

Board of Governors of the Federal Reserve System

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

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

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

This report form is to be filed by holding companies with total consolidated assets of \$3 billion or more. In addition, holding

companies meeting certain criteria must file this report (FR Y-9C) regardless of size. See page 1 of the general instructions for further information. However, when such holding companies own or control, or are owned or controlled by, other holding companies, only the top-tier holding company must file this report for the consolidated holding company organization. The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, a collection of information unless it displays a currently valid OMB control number.

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

I, the undersigned CFO (or equivalent) of the named holding company, attest that the Consolidated Financial Statements for Holding Companies (including the supporting schedules) for this report date have been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

Date of Report: **December 31, 2019**
Month / Date / Year (BHCK 9999)

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

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

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

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

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

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

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)

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

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S.F. _____

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Report of Income for Holding Companies

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

Schedule HI—Consolidated Income Statement

	Dollar Amounts in Thousands	BHCK	Amount	
1. Interest income:				
a. Interest and fee income on loans:				
(1) In domestic offices:				
(a) Loans secured by 1-4 family residential properties.....	4435		1,447,225	1.a.(1)(a)
(b) All other loans secured by real estate.....	4436		754,266	1.a.(1)(b)
(c) All other loans.....	F821		3,239,567	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		76,595	1.b.
c. Interest income on balances due from depository institutions (1).....	4115		30,083	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		1,941	1.d.(1)
(2) Mortgage-backed securities.....	B489		614,740	1.d.(2)
(3) All other securities.....	4060		3,626	1.d.(3)
e. Interest income from trading assets (2).....	4069		8,644	1.e.
f. Interest income on federal funds sold and securities purchased under agreements to resell.....	4020		160	1.f.
g. Other interest income.....	4518		21,282	1.g.
h. Total interest income (sum of items 1.a through 1.g).....	4107		6,198,129	1.h.
2. Interest expense:				
a. Interest on deposits:				
(1) In domestic offices:				
(a) Time deposits of \$250,000 or less.....	HK03		334,621	2.a.(1)(a)
(b) Time deposits of more than \$250,000.....	HK04		89,490	2.a.(1)(b)
(c) Other deposits.....	6761		729,274	2.a.(1)(c)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs.....	4172		2,374	2.a.(2)
b. Expense of federal funds purchased and securities sold under agreements to repurchase.....	4180		8,235	2.b.
c. Interest on trading liabilities and other borrowed money (2) (excluding subordinated notes and debentures).....	4185		341,916	2.c.
d. Interest on subordinated notes and debentures and on mandatory convertible securities (2).....	4397		69,457	2.d.
e. Other interest expense.....	4398		0	2.e.
f. Total interest expense (sum of items 2.a through 2.e).....	4073		1,575,367	2.f.
3. Net interest income (item 1.h minus 2.f).....	4074		4,622,762	3.
4. Provision for loan and lease losses (3).....	JJ33		439,252	4.
5. Noninterest income:				
a. Income from fiduciary activities.....	4070		42,766	5.a.
b. Service charges on deposit accounts in domestic offices.....	4483		493,211	5.b.
c. Trading revenue (2,4).....	A220		81,597	5.c.

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

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

(3) Institutions that have adopted ASU 2016-13 should report in item 4 the provisions for credit losses for all financial assets that fall within the scope of the standard.

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

Schedule HI—Continued

	Dollar Amounts in Thousands	BHCK	Amount	
Holding companies with less than \$5 billion in total assets should report data items 5.d.(6) and 5.d.(7) only and leave 5.d.(1) through 5.d.(5) blank.				
d.(1) Fees and commissions from securities brokerage.....	C886	94,495	5.d.(1)	
(2) Investment banking, advisory, and underwriting fees and commissions.....	C888	84,570	5.d.(2)	
(3) Fees and commissions from annuity sales.....	C887	54,679	5.d.(3)	
(4) Underwriting income from insurance and reinsurance activities.....	C386	0	5.d.(4)	
(5) Income from other insurance activities.....	C387	4,521	5.d.(5)	
(6) Fees and commissions from securities brokerage, investment banking, advisory, and underwriting fees and commissions.....	KX46		5.d.(6)	
(7) Income from insurance activities (5).....	KX47		5.d.(7)	
5. e. Venture capital revenue (6).....	B491	0	5.e.	
f. Net servicing fees.....	B492	81,676	5.f.	
g. Net securitization income (6).....	B493	0	5.g.	
h. Not applicable				
i. Net gains (losses) on sales of loans and leases.....	8560	205,999	5.i.	
j. Net gains (losses) on sales of other real estate owned.....	8561	1,641	5.j.	
k. Net gains (losses) on sales of other assets (7).....	B496	7,941	5.k.	
l. Other noninterest income (8).....	B497	696,196	5.l.	
m. Total noninterest income (sum of items 5.a through 5.l).....	4079	1,849,292	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	17,465	6.b.	
7. Noninterest expense:				
a. Salaries and employee benefits.....	4135	2,033,144	7.a.	
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest).....	4217	614,398	7.b.	
c. (1) Goodwill impairment losses.....	C216	0	7.c.(1)	
(2) Amortization expense and impairment losses for other intangible assets.....	C232	10,568	7.c.(2)	
d. Other noninterest expense (9).....	4092	1,141,996	7.d.	
e. Total noninterest expense (sum of items 7.a through 7.d).....	4093	3,800,106	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	2,250,161	8.a.	
b. Unrealized holding gains (losses) on equity securities not held for trading (10).....	HT70	8	8.b.	
c. Income (loss) before applicable income taxes and discontinued operations (sum of items 8.a and 8.b).....	4301	2,250,169	8.c.	
9. Applicable income taxes (foreign and domestic).....	4302	459,631	9.	
10. Income (loss) before discontinued operations (item 8.c. minus item 9).....	4300	1,790,538	10.	
11. Discontinued operations, net of applicable income taxes (11).....	FT28	0	11.	
12. Net income (loss) attributable to holding company and noncontrolling (minority) interests (sum of items 10 and 11).....	G104	1,790,538	12.	
13. LESS: Net income (loss) attributable to noncontrolling (minority) interests (if net income, report as a positive value; if net loss, report as a negative value).....	G103	0	13.	
14. Net income (loss) attributable to holding company (item 12 minus item 13).....	4340	1,790,538	14.	

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

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

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

(8) See Schedule HI, Memoranda item 6.

(9) See Schedule HI, Memoranda item 7.

(10) 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.

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

Schedule HI—Continued**Memoranda—Continued**

Dollar Amounts in Thousands		BHCK	Amount	
Memoranda items 1 and 2 are to be completed by holding companies with \$5 billion or more in total assets.¹				
1. Net Interest income (item 3 above) on a fully taxable equivalent basis.....		4519	4,641,948	M.1.
2. Net income before applicable income taxes, and discontinued operations (item 8.c. above) on a fully taxable equivalent basis.....		4592	2,258,443	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	26	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	128	M.4.
5. Number of full-time equivalent employees at end of current period (round to nearest whole number).....		BHCK	Number	M.5.
		4150	17,997	
Memoranda items 6.a through 6.j are to be completed annually on a calendar year-to-date basis in the December report only by holding companies with less than \$5 billion in total assets. Holding companies with \$5 billion or more in total assets should report these items on a quarterly basis.¹				
6. Other noninterest income (from Schedule HI, item 5.I, above) (only report amounts greater than \$100,000 that exceed 7 percent of Schedule HI, item 5.I):		BHCK	Amount	
a. Income and fees from the printing and sale of checks.....		C013	0	M.6.a.
b. Earnings on/increase in value of cash surrender value of life insurance.....		C014	55,376	M.6.b.
c. Income and fees from automated teller machines (ATMs).....		C016	0	M.6.c.
d. Rent and other income from other real estate owned.....		4042	0	M.6.d.
e. Safe deposit box rent.....		C015	0	M.6.e.
f. Bank card and credit card interchange fees.....		F555	191,426	M.6.f.
g. Income and fees from wire transfers.....		T047	0	M.6.g.
h.	TEXT Letter of Credit and Loan Fees	8562	134,229	M.6.h.
i.	TEXT Syndication Fee Income	8563	125,460	M.6.i.
j.	TEXT Foreign Exchange Trading Income	8564	69,134	M.6.j.
Memoranda items 7.a through 7.p are to be completed annually on a calendar year-to-date basis in the December report only by holding companies with less than \$5 billion in total assets. Holding companies with \$5 billion or more in total assets should report these items on a quarterly basis.¹				
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	126,087	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	132,974	M.7.i.
j. Automated teller machine (ATM) and interchange expenses.....		F558	0	M.7.j.
k. Telecommunications expenses.....		F559	0	M.7.k.
l. Other real estate owned expenses.....		Y923	0	M.7.l.

(1) The asset-size test is based on the total assets reported as of June 30, 2018.

Schedule HI—Continued**Memoranda—Continued**

		Dollar Amounts in Thousands	BHCK	Amount	
7.m. Insurance expenses (not included in employee expenses, premises and fixed assets expenses, and other real estate owned expenses).....			Y924	0	M.7.m.
n.	TEXT 8565	Capitalized Software Expense			
			8565	194,139	M.7.n.
o.	TEXT 8566	Outside Services			
			8566	170,320	M.7.o.
p.	TEXT 8567				
			8567	0	M.7.p.
Memoranda items 8.a.(1) through 8.b.(2) are to be completed by holding companies with \$5 billion or more in total assets.¹					
8. Discontinued operations and applicable income tax effect (from Schedule HI, item 11) (itemize and describe each discontinued operation):					
a.(1)	TEXT FT29		FT29	0	M.8.a.(1)
(2)	Applicable income tax effect.....		BHCK	FT30	0
					M.8.a.(2)
b.(1)	TEXT FT31		FT31	0	M.8.b.(1)
(2)	Applicable income tax effect.....		BHCK	FT32	0
					M.8.b.(2)
9. Trading revenue (from cash instruments and derivative instruments) (sum of items 9.a through 9.e must equal Schedule HI, item 5.c)					
Memorandum items 9.a through 9.e are to be completed by holding companies with \$5 billion or more in total assets¹ that reported total trading assets of \$10 million or more for any quarter of the preceding calendar year:					
a.	Interest rate exposures.....		8757	68,065	M.9.a.
b.	Foreign exchange exposures.....		8758	7,758	M.9.b.
c.	Equity security and index exposures.....		8759	0	M.9.c.
d.	Commodity and other exposures.....		8760	781	M.9.d.
e.	Credit exposures.....		F186	4,993	M.9.e.
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					
f.	Impact on trading revenue of changes in the creditworthiness of the holding company's derivatives counterparties on the holding company's derivative assets (included in Memorandum items 9.a through 9.e above).....		K090	(595)	M.9.f.
g.	Impact on trading revenue of changes in the creditworthiness of the holding company on the holding company's derivative liabilities (included in Memorandum items 9.a through 9.e above).....		K094	(3,834)	M.9.g.
Memorandum 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.....		C889	0	M.10.a.
b.	Net gains (losses) on credit derivatives held for purposes other than trading.....		C890	0	M.10.b.
Memorandum item 11 is to be completed by holding companies with \$5 billion or more in total assets.¹					
11. Credit losses on derivatives (see instructions).....			A251	(34)	M.11.

(1) The asset size test is based on the total assets reported as of June 30, 2018.

Schedule HI—Continued**Memoranda—Continued**

	Year-to-date		
Dollar Amounts in Thousands	BHCK	Amount	
Memorandum items 12.a through 12.c are to be completed by holding companies with \$5 billion or more in total assets.¹			
12. a. Income from the sale and servicing of mutual funds and annuities (in domestic offices).....	B431	149,174	M.12.a.
b. (1) Premiums on insurance related to the extension of credit.....	C242	0	M.12.b.1.
(2) All other insurance premiums.....	C243	0	M.12.b.2.
c. Benefits, losses, and expenses from insurance-related activities.....	B983	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 BHCK		
	1=YES A530	0	M.13.
Memorandum items 14.a through 14.b.(1) are to be completed by holding companies with \$5 billion or more in total assets that have elected to account for assets and liabilities under a fair value option.¹			
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	10,665	M.14.a.
(1) Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk.....	F552	4,867	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.
Memoranda item 15 is to be completed by holding companies with \$5 billion or more in total assets.¹			
15. Stock-based employee compensation expense (net of tax effects) calculated for all awards under the fair value method.....	C409	41,550	M.15.
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 by holding companies with \$5 billion or more in total assets and annually on a year-to-date basis in the December report by holding companies with less than \$5 billion in total assets.¹			
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.
Memorandum item 17 is to be completed semiannually in June and December by holding companies with less than \$5 billion in total assets. (Holding companies with more than \$5 billion will continue to report quarterly.)¹			
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) (2).....	J321	1,872	M.17.

(1) The asset size test is based on the total assets reported as of June 30, 2018.

(2) Memorandum item 17 is to be completed only by institutions that have not adopted ASU 2016-13.

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		20,816,511	1.
2. Cumulative effect of changes in accounting principles and corrections of material accounting errors.....	B507		11,266	2.
3. Balance end of previous calendar year as restated (sum of items 1 and 2).....	B508		20,827,777	3.
	BHCT			
4. Net income (loss) attributable to holding company (must equal Schedule HI, item 14).....	4340		1,790,538	4.
5. Sale of perpetual preferred stock (excluding treasury stock transactions):	BHCK			
a. Sale of perpetual preferred stock, gross.....	3577		730,225	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		75,519	6.b.
7. Sale of treasury stock.....	4782		0	7.
8. LESS: Purchase of treasury stock.....	4783		1,220,000	8.
9. Changes incident to business combinations, net.....	4356		0	9.
10. LESS: Cash dividends declared on preferred stock.....	4598		72,960	10.
11. LESS: Cash dividends declared on common stock.....	4460		615,873	11.
12. Other comprehensive income (1).....	B511		686,143	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		22,201,369	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 Allowances for Credit Losses

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

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

		(Column A) Charge-offs ¹		(Column B) Recoveries		
		BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands						
1. Loans secured by real estate:						
a. Construction, land development, and other land loans in domestic offices:						
(1) 1-4 family residential construction loans.....		C891	0	C892	0	1.a.(1)
(2) Other construction loans and all land development and other land loans.....		C893	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	25,273	5412	17,074	1.c.(1)
(2) Closed-end loans secured by 1-4 family residential properties in domestic offices:						
(a) Secured by first liens.....		C234	9,233	C217	12,208	1.c.(2)(a)
(b) Secured by junior liens.....		C235	11,128	C218	28,995	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices.....		3588	121	3589	10	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:						
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....		C895	15,030	C896	591	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties.....		C897	38,911	C898	75	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.....						
Holding companies with less than \$5 billion in total assets should report item 4.c only and leave items 4.a and 4.b blank.²						
4. Commercial and industrial loans:						
a. To U.S. addressees (domicile).....		4645	79,321	4617	25,268	4.a.
b. To non-U.S. addressees (domicile).....		4646	925	4618	26	4.b.
c. To U.S. addressees (domicile) and non-U.S. addressees (domicile).....		KX48		KX49		4.c.
5. Loans to individuals for household, family, and other personal expenditures:						
a. Credit cards.....		B514	77,543	B515	8,692	5.a.
b. Automobile loans.....		K129	137,234	K133	55,107	5.b.
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....		K205	170,369	K206	30,327	5.c.
Item 6 is to be completed by holding companies with \$5 billion or more in total consolidated assets.²						
6. Loans to foreign governments and official institutions.....		4643	0	4627	0	6.
7. All other loans.....		4644	35,434	4628	6,621	7.

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

(2) The asset-size test is based on the total assets reported as of June 30, 2018.

Schedule HI-B—Continued

Part I.—Continued

Part I.—Continued		(Column A) Charge-offs ¹		(Column B) Recoveries	
		BHCK	Amount	BHCK	Amount
Dollar Amounts in Thousands					
Holding companies with less than \$5 billion in total assets should report item 8.c only and leave items 8.a and 8.b blank.²					
8. Lease financing receivables:					
a. Leases to individuals for household, family, and other personal expenditures.....		F185	0	F187	0
b. All other leases		C880	14,359	F188	0
c. Leases to individuals for household, family, and other personal expenditures and all other leases.....		KX50		KX51	
9. Total (sum of items 1 through 8) (3).....		4635	614,881	4605	184,994

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

(2) The asset-size test is based on the total assets reported as of June 30, 2018.

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

Memoranda

Dollar Amounts in Thousands	(Column A) Chart-offs ¹		(Column B) Recoveries		
	BHCK	Amount	BHCK	Amount	
1. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HI-B, Part I, items 4 and 7, above.....	5409	4	5410	188	M.1.
Memorandum item 2 is to be completed by holding companies with \$5 billion or more in total assets.³					
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	1	M.2.

Memorandum item 3 is to be completed by (1) holding companies with \$5 billion or more in total assets³ 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) (2).....	C388	13,322	M.3.

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

(2) Institutions that have adopted ASU 2016-13 should report in Memorandum item 3 uncollectible retail credit card fees and finance charges reversed against income (i.e., not included in charge-offs against the allowance for credit losses on loans and leases).

(3) The asset-size test is based on the total assets reported as of June 30, 2018.

Schedule HI-B—Continued**Part II. Changes in Allowance for Credit Losses¹**

	(Column A) Loans and Leases Held for Investment		(Column B) Held-to-Maturity Debt Securities (2)		(Column C) Available-for-Sale Debt Securities (2)	
	BHCK	Amount	BHCK	Amount	BHCK	Amount
Dollar Amounts in Thousands						
1. Balance most recently reported for the December 31, 2018, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income).....	B522	1,242,352	JH88		JH94	
	BHCT					
2. Recoveries (column A must equal Part I, item 9, column B, above).....	4605	184,994	JH89		JH95	
3. LESS: Charge-offs (column A must equal Part I, item 9, column A, above less Schedule HI-B, Part II, item 4, column A).....	C079	614,881	JH92		JH98	
4. LESS: Write-downs arising from transfers of financial assets (3).....	5523	0	JJ00		JJ01	
5. Provisions for credit losses (4,5).....	4230	439,252	JH90		JH96	
6. Adjustments (see instructions for this schedule).....	C233	0	JH91		JH97	
7. Balance end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (column A must equal Schedule HC, item 4.c).....	BHCT					
	3123	1,251,717	JH93		JH99	

(1) Institutions that have not adopted ASU 2016-13 should report changes in allowance for loan and lease losses in column A.

(2) Columns B and C are to be completed only by institutions that have adopted ASU 2016-13.

(3) Institutions that have not adopted ASU 2016-13, should report write-downs arising from transfers of loans to a held-for-sale account in item 4, column A.

(4) Institutions that have not yet adopted ASU 2016-13 should report the provision for loan and lease losses in item 5, column A, and the amount reported must equal Schedule HI, item 4.

(5) For institutions that have adopted ASU 2016-13, the sum of item 5, columns A through C, plus schedule HI-B, Part II, Memorandum item 5, below, must equal Schedule HI, item 4.

Memoranda

	Dollar Amounts in Thousands		BHCK	Amount	
Memorandum items 1, 2, 3 and 4 are to be completed by holding companies with \$5 billion or more in total assets.¹					
1. Allocated transfer risk reserve included in Schedule HI-B, Part II, item 7, column A, above.....	C435	0			M.1.
<i>Memoranda items 2 and 3 are to be completed by (1) holding companies that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).</i>					
2. Separate valuation allowance for uncollectible retail credit card fees and finance charges.....	C389	3,450			M.2.
3. Amount of allowance for loan and lease losses attributable to retail credit card fees and finance charges (2).....	C390	0			M.3.
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, column A, above) (3).....	C781	0			M.4.
5. Provisions for credit losses on other financial assets measured at amortized cost (not included in item 5, above) (4).....	JJ02				M.5.
6. Allowance for credit losses on other financial assets measured at amortized cost (not included in item 7, above) (4).....	JJ03				M.6.

(1) The asset-size test is based on the total assets reported as of June 30, 2018.

(2) Institutions that have adopted ASU 2016-13 should report in Memorandum item 3 the amount of allowance for credit losses on loans and leases attributable to retail credit card fees and finance charges.

(3) Memorandum item 4 is to be completed only by institutions that have not yet adopted ASU 2016-13.

(4) Memorandum items 5 and 6 are to be completed only by institutions that have adopted ASU 2016-13.

Schedule HI-C—Disaggregated Data on the Allowance for Loan and Lease Losses**Part I. Disaggregated Data on the Allowance for Loan and Lease Losses to be Completed by Holding Companies with \$5 Billion or More in Total Assets.^{1,2}**

	(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	3,507,734	M711	47,340	M712	0	M713	0
b. Commercial real estate loans.....	M714	19,000	M715	0	M716	10,045,677	M717	34,664	M719	0	M720	0
c. Residential real estate loans.....	M721	477,680	M722	6,861	M723	31,151,491	M724	96,673	M725	0	M726	0
2. Commercial loans (3).....	M727	380,287	M728	85,129	M729	43,994,354	M730	443,820	M731	0	M732	0
3. Credit Cards.....	M733	28,155	M734	8,713	M735	2,172,402	M736	85,056	M737	0	M738	0
4. Other consumer loans.....	M739	161,008	M740	9,685	M741	26,949,784	M742	317,851	M743	0	M744	0
5. Unallocated, if any.....							M745	115,925				
6. Total (sum of 1.a through 5) (4).....	M746	1,066,130	M747	110,388	M748	117,821,442	M749	1,141,329	M750	0	M751	0

(1) Only institutions with total assets greater than \$5 billion that have not adopted ASU 2016-13 are to complete Schedule HI-C, Part I.

(2) The asset size test is based on the total assets reported as of June 30, 2018.

(3) Include all loans and leases not reported as real estate loans, credit cards, or other consumer loans in items 1, 3, or 4 on Schedule HI-C, Part I.

(4) The sum of item 6, columns B, D, and F, must equal Schedule HC, item 4.c. Item 6, column E, must equal Schedule HC-C, Memorandum item 5.b. Item 6, column F, must equal Schedule HI-B, Part II, Memorandum item 4.

Schedule HI-C—Continued**Part II. Disaggregated Data on the Allowances for Credit Losses^{1,2}**

	(Column A) Amortized Cost		(Column B) Allowance Balance	
	BHCK	Amount	BHCK	Amount
Dollar Amounts in Thousands				
Loans and Leases Held for Investment: (1)				
1. Real estate loans:				
a. Construction loans.....	JJ04		JJ12	
b. Commercial real estate loans.....	JJ05		JJ13	
c. Residential real estate loans.....	JJ06		JJ14	
2. Commercial loans (3).....	JJ07		JJ15	
3. Credit cards.....	JJ08		JJ16	
4. Other consumer loans.....	JJ09		JJ17	
5. Unallocated, if any.....			JJ18	
6. Total (sum of items 1.a through 5) (4).....	JJ11		JJ19	

	Allowance Balance	
	BHCK	Amount
Dollar Amounts in Thousands		
Held-to-Maturity Securities: (5)		
7. Securities issued by states and political subdivisions in the U.S.....	JJ20	
8. Total mortgage-backed securities (MBS) (including CMOs, REMICs, and stripped MBS).....	JJ21	
9. Asset-backed securities and structured financial products.....	JJ23	
10. Other debt securities.....	JJ24	
11. Total (sum of items 7 through 10) (6).....	JJ25	

(1) Data items 1 - 6 are to be completed by holding companies that have adopted ASU 2016-13 and holding companies with less than \$5 billion that have not adopted ASU 2016-13 (and chose not to report on HI-C Part I). Holding companies that have less than \$5 billion in total assets and have not adopted ASU 2016-13 should report the recorded investment instead of the amortized cost in column A and report items 1 - 6 semiannually in June and December.

(2) The asset-size test is based on the total assets reported as of June 30, 2018.

(3) Include all loans and leases not reported as real estate loans, credit cards, or other consumer loans in items 1, 3, or 4 of Schedule HI-C, Part II.

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

(5) Only institutions that have adopted ASU 2016-13 are to complete Schedule HI-C, Part II line items 7 through 11. Institutions with less than \$5 billion in total assets should report items 7 through 11 semiannually in the June and December reports only.

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

Notes to the Income Statement - Predecessor Financial Items

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

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

(1) Institutions that have adopted ASU 2016-13 should report in item 4, the provisions for credit losses for all financial assets that fall within the scope of the standard.

(2) For institutions that have adopted ASU 2016-01, which includes provisions governing the accounting for investments in equity securities, include realized and unrealized gains (losses) (and all other value changes) on equity securities and other equity investments not held for trading in item 6.

Notes to the Income Statement (Other)

Enter in the lines provided below any additional information on specific line items on the income statement or to its schedules that the holding company wishes to explain, that has been separately disclosed in the holding company's quarterly reports to its shareholders, in its press releases, or on its quarterly reports to the Securities and Exchange Commission (SEC). Exclude any transactions that have been separately disclosed under the reporting requirements specified in memoranda items 6 through 8 to Schedule HI, the Consolidated Income Statement.

Also include any transactions which previously would have appeared as footnotes to Schedules HI through HI-B.

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

Example

A holding company has received \$1.35 million of back interest on loans and leases that are currently in nonaccrual status. The holding company's interest income for the quarter shows that increase which has been disclosed in the report to the stockholders and to the SEC. Enter on the line item below the following information:

TEXT	BHCK	Amount
0000 Sch. HI, item 1.a(1), Recognition of interest payments on nonaccrual loans to XYZ country		
	0000	1,350

Notes to the Income Statement (Other)

	Dollar Amounts in Thousands	BHCK	Amount	
1.	Adoption of Current Expected Credit Losses Methodology – ASU 2016-13 (1,2).....	JJ26		1.
2.	Initial allowances for credit losses recognized upon the acquisition of purchased credit-deteriorated assets on or after the effective date of ASU 2016-13 (1).....	JJ27		2.
3.	Effect of adoption of current expected credit losses methodology on allowances for credit losses on loans and leases held for investment and held-to-maturity debt securities (1,2).....	JJ28		3.
4.				
		5351	0	4.
5.				
		5352	0	5.
6.				
		5353	0	6.
7.				
		5354	0	7.
8.				
		5355	0	8.
9.				
		B042	0	9.
10.				
		B043	0	10.
11.				
		B044	0	11.
12.				
		B045	0	12.

(1) Only institutions that have adopted ASU 2016-13 should report values in these items, if applicable.

(2) Institutions should complete this item in the quarter that they adopt ASU 2016-13 and in the quarter-end FR Y-9C report for the remainder of that calendar year only.

Notes to the Income Statement (Other)— Continued

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

Citizens Financial Group, Inc.

Name of Holding Company

For Federal Reserve Bank Use Only
C.I. _____FR Y-9C
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Report at the close of business

December 31, 2019

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		1,438,393	1.a.
b. Interest-bearing balances: (2)				
(1) In U.S. offices.....	0395		2,487,803	1.b.(1)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs.....	0397		0	1.b.(2)
2. Securities:				
a. Held-to-maturity securities (from Schedule HC-B, column A) (3).....	JJ34		3,201,718	2.a.
b. Available-for-sale securities (from Schedule HC-B, column D).....	1773		20,612,675	2.b.
c. Equity securities with readily determinable fair values not held for trading (4).....	JA22		46,286	2.c.
3. Federal funds sold and securities purchased under agreements to resell:				
a. Federal funds sold in domestic offices.....	BHDM	B987	0	3.a.
b. Securities purchased under agreements to resell (5,6).....	BHCK	B989	0	3.b.
4. Loans and lease financing receivables:				
a. Loans and leases held for sale.....		5369	3,161,171	4.a.
b. Loans and leases held for investment.....	B528		119,110,938	4.b.
c. LESS: Allowance for loan and lease losses (7).....	3123		1,251,717	4.c.
d. Loans and leases held for investment, net of allowance for loan and lease losses (item 4.b minus 4.c).....		B529	117,859,221	4.d.
5. Trading assets (from Schedule HC-D).....		3545	969,792	5.
6. Premises and fixed assets (including capitalized leases).....		2145	1,459,999	6.
7. Other real estate owned (from Schedule HC-M).....		2150	38,097	7.
8. Investments in unconsolidated subsidiaries and associated companies.....		2130	0	8.
9. Direct and indirect investments in real estate ventures.....		3656	1,456,253	9.
10. Intangible assets (from Schedule HC-M).....		2143	7,936,524	10.
11. Other assets (from Schedule HC-F) (6).....		2160	5,421,958	11.
12. Total assets (sum of items 1 through 11).....		2170	166,089,890	12.

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

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

(3) Institutions that have adopted ASU 2016-13 should report in item 2.a amounts net of any applicable allowance for credit losses, and item 2.a should equal Schedule HC-B, item 8, column A less Schedule HI-B, Part II, item 7, column B.

(4) Item 2.c is to be completed 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.

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

(6) Institutions that have adopted ASU 2016-13 should report items 3.b and 11 amounts net of any applicable allowance for credit losses.

(7) Institutions that have adopted ASU 2016-13 should report in item 4.c the allowance for credit losses on loans and leases.

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	29,932,748	13.a.(1)	
(2) Interest-bearing.....	6636	95,446,781	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	364,592	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	265,081	14.b.	
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule HC-M).....	3548	117,651	15.	
17. Not applicable				
18. Not applicable				
19. a. Subordinated notes and debentures (4).....	3190	13,356,067	16.	
b. Subordinated notes payable to unconsolidated trusts issuing trust preferred securities, and trust preferred securities issued by consolidated special purpose entities.....	4062	1,639,288	19.a.	
20. Other liabilities (from Schedule HC-G).....	C699	0	19.b.	
21. Total liabilities (sum of items 13 through 20).....	2750	2,766,313	20.	
22. Not applicable	2948	143,888,521	21.	
Equity Capital				
Holding Company Equity Capital				
23. Perpetual preferred stock and related surplus.....	3283	1,569,788	23.	
24. Common stock (par value).....	3230	5,682	24.	
25. Surplus (exclude all surplus related to preferred stock).....	3240	18,890,593	25.	
26. a. Retained earnings.....	3247	6,498,131	26.a.	
b. Accumulated other comprehensive income (5).....	B530	(409,477)	26.b.	
c. Other equity capital components (6).....	A130	(4,353,348)	26.c.	
27. a. Total holding company equity capital (sum of items 23 through 26.c).....	3210	22,201,369	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	22,201,369	28.	
29. Total liabilities and equity capital (sum of items 21 and 28).....	3300	166,089,890	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	1	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.	<u>Deloitte and Touche LLP</u>	b.	<u>CONF</u>
	(1) Name of External Auditing Firm (TEXT C703)		(1) Name of Engagement Partner (TEXT C704)
	<u>Boston</u>		<u>CONF</u>
	(2) City (TEXT C708)		(2) E-mail Address (TEXT C705)
	<u>MA</u>		<u>02116</u>
	(3) State Abbrev. (TEXT C714)		(4) Zip Code (TEXT C715)

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

Schedule HC-B—Securities

	Held-to-Maturity				Available-for-Sale				
	(Column A) Amortized Cost		(Column B) Fair value		(Column C) Amortized Cost		(Column D) Fair value		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands									
1. U.S. Treasury securities.....	0211	0	0213	0	1286	70,638	1287	70,678	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	4,514	8499	4,574	3.
Holding companies with less than \$5 billion in total assets should report item 4.a.(4) and should leave items 4.a.(1) through 4.a.(3) blank.²									
4. Mortgage-backed securities (MBS)									
a. Residential pass-through securities:									
(1) Guaranteed by GNMA.....	G300	1,060,472	G301	1,071,025	G302	2,974,254	G303	2,979,097	4.a.1.
(2) Issued by FNMA and FHLMC.....	G304	168,879	G305	166,886	G306	10,226,944	G307	10,249,217	4.a.2.
(3) Other pass-through securities.....	G308	0	G309	0	G310	617,699	G311	641,593	4.a.3.
(4) Guaranteed by GNMA, issued by FNMA and FHLMC, and other pass-through securities.....	KX52		KX53		KX54		KX55		4.a.4.
b. Other residential mortgage-backed securities (include CMOs, REMICs, and stripped MBS):									
(1) Issued or guaranteed by U.S. Government agencies or sponsored agencies (3).....	G312	0	G313	0	G314	5,590,058	G315	5,635,046	4.b.1.
(2) Collateralized by MBS issued or guaranteed by U.S. Government agencies or sponsored agencies (3).....	G316	0	G317	0	G318	0	G319	0	4.b.2.
(3) All other residential mortgage-backed securities.....	G320	0	G321	0	G322	20,237	G323	20,502	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 (3).....	K150	1,972,367	K151	2,003,613	K152	1,011,085	K153	1,010,540	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) The asset-size test is based on the total assets reported as of June 30, 2018.

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

Schedule HC-B—Continued

	Held-to-Maturity				Available-for-Sale			
	(Column A)		(Column B)		(Column C)		(Column D)	
	Amortized Cost		Fair value		Amortized Cost		Fair value	
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	1,301	C027	1,428
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	
							BHCT	
8. Total (sum of 1 through 7) (2).....	1754	3,201,718	1771	3,241,524	1772	20,516,730	1773	20,612,675

Memoranda

	Dollar Amounts in Thousands		
1. Pledged securities (3).....	0416	4,597,039	M.1.
2. Remaining maturity or next repricing date of debt securities (4,5) (Schedule HC-B, items 1 through 6.b in columns A and D above):			
a. 1 year and less.....	0383	797,376	M.2.a.
b. Over 1 year to 5 years.....	0384	257,820	M.2.b.
c. Over 5 years.....	0387	22,759,197	M.2.c.
Memorandum item 3 is to be completed semiannually in the June and December reports only.			
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	739,729	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) For institutions that have adopted ASU 2016-13, the total reported in column A must equal Schedule HC, item 2.a, plus Schedule HI-B, Part II, item 7, column B. For institutions that have not adopted ASU 2016-13, the total reported in column A must equal Schedule HC, item 2.a. For all institutions, the total reported in column D must equal Schedule HC, item 2.b.

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

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

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

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

	Held-to-Maturity				Available-for-Sale				
	(Column A) Amortized Cost		(Column B) Fair value		(Column C) Amortized Cost		(Column D) Fair value		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands									
Memorandum item 5.a through 5.f are to be completed by holding companies with \$10 billion or more in total assets. ¹									
5. Asset-backed securities (ABS) (sum of Memorandum items 5.a through 5.f must equal Schedule HC-B, item 5.a):									
a. Credit card receivables.....									
b. Home equity lines.....									
c. Automobile loans.....									
d. Other consumer loans.....									
e. Commercial and industrial loans.....									
f. Other.....									
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.....									
b. Trust preferred securities issued by real estate investment trusts.....									
c. Corporate and similar loans.....									
d. 1–4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs).....									
e. 1–4 family residential MBS not issued or guaranteed by GSEs.....									
f. Diversified (mixed) pools of structured financial products.....									
g. Other collateral or reference assets.....									

(1) The \$10 billion asset-size test is based on the total assets reported as of June 30, 2018.

Schedule HC-C—Loans and Lease Financing Receivables

Do not deduct the allowance for loan and lease losses¹ 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	51,874,550		
a. Construction, land development, and other land loans:			BHCK	
(1) 1-4 family residential construction loans.....			F158	433,624
(2) Other construction loans and all land development and other land loans.....			F159	3,088,545
b. Secured by farmland.....			BHDM	
c. Secured by 1-4 family residential properties:			1420	0
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....				
(2) Closed-end loans secured by 1-4 family residential properties:				
(a) Secured by first liens.....			1797	12,055,251
(b) Secured by junior liens.....				
d. Secured by multifamily (5 or more) residential properties.....			5367	22,008,063
e. Secured by nonfarm nonresidential properties:			5368	681,820
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....			1460	1,161,904
(2) Loans secured by other nonfarm nonresidential properties.....				
2. Loans to depository institutions and acceptances of other banks.....			BHCK	
a. To U.S. banks and other U.S. depository institutions.....	1292	5,935	F160	5,086,401
b. To foreign banks.....	1296	145,187	F161	7,358,942
3. Loans to finance agricultural production and other loans to farmers.....	1590	0	BHDM	
4. Commercial and industrial loans.....			1288	151,122
Holding companies with less than \$5 billion in total assets should report item 4.c and leave items 4.a and 4.b blank.²				
a. To U.S. addressees (domicile).....	1763	35,583,331		
b. To non-U.S. addressees (domicile).....	1764	949,941		
c. To U.S. addressees (domicile) and non-U.S. addressees (domicile).....	KX56			
5. Not applicable				
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....			1975	27,541,729
a. Credit cards.....	B538	1,826,368		
b. Other revolving credit plans.....	B539	177,250		
c. Automobile loans.....	K137	10,696,962		
d. Other consumer loans (includes single payment, installment, and all student loans).....	K207	14,841,149		
7. Loans to foreign governments and official institutions (including foreign central banks).....	2081	0	2081	0
8. Not applicable				

(1) Institutions that have adopted ASU 2016-13 should not deduct the allowance for credit losses on loans and leases or the allocated transfer risk reserve from amounts reported on this schedule.

(2) The asset-size test is based on the total assets reported as of June 30, 2018.

Schedule HC-C—Continued

	(Column A) Consolidated		(Column B) In Domestic Offices		
Dollar Amounts in Thousands	BHCK	Amount	BHDM	Amount	
Holding companies with less than \$5 billion in total assets should report item 9.b.(3) and leave items 9.b.(1) and 9.b.(2) blank.²					
9. Loans to nondepository financial institutions and other loans:					
a. Loans to nondepository financial institutions.....	J454	2,466,837	J454	2,466,837	9.a.
b. Other loans					
(1) Loans for purchasing or carrying securities (secured or unsecured).....	1545	96,260	1545	96,260	9.b.(1)
(2) All other loans (exclude consumer loans).....	J451	1,072,278	J451	1,072,278	9.b.(2)
(3) Loans for purchasing or carrying securities (secured or unsecured) and all other loans.....					
	KX57		KX57		9.b.(3)
Holding companies with less than \$5 billion in total assets should report item 10.c and should leave items 10.a and 10.b blank.¹					
10. Lease financing receivables (net of unearned income).....			2165	2,536,061	10.
a. Leases to individuals for household, family, and other personal expenditures (i.e., consumer leases).....	F162	0			10.a.
b. All other leases.....	F163	2,536,061			10.b.
c. Lease finance receivables.....	KX58				10.c.
11. LESS: Any unearned income on loans reflected in items 1-9 above.....	2123	0	2123	0	11.
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	122,272,109	2122	122,272,109	12.

Memoranda

Memoranda		Dollar Amounts in Thousands		BHDM	Amount	
Memoranda items 1.a.(1) through 1.f.(3)(c) are to be completed semiannually in June and December by holding companies with less than \$5 billion in total assets. These items are to be completed quarterly by holding companies with \$5 billion or more in total assets.¹						
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	331,777	M.1.b.
c. Secured by multifamily (5 or more) residential properties in domestic offices.....				K160	0	M.1.c.
d. Secured by nonfarm nonresidential properties in domestic offices:						
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....				K161	1,616	M.1.d.1
(2) Loans secured by other nonfarm nonresidential properties.....				K162	18,973	M.1.d.2
e. Commercial and industrial loans:						
				BHCK		
Holding companies with less than \$5 billion in total assets should report Memorandum item 1.e.(3) (semiannually in June and December) and leave items 1.e.(1) and 1.e.(2) blank.¹						
(1) To U.S. addressees (domicile).....				K163	130,883	M.1.e.1
(2) To non-U.S. addressees (domicile).....				K164	0	M.1.e.2
(3) To U.S. addressees (domicile) and non-U.S. addressees (domicile).....				KX59		M.1.e.3

(1) The asset-size test is based on the total assets reported as of June 30, 2018.

Schedule HC-C—Continued

Dollar Amounts in Thousands		BHDM	Amount	
f. All other loans (include loans to individuals for household, family, and other personal expenditures).....				
		K165	158,564	M.1.f.
<i>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):</i>				
(1) Loans secured by farmland in domestic offices.....				
		K166	0	M.1.f.1
(2) Loans to finance agricultural production and other loans to farmers.....				
		BHCK		
		K168	0	M.1.f.2
(3) Loans to individuals for household, family, and other personal expenditures:				
(a) Credit cards.....				
		K098	0	M.1.f.3.a.
(b) Automobile loans.....				
		K203	0	M.1.f.3.b.
(c) Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....				
		K204	125,522	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	641,813	M.1.g.
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HC-C, items 4 and 9, column A, above.....				
		2746	2,640,335	M.2.
To be completed by holding companies with \$5 billion or more in total assets.¹				
3. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HC-C, item 1, column A).....				
		B837	20,373	M.3.
Memorandum item 4 is to be completed by (1) holding companies with \$5 billion or more in total assets¹ that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).				
4. Outstanding credit card fees and finance charges (included in Schedule HC-C, item 6.a, column A).....				
		C391	64,281	M.4.

(1) The asset-size test is based on the total assets reported as of June 30, 2018.

Schedule HC-C—Continued**Memoranda—Continued**

	Dollar Amounts in Thousands	BHCK	Amount	
<i>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.¹</i>				
5. Purchased credit-impaired loans held for investment accounted for in accordance with FASB ASC 310-30 (former 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.
<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	14,469		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, 2018, that exceeded the lesser of \$100 million or 5 percent of total loans and leases, held for investment and held for sale in domestic offices (as reported in Schedule HC-C, item 12, column B).</i>				
b. Total maximum remaining amount of negative amortization contractually permitted on closed-end loans secured by 1–4 family residential properties.....	F231			M.6.b.
c. Total amount of negative amortization on closed-end loans secured by 1–4 family residential properties included in the amount reported in Memorandum item 6.a above.....	F232			M.6.c.
7.–8. Not applicable.				
9. Loans secured by 1-4 family residential properties in domestic offices in process of foreclosure (included in Schedule HC-C, items 1.c.(1), 1.c.(2)(a), and 1.c.(2)(b)).....	BHDM F577	188,095		M.9.
10.–11. Not applicable.				

(1) Memorandum item 5 is to be completed only by holding companies that have not yet adopted ASU 2016-13.

Schedule HC-C—Continued**Memoranda—Continued**

Memoranda—continued

	(Column A) Fair value of acquired loans and leases at acquisition date		(Column B) Gross contractual amounts receivable at acquisition		(Column C) Best estimate at acquisition date of contractual cash flows not expected to be collected		
Dollar Amounts in Thousands	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Memorandum items 12.a, 12.b, 12.c, and 12.d are to be completed semiannually in the June and December reports only. Holding companies with less than \$5 billion in total assets should report Memorandum item 12.e semiannually in June and December and should leave 12.a, 12.b, 12.c, and 12.d blank.¹							
12. Loans (not subject to the requirements of FASB ASC 310-30 (former AICPA Statement of Position 03-3)) ² and leases held for investment that are acquired in business combinations with acquisition dates in the current calendar year:							
a. Loans secured by real estate.....	G091	0	G092	0	G093	0	M.12.a.
b. Commercial and industrial loans.....	G094	0	G095	0	G096	0	M.12.b.
c. Loans to individuals for household, family, and other personal expenditures.....	G097	0	G098	0	G099	0	M.12.c.
d. All other loans and all leases.....	G100	0	G101	0	G102	0	M.12.d.
e. Loans and leases.....	KX60		KX61		KX62		M.12.e.

Dollar Amounts in Thousands	BHCK	Amount	
13. Not applicable			
14. Pledged loans and leases.....	G378	43,646,137	M.14.

(1) The asset-size test is based on the total assets reported as of June 30, 2018.

(2) Institutions that have adopted ASU 2016-13 should report only loans held for investment not considered purchased credit-deteriorated in Memorandum item 12.

Schedule HC-D—Trading Assets and Liabilities

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

	Dollar Amounts in Thousands		BHCM	Amount	
Assets					
1. U.S. Treasury securities.....	3531	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):	BHCK				
a. Residential pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA.....	G379	0			4. a.
b. Other residential mortgage-backed securities issued or guaranteed by U.S. Government agencies or sponsored agencies (2) (include CMOs, REMICs, and stripped MBS).....	G380	0			4. b.
c. All other residential mortgage-backed securities.....	G381	0			4. c.
d. Commercial MBS issued or guaranteed by U.S. Government agencies or sponsored agencies (2).....	K197	0			4. d.
e. All other commercial MBS.....	K198	0			4. e.
5. Other debt securities					
a. Structured financial products.....	HT62	0			5. a.
b. All other debt securities.....	G386	14,492			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	165,251			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	3,056			6. d.
7.–8. Not applicable					
9. Other trading assets.....	3541	697			9.
10. Not applicable					
11. Derivatives with a positive fair value.....	3543	786,296			11.
12. Total trading assets (sum of items 1 through 11)	BHCT				
(total of column A must equal Schedule HC, item 5).....	3545	969,792			12.
Liabilities					
13. a. Liability for short positions:	BHCK				
(1) Equity securities.....	G209	0			13. a.(1)
(2) Debt securities.....	G210	4,775			13. a.(2)
(3) All other assets.....	G211	0			13. a.(3)
b. All other trading liabilities.....	F624	299			13. b.
14. Derivatives with a negative fair value.....	3547	112,577			14.
15. Total trading liabilities (sum of items 13.a through 14)	BHCT				
(total of column A must equal Schedule HC, item 15).....	3548	117,651			15.

(1) The asset-size test is based on the total assets reported as of June 30, 2018.

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

Schedule HC-D—Continued**Memoranda**

	Dollar Amounts in Thousands	BHCK	Amount	
1. Unpaid principal balance of loans measured at fair value (reported in Schedule HC-D, items 6.a.(1) through 6.d)				
a. Loans secured by real estate:				
(1) Loans secured by 1-4 family residential properties.....	HT66	0		M.1.a.(1)
(2) All other loans secured by real estate.....	HT67	0		M.1.a.(2)
b. Commercial and industrial loans.....	F632	171,660		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	3,040		M.1.d.
<i>Memorandum items 2 through 10 are to be completed by holding companies with \$10 billion or more in total trading assets. (1)</i>				
2. Loans measured at fair value that are past due 90 days or more:				
a. Fair value.....	F639			M.2.a.
b. Unpaid principal balance.....	F640			M.2.b.
3. Structured financial products by underlying collateral or reference assets (sum of Memorandum items 3.a through 3.g must equal Schedule HC-D, item 5.a):				
a. Trust preferred securities issued by financial institutions.....	G299			M.3.a.
b. Trust preferred securities issued by real estate investment trusts.....	G332			M.3.b.
c. Corporate and similar loans.....	G333			M.3.c.
d. 1-4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs).....	G334			M.3.d.
e. 1-4 family residential MBS not issued or guaranteed by GSEs.....	G335			M.3.e.
f. Diversified (mixed) pools of structured financial products.....	G651			M.3.f.
g. Other collateral or reference assets.....	G652			M.3.g.
4. Pledged trading assets:				
a. Pledged securities.....	G387			M.4.a.
b. Pledged loans.....	G388			M.4.b.
5. Asset-backed securities:				
a. Credit card receivables.....	F643			M.5.a.
b. Home equity lines.....	F644			M.5.b.
c. Automobile loans.....	F645			M.5.c.
d. Other consumer loans.....	F646			M.5.d.
e. Commercial and industrial loans.....	F647			M.5.e.
f. Other.....	F648			M.5.f.
6. Not applicable				
7. Equity securities:				
a. Readily determinable fair values.....	F652			M.7.a.
b. Other.....	F653			M.7.b.
8. Loans pending securitization.....	F654			M.8.

(1) The \$10 billion trading asset-size test is based on total trading assets reported as of June 30, 2018.

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

Dollar Amounts in Thousands		BHCK	Amount	
9. a. (1) Gross fair value of commodity contracts.....		G212		M.9.a.(1)
(2) Gross fair value of physical commodities held in inventory.....		G213		M.9.a.(2)
b. Other trading assets (itemize and describe amounts included in Schedule HC-D, item 9, column A (other than amounts included in Memoranda items 9.a.(1) and 9.a.(2) above) that are greater than \$1,000,000 and exceed 25% of item 9 less Memoranda items 9.a.(1) and 9.a.(2)): (2)				
(1) BHTX				
F655		F655		M.9.b.(1)
(2) BHTX				
F656		F656		M.9.b.(2)
(3) BHTX				
F657		F657		M.9.b.(3)
10. Other trading liabilities (itemize and describe amounts included in Schedule HC-D, item 13.b that are greater than \$1,000,000 and exceed 25% of the item)				
a. BHTX				
F658		F658		M.10.a.
b. BHTX				
F659		F659		M.10.b.
c. BHTX				
F660		F660		M.10.c.

(2) Exclude equity securities.

Schedule HC-E—Deposit Liabilities¹

Dollar Amounts in Thousands		BHCB	Amount	
1. Deposits held in domestic offices of commercial bank subsidiaries of the reporting holding company:				
a. Noninterest-bearing balances (2).....		2210	3,998,072	1.a.
b. Interest-bearing demand deposits, NOW, ATS, and other transaction accounts.....		3187	7,690,262	1.b.
c. Money market deposit accounts and other savings accounts.....		2389	95,316,887	1.c.
d. Time deposits of \$250,000 or less.....		HK29	12,526,272	1.d.
e. Time deposits of more than \$250,000.....		J474	5,848,036	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	6,702,790	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	5,379,945	M.3.
		BHFN		
4. Foreign office time deposits with a remaining maturity of one year or less.....		A245	364,592	M.4.

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

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

Schedule HC-F—Other Assets¹

	Dollar Amounts in Thousands	BHCK	Amount	
1. Accrued interest receivable (2).....		B556	561,394	1.
2. Net deferred tax assets (3).....		2148	0	2.
3. Interest-only strips receivable (not in the form of a security) (4).....		HT80	0	3.
4. Equity investments without readily determinable fair values (5).....		1752	807,479	4.
5. Life insurance assets:				
a. General account life insurance assets.....		K201	275,142	5.a.
b. Separate account life insurance assets.....		K202	259,636	5.b.
c. Hybrid account life insurance assets.....		K270	1,190,683	5.c.
6. Other.....		2168	2,327,624	6.
		BHCT		
7. Total (sum of items 1 through 6) (must equal Schedule HC, item 11).....		2160	5,421,958	7.

(1) Institutions that have adopted ASU 2016-13 should report asset amounts in Schedule HC-F net of any applicable allowance for credit losses.

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

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

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

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

Schedule HC-G—Other Liabilities

	Dollar Amounts in Thousands	BHCK	Amount	
1. Not applicable				
2. Net deferred tax liabilities (1).....		3049	866,383	2.
3. Allowance for credit losses on off-balance-sheet credit exposures (2).....		B557	44,448	3.
4. Other.....		B984	1,855,482	4.
		BHCT		
5. Total (sum of items 2 through 4) (must equal Schedule HC, item 20).....		2750	2,766,313	5.

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

(2) Holding companies that have adopted ASU 2016-13 should report in Schedule HC-G, item 3, the allowance for credit losses on those off-balance sheet credit exposures that fall within the scope of the standard.

Schedule HC-H—Interest Sensitivity¹

	Dollar Amounts in Thousands	BHCK	Amount	
1. Earning assets that are repriceable within one year or mature within one year.....		3197	71,691,906	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	16,145,339	2.
3. Long-term debt that reprices within one year included in items 16 and 19.a on Schedule HC, Balance Sheet.....		3298	798,094	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	94,502	1.a.	
b. Mortgage-backed securities (1).....	B559	24,224,268	1.b.	
c. All other debt securities (1) and equity securities with readily determinable fair values not held for trading (2).....	B560	149,000	1.c.	
2. Federal funds sold and securities purchased under agreements to resell.....	3365	6,526	2.	
	BHDM			
3. a. Total loans and leases in domestic offices.....	3516	121,462,741	3.a.	
(1) Loans secured by 1–4 family residential properties.....	3465	34,810,125	3.a.(1)	
(2) All other loans secured by real estate.....	3466	16,749,401	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	38,174,256	3.a.(4)	
(5) Loans to individuals for household, family, and other personal expenditures:				
(a) Credit cards.....	B561	1,782,607	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	24,913,163	3.a.(5)(b)	
	BHFN			
b. Total loans and leases in foreign offices, Edge and agreement subsidiaries, and IBFs.....	3360	0	3.b.	
Item 4(a) is to be completed by holding companies with \$5 billion or more in total assets and total trading assets of \$10 million or more in any of the four preceding calendar quarters.³				
	BHCK			
4. a. Trading assets.....	3401	1,107,310	4.a.	
b. Other earning assets.....	B985	2,701,351	4.b.	
5. Total consolidated assets (4).....	3368	165,105,996	5.	
Liabilities				
6. Interest-bearing deposits (domestic) (5).....	3517	95,025,146	6.	
7. Interest-bearing deposits (foreign) (5).....	3404	435,122	7.	
8. Federal funds purchased and securities sold under agreements to repurchase.....	3353	455,656	8.	
9. All other borrowed money.....	2635	12,182,573	9.	
10. Not applicable				
Equity Capital				
11. Total equity capital (excludes limited-life preferred stock).....	3519	21,841,009	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 asset-size test is based on the total assets reported as of June 30, 2018.

(4) 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.

(5) Includes interest-bearing demand deposits.

For Federal Reserve Bank Use Only
C.I. _____FR Y-9C
Page 33 of 72**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	16,365,530	1.a.
Items 1.b.(1) and 1.b.(2) are to be completed by holding companies with \$5 billion or more in total assets' semiannually in the June and December reports only.				
b. (1) Unused consumer credit card lines.....		J455	9,486,935	1.b.(1)
(2) Other unused credit card lines.....		J456	1,308,213	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	5,582,346	1.c.(1)
(a) 1-4 family residential construction loan commitments.....	F164	445,424		1.c.(1)(a)
(b) Commercial real estate, other construction loan, and land development loan commitments.....	F165	5,136,922		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)
Item 1(d) is to be completed by holding companies with \$5 billion or more in total assets.¹				
d. Securities underwriting		3817	0	1.d.
e. Other unused commitments:				
(1) Commercial and industrial loans		J457	33,682,437	1.e.(1)
(2) Loans to financial institutions.....		J458	2,908,033	1.e.(2)
(3) All other unused commitments.....		J459	3,409,182	1.e.(3)
2. Financial standby letters of credit and foreign office guarantees.....		6566	2,032,206	2.
Item 2.a is to be completed by holding companies with \$5 billion or more in total assets.¹				
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	104,880	3.
Item 3.a is to be completed by holding companies with \$5 billion or more in total assets.¹				
a. Amount of performance standby letters of credit conveyed to others		3822	0	3.a.
4. Commercial and similar letters of credit		3411	52,459	4.
5. Not applicable				
6. Securities:				
a. Securities lent.....		3433	0	6.a.
b. Securities borrowed.....		3432	0	6.b.

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

		(Column A) Sold Protection		(Column B) Purchased Protection		
		BHCK	Amount	BHCK	Amount	
7. Credit derivatives:		C968	0	C969	0	7.a.(1)
a. Notional amounts:		C970	0	C971	0	7.a.(2)
(1) Credit default swaps.....		C972	0	C973	0	7.a.(3)
(2) Total return swaps.....		C974	2,457,933	C975	0	7.a.(4)
(3) Credit options.....						
(4) Other credit derivatives.....						
b. Gross fair values:						
(1) Gross positive fair value		C219	37,407	C221	0	7.b.(1)
(2) Gross negative fair value.....		C220	0	C222	0	7.b.(2)

⁽¹⁾ The asset-size test is based on the total assets reported as of June 30, 2018.

Schedule HC-L—Continued

Report only transactions with nonrelated institutions

Dollar Amounts in Thousands		BHCK	Amount	
7. c. Notional amounts by regulatory capital treatment: (1)				
(1) Positions covered under the Market Risk Rule:				
(a) Sold protection.....	G401		0	7.c.(1)(a)
(b) Purchased protection.....	G402		0	7.c.(1)(b)
(2) All other positions:				
(a) Sold protection.....	G403		2,457,933	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)

		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	
Dollar Amounts in Thousands								
d. Notional amounts by remaining maturity:								
(1) Sold credit protection: (2)								
(a) Investment grade.....		G406	425,490	G407	1,600,851	G408	431,592	7.d.(1)(a)
(b) Subinvestment grade.....		G409	0	G410	0	G411	0	7.d.(1)(b)
(2) Purchased credit protection: (3)								
(a) Investment grade.....		G412	0	G413	0	G414	0	7.d.(2)(a)
(b) Subinvestment grade.....		G415	0	G416	0	G417	0	7.d.(2)(b)

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

		BHCK	Amount	
8. Spot foreign exchange contracts.....		8765	97,043	8.
9. All other off-balance-sheet items (exclude derivatives) (include in item 9 the aggregate amount all other off-balance-sheet items that individually exceed 10% of Schedule HC, item 27.a, "Total holding company equity capital") (itemize and describe in items 9.a through 9.f only amounts that exceed 25% of Schedule HC, item 27.a).....				
		3430	4,751,977	9.
a. Commitments to purchase when-issued securities.....		3434	0	9.a.
b. Commitments to sell when-issued securities.....		3435	0	9.b.
c. TEXT				
6561		6561	0	9.c.
d. TEXT				
6562		6562	0	9.d.
e. TEXT				
6568		6568	0	9.e.
f. TEXT				
6586		6586	0	9.f.
10. Not applicable				

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

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

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

(4) The \$100 billion asset-size test is based on the total assets reported as of June 30, 2018.

Schedule HC-L—Continued

Dollar Amounts in Thousands		(Column A)	(Column B)	(Column C)	(Column D)
Derivatives Position Indicators		Interest Rate Contracts	Foreign Exchange Contracts	Equity Derivative Contracts	Commodity and Other Contracts
		Amount	Amount	Amount	Amount
Items 11.a through 14.b.(2) are to be completed by holding companies with \$5 billion or more in total assets.⁽¹⁾					
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	BHCK 8694	BHCK 8695	BHCK 8696
		3,303,500	0	0	0
b. Forward contracts.....		BHCK 8697	BHCK 8698	BHCK 8699	BHCK 8700
		8,259,838	4,936,396	0	0
c. Exchange-traded option contracts:					
(1) Written options.....		BHCK 8701	BHCK 8702	BHCK 8703	BHCK 8704
		0	0	0	0
(2) Purchased options.....		BHCK 8705	BHCK 8706	BHCK 8707	BHCK 8708
		0	0	0	0
d. Over-the-counter option contracts:					
(1) Written options.....		BHCK 8709	BHCK 8710	BHCK 8711	BHCK 8712
		4,618,632	342,927	0	2,056
(2) Purchased options.....		BHCK 8713	BHCK 8714	BHCK 8715	BHCK 8716
		10,165,137	342,927	0	682
e. Swaps.....		BHCK 3450	BHCK 3826	BHCK 8719	BHCK 8720
		152,660,308	9,478,636	0	89,596
12. Total gross notional amount of derivative contracts held for trading.....		BHCK A126	BHCK A127	BHCK 8723	BHCK 8724
		124,810,377	15,100,886	0	92,334
13. Total gross notional amount of derivative contracts held for purposes other than trading.....		BHCK 8725	BHCK 8726	BHCK 8727	BHCK 8728
		54,197,038	0	0	0
14. Gross fair values of derivative contracts:					
a. Contracts held for trading:					
(1) Gross positive fair value.....		BHCK 8733	BHCK 8734	BHCK 8735	BHCK 8736
		767,414	173,970	0	15,341
(2) Gross negative fair value.....		BHCK 8737	BHCK 8738	BHCK 8739	BHCK 8740
		126,136	165,872	0	14,774
b. Contracts held for purposes other than trading:					
(1) Gross positive fair value.....		BHCK 8741	BHCK 8742	BHCK 8743	BHCK 8744
		27,586	0	0	0
(2) Gross negative fair value.....		BHCK 8745	BHCK 8746	BHCK 8747	BHCK 8748
		15,104	0	0	0

(1) The asset-size test is based on the total assets reported as of June 30, 2018.

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	70,633		G420	0	G421	0	G422	826,659	15.a.
b. Fair value of collateral:										
(1) Cash - U.S. dollar.....	G423	76,175		G425	0	G426	0	G427	450	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	488		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 (7)).....	G458	76,663		G460	0	G461	0	G462	450	15.b.8.

(1) The \$10 billion asset-size test is based on the total assets reported on the June 30, 2018.

Schedule HC-M—Memoranda

Dollar Amounts in Thousands		BHCK	Amount	
1. Total number of holding company common shares outstanding.....	NUMBER (UNROUNDED)			1.
	3459	433,121,083		
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	2,735,709		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	9,764,062		3.
4. Other assets acquired in satisfaction of debts previously contracted	6557	7,298		4.
5. Securities purchased under agreements to resell offset against securities sold under agreements to repurchase on Schedule HC	A288	0		5.
Items 6.a.(1)(a)(1) through 6.d. are to be completed by holding companies with \$5 billion or more in total assets.¹				
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.

(1) The asset-size test is based on the total assets reported as of June 30, 2018.

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	0	7.a.
b. Total assets of captive reinsurance subsidiaries (1).....		K194	0	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

C. Jack Read

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	824,160	12.a.
(1) Estimated fair value of mortgage servicing assets.....	6438	835,179		12.a.(1)
b. Goodwill.....		3163	7,043,893	12.b.
c. All other intangible assets		JF76	68,471	12.c.
		BHCT		
d. Total (sum of items 12.a, 12.b, and 12.c) (must equal Schedule HC, item 10).....		2143	7,936,524	12.d.
13. Other real estate owned		2150	38,097	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	2,735,709	14.b.
c. Other borrowed money with a remaining maturity of more than one year		2333	10,620,358	14.c.
		BHCT		
d. Total (sum of items 14.a, 14.b, and 14.c) (must equal Schedule HC, item 16)		3190	13,356,067	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)

0=NO	BHCK	
1=YES	C161	1

17.

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

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

0=NO	BHCK	
1=YES	C159	0

18.

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

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

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

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

0=NO	BHCK	
1=YES	C700	0

19. a.

19. b.

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	84,312	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	5,916	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	120,707	20. c.(1)
(2) Due to subsidiary banks of the holding company, gross.....	5043	0	20. c.(2)
(3) Due to nonbank subsidiaries of the holding company, gross	5045	0	20. c.(3)
d. Intercompany liabilities reported in items 20.c.(1), 20.c.(2), and 20.c.(3) above that qualify as liabilities subordinated to claims of general creditors.....	5047	120,000	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	
<i>Memoranda items 23 and 24 are to be completed by all holding companies.</i>				
23. Secured liabilities:				
a. Amount of "Federal funds purchased in domestic offices" that are secured (included in Schedule HC, item 14.a).....	F064	0	23.a.	
b. Amount of "Other borrowings" that are secured (included in Schedule HC-M, item 14.d).....	F065	5,959,459	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.	

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Schedule HC-N—Past Due and Nonaccrual Loans, Leases, and Other Assets¹

		(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	2,186
(2) Other construction loans and all land development and other land loans.....		F173	398	F175	330	F177	0
b. Secured by farmland in domestic offices.....		3493	0	3494	0	3495	0
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	89,903	5399	0	5400	198,754
(2) Closed-end loans secured by 1–4 family residential properties:							
(a) Secured by first liens.....		C236	54,084	C237	236,465	C229	115,451
(b) Secured by junior liens.....		C238	12,858	C239	0	C230	23,418
d. Secured by multifamily (5 or more) residential properties in domestic offices.....		3499	0	3500	0	3501	322
e. Secured by nonfarm nonresidential properties in domestic offices:							
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....		F178	7,654	F180	0	F182	38,190
(2) Loans secured by other nonfarm nonresidential properties.....		F179	0	F181	0	F183	0
f. In foreign offices.....		B572	0	B573	0	B574	0
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
b. Foreign banks.....		5380	0	5381	0	5382	0
3. Loans to finance agricultural production and other loans to farmers.....		1594	0	1597	0	1583	0
4. Commercial and industrial loans.....		1606	67,742	1607	764	1608	222,874
5. Loans to individuals for household, family, and other personal expenditures:							
a. Credit cards.....		B575	24,182	B576	0	B577	20,957
b. Automobile loans.....		K213	262,482	K214	0	K215	62,981
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....		K216	90,833	K217	10,493	K218	30,242
6. Loans to foreign governments and official institutions.....		5389	0	5390	0	5391	0
7. All other loans.....		5459	6,184	5460	453	5461	1,084

(1) 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	
Dollar Amounts in Thousands	BHCK	Amount	BHCK	Amount	BHCK	Amount
Holding companies with less than \$5 billion in total assets are to report item 8.c. columns A, B, and C and should leave items 8.a and 8.b columns A, B, and C blank.¹						
8. Lease financing receivables:						
a. Leases to individuals for household, family, and other personal expenditures.....	F166	0	F167	0	F168	0
b. All other leases.....	F169	35,992	F170	0	F171	3,021
c. Lease finance receivables	KX63		KX64		KX65	
9. Total loans and leases (sum of items 1 through 8.c) (2).....	1406	652,312	1407	248,505	1403	719,480
10. Debt securities and other assets (exclude other real estate owned and other repossessed assets).....	3505	3,945	3506	337	3507	0
11. Loans and leases reported in items 1 through 8 above which are wholly or partially guaranteed by the U.S. Government (excluding loans and leases covered by loss-sharing agreements with the FDIC).....	K036	18,281	K037	237,949	K038	32,127
a. Guaranteed portion of loans and leases (exclude rebooked "GNMA loans") included in item 11 above.....	K039	8,532	K040	5,863	K041	11,533
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 11 above.....	K042	9,520	K043	231,891	K044	19,866
12. Loans and leases in items 1 through 8 above which are covered by loss-sharing agreements with the FDIC (items 12(a)(1)(a) through 12(f) are to be reported by holding companies with \$5 billion or more in total assets): (1)						
a. Loans secured by real estate in domestic offices:						
(1) Construction, land development, and other land loans:	BHDM		BHDM		BHDM	
(a) 1-4 family residential construction loans.....	K045	0	K046	0	K047	0
(b) Other construction loans and all land development and other land loans.....	K048	0	K049	0	K050	0
(2) Secured by farmland.....	K051	0	K052	0	K053	0

(1) The asset-size test is based on the total assets reported as of June 30, 2018.

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

Schedule HC-N—Continued

	(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						
(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
(b) Closed-end loans secured by 1-4 family residential properties:						
(1) Secured by first liens.....	K057	0	K058	0	K059	0
(2) Secured by junior liens.....	K060	0	K061	0	K062	0
(4) Secured by multifamily (5 or more) residential properties.....	K063	0	K064	0	K065	0
(5) Secured by nonfarm nonresidential properties:						
(a) Loans secured by owner-occupied nonfarm nonresidential properties.....	K066	0	K067	0	K068	0
(b) Loans secured by other nonfarm nonresidential properties.....	K069	0	K070	0	K071	0
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
Dollar Amounts in Thousands		BHCK Amount	BHCK Amount	BHCK Amount
12. e. All other loans and leases.....	K087	0	K088	0
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

Memoranda

	Dollar Amounts in Thousands		BHDM	Amount	BHDM	Amount	BHDM	Amount	
Memoranda items 1.a.(1) through 1.d.(2) and 1.e.(3) through 1.f.(3)(c) are to be completed semiannually in June and December by holding companies with less than \$5 billion in total assets.¹									
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				
	F661	13,983	F662	7,982	F663	124,878			M.1.b.
c. Secured by multifamily (5 or more) residential properties in domestic offices.....									
	BHDM		BHDM		BHDM				
	K111	0	K112	0	K113	0			M.1.c.
d. Secured by nonfarm nonresidential properties in domestic offices:									
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....									
	K114	0	K115	0	K116	9,656			M.1.d.1.
(2) Loans secured by other nonfarm nonresidential properties.....									
	K117	0	K118	0	K119	0			M.1.d.2.

(1) The asset-size test is based on the total assets reported as of June 30, 2018.

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							
Holding companies with less than \$5 billion in total assets are to report Memoranda item 1.e.(3) columns A, B, and C and should leave Memoranda items 1.e.(1) and 1.e.(2) columns A, B, and C blank.¹							
1. e. Commercial and industrial loans:							
(1) To U.S. addressees (domicile).....	K120	28,212	K121	0	K122	108,263	M.1.e.1.
(2) To non-U.S. addressees (domicile).....	K123	0	K124	0	K125	0	M.1.e.2.
(3) To U.S. addressees (domicile) and non-U.S. addressees (domicile).....	KX66		KX67		KX68		M.1.e.3.
f. All other loans (include loans to individuals for household, family, and other personal expenditures).....							
	K126	8,486	K127	1,833	K128	17,531	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	0	K281	1,833	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) (2).....							
	HK26	50,681	HK27	9,815	HK28	260,328	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	144	6559	0	6560	858	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	91	C241	0	C226	244	M.5.

(1) The asset-size test is based on the total assets reported as of June 30, 2018.

(2) 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 \$5 billion or more, or with \$2 billion or more in par/notional amounts of off-balance-sheet derivative contracts (as reported in Schedule HC-L, items 11.a through 11.e).</i>					
6. Derivative contracts:					
Fair value of amounts carried as assets.....	3529	3,242	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	593,044		M.7.
8. Nonaccrual assets sold during the previous six months.....	C411	49,807		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): (1)							
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.

(1) Memorandum items 9.a and 9.b should be completed only by holding companies that have not yet adopted ASU 2016-13.

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

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

Dollar Amounts in Thousands		BHCK	Amount	
1. Retail originations during the quarter of 1-4 family residential mortgage loans for sale (2).....	HT81	1,398,888		1.
2. Wholesale originations and purchases during the quarter of 1-4 family residential mortgage loans for sale (2).....	HT82	5,750,268		2.
3. 1-4 family residential mortgages sold during the quarter.....	FT04	7,181,950		3.
4. 1-4 family residential mortgages held for sale or trading at quarter-end (included in Schedule HC, items 4.a and 5).....	FT05	2,878,449		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	82,225		5.
6. Repurchases and indemnifications of 1-4 family residential mortgage loans during the quarter.....	HT86	3,203		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) The asset-size test is based on the total assets reported as of June 30, 2018.

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

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

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

	(Column A) Total Fair Value Reported on Schedule HC		(Column B) LESS: Amounts Netted in the Determination of Total Fair Value		(Column C) Level 1 Fair Value Measurements		(Column D) Level 2 Fair Value Measurements		(Column E) Level 3 Fair Value Measurements	
Dollar Amounts in Thousands	BHCV	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	20,658,961	G474	0	G475	116,964	G476	20,541,997	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	1,777,403	G484	0	G485	0	G486	1,777,403	G487	0
5. Trading assets:	G488	223,366	G489	0	G490	0	G491	0	G492	223,366
a. Derivative assets.....	BHCT									
3543	786,296	G493	170,429	G494	0	G495	956,725	G496	0	
b. Other trading assets.....	BHCK									
(1) Nontrading securities at fair value with changes in fair value reported in current earnings (included in Schedule HC-Q, item 5.b, above).....	G497	183,496	G498	0	G499	0	G500	183,496	G501	0
6. All other assets.....										
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	662,545	G392	6,937	G395	27	G396	8,908	G804	660,547
	G502	24,292,067	G503	177,366	G504	116,991	G505	23,468,529	G506	883,913
Liabilities										
8. Deposits.....	F252	0	F686	0	F694	0	F253	0	F254	0
9. Federal funds purchased and securities sold under agreements to repurchase.....										
10. Trading liabilities:	G507	0	G508	0	G509	0	G510	0	G511	0
a. Derivative liabilities.....	BHCT									
3547	112,577	G512	194,205	G513	0	G514	306,782	G515	0	
b. Other trading liabilities.....	BHCK									
	G516	5,074	G517	0	G518	0	G519	5,074	G520	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.

(2) The asset-size test is based on the total assets reported as of June 30, 2018.

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			
		BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount		
Dollar Amounts in Thousands													
Liabilities (continued)													
		G521	0	G522	0	G523	0	G524	0	G525	0	11.	
		G526	0	G527	0	G528	0	G529	0	G530	0	12.	
		G805	7,261	G806	7,843	G807	182	G808	14,922	G809	0	13.	
14. Total liabilities measured at fair value on a recurring basis (sum of items 8 through 13).....		G531	124,912	G532	202,048	G533	182	G534	326,778	G535	0	14.	

Memoranda

		Dollar Amounts in Thousands		BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
1. All other assets (itemize and describe amounts included in Schedule HC-Q, item 6 that are greater than \$100,000 and exceed 25% of item 6):														
a. Mortgage servicing assets.....		G536	641,896	G537	0	G538	0	G539	0	G540	641,896			M.1.a.
b. Nontrading derivative assets.....		G541	0	G542	0	G543	0	G544	0	G545	0			M.1.b.
c. BHTX G546														M.1.c.
d. BHTX G551														M.1.d.
e. BHTX G556														M.1.e.
f. BHTX G561														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	7,261	G567	7,843	G568	182	G569	14,922	G570	0			M.2.b.
c. BHTX G571														M.2.c.
d. BHTX G576														M.2.d.
e. BHTX G581														M.2.e.
f. BHTX G586														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	1,777,403		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	1,726,870		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 CapitalFor Federal Reserve Bank Use Only
C.I. _____FR Y-9C
Page 50 of 72**Part I. Regulatory Capital Components and Ratios**

Dollar Amounts in Thousands		BHCA	Amount
Common Equity Tier 1 Capital			
1. Common stock plus related surplus, net of treasury stock and unearned employee stock ownership plan (ESOP) shares.....	P742	14,542,928	1.
2. Retained earnings (1).....	KW00	6,498,131	2.
a. To be completed only by institutions that have adopted ASU 2016-13:			
Does your institution have a CECL transition election in effect as of the quarter-end report date?		0=No BHCA	
(enter "1" for Yes; enter "0" for No.)		1=Yes JJ29	2.a.
		BHCA	Amount
3. Accumulated other comprehensive income (AOCI).....	B530	(409,477)	3.
a. AOCI opt-out election (enter "1" for Yes; enter "0" for No.)		0=No BHCA	
(Advanced approaches institutions must enter "0" for No.).....		1=Yes 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	20,631,582	5.
Common Equity Tier 1 Capital: Adjustments and Deductions			
6. LESS: Goodwill net of associated deferred tax liabilities (DTLs).....	P841	6,670,151	6.
7. LESS: Intangible assets (other than goodwill and mortgage servicing assets (MSAs)), net of associated DTLs.....	P842	67,828	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 ((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) (2).....	P844	72,274	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) (3).....	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	3,452	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	(413,729)	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	(71,474)	9.e.
f. To be completed only by holding companies that entered "0" for No in item 3.a: LESS: Accumulated net gain (loss) on cash flow hedges included in AOCI, net of applicable income taxes, that relate to the hedging of items that are not recognized at fair value on the balance sheet (if a gain, report as a positive value; if a loss, report as a negative value).....	P849		9.f.

(1) Institutions that have adopted ASU 2016-13 and have elected to apply the CECL transition provision should include the applicable portion of the CECL transitional amount in this item.

(2) 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.

(3) 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.

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Part I.—Continued

	Dollar Amounts in Thousands	BHCA	Amount	
10. Other deductions from (additions to) common equity tier 1 capital before threshold-based deductions:				
a. LESS: Unrealized net gain (loss) related to changes in the fair value of liabilities that are due to changes in own credit risk (if a gain, report as a positive value; if a loss, report as a negative value).....	Q258		0	10.a.
b. LESS: All other deductions from (additions to) common equity tier 1 capital before threshold-based deductions.....	P850		0	10.b.
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		14,303,080	12.
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		14,303,080	19.
Additional Tier 1 Capital				
20. Additional tier 1 capital instruments plus related surplus.....	P860		1,569,788	20.
21. Non-qualifying capital instruments subject to phase-out from additional tier 1 capital.....	P861		0	21.
22. Tier 1 minority interest not included in common equity tier 1 capital.....	P862		0	22.
23. Additional tier 1 capital before deductions (sum of items 20, 21, and 22).....	P863		1,569,788	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		1,569,788	25.
Tier 1 Capital				
26. Tier 1 capital (sum of items 19 and 25).....	8274		15,872,868	26.
Tier 2 Capital				
27. Tier 2 capital instruments plus related surplus.....	P866		1,371,738	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 (4,5).....	5310		1,296,165	30.a.
b. (Advanced approaches holding companies that exit parallel run only): Eligible credit reserves includable in tier 2 capital.....	BHCW			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 (6).....	BHCA			
	Q257			31.

(4) Institutions that have adopted ASU 2016-13 should report the amount of adjusted allowances for credit losses (AACL), as defined in the regulatory capital rule includable in tier 2 capital in item 30.a.

(5) Institutions that have adopted ASU 2016-13 and have elected to apply the CECL transition provision should subtract the applicable portion of the AACL transitional amount from the AACL, as defined in the regulatory capital rule, before determining the amount of AACL includable in tier 2 capital. See instructions for further detail on the CECL transition provision.

(6) 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.

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Part I.—Continued

Part II - Consolidated

Dollar Amounts in Thousands		BHCA	Amount	
32. a. Tier 2 capital before deductions (sum of items 27 through 30.a, plus item 31).....	P870		2,667,903	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		2,667,903	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	BHCA			
35. a. Total capital (sum of items 26 and 34.a).....	3792		18,540,771	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.
Total Assets for the Leverage Ratio	BHCA			
36. Average total consolidated assets (7).....	KWO3		165,105,996	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).....	P875		6,737,979	37.
38. LESS: Other deductions from (additions to) assets for leverage ratio purposes.....	B596		(413,729)	38.
39. Total assets for the leverage ratio (item 36 minus items 37 and 38).....	A224		158,781,746	39.
Total Risk-Weighted Assets				
40. a. Total risk-weighted assets (from Schedule HC-R, Part II, item 31).....	A223		142,914,599	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.

Risk-Based Capital Ratios *

	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	10.0081	P793	
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	11.1065	7206	
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	12.9733	7205	

Leverage Capital Ratios *

	BHCA	Percentage	
44. Tier 1 leverage ratio (item 26 divided by item 39)	7204	9.9967	44.
45. Advanced approaches holding companies only: Supplementary leverage ratio (From FFIEC 101 Schedule A, Table 2, item 2.22).....	H036		45.

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

(7) Institutions that have adopted ASU 2016-13 and have elected to apply the transition provision include the applicable portion of the CECL transitional amount in item 36.

Schedule HC-R—ContinuedFR Y-9C
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	BHCA	Percentage	
Capital Buffer *			
46. Institution-specific capital buffer necessary to avoid limitations on distributions and discretionary bonus payments:			
a. Capital conservation buffer	H311	4.9733	46.a.
b. (Advanced approaches holding companies that exit parallel run only): Total			
applicable capital buffer	H312		46.b.
Dollar Amounts in Thousands			
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—ContinuedFR Y-9C
Page 54 of 72**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 rules¹ and not deducted from tier 1 or tier 2 capital.

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

	(Column A)	(Column B)	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)
	Totals From Schedule HC	Adjustments to Totals Reported in Column A	Allocation by Risk-Weight Category							
			0%	2%	4%	10%	20%	50%	100%	150%
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
Balance Sheet Asset Categories³										
1. Cash and balances due from depository institutions.....	BHCK D957	BHCK S396	BHCK D958				BHCK D959	BHCK S397	BHCK D960	BHCK S398
	3,926,194	0	2,698,561				1,065,065	3,477	158,750	341
2. Securities:	BHCK D961	BHCK S399	BHCK D962	BHCK HJ74	BHCK HJ75		BHCK D963	BHCK D964	BHCK D965	BHCK S400
a. Held-to-maturity securities (4).....	3,201,718	(71,474)	3,104,313	0	0		168,879	0	0	0
b. Available-for-sale debt securities and equity securities with readily determinable fair values not held for trading.....	BHCK JA21	BHCK S402	BHCK D967	BHCK HJ76	BHCK HJ77		BHCK D968	BHCK D969	BHCK D970	BHCK S403
	20,021,025	95,946	8,302,110	0	0		11,618,455	4,514	0	0
3. Federal funds sold and securities purchased under agreements to resell:										
a. Federal funds sold (in domestic offices).....	BHCK D971		BHCK D972				BHCK D973	BHCK S410	BHCK D974	BHCK S411
	0		0				0	0	0	0
b. Securities purchased under agreements to resell.....	BHCK H171	BHCK H172								
	0	0								
4. Loans and leases held for sale:	BHCK S413	BHCK S414	BHCK H173				BHCK S415	BHCK S416	BHCK S417	
a. Residential mortgage exposures.....	2,878,449	0	0				205,537	2,338,690	334,222	
b. High volatility commercial real estate exposures.....	BHCK S419	BHCK S420	BHCK H174				BHCK H175	BHCK H176	BHCK H177	BHCK S421
	0	0	0				0	0	0	0

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

(2) The asset-size test is based on the total assets reported as of June 30, 2018.

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

(4) Institutions that have adopted ASU 2016-13 and have reported held-to-maturity securities net of allowances or credit losses in item 2.a, column A, should report as a negative number in item 2.a, column B, those allowances for credit losses eligible for inclusion in tier 2 capital, which excludes allowances for credit losses on purchased credit-deteriorated assets.

Schedule HC-R—ContinuedFR Y-9C
Page 55 of 72**Part II. Risk-Weighted Assets—Continued**

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)
	Allocation by Risk-Weight Category							Application of Other Risk-Weighting Approaches (5)	
	250% (6)	300%	400%	600%	625%	937.5%	1250%	Exposure Amount	Risk-Weighted Asset Amount
	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:									
a. Federal funds sold (in domestic offices).....									3.a.
b. Securities purchased under agreements to resell.....									3.b.
4. Loans and leases held for sale:								BHCK H273	BHCK H274
a. Residential mortgage exposures.....								0	0
b. High volatility commercial real estate exposures.....								BHCK H275	BHCK H276
								0	0

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

(6) 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

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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 (7).....	BHCK S423	BHCK S424	BHCK S425	BHCK HJ78	BHCK HJ79		BHCK S426	BHCK S427	BHCK S428	BHCK S429
	15,985	0	0	0	0		0	0	0	15,985
d. All other exposures.....	BHCK S431	BHCK S432	BHCK S433	BHCK HJ80	BHCK HJ81		BHCK S434	BHCK S435	BHCK S436	BHCK S437
	266,737	0	0	0	0		0	0	266,737	0
5. Loans and leases held for investment: (8)	BHCK S439	BHCK S440	BHCK H178				BHCK S441	BHCK S442	BHCK S443	
a. Residential mortgage exposures.....	31,837,679	0	0				363,025	23,480,157	7,994,497	
b. High volatility commercial real estate exposures.....	BHCK S445	BHCK S446	BHCK H179				BHCK H180	BHCK H181	BHCK H182	BHCK S447
	655,082	0	0				0	0	0	655,082
c. Exposures past due 90 days or more or on nonaccrual (9).....	BHCK S449	BHCK S450	BHCK S451	BHCK HJ82	BHCK HJ83		BHCK S452	BHCK S453	BHCK S454	BHCK S455
	407,352	(1)	0	0	0		0	0	2,576	404,777
d. All other exposures.....	BHCK S457	BHCK S458	BHCK S459	BHCK HJ84	BHCK HJ85		BHCK S460	BHCK S461	BHCK S462	BHCK S463
	85,109,848	1	8,149	0	0		241,329	63,430	84,796,939	0
6. LESS: Allowance for loan and lease losses (10).....	BHCK S464	BHCK S465								
	1,251,717	1,251,717								

(7) 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.

(8) Institutions that have adopted ASU 2016-13 should report as a positive number in column B of items 5.a through 5.d, as appropriate, any allowances for credit losses on purchased credit-deteriorated assets reported in column A of items 5.a through 5.d, as appropriate.

(9) 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.

(10) Institutions that have adopted ASU 2016-13 should report the allowance for credit losses on loans and leases in item 6, columns A and B.

Schedule HC-R—ContinuedFR Y-9C
Page 57 of 72**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 (11)	
	250% (12)	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 (13).....								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 (14).....								BHCK H285 0	BHCK H286 0
d. All other exposures.....								BHCK H287 0	BHCK H288 0
6. LESS: Allowance for loan and lease losses.....									

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

(12) 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.

(13) 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.

(14) 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.

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Part II. Risk-Weighted Assets—Continued

	(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reported in Column A	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)
			Allocation by Risk-Weight Category							
			0%	2%	4%	10%	20%	50%	100%	150%
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
7. Trading assets.....	BHCK D976	BHCK S466	BHCK D977	BHCK HJ86	BHCK HJ87		BHCK D978	BHCK D979	BHCK D980	BHCK S467
	969,792	969,792	0	0	0		0	0	0	0
	BHCK D981	BHCK S469	BHCK D982	BHCK HJ88	BHCK HJ89		BHCK D983	BHCK D984	BHCK D985	BHCK H185
	16,306,170	6,718,642	604,093	0	0		255,303	7,321	7,264,202	1,290
8. All other assets (15,16,17).....										
a. Separate account bank-owned life insurance.....										
b. Default fund contributions to central counterparties.....										

(15) 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.

(16) Institutions that have adopted ASU 2016-13 and have elected to apply the CECL transition provision should report as a positive number in item 8, column B, the applicable portion of the DTA transitional amount.

(17) Institutions that have adopted ASU 2016-13 and have reported any assets net of allowances for credit losses in item 8, column A, should report as a negative number in item 8, column B, those allowances for credit losses eligible for inclusion in tier 2 capital, which excludes allowances for credit losses on purchased credit-deteriorated assets.

Schedule HC-R—ContinuedFR Y-9C
Page 59 of 72**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 (18)	
		250% (19)	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
8.	All other assets (20).....	BHCK H293	BHCK H188	BHCK S470	BHCK S471				BHCK H294	BHCK H295
			0	0	0				0	0
	a. Separate account bank-owned life insurance.....								BHCK H296	BHCK H297
									1,450,319	1,289,580
	b. Default fund contributions to central counterparties.....								BHCK H298	BHCK H299
									5,000	900

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

(19) 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.

(20) 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.

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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 (21)	Gross-Up
	Amount	Amount	Amount	Amount	Amount
Dollar Amounts in Thousands					
Securitization Exposures: On-and Off-Balance Sheet					
9. On-balance sheet securitization exposures:					
a. Held-to-maturity securities (22).....	BHCK S475	BHCK S476	BHCK S477	BHCK S478	BHCK S479
	0	0	0	0	0
b. Available-for-sale securities.....	BHCK S480	BHCK S481	BHCK S482	BHCK S483	BHCK S484
	637,936	637,936	0	127,587	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
	1,107,640	1,107,640	0	222,232	0
10. Off-balance sheet securitization exposures.....	BHCK S495	BHCK S496	BHCK S497	BHCK S498	BHCK S499
	1,232,933	1,232,933	0	252,462	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 (23).....	BHCT 2170	BHCK S500	BHCK D987	BHCK HJ90	BHCK HJ91		BHCK D988	BHCK D989	BHCK D990	BHCK S503
	166,089,890	8,206,765	14,717,226	0	0		13,917,593	25,897,589	100,817,923	1,077,475

	(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% (24)	300%	400%	600%	625%	937.5%	1250%	Exposure Amount
Dollar Amounts in Thousands								
	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
11. Total balance sheet assets (23).....	BHCK S504	BHCK S505	BHCK S506	BHCK S507			BHCK S510	BHCK H300
		0	0	0			0	1,455,319

(21) Simplified Supervisory Formula Approach.

(22) Institutions that have adopted ASU 2016-13 and have reported held-to-maturity securities net of allowances for credit losses in item 9.a, column A, should report as a negative number in item 9.a, column B, those allowances for credit losses eligible for inclusion in tier 2 capital, which excludes allowances for credit losses on purchased credit-deteriorated assets.

(23) For each of columns A through R of item 11, report the sum of items 1 through 9. For item 11, the sum of columns B through R must equal column A. Item 11, column A, must equal Schedule HC, item 12.

(24) 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

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Part II. Risk-Weighted Assets—Continued

	(Column A) Face, Notional, or Other Amount	CCF (25)	(Column B) Credit Equivalent Amount (26)	(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) (27)											
12. Financial standby letters of credit.....	BHCK D991		BHCK D992	BHCK D993	BHCK HJ92	BHCK HJ93		BHCK D994	BHCK D995	BHCK D996	BHCK S511
	2,032,206	1.0	2,032,206	0	0	0		0	7	2,032,199	0
13. Performance standby letters of credit and transaction-related contingent items.....	BHCK D997		BHCK D998	BHCK D999				BHCK G603	BHCK G604	BHCK G605	BHCK S512
	104,880	0.5	52,440	0				0	0	52,440	0
14. Commercial and similar letters of credit with an original maturity of one year or less.....	BHCK G606		BHCK G607	BHCK G608	BHCK HJ94	BHCK HJ95		BHCK G609	BHCK G610	BHCK G611	BHCK S513
	11,579	0.2	2,316	0	0	0		306	205	1,805	0
15. Retained recourse on small business obligations sold with recourse.....	BHCK G612		BHCK G613	BHCK G614				BHCK G615	BHCK G616	BHCK G617	BHCK S514
	0	1.0	0	0				0	0	0	0

(25) Credit conversion factor.

(26) 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.

(27) 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

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Part II. Risk-Weighted Assets—Continued

	(Column A) Face, Notional, or Other Amount	CCF (28)	(Column B) Credit Equivalent Amount (29)	(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 (30).....	BHCK S515		BHCK S516	BHCK S517	BHCK S518	BHCK S519		BHCK S520	BHCK S521	BHCK S522	BHCK S523
	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
	102,267	1.0	102,267	0				32,530	0	69,737	0
18. Unused commitments: (exclude unused commitments to asset-backed commercial paper conduits):											
a. Original maturity of	BHCK S525		BHCK S526	BHCK S527	BHCK HJ96	BHCK HJ97		BHCK S528	BHCK S529	BHCK S530	BHCK S531
one year or less.....	2,085,580	0.2	417,116	6,449	0	0		0	0	409,760	907
b. Original maturity exceeding	BHCK G624		BHCK G625	BHCK G626	BHCK HJ98	BHCK HJ99		BHCK G627	BHCK G628	BHCK G629	BHCK S539
one year	36,570,991	0.5	18,285,496	6,689	0	0		12,756	390	18,213,989	51,672
19. Unconditionally cancelable commitments	BHCK S540		BHCK S541								
	32,894,052	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
			1,643,383	0	0	0	0	476,154	0	1,167,229	0
			BHCK S549	BHCK S550	BHCK S551	BHCK S552		BHCK S554	BHCK S555	BHCK S556	BHCK S557
			737,688	0	0	737,688		0	0	0	0
21. Centrally cleared derivatives											
22. Unsettled transactions (failed trades) (31)	BHCK H191			BHCK H193				BHCK H194	BHCK H195	BHCK H196	BHCK H197
	0			0				0	0	0	0

(28) Credit conversion factor.

(29) For items 18.b through 19, column A multiplied by credit conversion factor.

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

(31) 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 (32)	
				625%	937.5%	1250%	Credit Equivalent Amount	Risk-Weighted Asset Amount
Dollar Amounts in Thousands				Amount	Amount	Amount	Amount	Amount
16. Repo-style transactions (33).....							BHCK H301	BHCK H302
							0	0
17. All other off-balance sheet liabilities.....								
18. Unused commitments: (exclude unused commitments to asset-backed commercial paper conduits):							BHCK H303	BHCK H304
							0	0
a. Original maturity of one year or less.....							BHCK H307	BHCK H308
							0	0
b. Original maturity exceeding one year								
19. Unconditionally cancelable commitments							BHCK H309	BHCK H310
							0	0
20. Over-the-counter derivatives								
21. Centrally cleared derivatives								
22. Unsettled transactions (failed trades) (34).....				BHCK H198	BHCK H199	BHCK H200		
				0	0	0		

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

Schedule HC-R—Continued

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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		
		14,730,364	0	737,688	0	14,439,339	25,898,191	122,765,082	1,130,054		
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	29,508	0	2,887,868	12,949,096	122,765,082	1,695,081		

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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% (35)	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	25.
		0	0	0	0	0	0	

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

	Dollar Amounts in Thousands	Totals	
26. Risk-weighted assets for purposes of calculating the allowance for loan and lease losses 1.25 percent threshold (36).....	BHCK	Amount	
27. Standardized market-risk weighted assets (applicable only to holding companies that are covered by the market risk capital rules).....	S580	142,219,393	26.
28. Risk-weighted assets before deductions for excess allowance of loan and lease losses and allocated transfer risk reserve (37, 38).....	S581	695,203	27.
29. LESS: Excess allowance for loan and lease losses (39, 40)	B704	142,914,599	28.
30. LESS: Allocated transfer risk reserve	A222	0	29.
31. Total risk-weighted assets (item 28 minus items 29 and 30).....	3128	0	30.
	G641	142,914,599	31.

(35) 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.

(36) For institutions that have adopted ASU 2016-13, the risk-weighted assets reported in item 26 is for purposes of calculating the adjusted allowances for credit losses (AACL) 1.25 percent threshold.

(37) 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).

(38) For institutions that have adopted ASU 2016-13, the risk-weighted assets reported in item 28 represents the amount of risk-weighted assets before deductions for excess AACL and allocated transfer risk reserve.

(39) Institutions that have adopted ASU 2016-13 should report the excess AACL.

(40) Institutions that have adopted ASU 2016-13 and have elected to apply the CECL transition provision should subtract the applicable portion of the AACL transitional amount from the AACL, as defined in the regulatory capital rule, before determining the amount of excess AACL.

Schedule HC-R—Continued

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Part II. Risk-Weighted Assets—Continued

Memoranda

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

		Dollar Amounts in Thousands		BHCK	Amount	
1.	Current credit exposure across all derivative contracts covered by the regulatory capital rules			G642	960,798	M.1.
		With a remaining maturity of				
		(Column A) One year or less		(Column B) Over one year through five years		(Column C) Over five years
		BHCK	Amount	BHCK	Amount	BHCK Amount
2.	Notional principal amounts of over-the-counter derivative contracts:					
a.	Interest rate	S582	13,034,295	S583	25,653,645	S584 8,240,115 M.2.a.
b.	Foreign exchange rate and gold	S585	8,113,197	S586	6,284,120	S587 360,642 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	46,360	S601	43,917	S602 0 M.2.g.
3.	Notional principal amounts of centrally cleared derivative contracts:					
a.	Interest rate	S603	26,627,270	S604	77,639,118	S605 23,194,340 M.3.a.
b.	Foreign exchange rate and gold	S606	0	S607	0	S608 0 M.3.b.
c.	Credit (investment grade reference asset)	S609	0	S610	0	S611 0 M.3.c.
d.	Credit (non-investment grade reference asset)	S612	0	S613	0	S614 0 M.3.d.
e.	Equity	S615	0	S616	0	S617 0 M.3.e.
f.	Precious metals (except gold)	S618	0	S619	0	S620 0 M.3.f.
g.	Other	S621	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	171,963	M.4.
5.	Amount of allowances for credit losses on purchased credit-deteriorated assets: (2)					
a.	Loans and leases held for investment.....			JJ30		M.5.a.
b.	Held-to-maturity debt securities.....			JJ31		M.5.b.
c.	Other financial assets measured at amortized cost.....			JJ32		M.5.c.

(1) The asset-size test is based on the total assets reported as of June 30, 2018.

(2) Memorandum items 5.a through 5.c should be completed only by institutions that have adopted ASU 2016-13.

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

							C000
	(Column A) 1-4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans, All Leases, and All Other Assets
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount
Securitization Activities							
1. Outstanding principal balance of assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements.....	BHCK B705	BHCK B706	BHCK B707	BHCK B708	BHCK B709	BHCK B710	BHCK B711
	0	0	0	0	0	0	0
2. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to structures reported in item 1.....	BHCK HU09	BHCK HU10	BHCK HU11	BHCK HU12	BHCK HU13	BHCK HU14	BHCK HU15
	0	0	0	0	0	0	0
<i>Item 3 is to be completed by holding companies with \$100 billion or more in total assets.¹</i>							
3. Reporting institution's unused commitments to provide liquidity to structures reported in item 1.....	BHCK B726	BHCK B727	BHCK B728	BHCK B729	BHCK B730	BHCK B731	BHCK B732
	0	0	0	0	0	0	0
4. Past due loan amounts included in item 1:	BHCK B733	BHCK B734	BHCK B735	BHCK B736	BHCK B737	BHCK B738	BHCK B739
a. 30-89 days past due.....	0	0	0	0	0	0	0
	BHCK B740	BHCK B741	BHCK B742	BHCK B743	BHCK B744	BHCK B745	BHCK B746
b. 90 days or more past due.....	0	0	0	0	0	0	0
5. Charge-offs and recoveries on assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements (calendar year-to-date):							
a. Charge-offs.....	BHCK B747	BHCK B748	BHCK B749	BHCK B750	BHCK B751	BHCK B752	BHCK B753
	0	0	0	0	0	0	0
	BHCK B754	BHCK B755	BHCK B756	BHCK B757	BHCK B758	BHCK B759	BHCK B760
b. Recoveries.....	0	0	0	0	0	0	0

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	(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
<i>Items 6 and 10 are to be completed by holding companies with \$10 billion or more in total assets.²</i>							
6. Total amount of ownership (or seller's) interest carried as securities or loans.....		BHCK HU16	BHCK HU17			BHCK HU18	
7. - 8. Not applicable.		0	0			0	
For Securitization Facilities Sponsored By or Otherwise Established By Other Institutions							
9. Maximum amount of credit exposure arising from credit enhancements provided by the reporting institution to other institutions' securitization structures in the form of standby letters of credit, purchased subordinated securities, and other enhancements.....							
	BHCK B776			BHCK B779	BHCK B780	BHCK B781	BHCK B782
	0			0	0	0	0
10. Reporting institution's unused commitments to provide liquidity to other institutions' securitization structures.....							
	BHCK B783			BHCK B786	BHCK B787	BHCK B788	BHCK B789
	0			0	0	0	0
Asset Sales							
11. Assets sold with recourse or other seller-provided credit enhancements and not securitized.....							
	BHCK B790						BHCK B796
	4,095						32,530
12. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to assets reported in item 11.....							
	BHCK B797						BHCK B803
	4,095						32,530

(2) The \$10 billion asset-size test is based on the total assets reported on the June 30, 2018 report.

Schedule HC-S—Continued

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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	4,095	M.2.a.
b. 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements.....			B805	77,523,851	M.2.b.
c. Other financial assets (1).....			A591	3,066,381	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	145,669	M.2.d.
Memorandum item 3 is to be completed by holding companies with \$10 billion or more in total assets. ²					
3. Asset-backed commercial paper conduits:					
a. Maximum amount of credit exposure arising from credit enhancements provided to conduit structures in the form of standby letters of credit, subordinated securities, and other enhancements:					
(1) Conduits sponsored by the bank, a bank affiliate, or the holding company (2)			B806	0	M.3.a1.
(2) Conduits sponsored by other unrelated institutions (2).....			B807	0	M.3.a2.
b. Unused commitments to provide liquidity to conduit structures:					
(1) Conduits sponsored by the bank, a bank affiliate, or the holding company.....			B808	0	M.3.b1.
(2) Conduits sponsored by other unrelated institutions.....			B809	0	M.3.b2.
4. Outstanding credit card fees and finance charges (included in Schedule HC-S, item 1, column G) (2,3).....			C407	0	M.4.

(1) Memorandum item 2.c is to be completed if the principal balance of other financial assets serviced for others is more than \$10 million.

(2) The \$10 billion asset-size test is based on the total assets reported on the June 30, 2018 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 Entities¹FR Y-9C
Page 70 of 72**To be completed by holding companies with \$5 billion or more in total assets.²**

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

	(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.

⁽¹⁾ Institutions that have adopted ASU 2016-13 should report assets net of any applicable allowance for credit losses.⁽²⁾ The asset-size test is based on the total assets reported as of June 30, 2018.

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.