L187	0	L188	0	M.9.b.

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

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

Dollar Amounts in Thousands		BHCK	Amount	
1. Retail originations during the quarter of 1-4 family residential mortgage loans for sale: (1).....	HT81	733,978		1.
2. Wholesale originations and purchases during the quarter of 1-4 family residential mortgage loans for sale (1).....	HT82	0		2.
3. 1-4 family residential mortgages sold during the quarter.....	HT83	657,874		3.
4. 1-4 family residential mortgages held for sale or trading at quarter-end (included in Schedule HC, items 4.a and 5).....	HT84	365,006		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	21,135		5.
6. Repurchases and indemnifications of 1-4 family residential mortgage loans during the quarter.....	HT86	151		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	L191	CONF		7.a.
b. For representations and warranties made to other parties.....	L192	CONF		7.b.
c. Total representation and warranty reserves (sum of items 7.a and 7.b).....	M288	CONF		7.c.

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

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

Schedule HC-Q is to be completed by all holding companies 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	
	BHCK	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	20,326,762	G474	0	G475	182,089	G476	20,144,673	G477	0
2. Federal funds sold and securities purchased under agreements to resell.....	BHCK									
3. Loans and leases held for sale.....	G478	0	G479	0	G480	0	G481	0	G482	0
4. Loans and leases held for investment.....	G483	365,006	G484	0	G485	0	G486	365,006	G487	0
5. Trading assets:	G488	0	G489	0	G490	0	G491	0	G492	0
a. Derivative assets.....	BHCT									
b. Other trading assets.....	3543	217,060	G493	128,064	G494	0	G495	345,124	G496	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).....	BHCK									
6. All other assets.....	G497	156,073	G498	0	G499	0	G500	156,073	G501	0
7. Total assets measured at fair value on a recurring basis (sum of items 1 through 5.b plus item 6).....	F240	0	F684	0	F692	0	F241	0	F242	0
	G391	6,669	G392	5,054	G395	0	G396	11,723	G804	0
	G502	21,071,570	G503	133,118	G504	182,089	G505	21,022,599	G506	0
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:	BHCT									
a. Derivative liabilities.....	3547	421,763	G512	143,070	G513	0	G514	564,833	G515	0
b. Other trading liabilities.....	BHCK									
11. Other borrowed money.....	G516	263	G517	0	G518	0	G519	263	G520	0
12. Subordinated notes and debentures.....	G521	0	G522	0	G523	0	G524	0	G525	0
13. All other liabilities.....	G526	0	G527	0	G528	0	G529	0	G530	0
14. Total liabilities measured at fair value on a recurring basis (sum of items 8 through 13).....	G805	3,161	G806	0	G807	0	G808	3,161	G809	0
	G531	425,187	G532	143,070	G533	0	G534	568,257	G535	0

(1) For holding companies that have adopted ASU 2016-01, which includes provisions for governing the accounting for investments in equity securities, the amount reported in item 1, column A, must equal the sum of Schedule HC, items 2.b and 2.c. For holding companies that have not adopted ASU 2016-01, the amount reported in item 1, column A, must equal Schedule HC, item 2.b.

Schedule HC-Q—Continued

Memoranda

Memoranda

		(Column A) Total Fair Value Reported on Schedule HC		(Column B) LESS: Amounts Netted in the Determination of Total Fair Value		(Column C) Level 1 Fair Value Measurements		(Column D) Level 2 Fair Value Measurements		(Column E) Level 3 Fair Value Measurements		
Dollar Amounts in Thousands		BHCK	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% of item 6):												
a. Mortgage servicing assets.....		G536	0	G537	0	G538	0	G539	0	G540	0	M.1.a.
b. Nontrading derivative assets.....		G541	6,669	G542	5,054	G543	0	G544	11,723	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% 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	3,161	G567	0	G568	0	G569	3,161	G570	0	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	356,006		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	358,431		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
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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	16,378,352	1.	
	BHCT			
2. Retained earnings.....	3247	4,755,276	2.	
	BHCA			
3. Accumulated other comprehensive income (AOCI).....	B530	(1,209,778)	3.	
a. AOCI opt-out election (enter "1" for Yes; enter "0" for No.) (Advanced approaches institutions must enter "0" for No.).....	0=No 1=Yes	BHCA P838	1	3.a.
	BHCA	Amount		
4. Common equity tier 1 minority interest includable in common equity tier 1 capital.....	P839	0	4.	
5. Common equity tier 1 capital before adjustments and deductions (sum of items 1 through 4).....	P840	19,923,850	5.	
Common Equity Tier 1 Capital: Adjustments and Deductions				
6. LESS: Goodwill net of associated deferred tax liabilities (DTLs).....	P841	6,528,244	6.	
7. LESS: Intangible assets (other than goodwill and mortgage servicing assets (MSAs)), net of associated DTLs.....	P842	1,748	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	0	8.	
9. AOCI-related adjustments (items 9.a. through 9.e. are effective January 1, 2015) (if entered "1" for Yes in item 3.a, complete only items 9.a through 9.e; if entered "0" for No in item 3.a, complete only item 9.f):				
a. LESS: Net unrealized gains (losses) on available-for-sale securities (if a gain, report as a positive value; if a loss, report as a negative value) (1).....	P844	(523,216)	9.a.	
b. LESS: Net unrealized loss on available-for-sale preferred stock classified as an equity security under GAAP and available-for-sale equity exposures (report loss as a positive value) (2).....	P845		9.b.	
c. LESS: Accumulated net gains (losses) on cash flow hedges (if a gain, report as a positive value; if a loss, report as a negative value).....	P846	(200,266)	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	(434,178)	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	(52,118)	9.e.	
f. To be completed only by holding companies that entered "0" for No in item 3.a: LESS: Accumulated net gain (loss) on cash flow hedges included in AOCI, net of applicable income taxes, that relate to the hedging of items that are not recognized at fair value on the balance sheet (if a gain, report as a positive value; if a loss, report as a negative value).....	P849		9.f.	
10. Other deductions from (additions to) common equity tier 1 capital before threshold-based deductions:				
a. LESS: Unrealized net gain (loss) related to changes in the fair value of liabilities that are due to changes in own credit risk (if a gain, report as a positive value; if a loss, report as a negative value).....	Q258	0	10.a.	
b. LESS: All other deductions from (additions to) common equity tier 1 capital before threshold-based deductions.....	P850	0	10.b.	
11. LESS: Non-significant investments in the capital of unconsolidated financial institutions in the form of common stock that exceed the 10 percent threshold for non-significant investments.....	P851	0	11.	
12. Subtotal (item 5 minus items 6 through 11).....	P852	14,603,636	12.	

(1) Holding companies that entered "1" for Yes in item 3.a and have adopted ASU 2016-01, which includes provisions governing the accounting for investments in equity securities, should report net unrealized gains (losses) on available-for-sale debt securities in item 9.a. Holding companies that entered "1" for Yes in item 3.a and have not adopted ASU 2016-01 should report net unrealized gains (losses) on available-for-sale debt and equity securities in item 9.a.

(2) Item 9.b is to be completed only by holding companies that entered "1" for Yes in item 3.a and have not adopted ASU 2016-01. See instructions for further detail on ASU 2016-01.

Schedule HC-R — Continued

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Part I - Continued

Dollar Amounts in Thousands		BHCA	Amount	
13. LESS: Significant investments in the capital of unconsolidated financial institutions in the form of common stock, net of associated DTLs, that exceed the 10 percent common equity tier 1 capital deduction threshold.....				
		P853	0	13.
14. LESS: MSAs, net of associated DTLs, that exceed the 10 percent common equity tier 1 capital deduction threshold.....				
		P854	0	14.
15. LESS: DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs, that exceed the 10 percent common equity tier 1 capital deduction threshold.....				
		P855	0	15.
16. LESS: Amount of significant investments in the capital of unconsolidated financial institutions in the form of common stock, net of associated DTLs; MSAs, net of associated DTLs; and DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs; that exceeds the 15 percent common equity tier 1 capital deduction threshold.....				
		P856	0	16.
17. LESS: Deductions applied to common equity tier 1 capital due to insufficient amounts of additional tier 1 capital and tier 2 capital to cover deductions.....				
		P857	0	17.
18. Total adjustments and deductions for common equity tier 1 capital (sum of items 13 through 17).....				
		P858	0	18.
19. Common equity tier 1 capital (item 12 minus item 18).....				
		P859	14,603,636	19.
Additional Tier 1 Capital				
20. Additional tier 1 capital instruments plus related surplus.....				
		P860	543,284	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	543,284	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	543,284	25.
Tier 1 Capital				
26. Tier 1 capital (sum of items 19 and 25).....				
		8274	15,146,920	26.
Tier 2 Capital				
27. Tier 2 capital instruments plus related surplus.....				
		P866	1,568,612	27.
28. Non-qualifying capital instruments subject to phase-out from tier 2 capital.....				
		P867	0	28.
29. Total capital minority interest that is not included in tier 1 capital.....				
		P868	0	29.
30. a. Allowance for loan and lease losses includable in tier 2 capital.....				
		5310	1,340,155	30.a.
b. (Advanced approaches holding companies that exit parallel run only): Eligible credit reserves includable in tier 2 capital.....				
		BHCW		
		5310		30.b.
31. Unrealized gains on available-for-sale preferred stock classified as an equity security under GAAP and available-for-sale equity exposures includable in tier 2 capital (3).....				
		BHCA		
		Q257		31.
32. a. Tier 2 capital before deductions (sum of items 27 through 30.a, plus item 31).....				
		P870	2,908,767	32.a.
b. (Advanced approaches holding companies that exit parallel run only): Tier 2 capital before deductions (sum of items 27 through 29, plus items 30.b and 31).....				
		BHCW		
		P870		32.b.
		BHCA		
33. LESS: Tier 2 capital deductions.....				
		P872	0	33.
34. a. Tier 2 capital (greater of item 32.a minus item 33, or zero).....				
		5311	2,908,767	34.a.
b. (Advanced approaches holding companies that exit parallel run only): Tier 2 capital (greater of item 32.b minus item 33, or zero).....				
		BHCW		
		5311		34.b.
Total Capital				
35. a. Total capital (sum of items 26 and 34.a).....				
		3792	18,055,687	35.a.
b. (Advanced approaches holding companies that exit parallel run only): Total capital (sum of items 26 and 34.b).....				
		BHCW		
		3792		35.b.

(3) Item 31 is to be completed only by holding companies that have not adopted ASU 2016-01, which includes provisions governing the accounting for investments in equity securities. See instructions for further detail on ASU 2016-01.

Schedule HC-R—Continued

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Part I - Continued

	Dollar Amounts in Thousands	BHCX	Amount	
Total Assets for the Leverage Ratio				
36. Average total consolidated assets.....		3368	154,436,679	36.
37. LESS: Deductions from common equity tier 1 capital and additional tier 1 capital (sum of items 6, 7, 8, 10.b, 11, 13 through 17, and certain elements of item 24 - see instructions).....		BHCA		
		P875	6,529,992	37.
38. LESS: Other deductions from (additions to) assets for leverage ratio purposes.....		B596	(434,178)	38.
39. Total assets for the leverage ratio (item 36 minus items 37 and 38).....		A224	148,340,865	39.
Total Risk-Weighted Assets				
40. a. Total risk-weighted assets (from Schedule HC-R, Part II, item 31).....		A223	130,620,819	40.a.
b. (Advanced approaches holding companies that exit parallel run only): Total risk-weighted assets using advanced approaches rule (from FFIEC 101 Schedule A, item 60).....		BHCW		
		A223		40.b.

	Column A		Column B		
	BHCA	Percentage	BHCW	Percentage	
41. Common equity tier 1 capital ratio (Column A: item 19 divided by item 40.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 19 divided by item 40.b).....	P793	11.1802	P793		41.
42. Tier 1 capital ratio (Column A: item 26 divided by item 40.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 26 divided by item 40.b).....	7206	11.5961	7206		42.
43. Total capital ratio (Column A: item 35.a divided by item 40.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 35.b divided by item 40.b).....	7205	13.8230	7205		43.

	BHCA	Percentage	
Leverage Capital Ratios *			
44. Tier 1 leverage ratio (item 26 divided by item 39)	7204	10.2109	44.
45. Advanced approaches holding companies only: Supplementary leverage ratio (From FFIEC 101 Schedule A, Table 2, item 2.22).....	H036		45.

	BHCA	Percentage	
Capital Buffer *			
46. Institution-specific capital buffer necessary to avoid limitations on distributions and discretionary bonus payments:			
a. Capital conservation buffer	H311	5.5961	46.a.
b. (Advanced approaches holding companies that exit parallel run only): Total applicable capital buffer	H312		46.b.

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

* 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

This schedule is to be submitted on a consolidated basis.

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

	(Column A)	(Column B)	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)	
	Totals	Adjustments to	Allocation by Risk-Weight Category								
	From Schedule	Totals Reported	0%	2%	4%	10%	20%	50%	100%	150%	
Dollar Amounts in Thousands	HC	in Column A	0%	2%	4%	10%	20%	50%	100%	150%	
	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	
Balance Sheet Asset Categories (2)											
1. Cash and balances due from depository institutions.....	BHCK D957	BHCK S396	BHCK D958				BHCK D959	BHCK S397	BHCK D960	BHCK S398	1.
	4,217,140	0	3,332,946				883,635	149	39	371	
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.....	3,632,244	(52,119)	3,480,523	0	0		203,840	0	0	0	2.a.
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	
	20,058,309	(689,076)	8,589,228	0	0		12,152,309	5,848	0	0	2.b.
3. Federal funds sold and securities purchased under agreements to resell:											
a. Federal funds sold (in domestic offices).....	BHCK D971		BHCK D972				BHCK D973	BHCK S410	BHCK D974	BHCK S411	3.a.
	0		0				0	0	0	0	
b. Securities purchased under agreements to resell.....	BHCK H171	BHCK H172									3.b.
	0	0									
4. Loans and leases held for sale:	BHCK S413	BHCK S414	BHCK H173				BHCK S415	BHCK S416	BHCK S417		
a. Residential mortgage exposures.....	365,006	0	0				37,528	233,700	93,778		4.a.
b. High volatility commercial real estate exposures.....	BHCK S419	BHCK S420	BHCK H174				BHCK H175	BHCK H176	BHCK H177	BHCK S421	4.b.
	0	0	0				0	0	0	0	

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

² All securitization exposures held as on-balance sheet assets of the reporting institution are to be excluded from items 1 through 8 and are to be reported instead in item 9.

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 (3)	
		250% (4)	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
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
3.	Federal funds sold and securities purchased under agreements to resell:									2.b.
	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

³ Includes, for example, investments in mutual funds/investment funds, exposures collateralized by securitization exposures or mutual funds, exposures to which the collateral haircut approach is applied, separate account bank-owned life insurance, and default fund contributions to central counterparties.

⁴ Column K - 250% risk weight is applicable to advanced approaches holding companies only. The 250% risk weight currently is not applicable to non-advanced approaches holding companies.

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
4. Loans and leases held for sale (continued):										
c. Exposures past due 90 days or more or on nonaccrual (5).....	BHCK S423	BHCK S424	BHCK S425	BHCK HJ78	BHCK HJ79		BHCK S426	BHCK S427	BHCK S428	BHCK S429
	0	0	0	0	0		0	0	0	0
	BHCK S431	BHCK S432	BHCK S433	BHCK HJ80	BHCK HJ81		BHCK S434	BHCK S435	BHCK S436	BHCK S437
d. All other exposures.....	188,918	0	0	0	0		0	0	188,918	0
5. Loans and leases held for investment:	BHCK S439	BHCK S440	BHCK H178				BHCK S441	BHCK S442	BHCK S443	
a. Residential mortgage exposures.....	32,114,367	0	0				249,869	23,834,287	8,030,211	
b. High volatility commercial real estate exposures.....	BHCK S445	BHCK S446	BHCK H179				BHCK H180	BHCK H181	BHCK H182	BHCK S447
	1,143,000	0	0				0	0	0	1,143,000
c. Exposures past due 90 days or more or on nonaccrual (6).....	BHCK S449	BHCK S450	BHCK S451	BHCK HJ82	BHCK HJ83		BHCK S452	BHCK S453	BHCK S454	BHCK S455
	442,942	0	0	0	0		0	0	1,582	441,360
	BHCK S457	BHCK S458	BHCK S459	BHCK HJ84	BHCK HJ85		BHCK S460	BHCK S461	BHCK S462	BHCK S463
d. All other exposures.....	79,359,396	0	7,767	0	0		301,428	105,579	78,944,622	0
6. LESS: Allowance for loan and lease losses.....	BHCX 3123	BHCY 3123								
	1,252,536	1,252,536								

⁵ 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.

⁶ 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 (7)	
		250% (8)	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
4.	Loans and leases held for sale (continued):									
	c. Exposures past due 90 days or more or on nonaccrual (9).....								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 (10).....								BHCK H285 0	BHCK H286 0
	d. All other exposures.....								BHCK H287 0	BHCK H288 0
6.	LESS: Allowance for loan and lease losses.....									

7 Includes, for example, investments in mutual funds/investment funds, exposures collateralized by securitization exposures or mutual funds, exposures to which the collateral haircut approach is applied, separate account bank-owned life insurance, and default fund contributions to central counterparties.

8 Column K - 250% risk weight is applicable to advanced approaches holding companies only. The 250% risk weight currently is not applicable to non-advanced approaches holding companies.

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

10 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.

Part II. Risk-Weighted Assets—Continued

[illegible]

¹¹ Includes premises and fixed assets; other real estate owned; investments in unconsolidated subsidiaries and associated companies; direct and indirect investments in real estate ventures; intangible assets; and other assets.

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

		(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)
		Allocation by Risk-Weight Category							Application of Other Risk-Weighting Approaches (12)	
		250% (13)	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
		BHCK H293	BHCK H188	BHCK S470	BHCK S471				BHCK H294	BHCK H295
8.	All other assets (14).....		0	0	0				0	0
	a. Separate account bank-owned life insurance.....								BHCK H296	BHCK H297
	b. Default fund contributions to central counterparties.....								1,401,406	1,251,136
									BHCK H298	BHCK H299
									5,250	945

¹² Includes, for example, investments in mutual funds/investment funds, exposures collateralized by securitization exposures or mutual funds, exposures to which the collateral haircut approach is applied, separate account bank-owned life insurance, and default fund contributions to central counterparties.

¹³ Column K - 250% risk weight is applicable to advanced approaches holding companies only. The 250% risk weight currently is not applicable to non-advanced approaches holding companies.

¹⁴ 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) Allocation by Risk-Weight Category	(Column T) Total Risk-Weighted Asset Amount by Calculation Methodology	(Column U)
				1250%	SSFA (15)	Gross-Up
Dollar Amounts in Thousands		Amount	Amount	Amount	Amount	Amount
Securitization Exposures: On-and Off-Balance Sheet						
9. On-balance sheet securitization exposures:						
a. Held-to-maturity securities.....		BHCK S475	BHCK S476	BHCK S477	BHCK S478	BHCK S479
		784,705	784,705	0	156,941	0
b. Available-for-sale securities.....		BHCK S480	BHCK S481	BHCK S482	BHCK S483	BHCK S484
		268,453	268,453	0	536,992	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
		359,604	359,604	0	73,907	0
10. Off-balance sheet securitization exposures.....		BHCK S495	BHCK S496	BHCK S497	BHCK S498	BHCK S499
		278,807	278,807	0	55,761	0

			(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
11. Total balance sheet assets (16).....			BHCT 2170	BHCK S500	BHCK D987	BHCK HJ90	BHCK HJ91		BHCK D988	BHCK D989	BHCK D990	BHCK S503
			155,838,315	6,098,167	15,901,480	0	0		14,162,583	24,190,957	92,490,612	1,587,860

	(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% (17)	300%	400%	600%	625%	937.5%	1250%	Exposure Amount
Dollar Amounts in Thousands								
11. Total balance sheet assets (14).....	BHCK S504	BHCK S505	BHCK S506	BHCK S507			BHCK S510	BHCK H300
		0	0	0			0	1,406,656

¹⁵ Simplified Supervisory Formula Approach.

¹⁶ 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.

¹⁷ Column K - 250% risk weight is applicable to advanced approaches holding companies only. The 250% risk weight currently is not applicable to non-advanced approaches holding companies.

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column A) Face, Notional, or Other Amount	CCF (18)	(Column B) Credit Equivalent Amount (19)	(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) (20)												
12. Financial standby letters of credit.....	BHCK D991 1,974,175	1.0	BHCK D992 1,974,175	BHCK D993 5,905	BHCK HJ92 0	BHCK HJ93 0		BHCK D994 0	BHCK D995 5	BHCK D996 1,968,265	BHCK S511 0	12.
13. Performance standby letters of credit and transaction-related contingent items.....	BHCK D997 119,534	0.5	BHCK D998 59,767	BHCK D999 0				BHCK G603 0	BHCK G604 0	BHCK G605 59,767	BHCK S512 0	13.
14. Commercial and similar letters of credit with an original maturity of one year or less.....	BHCK G606 22,885	0.2	BHCK G607 4,577	BHCK G608 0	BHCK HJ94 0	BHCK HJ95 0		BHCK G609 311	BHCK G610 240	BHCK G611 4,026	BHCK S513 0	14.
15. Retained recourse on small business obligations sold with recourse.....	BHCK G612 0	1.0	BHCK G613 0	BHCK G614 0				BHCK G615 0	BHCK G616 0	BHCK G617 0	BHCK S514 0	15.

¹⁸ Credit conversion factor.
¹⁹ 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.
²⁰ 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 (21)	(Column B) Credit Equivalent Amount (22)	(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		
16. Repo-style transactions (23).....	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.	
	38,941	1.0	38,941	0				0	0	38,941	0		
18. Unused commitments: (exclude unused commitments to asset-backed commercial paper conduits):													
a. Original maturity of one year or less.....	BHCK S525		BHCK S526	BHCK S527	BHCK HJ96	BHCK HJ97			BHCK S528	BHCK S529	BHCK S530	BHCK S531	18.a.
	3,146,609	0.2	629,322	0	0	0			0	0	629,020	302	
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.
	30,857,055	0.5	15,428,528	319	0	0			15,710	4,193	15,205,613	202,693	
19. Unconditionally cancelable commitments	BHCK S540		BHCK S541										19.
	31,138,955	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.	
			752,821	0	0	0	0	301,537	0	451,284	0		
			BHCK S549	BHCK S550	BHCK S551	BHCK S552		BHCK S554	BHCK S555	BHCK S556	BHCK S557	21.	
21. Centrally cleared derivatives			440,002	0	0	440,002		0	0	0	0	0	
22. Unsettled transactions (failed trades) (24)	BHCK H191			BHCK H193				BHCK H194	BHCK H195	BHCK H196	BHCK H197	22.	
	0			0				0	0	0	0		

²¹ Credit conversion factor.

²² For items 18.b through 19, column A multiplied by credit conversion factor.

²³ Includes securities purchased under agreements to resell (reverse repos), securities sold under agreements to repurchase (repos), securities borrowed, and securities lent.

²⁴ 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 (25)					
				625%	937.5%	1250%	Credit Equivalent Amount	Risk-Weighted Asset Amount				
Dollar Amounts in Thousands				Amount	Amount	Amount	Amount	Amount				
16. Repo-style transactions (26).....							BHCK H301	BHCK H302	16.			
							0	0				
17. All other off-balance sheet liabilities.....											17.	
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	18.a.			
b. Original maturity exceeding one year							BHCK H307	BHCK H308			18.b.	
							0	0				
19. Unconditionally cancelable commitments									19.			
							BHCK H309	BHCK H310				
20. Over-the-counter derivatives							0	0	20.			
21. Centrally cleared derivatives									21.			
				BHCK H198	BHCK H199	BHCK H200						
22. Unsettled transactions (failed trades) (27).....				0	0	0			22.			

²⁵ Includes, for example, exposures collateralized by securitization exposures or mutual funds and exposures to which the collateral haircut approach is applied.

²⁶ Includes securities purchased under agreements to resell (reverse repos), securities sold under agreements to repurchase (repos), securities borrowed, and securities lent.

²⁷ 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		
		15,907,704	0	440,002	0	14,480,141	24,195,395	110,847,528	1,790,855		
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	17,600	0	2,896,028	12,097,698	110,847,528	2,686,283		

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							
	250% (28)	300%	400%	600%	625%	937.5%	1250%	
Dollar Amounts in Thousands	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.
		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	
		0	0	0	0	0	0	25.

	Totals		
	BHCK	Amount	
26. Risk-weighted assets for purposes of calculating the allowance for loan and lease losses 1.25 percent threshold.....	S580	130,620,819	26.
27. Standardized market-risk weighted assets (applicable only to holding companies that are covered by the market risk capital rules).....	S581	0	27.
28. Risk-weighted assets before deductions for excess allowance of loan and lease losses and allocated transfer risk reserve (29).....	B704	130,620,819	28.
29. LESS: Excess allowance for loan and lease losses	A222	0	29.
30. LESS: Allocated transfer risk reserve	3128	0	30.
31. Total risk-weighted assets (item 28 minus items 29 and 30).....	G641	130,620,819	31.

²⁸ Column K - 250% risk weight is applicable to advanced approaches holding companies only. The 250% risk weight currently is not applicable to non-advanced approaches holding companies.

²⁹ 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

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Part II. Risk-Weighted Assets—Continued

Memoranda

		Dollar Amounts in Thousands		BHCK	Amount																			
1.	Current credit exposure across all derivative contracts covered by the regulatory capital rules			G642	353,794	M.1.																		
		<table><tr><th colspan="6">With a remaining maturity of</th></tr><tr><th colspan="2">(Column A) One year or less</th><th colspan="2">(Column B) Over one year through five years</th><th colspan="2">(Column C) Over five years</th></tr><tr><th>BHCK</th><th>Amount</th><th>BHCK</th><th>Amount</th><th>BHCK</th><th>Amount</th></tr></table>					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
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	5,241,662	S583	22,652,833	S584	6,772,198	M.2.a.																
b.	Foreign exchange rate and gold	S585	7,985,433	S586	1,926,725	S587	264,808	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	0	S595	0	S596	0	M.2.e.																
f.	Precious metals (except gold)	S597	0	S598	0	S599	0	M.2.f.																
g.	Other	S600	0	S601	0	S602	0	M.2.g.																
3.	Notional principal amounts of centrally cleared derivative contracts:																							
a.	Interest rate	S603	10,804,456	S604	51,916,540	S605	11,120,586	M.3.a.																
b.	Foreign exchange rate and gold	S606	0	S607	34,800	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	0	M.4.																

C000

¹ The \$100 billion asset-size test is based on the total assets reported on the June 30, 2017 report.

Schedule HC-S—Continued

	(Column A) 1-4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans, All Leases, and All Other Assets
Dollar Amounts in Thousands	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. and 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
	5,923						0
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
	5,923						0

2 The \$10 billion asset-size tests are based on the total assets reported on the June 30, 2017 report.

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	5,923	M.2.a.
b. 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements		B805	21,585,665	M.2.b.
c. Other financial assets (1)		A591	2,575,890	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	72,829	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 C) (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 tests are based on the total assets reported on the June 30, 2017 report.

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

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	(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	0	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	0	1.c.
d. Other real estate owned.....	K009	0	JF89	0	1.d.
e. Other assets.....	JF91	0	JF90	0	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	0	2.a.
b. Other liabilities.....	JF93	0	JF86	0	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.

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			
	5357	0	2.
3. 5358			
	5358	0	3.
4. 5359			
	5359	0	4.
5. 5360			
	5360	0	5.
6. B027			
	B027	0	6.

Notes to the Balance Sheet (Other)—Continued

TEXT		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.