



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).

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

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

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

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

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

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

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

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

Person to whom questions about this report should be directed:

CONF
Name / Title (BHTX 8901)

CONF
Area Code / Phone Number (BHTX 8902)

CONF
Area Code / FAX Number (BHTX 9116)

CONF
E-mail Address of Contact (BHTX 4086)

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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 46.29 hours per response for non-Advanced Approaches HCs and 47.54 hours for Advanced Approaches HCs, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Comments regarding this burden estimate or any other aspect of this information collection, including suggestions for reducing the burden, may be sent to Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0128), Washington, DC 20503.

Report of Income for Holding Companies

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

Schedule HI—Consolidated Income Statement

Dollar Amounts in Thousands		BHCK	Amount	
1. Interest income:				
a. Interest and fee income on loans:				
(1) In domestic offices:				
(a) Loans secured by 1-4 family residential properties.....	4435		367,271	1.a.(1)(a)
(b) All other loans secured by real estate.....	4436		195,300	1.a.(1)(b)
(c) All other loans.....	F821		812,491	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		20,493	1.b.
c. Interest income on balances due from depository institutions (1).....	4115		8,215	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		249	1.d.(1)
(2) Mortgage-backed securities.....	B489		157,134	1.d.(2)
(3) All other securities.....	4060		1,143	1.d.(3)
e. Interest income from trading assets.....	4069		2,403	1.e.
f. Interest income on federal funds sold and securities purchased under agreements to resell.....	4020		0	1.f.
g. Other interest income.....	4518		7,171	1.g.
h. Total interest income (sum of items 1.a through 1.g.).....	4107		1,571,870	1.h.
2. Interest expense:				
a. Interest on deposits:				
(1) In domestic offices:				
(a) Time deposits of \$250,000 or less.....	HK03		86,693	2.a.(1)(a)
(b) Time deposits of more than \$250,000.....	HK04		21,222	2.a.(1)(b)
(c) Other deposits.....	6761		178,717	2.a.(1)(c)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs.....	4172		370	2.a.(2)
b. Expense of federal funds purchased and securities sold under agreements to repurchase.....	4180		1,990	2.b.
c. Interest on trading liabilities and other borrowed money (excluding subordinated notes and debentures).....	4185		103,391	2.c.
d. Interest on subordinated notes and debentures and on mandatory convertible securities.....	4397		17,364	2.d.
e. Other interest expense.....	4398		0	2.e.
f. Total interest expense (sum of items 2.a through 2.e.).....	4073		409,747	2.f.
3. Net interest income (item 1.h minus 2.f.).....	4074		1,162,123	3.
4. Provision for loan and lease losses (2).....	JJ33		91,486	4.
5. Noninterest income:				
a. Income from fiduciary activities.....	4070		10,326	5.a.
b. Service charges on deposit accounts in domestic offices.....	4483		119,765	5.b.
c. Trading revenue (3).....	A220		17,069	5.c.
d.(1) Fees and commissions from securities brokerage.....	C886		21,454	5.d.(1)
(2) Investment banking, advisory, and underwriting fees and commissions.....	C888		21,355	5.d.(2)
(3) Fees and commissions from annuity sales.....	C887		12,639	5.d.(3)
(4) Underwriting income from insurance and reinsurance activities.....	C386		0	5.d.(4)
(5) Income from other insurance activities.....	C387		478	5.d.(5)
e. Venture capital revenue.....	B491		0	5.e.
f. Net servicing fees.....	B492		10,542	5.f.
g. Net securitization income.....	B493		0	5.g.

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

(2) 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.

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

Schedule HI—Continued

	Dollar Amounts in Thousands	BHCK	Amount	
5. h. Not applicable				
i. Net gains (losses) on sales of loans and leases.....		8560	34,303	5.i.
j. Net gains (losses) on sales of other real estate owned.....		8561	324	5.j.
k. Net gains (losses) on sales of other assets (4).....		B496	7,201	5.k.
l. Other noninterest income (5).....		B497	163,432	5.l.
m. Total noninterest income (sum of items 5.a through 5.l).....		4079	418,888	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	7,109	6.b.
7. Noninterest expense:				
a. Salaries and employee benefits.....		4135	511,338	7.a.
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest).....		4217	150,004	7.b.
c. (1) Goodwill impairment losses.....		C216	0	7.c.(1)
(2) Amortization expense and impairment losses for other intangible assets.....		C232	2,099	7.c.(2)
d. Other noninterest expense (6).....		4092	266,978	7.d.
e. Total noninterest expense (sum of items 7.a through 7.d).....		4093	930,419	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	566,215	8.a.
b. Unrealized holding gains (losses) on equity securities not held for trading (7).....		HT70	8	8.b.
c. Income (loss) before applicable income taxes and discontinued operations (sum of items 8.a and 8.b).....		4301	566,223	8.c.
9. Applicable income taxes (foreign and domestic).....		4302	126,958	9.
10. Income (loss) before discontinued operations (item 8.c. minus item 9).....		4300	439,265	10.
11. Discontinued operations, net of applicable income taxes (8).....		FT28	0	11.
12. Net income (loss) attributable to holding company and noncontrolling (minority) interests (sum of items 10 and 11).....		G104	439,265	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	439,265	14.

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

(5) See Schedule HI, Memoranda item 6.

(6) See Schedule HI, Memoranda item 7.

(7) 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.

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

Memoranda

	Dollar Amounts in Thousands	BHCK	Amount	
1. Net Interest income (item 3 above) on a fully taxable equivalent basis.....		4519	1,166,927	M.1.
2. Net income before applicable income taxes, and discontinued operations (item 8.c. above) on a fully taxable equivalent basis.....		4592	571,027	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	2	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	34	M.4.
5. Number of full-time equivalent employees at end of current period (round to nearest whole number).....		BHCK	Number	
		4150	18,078	M.5.
6. Other noninterest income (from Schedule HI, item 5.l, above) (only report amounts greater than \$100,000 that exceed 7 percent of Schedule HI, item 5.l):				
a. Income and fees from the printing and sale of checks.....		C013	0	M.6.a.
b. Earnings on/increase in value of cash surrender value of life insurance.....		C014	13,935	M.6.b.
c. Income and fees from automated teller machines (ATMs).....		C016	0	M.6.c.
d. Rent and other income from other real estate owned.....		4042	0	M.6.d.
e. Safe deposit box rent.....		C015	0	M.6.e.

Schedule HI—Continued**Memoranda—Continued**

Dollar Amounts in Thousands					BHCK	Amount	
6. f. Bank card and credit card interchange fees.....					F555	44,286	M.6.f.
g. Income and fees from wire transfers.....					T047	0	M.6.g.
h. <div>TEXTLetter of Credit and Loan Fees</div>							
8562					8562	31,789	M.6.h.
i. <div>TEXTSyndication Fee Income</div>							
8563					8563	28,366	M.6.i.
j. <div>TEXTForeign Exchange Trading Income</div>							
8564					8564	19,630	M.6.j.
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	21,459	M.7.a.
b. Advertising and marketing expenses.....					0497	34,468	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	0	M.7.i.
j. Automated teller machine (ATM) and interchange expenses.....					F558	0	M.7.j.
k. Telecommunications expenses.....					F559	0	M.7.k.
l. Other real estate owned expenses.....					Y923	0	M.7.l.
m. Insurance expenses (not included in employee expenses, premises and fixed assets expenses, and other real estate owned expenses).....					Y924	0	M.7.m.
n. <div>TEXTCapitalized Software Expense</div>							
8565					8565	48,535	M.7.n.
o. <div>TEXTOutside Services</div>							
8566					8566	39,503	M.7.o.
p. <div>TEXT</div>							
8567					8567	0	M.7.p.
8. Discontinued operations and applicable income tax effect (from Schedule HI, item 11) (itemize and describe each discontinued operation):							
a.(1) <div>TEXT</div>							
FT29					FT29	0	M.8.a.(1)
(2) Applicable income tax effect.....					BHCK	FT30	0
b.(1) <div>TEXT</div>							
FT31					FT31	0	M.8.b.(1)
(2) Applicable income tax effect.....					BHCK	FT32	0
9. Trading revenue (from cash instruments and derivative instruments) (sum of items 9.a through 9.e must equal Schedule HI, item 5.c)							
Memorandum items 9.a through 9.e are to be completed by holding companies that reported total trading assets of \$10 million or more for any quarter of the preceding calendar year:							
a. Interest rate exposures.....					8757	12,257	M.9.a.
b. Foreign exchange exposures.....					8758	1,590	M.9.b.
c. Equity security and index exposures.....					8759	0	M.9.c.
d. Commodity and other exposures.....					8760	41	M.9.d.
e. Credit exposures.....					F186	3,182	M.9.e.

Schedule HI—Continued**Memoranda—Continued**

	Dollar Amounts in Thousands	BHCK	Amount	
<i>Memoranda items 9.f and 9.g are to be completed by holding companies with \$100 billion or more in total assets that are required to complete Schedule HI, Memorandum items 9.a through 9.e, above. (1)</i>				
9.f. Impact on trading revenue of changes in the creditworthiness of the holding company's derivatives counterparties on the holding company's derivative assets (included in Memorandum items 9.a through 9.e above).....		K090	(924)	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	(2,742)	M.9.g.
<i>Memorandum items 10.a and 10.b are to be completed by holding companies with \$10 billion or more in total consolidated assets. (1)</i>				
10. Net gains (losses) recognized in earnings on credit derivatives that economically hedge credit exposures held outside the trading account:				
a. Net gains (losses) on credit derivatives held for trading.....		C889	0	M.10.a.
b. Net gains (losses) on credit derivatives held for purposes other than trading.....		C890	0	M.10.b.
11. Credit losses on derivatives (see instructions).....		A251	105	M.11.
<i>Memorandum item 12.a is to be completed by holding companies with \$1 billion or more in total assets. (1)</i>				
12. a. Income from the sale and servicing of mutual funds and annuities (in domestic offices).....		8431	34,093	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 1=YES	BHCK A530	0

	Dollar Amounts in Thousands	BHCK	Amount	
<i>Memorandum item 14 is to be completed by holding companies that have elected to account for assets and liabilities under a fair value option.</i>				
14. Net gains (losses) recognized in earnings on assets and liabilities that are reported at fair value under a fair value option:				
a. Net gains (losses) on assets.....		F551	1,925	M.14.a.
(1) Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk.....		F552	3,182	M.14.a.1.
b. Net gains (losses) on liabilities.....		F553	0	M.14.b.
(1) Estimated net gains (losses) on liabilities attributable to changes in instrument-specific credit risk.....		F554	0	M.14.b.1.
15. Stock-based employee compensation expense (net of tax effects) calculated for all awards under the fair value method.....		C409	14,952	M.15.
<i>Memorandum item 16 is to be completed by holding companies that are required to complete Schedule HC-C, Memorandum items 6.b and 6.c and is to be completed semiannually in the June and December reports only.</i>				
Year-to-date				
16. Noncash income from negative amortization on closed-end loans secured by 1-4 family residential properties (included in Schedule HI, item 1.a.1.a).....		F228		M.16.
17. Other-than-temporary impairment losses on held-to-maturity and available-for-sale debt securities recognized in earnings (included in Schedule HI, items 6.a and 6.b) (2).....		J321	980	M.17.

(1) The asset size test is generally 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		439,265	4.
5. Sale of perpetual preferred stock (excluding treasury stock transactions):	BHCK			
a. Sale of perpetual preferred stock, gross.....	3577		292,874	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		31,784	6.b.
7. Sale of treasury stock.....	4782		0	7.
8. LESS: Purchase of treasury stock.....	4783		200,000	8.
9. Changes incident to business combinations, net.....	4356		0	9.
10. LESS: Cash dividends declared on preferred stock.....	4598		15,203	10.
11. LESS: Cash dividends declared on common stock.....	4460		148,612	11.
12. Other comprehensive income (1).....	B511		303,273	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		21,531,158	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	4,840	5412	6,845	1.c.(1)
(2) Closed-end loans secured by 1-4 family residential properties in domestic offices:						
(a) Secured by first liens.....		C234	2,507	C217	7,714	1.c.(2)(a)
(b) Secured by junior liens.....		C235	2,533	C218	7,724	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices.....		3588	0	3589	0	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:						
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....		C895	89	C896	164	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties.....		C897	20,175	C898	0	1.e.(2)
f. In foreign offices.....		B512	0	B513	0	1.f.
2. Not applicable.						
3. Loans to finance agricultural production and other loans to farmers.....		4655	0	4665	0	3.
4. Commercial and industrial loans:						
a. To U.S. addressees (domicile).....		4645	5,199	4617	2,176	4.a.
b. To non-U.S. addressees (domicile).....		4646	0	4618	0	4.b.
5. Loans to individuals for household, family, and other personal expenditures:						
a. Credit cards.....		B514	17,767	B515	2,079	5.a.
b. Automobile loans.....		K129	36,231	K133	14,525	5.b.
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....		K205	36,952	K206	5,986	5.c.
6. Loans to foreign governments and official institutions.....		4643	0	4627	0	6.
7. All other loans.....		4644	8,550	4628	1,978	7.
8. Lease financing receivables:						
a. Leases to individuals for household, family, and other personal expenditures.....		F185	0	F187	0	8.a.
b. All other leases.....		C880	2,949	F188	0	8.b.
9. Total (sum of items 1 through 8).....		4635	137,792	4605	49,191	9.

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

Schedule HI-B—Continued**Memoranda**

Memorandum

	(Column A) Chart-offs (1)		(Column B) Recoveries		
	Year-to-date				
Dollar Amounts in Thousands	BHCK	Amount	BHCK	Amount	
1. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HI-B, part I, items 4 and 7, above.....	5409	0	5410	7	M.1.
2. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HI-B, part I, item 1, above).....	4652	0	4662	0	M.2.

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

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).....	BHCK	Amount	M.3.
	C388	3,243	

(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).

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)	
Dollar Amounts in Thousands	BHCK	Amount	BHCK	Amount	BHCK	Amount
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	49,191	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	137,792	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	91,486	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	1,245,237	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	
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		3,297		M.2.
3. Amount of allowance for loan and lease losses attributable to retail credit card fees and finance charges (1).....	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) (2).....	C781		0		M.4.
5. Provisions for credit losses on other financial assets measured at amortized cost (not included in item 5, above) (3).....	JJ02				M.5.
6. Allowance for credit losses on other financial assets measured at amortized cost (not included in item 7, above) (3).....	JJ03				M.6.

(1) 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.

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

(3) 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 Losses¹**Schedule HI-C is to be completed by holding companies with \$1 billion or more in total assets.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)		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands													
1. Real estate loans:													
a. Construction loans.....	M708	0	M709	0	M710	3,711,910	M711	49,848	M712	0	M713	0	1.a.
b. Commercial real estate loans.....	M714	25,703	M715	0	M716	9,808,759	M717	43,456	M719	0	M720	0	1.b.
c. Residential real estate loans.....	M721	494,472	M722	7,037	M723	31,959,163	M724	116,880	M725	0	M726	0	1.c.
2. Commercial loans (3).....	M727	360,831	M728	41,639	M729	44,244,213	M730	452,241	M731	0	M732	0	2.
3. Credit Cards.....	M733	24,904	M734	7,775	M735	1,958,847	M736	72,676	M737	0	M738	0	3.
4. Other consumer loans.....	M739	176,644	M740	10,653	M741	24,721,042	M742	297,782	M743	0	M744	0	4.
5. Unallocated, if any.....							M745	145,250					5.
6. Total (sum of 1.a through 5) (4).....	M746	1,082,554	M747	67,104	M748	116,403,934	M749	1,178,133	M750	0	M751	0	6.

(1) Only institutions 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.

(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 Losses¹

Schedule HI-C, Part II is to be completed by holding companies with \$1 billion or more in total assets.²

	(Column A) Amortized Cost		(Column B) Allowance Balance	
	BHCK	Amount	BHCK	Amount
Dollar Amounts in Thousands				
Loans and Leases Held for Investment:				
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	

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

(1) Only institutions that have adopted ASU 2016-13 are to complete Schedule HI-C, Part II.

(2) The \$1 billion asset size test is based on the total assets reported on the June 30, 2018, Report of Condition.

(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) 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.				
5.				
6.				
7.				
8.				
9.				
10.				
11.				
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

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

Consolidated Financial Statements for Holding Companies

Report at the close of business

March 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		1,194,050	1.a.
b. Interest-bearing balances: (2)				
(1) In U.S. offices.....	0395		1,675,255	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		3,345,471	2.a.
b. Available-for-sale securities (from Schedule HC-B, column D).....	1773		21,503,913	2.b.
c. Equity securities with readily determinable fair values not held for trading (4).....	JA22		197,597	2.c.
3. Federal funds sold and securities purchased under agreements to resell:				
a. Federal funds sold in domestic offices.....	BHDM	B987	0	3.a.
b. Securities purchased under agreements to resell (5,6).....	BHCK	B989	0	3.b.
4. Loans and lease financing receivables:				
a. Loans and leases held for sale.....		5369	1,075,044	4.a.
b. Loans and leases held for investment.....	B528		117,630,137	4.b.
c. LESS: Allowance for loan and lease losses (7).....	3123		1,245,237	4.c.
d. Loans and leases held for investment, net of allowance for loan and lease losses (item 4.b minus 4.c).....		B529	116,384,900	4.d.
5. Trading assets (from Schedule HC-D).....		3545	626,998	5.
6. Premises and fixed assets (including capitalized leases).....		2145	1,492,523	6.
7. Other real estate owned (from Schedule HC-M).....		2150	28,917	7.
8. Investments in unconsolidated subsidiaries and associated companies.....		2130	0	8.
9. Direct and indirect investments in real estate ventures.....		3656	1,319,339	9.
10. Intangible assets (from Schedule HC-M).....		2143	7,895,352	10.
11. Other assets (from Schedule HC-F) (6).....		2160	4,984,845	11.
12. Total assets (sum of items 1 through 11).....		2170	161,724,204	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. This item 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	28,986,766	13.a.(1)	
(2) Interest-bearing.....	6636	94,997,605	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	258,513	13.b.(2)	
14. Federal funds purchased and securities sold under agreements to repurchase:	BHDM			
a. Federal funds purchased in domestic offices (2).....	B993	375,000	14.a.	
b. Securities sold under agreements to repurchase (3).....	BHCK			
15. Trading liabilities (from Schedule HC-D).....	B995	292,612	14.b.	
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule HC-M).....	3548	144,342	15.	
17. Not applicable				
18. Not applicable				
19. a. Subordinated notes and debentures (4).....	3190	11,002,396	16.	
b. Subordinated notes payable to unconsolidated trusts issuing trust preferred securities, and trust preferred securities issued by consolidated special purpose entities.....	4062	1,638,732	19.a.	
20. Other liabilities (from Schedule HC-G).....	C699	0	19.b.	
21. Total liabilities (sum of items 13 through 20).....	2750	2,497,080	20.	
22. Not applicable	2948	140,193,046	21.	
Equity Capital				
Holding Company Equity Capital				
23. Perpetual preferred stock and related surplus.....	3283	1,132,437	23.	
24. Common stock (par value).....	3230	5,678	24.	
25. Surplus (exclude all surplus related to preferred stock).....	3240	18,846,863	25.	
26. a. Retained earnings.....	3247	5,671,874	26.a.	
b. Accumulated other comprehensive income (5).....	B530	(792,346)	26.b.	
c. Other equity capital components (6).....	A130	(3,333,348)	26.c.	
27. a. Total holding company equity capital (sum of items 23 through 26.c).....	3210	21,531,158	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	21,531,158	28.	
29. Total liabilities and equity capital (sum of items 21 and 28).....	3300	161,724,204	29.	

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

(2) Report overnight Federal Home Loan Bank advances in Schedule HC, item 16, "Other borrowed money."

(3) Includes all securities repurchase agreements in domestic and foreign offices regardless of maturity.

(4) Includes limited-life preferred stock and related surplus.

(5) Includes, but is not limited to, net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses) on cash flow hedges, cumulative foreign currency translation adjustments, and accumulated defined benefit pension and other postretirement plan adjustments.

(6) Includes treasury stock and unearned Employee Stock Ownership Plan shares.

Schedule HC—Continued

Memoranda (to be completed annually by holding companies for the December 31 report date)

1. Has the holding company engaged in a full-scope independent external audit at any time during the calendar year? (Enter "1" for Yes, enter "0" for No).....

0=NO	BHCK	
1=YES	C884	

M.1.

2. If response to Memoranda item 1 is yes, indicate below the name and address of the holding company's independent external auditing firm (see instructions), and the name and e-mail address of the auditing firm's engagement partner. (7)

a. _____
(1) Name of External Auditing Firm (TEXT C703)

(2) City (TEXT C708)

(3) State Abbrev. (TEXT C714)

(4) Zip Code (TEXT C715)

b. CONF _____
(1) Name of Engagement Partner (TEXT C704)

CONF _____
(2) E-mail Address (TEXT C705)

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

Schedule HC-B—Securities

	Held-to-Maturity				Available-for-Sale				
	(Column A)		(Column B)		(Column C)		(Column D)		
	Amortized Cost		Fair value		Amortized Cost		Fair value		
Dollar Amounts in Thousands	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
1. U.S. Treasury securities.....	0211	0	0213	0	1286	71,550	1287	71,569	1.
2. U.S. government agency and sponsored agency obligations (exclude mortgage-backed securities) (1).....	HT50	0	HT51	0	HT52	0	HT53	0	2.
3. Securities issued by states and political subdivisions in the U.S.....	8496	0	8497	0	8498	5,163	8499	5,197	3.
4. Mortgage-backed securities (MBS)									
a. Residential pass-through securities:									
(1) Guaranteed by GNMA.....	G300	1,241,908	G301	1,226,494	G302	4,963,330	G303	4,874,579	4.a.1.
(2) Issued by FNMA and FHLMC.....	G304	189,492	G305	181,993	G306	10,453,767	G307	10,298,849	4.a.2.
(3) Other pass-through securities.....	G308	0	G309	0	G310	803,991	G311	816,724	4.a.3.
b. Other residential mortgage-backed securities (include CMOs, REMICs, and stripped MBS):									
(1) Issued or guaranteed by U.S. Government agencies or sponsored agencies (2).....	G312	0	G313	0	G314	4,244,905	G315	4,257,539	4.b.1.
(2) Collateralized by MBS issued or guaranteed by U.S. Government agencies or sponsored agencies (2).....	G316	0	G317	0	G318	0	G319	0	4.b.2.
(3) All other residential mortgage-backed securities.....	G320	0	G321	0	G322	112,306	G323	112,967	4.b.3.
c. Commercial MBS:									
(1) Commercial pass-through securities:									
(a) Issued or guaranteed by FNMA, FHLMC, or GNMA.....	K142	0	K143	0	K144	0	K145	0	4.c.1a
(b) Other pass-through securities.....	K146	0	K147	0	K148	0	K149	0	4.c.1b
(2) Other commercial MBS:									
(a) Issued or guaranteed by U.S. Government agencies or sponsored agencies (2).....	K150	1,914,071	K151	1,858,515	K152	1,104,096	K153	1,064,615	4.c.2a
(b) All other commercial MBS.....	K154	0	K155	0	K156	0	K157	0	4.c.2b

(1) Includes Small Business Administration "Guaranteed Loan Pool Certificates," U.S. Maritime Administration obligations, Export-Import Bank participation certificates, and obligations (other than mortgage-backed securities) issued by the Farm Credit System, the Federal Home Loan Bank System, the Federal Home Loan Mortgage Corporation, the Federal National Mortgage Association, the Financing Corporation, Resolution Funding Corporation, the Student Loan Marketing Association, and the Tennessee Valley Authority.

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

Schedule HC-B—Continued

	Held-to-Maturity				Available-for-Sale			
	(Column A)		(Column B)		(Column C)		(Column D)	
	Amortized Cost		Fair value		Amortized Cost		Fair value	
Dollar Amounts in Thousands	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount
5. Asset-backed securities and structured financial products:								
a. Asset-backed Securities (ABS).....	C026	0	C988	0	C989	1,706	C027	1,874
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	3,345,471	1771	3,267,002	1772	21,760,814	1773	21,503,913

Memoranda

	Dollar Amounts in Thousands		
	BHCK	Amount	
1. Pledged securities (3).....	.0416	3,546,705	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	854,955	M.2.a.
b. Over 1 year to 5 years.....	.0384	336,248	M.2.b.
c. Over 5 years.....	.0387	23,658,181	M.2.c.
<i>Memorandum item 3 is to be completed semiannually in the June and December reports only.</i>			
3. Amortized cost of held-to-maturity securities sold or transferred to available-for-sale or trading securities during the calendar year-to-date (report the amortized cost at date of sale or transfer).....	.1778		M.3.
4. Structured notes (included in the held-to-maturity and available-for-sale accounts in Schedule HC-B, items 2, 3, 5, and 6):			
a. Amortized cost.....	.8782	0	M.4.a.
b. Fair value.....	.8783	0	M.4.b.

(1) 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 debt securities by next repricing date.

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

	Held-to-Maturity				Available-for-Sale				
	(Column A) Amortized Cost		(Column B) Fair value		(Column C) Amortized Cost		(Column D) Fair value		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands									
Memorandum item 5.a through 5.f are to be completed by holding companies with \$10 billion or more in total assets. (1)									
5. Asset-backed securities (ABS) (sum of Memorandum items 5.a through 5.f must equal Schedule HC-B, item 5.a):									
a. Credit card receivables.....	B838	0	B839	0	B840	0	B841	0	M.5.a.
b. Home equity lines.....	B842	0	B843	0	B844	1,706	B845	1,874	M.5.b.
c. Automobile loans.....	B846	0	B847	0	B848	0	B849	0	M.5.c.
d. Other consumer loans.....	B850	0	B851	0	B852	0	B853	0	M.5.d.
e. Commercial and industrial loans.....	B854	0	B855	0	B856	0	B857	0	M.5.e.
f. Other.....	B858	0	B859	0	B860	0	B861	0	M.5.f.
Memorandum items 6.a through 6.g are to be completed by holding companies with \$10 billion or more in total assets. (1)									
6. Structured financial products by underlying collateral or reference assets (for each column, sum of Memorandum items 6.a through 6.g must equal Schedule HC-B, 5.b):									
a. Trust preferred securities issued by financial institutions.....	G348	0	G349	0	G350	0	G351	0	M.6.a.
b. Trust preferred securities issued by real estate investment trusts.....	G352	0	G353	0	G354	0	G355	0	M.6.b.
c. Corporate and similar loans.....	G356	0	G357	0	G358	0	G359	0	M.6.c.
d. 1–4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs).....	G360	0	G361	0	G362	0	G363	0	M.6.d.
e. 1–4 family residential MBS not issued or guaranteed by GSEs.....	G364	0	G365	0	G366	0	G367	0	M.6.e.
f. Diversified (mixed) pools of structured financial products.....	G368	0	G369	0	G370	0	G371	0	M.6.f.
g. Other collateral or reference assets.....	G372	0	G373	0	G374	0	G375	0	M.6.g.

(1) The \$10 billion asset size test is based on the total assets reported as of June 30, 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	50,566,566		
a. Construction, land development, and other land loans:				
(1) 1-4 family residential construction loans.....			BHCK	
(2) Other construction loans and all land development and other land loans.....			F158	490,059
b. Secured by farmland.....				
c. Secured by 1-4 family residential properties:				
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....			F159	3,229,567
(2) Closed-end loans secured by 1-4 family residential properties:			BHDM	
(a) Secured by first liens.....			1420	3,908
(b) Secured by junior liens.....				
d. Secured by multifamily (5 or more) residential properties.....				
e. Secured by nonfarm nonresidential properties:				
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....			1797	12,487,369
(2) Loans secured by other nonfarm nonresidential properties.....				
2. Loans to depository institutions and acceptances of other banks.....				
a. To U.S. banks and other U.S. depository institutions.....	1292	73		
b. To foreign banks.....	1296	0		
3. Loans to finance agricultural production and other loans to farmers.....	1590	0	1590	0
4. Commercial and industrial loans.....			1766	36,865,415
a. To U.S. addressees (domicile).....	1763	35,944,486		
b. To non-U.S. addressees (domicile).....	1764	920,929		
5. Not applicable				
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....			1975	25,190,084
a. Credit cards.....	B538	1,641,851		
b. Other revolving credit plans.....	B539	184,487		
c. Automobile loans.....	K137	10,647,062		
d. Other consumer loans (includes single payment, installment, and all student loans).....	K207	12,716,684		
7. Loans to foreign governments and official institutions (including foreign central banks).....	2081	0	2081	0
8. Not applicable				
9. Loans to nondepository financial institutions and other loans:				
a. Loans to nondepository financial institutions.....	J454	2,012,827	J454	2,012,827
b. Other loans				
(1) Loans for purchasing or carrying securities (secured or unsecured).....	1545	0	1545	0
(2) All other loans (exclude consumer loans).....	J451	1,252,030	J451	1,252,030
10. Lease financing receivables (net of unearned income).....			2165	2,818,186
a. Leases to individuals for household, family, and other personal expenditures (i.e., consumer leases).....	F162	0		
b. All other leases.....	F163	2,818,186		
11. LESS: Any unearned income on loans reflected in items 1-9 above.....	2123	0	2123	0
12. Total loans and leases held for investment and held for sale (sum of items 1 through 10 minus item 11) (total of column A must equal Schedule HC, sum of items 4.a and 4.b).....	2122	118,705,181	2122	118,705,181

(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.

Schedule HC-C—Continued

Memoranda

Dollar Amounts in Thousands		BHDM	Amount	
1. Loans restructured in troubled debt restructurings that are in compliance with their modified terms (included in Schedule HC-C, and not reported as past due or nonaccrual in Schedule HC-N, Memorandum item 1):				
a. Construction, land development, and other land loans in domestic offices:				
(1) 1-4 family residential construction loans.....	K158	0		M.1.a.1
(2) All other construction loans and all land development and other land loans.....	K159	0		M.1.a.2
b. Loans secured by 1-4 family residential properties in domestic offices.....	F576	332,898		M.1.b.
c. Secured by multifamily (5 or more) residential properties in domestic offices.....	K160	77		M.1.c.
d. Secured by nonfarm nonresidential properties in domestic offices:				
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....	K161	19,140		M.1.d.1
(2) Loans secured by other nonfarm nonresidential properties.....	K162	25,660		M.1.d.2
e. Commercial and industrial loans:		BHCK		
(1) To U.S. addressees (domicile).....	K163	122,377		M.1.e.1
(2) To non-U.S. addressees (domicile).....	K164	0		M.1.e.2
f. All other loans (include loans to individuals for household, family, and other personal expenditures) (1).....		K165	159,336	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.....		BHDM		
	K166	0		M.1.f.1
	BHCK			
(2) Loans to finance agricultural production and other loans to farmers.....	K168	0		M.1.f.2
(3) Loans to individuals for household, family, and other personal expenditures:				
(a) Credit cards.....	K098	0		M.1.f.3.a.
(b) Automobile loans.....	K203	0		M.1.f.3.b.
(c) Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....	K204	126,933		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	659,488	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	2,694,330	M.2.
3. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HC-C, item 1, column A).....		B837	23,157	M.3.
<i>Memorandum item 4 is to be completed by (1) holding companies that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions)</i>				
4. Outstanding credit card fees and finance charges (included in Schedule HC-C, item 6.a, column A).....		C391	60,950	M.4.
<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			M.5.a.
b. Amount included in Schedule HC-C, items 1 through 9.....	C780			M.5.b.

(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

Dollar Amounts in Thousands		BHCK	Amount	
<i>Memorandum item 6.a, 6.b, and 6.c are to be completed semiannually in the June and December reports only.</i>				
6. Closed-end loans with negative amortization features secured by 1–4 family residential properties in domestic offices:				
a. Total amount of closed-end loans with negative amortization features secured by 1–4 family residential properties (included in Schedule HC-C, items 1.c.(2)(a) and (b)).....	F230			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>				
6.b. Total maximum remaining amount of negative amortization contractually permitted on closed-end loans secured by 1–4 family residential properties.....	F231			M.6.b.
c. Total amount of negative amortization on closed-end loans secured by 1–4 family residential properties included in the amount reported in Memorandum item 6.a above.....	F232			M.6.c.
7.–8. Not applicable.				
9. Loans secured by 1-4 family residential properties in domestic offices in process of foreclosure (included in Schedule HC-C, items 1.c.(1), 1.c.(2)(a), and 1.c.(2)(b)).....	BHDM F577		207,521	M.9.
10.–11. Not applicable.				

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

Dollar Amounts in Thousands		BHCK	Amount	
13. Not applicable				
14. Pledged loans and leases.....	G378		46,129,627	M.14.

(1) Institutions that have adopted ASU 2016-13 should report only loans held for investment not considered purchased credit-deteriorated per ASC 326 in Memorandum item 12.

Schedule HC-D—Trading Assets and Liabilities

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

	Dollar Amounts in Thousands		BHCM	Amount	
Assets					
1. U.S. Treasury securities.....	3531	0			1.
2. U.S. government agency obligations (exclude mortgage-backed securities).....	3532	0			2.
3. Securities issued by states and political subdivisions in the U.S.....	3533	0			3.
4. Mortgage-backed securities (MBS):	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 (1) (include CMOs, REMICs, and stripped MBS).....	G380	0			4.b.
c. All other residential mortgage-backed securities.....	G381	0			4.c.
d. Commercial MBS issued or guaranteed by U.S. Government agencies or sponsored agencies (1).....	K197	0			4.d.
e. All other commercial MBS.....	K198	0			4.e.
5. Other debt securities					
a. Structured financial products.....	HT62	0			5.a.
b. All other debt securities.....	G386	0			5.b.
6. Loans:					
a. Loans secured by real estate:					
(1) Loans secured by 1-4 family residential properties.....	HT63	0			6.a.(1)
(2) All other loans secured by real estate.....	HT64	0			6.a.(2)
b. Commercial and industrial loans.....	F614	176,612			6.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....	HT65	0			6.c.
d. Other loans.....	F618	0			6.d.
7.–8. Not applicable					
9. Other trading assets.....	3541	814			9.
10. Not applicable					
11. Derivatives with a positive fair value.....	3543	449,572			11.
12. Total trading assets (sum of items 1 through 11) (total of column A must equal Schedule HC, item 5).....	BHCT				
	3545	626,998			12.
Liabilities					
13. a. Liability for short positions:	BHCK				
(1) Equity securities.....	G209	0			13.a.(1)
(2) Debt securities.....	G210	0			13.a.(2)
(3) All other assets.....	G211	0			13.a.(3)
b. All other trading liabilities.....	F624	412			13.b.
14. Derivatives with a negative fair value.....	3547	143,930			14.
15. Total trading liabilities (sum of items 13.a through 14) (total of column A must equal Schedule HC, item 15).....	BHCT				
	3548	144,342			15.

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

Schedule HC-D—Continued**Memoranda**

Dollar Amounts in Thousands		BHCK	Amount	
1. Unpaid principal balance of loans measured at fair value (reported in Schedule HC-D, items 6.a.(1) through 6.d)				
a. Loans secured by real estate:				
(1) Loans secured by 1-4 family residential properties.....		HT66	0	M.1.a.(1)
(2) All other loans secured by real estate.....		HT67	0	M.1.a.(2)
b. Commercial and industrial loans.....		F632	181,256	M.1.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....				
		HT68	0	M.1.c.
d. Other loans.....		F636	0	M.1.d.
Memorandum items 2 through 10 are to be completed by holding companies with \$10 billion or more in total trading assets. (1)				
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	2,495,296	1.a.
b. Interest-bearing demand deposits, NOW, ATS, and other transaction accounts.....			3187	6,735,320	1.b.
c. Money market deposit accounts and other savings accounts.....			2389	92,166,040	1.c.
d. Time deposits of \$250,000 or less.....			HK29	15,515,226	1.d.
e. Time deposits of more than \$250,000.....			J474	7,072,489	1.e.
2. Deposits held in domestic offices of other depository institutions that are subsidiaries of the reporting holding company:			BHOD		
a. Noninterest-bearing balances (2).....			3189	0	2.a.
b. Interest-bearing demand deposits, NOW, ATS, and other transaction accounts.....			3187	0	2.b.
c. Money market deposit accounts and other savings accounts.....			2389	0	2.c.
d. Time deposits of \$250,000 or less.....			HK29	0	2.d.
e. Time deposits of more than \$250,000.....			J474	0	2.e.

Memoranda

		Dollar Amounts in Thousands	BHDM	Amount	
1. Brokered deposits \$250,000 or less with a remaining maturity of one year or less.....			HK06	7,032,132	M.1.
2. Brokered deposits \$250,000 or less with a remaining maturity of more than one year.....			HK31	0	M.2.
3. Time deposits of more than \$250,000 with a remaining maturity of one year or less.....			HK32	6,377,219	M.3.
			BHFN		
4. Foreign office time deposits with a remaining maturity of one year or less.....			A245	258,513	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	598,719	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	604,258	4.
5. Life insurance assets:				
a. General account life insurance assets.....		K201	281,167	5.a.
b. Separate account life insurance assets.....		K202	257,955	5.b.
c. Hybrid account life insurance assets.....		K270	1,165,457	5.c.
6. Other.....		2168	2,077,289	6.
		BHCT		
7. Total (sum of items 1 through 6) (must equal Schedule HC, item 11).....		2160	4,984,845	7.

(1) Institutions that have adopted ASU 2016-13 should report assets reported in 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	675,903	2.
3. Allowance for credit losses on off-balance-sheet credit exposures (2).....		B557	84,214	3.
4. Other.....		B984	1,736,963	4.
		BHCT		
5. Total (sum of items 2 through 4) (must equal Schedule HC, item 20).....		2750	2,497,080	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 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	69,055,798	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	18,326,309	2.
3. Long-term debt that reprices within one year included in items 16 and 19.a on Schedule HC, Balance Sheet.....		3298	1,347,054	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	41,007	1.a.	
b. Mortgage-backed securities (1).....	B559	24,659,813	1.b.	
c. All other debt securities (1) and equity securities with readily determinable fair values not held for trading (2).....	B560	196,891	1.c.	
2. Federal funds sold and securities purchased under agreements to resell.....	3365	0	2.	
	BHDM			
3. a. Total loans and leases in domestic offices.....	3516	118,691,721	3.a.	
(1) Loans secured by 1–4 family residential properties.....	3465	33,555,858	3.a.(1)	
(2) All other loans secured by real estate.....	3466	16,803,324	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	37,864,425	3.a.(4)	
(5) Loans to individuals for household, family, and other personal expenditures:				
(a) Credit cards.....	B561	1,653,513	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	23,421,074	3.a.(5)(b)	
	BHFN			
b. Total loans and leases in foreign offices, Edge and agreement subsidiaries, and IBFs.....	3360	0	3.b.	
<i>Item 4(a) is to be completed by holding companies with total trading assets of \$10 million or more in any of the four preceding calendar quarters.</i>				
	BHCK			
4. a. Trading assets.....	3401	519,921	4.a.	
b. Other earning assets.....	B985	2,241,782	4.b.	
5. Total consolidated assets (3).....	3368	161,460,950	5.	
Liabilities				
6. Interest-bearing deposits (domestic) (4).....	3517	91,450,199	6.	
7. Interest-bearing deposits (foreign) (4).....	3404	246,630	7.	
8. Federal funds purchased and securities sold under agreements to repurchase.....	3353	640,358	8.	
9. All other borrowed money.....	2635	14,052,090	9.	
10. Not applicable				
Equity Capital				
11. Total equity capital (excludes limited-life preferred stock).....	3519	20,982,985	11.	

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

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

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

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

a) Debt securities at amortized cost.

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

c) For holding companies that have adopted ASU 2016-01, equity investments without readily determinable fair values should be reported at their balance sheet carrying values (i.e., fair value or, if elected, cost minus impairment, if any, plus or minus changes resulting from observable price changes). For holding companies that have not adopted ASU 2016-01, equity investments without readily determinable fair values should be reported at historical cost.

(4) Includes interest-bearing demand deposits.

Schedule HC-L—Derivatives and Off-Balance-Sheet Items

Report only transactions with nonrelated institutions

Dollar Amounts in Thousands		BHCK	Amount	
1. Unused commitments (report only the unused portions of commitments that are fee paid or otherwise legally binding):				
a. Revolving, open-end loans secured by 1-4 family residential properties (e.g., home equity lines).....		3814	15,596,695	1.a.
<i>Items 1.b(1) and 1.b(2) are to be completed semiannually in the June and December reports only.</i>				
b. (1) Unused consumer credit card lines.....		J455		1.b.(1)
(2) Other unused credit card lines.....		J456		1.b.(2)
c. (1) Commitments to fund commercial real estate, construction, and land development loans secured by real estate (sum of items 1.c.(1)(a) and (b) must equal item 1.c.(1)).....		3816	4,676,756	1.c.(1)
(a) 1-4 family residential construction loan commitments.....	F164	423,778		1.c.(1)(a)
(b) Commercial real estate, other construction loan, and land development loan commitments.....	F165	4,252,978		1.c.(1)(b)
(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate.....		6550	0	1.c.(2)
d. Securities underwriting		3817	0	1.d.
e. Other unused commitments:				
(1) Commercial and industrial loans		J457	32,828,032	1.e.(1)
(2) Loans to financial institutions.....		J458	2,056,214	1.e.(2)
(3) All other unused commitments.....		J459	2,611,959	1.e.(3)
2. Financial standby letters of credit and foreign office guarantees.....		6566	1,927,977	2.
<i>Item 2.a is to be completed by holding companies with \$1 billion or more in total assets. (1)</i>				
a. Amount of financial standby letters of credit conveyed to others		3820	0	2.a.
3. Performance standby letters of credit and foreign office guarantees		6570	77,938	3.
<i>Item 3.a is to be completed by holding companies with \$1 billion or more in total assets. (1)</i>				
a. Amount of performance standby letters of credit conveyed to others		3822	0	3.a.
4. Commercial and similar letters of credit		3411	83,407	4.
5. Not applicable				
6. Securities:				
a. Securities lent.....		3433	0	6.a.
b. Securities borrowed.....		3432	0	6.b.
7. Credit derivatives:				
a. Notional amounts:				
(1) Credit default swaps.....		C968	0	7.a.(1)
(2) Total return swaps.....		C970	0	7.a.(2)
(3) Credit options.....		C972	0	7.a.(3)
(4) Other credit derivatives.....		C974	3,101,843	7.a.(4)
b. Gross fair values:				
(1) Gross positive fair value		C219	26,502	7.b.(1)
(2) Gross negative fair value.....		C220	0	7.b.(2)
c. Notional amounts by regulatory capital treatment:				
(1) Positions covered under the Market Risk Rule:				
(a) Sold protection.....		G401	0	7.c.(1)(a)
(b) Purchased protection.....		G402	0	7.c.(1)(b)
(2) All other positions:				
(a) Sold protection.....		G403	3,101,843	7.c.(2)(a)
(b) Purchased protection that is recognized as a guarantee for regulatory capital purposes.....		G404	0	7.c.(2)(b)
(c) Purchased protection that is not recognized as a guarantee for regulatory capital purposes.....		G405	0	7.c.(2)(c)

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

Schedule HC-L—Continued

Report only transactions with nonrelated institutions

Dollar Amounts in Thousands		Remaining Maturity of:						
		(Column A) One Year or Less		(Column B) Over One Year Through Five Years		(Column C) Over Five Years		
		BHCK	Amount	BHCK	Amount	BHCK	Amount	
7. d. Notional amounts by remaining maturity:								
(1) Sold credit protection:								
(a) Investment grade.....		G406	668,928	G407	2,054,396	G408	378,518	7.d.(1)(a)
(b) Subinvestment grade.....		G409	0	G410	0	G411	0	7.d.(1)(b)
(2) Purchased credit protection:								
(a) Investment grade.....		G412	0	G413	0	G414	0	7.d.(2)(a)
(b) Subinvestment grade.....		G415	0	G416	0	G417	0	7.d.(2)(b)

Item 8 is to be completed by holding companies with foreign offices and by holding companies with domestic offices only and \$100 billion or more in total consolidated assets. (1)

		BHCK	Amount	
8. Spot foreign exchange contracts.....		8765	359,948	8.
9. All other off-balance-sheet items (exclude derivatives) (include in item 9 the aggregate amount all other off-balance-sheet items that individually exceed 10% of Schedule HC, item 27.a, "Total holding company equity capital") (itemize and describe in items 9.a through 9.f only amounts that exceed 25% of Schedule HC, item 27.a)				
a. Commitments to purchase when-issued securities.....		3430	5,255,455	9.
b. Commitments to sell when-issued securities.....		3434	0	9.a.
		3435	0	9.b.
c. TEXT 6561		6561	0	9.c.
d. TEXT 6562		6562	0	9.d.
e. TEXT 6568		6568	0	9.e.
f. TEXT 6586		6586	0	9.f.
10. Not applicable				

(1) The \$100 billion asset size test is based on the total assets reported as of June 30, 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
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 3,656,300	BHCK 8694 0	BHCK 8695 0	BHCK 8696 0
b. Forward contracts.....		BHCK 8697 6,162,607	BHCK 8698 3,461,042	BHCK 8699 0	BHCK 8700 0
c. Exchange-traded option contracts:					
(1) Written options.....		BHCK 8701 0	BHCK 8702 0	BHCK 8703 0	BHCK 8704 0
(2) Purchased options.....		BHCK 8705 0	BHCK 8706 0	BHCK 8707 0	BHCK 8708 0
d. Over-the-counter option contracts:					
(1) Written options.....		BHCK 8709 3,822,639	BHCK 8710 142,569	BHCK 8711 0	BHCK 8712 0
(2) Purchased options.....		BHCK 8713 15,925,073	BHCK 8714 142,569	BHCK 8715 0	BHCK 8716 0
e. Swaps.....		BHCK 3450 116,675,599	BHCK 3826 8,111,497	BHCK 8719 0	BHCK 8720 3,798
12. Total gross notional amount of derivative contracts held for trading.....		BHCK A126 111,719,311	BHCK A127 11,857,677	BHCK 8723 0	BHCK 8724 3,798
13. Total gross notional amount of derivative contracts held for purposes other than trading.....		BHCK 8725 34,522,907	BHCK 8726 0	BHCK 8727 0	BHCK 8728 0
14. Gross fair values of derivative contracts:					
a. Contracts held for trading:					
(1) Gross positive fair value.....		BHCK 8733 440,588	BHCK 8734 134,509	BHCK 8735 0	BHCK 8736 64
(2) Gross negative fair value.....		BHCK 8737 144,763	BHCK 8738 112,958	BHCK 8739 0	BHCK 8740 23
b. Contracts held for purposes other than trading:					
(1) Gross positive fair value.....		BHCK 8741 20,883	BHCK 8742 0	BHCK 8743 0	BHCK 8744 0
(2) Gross negative fair value.....		BHCK 8745 35,778	BHCK 8746 0	BHCK 8747 0	BHCK 8748 0

Schedule HC-L—Continued

	(Column A) Banks and Securities Firms		(Column B) Not applicable	(Column C) Hedge Funds		(Column D) Sovereign Governments		(Column E) Corporations and All Other Counterparties		
Dollar Amounts in Thousands	BHCK	Amount		BHCK	Amount	BHCK	Amount	BHCK	Amount	
<i>Item 15 is to be completed only by holding companies with total assets of \$10 billion or more. (1)</i>										
15. Over-the counter derivatives:										
a. Net current credit exposure.....	G418	62,507		G420	0	G421	0	G422	498,028	15.a.
b. Fair value of collateral:										
(1) Cash - U.S. dollar.....	G423	62,558		G425	0	G426	0	G427	640	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	578		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	63,136		G460	0	G461	0	G462	640	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

FR Y-9C
Page 34 of 67

Dollar Amounts in Thousands		BHCK	Amount	
1. Total number of holding company common shares outstanding.....	NUMBER (UNROUNDED)			1.
	3459	461,116,723		
2. Debt maturing in one year or less (included in Schedule HC, items 16 and 19.a) that is issued to unrelated third parties by bank subsidiaries	6555	1,896,018		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	8,740,661		3.
4. Other assets acquired in satisfaction of debts previously contracted	6557	5,074		4.
5. Securities purchased under agreements to resell offset against securities sold under agreements to repurchase on Schedule HC	A288	0		5.
6. Assets covered by loss-sharing agreements with the FDIC:				
a. Loans and leases (included in Schedule HC, items 4.a and 4.b):				
(1) Loans secured by real estate in domestic offices:				
(a) Construction, land development, and other land loans:	BHDM			
(1) 1-4 family residential construction loans.....	K169	0		6.a.1.a.1.
(2) Other construction loans and all land development and other land loans.....	K170	0		6.a.1.a.2.
(b) Secured by farmland.....	K171	0		6.a.1.b.
(c) Secured by 1-4 family residential properties:				
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....	K172	0		6.a.1.c.1.
(2) Closed-end loans secured by 1-4 family residential properties:				
(a) Secured by first liens.....	K173	0		6.a.1.c.2a
(b) Secured by junior liens.....	K174	0		6.a.1.c.2b
(d) Secured by multifamily (5 or more) residential properties.....	K175	0		6.a.1.d.
(e) Secured by nonfarm nonresidential properties:				
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....	K176	0		6.a.1.e.1
(2) Loans secured by other nonfarm nonresidential properties.....	K177	0		6.a.1.e.2
(2)-(4) Not applicable	BHCK			
(5) All other loans and leases.....	K183	0		6.a.5.
b. Other real estate owned (included in Schedule HC, item 7):	BHDM			
(1) Construction, land development, and other land in domestic offices.....	K187	0		6.b.1.
(2) Farmland in domestic offices.....	K188	0		6.b.2.
(3) 1-4 family residential properties in domestic offices.....	K189	0		6.b.3.
(4) Multifamily (5 or more) residential properties in domestic offices.....	K190	0		6.b.4.
(5) Nonfarm nonresidential properties in domestic offices.....	K191	0		6.b.5.

Schedule HC-M—Continued

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

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

7. Captive insurance and reinsurance subsidiaries:				
a. Total assets of captive insurance subsidiaries (1).....	K193			7.a.
b. Total assets of captive reinsurance subsidiaries (1).....	K194			7.b.
8. Has the holding company entered into a business combination during the calendar year that was accounted for by the purchase method of accounting? (Enter "1" for Yes; enter "0" for No).....	0=NO	BHCK		
	1=YES	C251	0	8.
9. Has the holding company restated its financial statements during the last quarter as a result of new or revised Statements of Financial Accounting Standards? (Enter "1" for Yes; enter "0" for No)	0=NO	BHCK		
	1=YES	6689	0	9.
10. Not applicable				
11. Have all changes in investments and activities been reported to the Federal Reserve on the Report of Changes in Organizational Structure (FR Y-10)? Holding companies must not leave blank or enter "N/A." The holding company must enter "1" for Yes or for no changes to report; or enter "0" for No. If the answer to this question is No, complete the FR Y-10	0=NO	BHCK		
	1=YES	6416	1	11.

TEXT
6428

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	774,649	12.a.
(1) Estimated fair value of mortgage servicing assets.....	6438	787,569		12.a.(1)
b. Goodwill.....		3163	7,039,831	12.b.
c. All other intangible assets		JF76	80,872	12.c.
		BHCT		
d. Total (sum of items 12.a, 12.b, and 12.c) (must equal Schedule HC, item 10).....		2143	7,895,352	12.d.
13. Other real estate owned		2150	28,917	13.
14. Other borrowed money:		BHCK		
a. Commercial paper.....		2309	0	14.a.
b. Other borrowed money with a remaining maturity of one year or less		2332	1,896,018	14.b.
c. Other borrowed money with a remaining maturity of more than one year		2333	9,106,378	14.c.
		BHCT		
d. Total (sum of items 14.a, 14.b, and 14.c) (must equal Schedule HC, item 16)		3190	11,002,396	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)

0=NO	BHCK
1=YES	C700

0

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

0=NO	
1=YES	C701

0

 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		75,171	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		6,813	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		120,468	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	
Memoranda items 23 and 24 are to be completed by all holding companies.				
23. Secured liabilities:				
a. Amount of "Federal funds purchased in domestic offices" that are secured (included in Schedule HC, item 14.a).....		F064	0	23.a.
b. Amount of "Other borrowings" that are secured (Included in Schedule HC-M, item 14.d).....		F065	3,421,737	23.b.
24. Issuances associated with the U.S. Department of Treasury Capital Purchase Program:				
a. Senior perpetual preferred stock or similar items		G234	0	24.a.
b. Warrants to purchase common stock or similar items		G235	0	24.b.

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

	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
Dollar Amounts in Thousands	BHCK	Amount	BHCK	Amount	BHCK	Amount	
1. Loans secured by real estate:							
a. Construction, land development, and other land loans in domestic offices:							
(1) 1–4 family residential construction loans.....	F172	0	F174	0	F176	1,693	1.a.(1)
(2) Other construction loans and all land development and other land loans.....	F173	330	F175	0	F177	0	1.a.(2)
b. Secured by farmland in domestic offices.....	3493	0	3494	0	3495	0	1.b.
c. Secured by 1–4 family residential properties in domestic offices:							
(1) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit.....	5398	85,499	5399	0	5400	231,683	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties:							
(a) Secured by first liens.....	C236	45,789	C237	164,631	C229	130,225	1.c.(2)(a)
(b) Secured by junior liens.....	C238	12,519	C239	0	C230	27,616	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices.....	3499	172	3500	0	3501	482	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:							
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....	F178	5,222	F180	113	F182	37,089	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties.....	F179	79,329	F181	0	F183	13,526	1.e.(2)
f. In foreign offices.....	B572	0	B573	0	B574	0	1.f.
2. Loans to depository institutions and acceptances of other banks:							
a. U.S. banks and other U.S. depository institutions.....	5377	0	5378	0	5379	0	2.a.
b. Foreign banks.....	5380	0	5381	0	5382	0	2.b.
3. Loans to finance agricultural production and other loans to farmers.....	1594	0	1597	0	1583	0	3.
4. Commercial and industrial loans.....	1606	122,838	1607	678	1608	174,846	4.
5. Loans to individuals for household, family, and other personal expenditures:							
a. Credit cards.....	B575	21,028	B576	0	B577	20,285	5.a.
b. Automobile loans.....	K213	212,060	K214	0	K215	66,386	5.b.
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....	K216	74,778	K217	11,603	K218	50,084	5.c.
6. Loans to foreign governments and official institutions.....	5389	0	5390	0	5391	0	6.
7. All other loans.....	5459	5,384	5460	5	5461	1,579	7.
8. Lease financing receivables:							
a. Leases to individuals for household, family, and other personal expenditures.....	F166	0	F167	0	F168	0	8.a.
b. All other leases.....	F169	7,848	F170	0	F171	0	8.b.
9. Total loans and leases (sum of items 1 through 8.b).....	1406	672,796	1407	177,030	1403	755,494	9.

Amounts reported by loan and lease category in Schedule HC-N, items 1 through 8, above include guaranteed and unguaranteed portions of past due and nonaccrual loans and leases. Report in items 11 and 12 below certain guaranteed loans and leases that have already been included in the amounts reported in items 1 through 8.

Schedule HC-N—Continued

		(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual			
		BHCK	Amount	BHCK	Amount	BHCK	Amount		
Dollar Amounts in Thousands									
10. Debt securities and other assets (exclude other real estate owned and other repossessed assets).....		3505	3,313	3506	38	3507	0	10.	
11. Loans and leases reported in items 1 through 8 above which are wholly or partially guaranteed by the U.S. Government (excluding loans and leases covered by loss-sharing agreements with the FDIC).....		K036	15,744	K037	161,830	K038	38,036	11.	
a. Guaranteed portion of loans and leases (exclude rebooked "GNMA loans") included in item 11 above.....		K039	8,799	K040	6,763	K041	19,863	11.a.	
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 11 above.....		K042	6,202	K043	154,765	K044	17,618	11.b.	
12. Loans and leases reported in items 1 through 8 above which are covered by loss-sharing agreements with the FDIC:									
a. Loans secured by real estate in domestic offices:									
(1) Construction, land development, and other land loans:									
(a) 1-4 family residential construction loans.....		BHDM		BHDM		BHDM			
		K045	0	K046	0	K047	0	12.a.1.a.	
(b) Other construction loans and all land development and other land loans.....		K048	0	K049	0	K050	0	12.a.1.b.	
(2) Secured by farmland.....		K051	0	K052	0	K053	0	12.a.2.	
(3) Secured by 1-4 family residential properties:									
(a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....		K054	0	K055	0	K056	0	12.a.3.a.	
(b) Closed-end loans secured by 1-4 family residential properties:									
(1) Secured by first liens.....		K057	0	K058	0	K059	0	12.a.3.b1	
(2) Secured by junior liens.....		K060	0	K061	0	K062	0	12.a.3.b2	
(4) Secured by multifamily (5 or more) residential properties.....		K063	0	K064	0	K065	0	12.a.4.	
(5) Secured by nonfarm nonresidential properties:									
(a) Loans secured by owner-occupied nonfarm nonresidential properties.....		K066	0	K067	0	K068	0	12.a.5.a.	
(b) Loans secured by other nonfarm nonresidential properties.....		K069	0	K070	0	K071	0	12.a.5.b.	
b.-d. Not applicable									

Schedule HC-N—Continued

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

Memoranda

	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	BHDM	Amount	BHDM	Amount	BHDM	Amount	
Dollar Amounts in Thousands							
1. Loans restructured in troubled debt restructurings included in Schedule HC-N, items 1 through 7, above (and not reported in Schedule HC-C, Memorandum item 1):							
a. Construction, land development, and other land loans in domestic offices:							
(1) 1-4 family residential construction loans.....	K105	0	K106	0	K107	0	M.1.a.1.
(2) Other construction loans and all land development and other land loans.....	K108	0	K109	0	K110	0	M.1.a.2.
b. Loans secured by 1-4 family residential properties in domestic offices.....	BHCK		BHCK		BHCK		
c. Secured by multifamily (5 or more) residential properties in domestic offices.....	F661	13,348	F662	7,649	F663	141,345	M.1.b.
d. Secured by nonfarm nonresidential properties in domestic offices:	BHDM		BHDM		BHDM		
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....	K111	0	K112	0	K113	0	M.1.c.
(2) Loans secured by other nonfarm nonresidential properties.....	K114	0	K115	0	K116	20,732	M.1.d.1.
	K117	0	K118	0	K119	11,346	M.1.d.2.

Schedule HC-N—Continued

Memoranda—Continued

Memorandum—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
1. e. Commercial and industrial loans:						
(1) To U.S. addressees (domicile).....	K120	534	K121	0	K122	107,444
(2) To non-U.S. addressees (domicile).....	K123	0	K124	0	K125	0
f. All other loans (include loans to individuals for household, family, and other personal expenditures).....						
	K126	7,237	K127	1,697	K128	31,094
<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
(2) Loans to finance agricultural production and other loans to farmers.....	BHCK		BHCK		BHCK	
	K138	0	K139	0	K140	0
(3) Loans to individuals for household, family, and other personal expenditures:						
(a) Credit cards.....	K274	0	K275	0	K276	0
(b) Automobile loans.....	K277	0	K278	0	K279	0
(c) Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....						
	K280	4,301	K281	1,697	K282	0
g. Total loans restructured in troubled debt restructurings included in Schedule HC-N, items 1 through 7, above (sum of Memorandum items 1.a.(1) through item 1.f) (1).....	HK26	21,119	HK27	9,346	HK28	311,961
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	9,652	6559	0	6560	1,030
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
4. Not applicable						
5. Loans and leases held-for-sale (included in Schedule HC-N, items 1 through 8 above).....	C240	383	C241	1,147	C226	90

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

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

Memoranda Continued

	(Column A) Past due 30 through 89 days		(Column B) Past due 90 days or more		
Dollar Amounts in Thousands	BHCK	Amount	BHCK	Amount	
<i>Item 6 is to be reported only by holding companies with total consolidated assets of \$1 billion or more, or with \$2 billion or more in par/notional amounts of off-balance-sheet derivative contracts (as reported in Schedule HC-L, items 11.a through 11.e).</i>					
6. Derivative contracts:					
Fair value of amounts carried as assets.....	3529	3,313	3530	38	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		M.7.
8. Nonaccrual assets sold during the previous six months.....		C411		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		L184		L185		M.9.a.
b. Amount included in Schedule HC-N, items 1 through 7, above.....	L186		L187		L188		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 assets at which either 1– 4 family residential mortgage loan originations and purchases for resale (1) from all sources, loan sales, or quarter-end loans held for sale or trading in domestic offices exceed \$10 million for two consecutive quarters.

Dollar Amounts in Thousands		BHCK	Amount	
1. Retail originations during the quarter of 1-4 family residential mortgage loans for sale: (1).....	HT81	623,419		1.
2. Wholesale originations and purchases during the quarter of 1-4 family residential mortgage loans for sale (1).....	HT82	2,259,515		2.
3. 1-4 family residential mortgages sold during the quarter.....	FT04	2,984,035		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	1,008,951		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	46,526		5.
6. Repurchases and indemnifications of 1-4 family residential mortgage loans during the quarter.....	HT86	7,132		6.
7. Representation and warranty reserves for 1-4 family residential mortgage loans sold:				
a. For representations and warranties made to U.S. government agencies and government-sponsored agencies	L191	CONF		7.a.
b. For representations and warranties made to other parties.....	L192	CONF		7.b.
c. Total representation and warranty reserves (sum of items 7.a and 7.b).....	M288	CONF		7.c.

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

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

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

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

	(Column A) Total Fair Value Reported on Schedule HC		(Column B) LESS: Amounts Netted in the Determination of Total Fair Value		(Column C) Level 1 Fair Value Measurements		(Column D) Level 2 Fair Value Measurements		(Column E) Level 3 Fair Value Measurements	
	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount
Assets										
1. Available-for-sale debt and equity securities with readily determinable fair values not held for trading (1).....	JA36	21,701,510	G474	0	G475	269,165	G476	21,432,345	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	1,008,951	G484	0	G485	0	G486	1,008,951	G487	0
5. Trading assets:	G488	143,649	G489	0	G490	0	G491	0	G492	143,649
a. Derivative assets.....	BHCT									
b. Other trading assets.....	3543	449,572	G493	125,589	G494	0	G495	575,161	G496	0
(1) Nontrading securities at fair value with changes in fair value reported in current earnings (included in Schedule HC-Q, item 5.b, above).....	BHCK									
6. All other assets.....	G497	177,426	G498	0	G499	0	G500	177,426	G501	0
7. Total assets measured at fair value on a recurring basis (sum of items 1 through 5.b plus item 6).....	F240	0	F684	0	F692	0	F241	0	F242	0
	G391	577,411	G392	6,651	G395	0	G396	2,732	G804	581,330
	G502	24,058,519	G503	132,240	G504	269,165	G505	23,196,615	G506	724,979
Liabilities										
8. Deposits.....	F252	0	F686	0	F694	0	F253	0	F254	0
9. Federal funds purchased and securities sold under agreements to repurchase.....	G507	0	G508	0	G509	0	G510	0	G511	0
10. Trading liabilities:	BHCT									
a. Derivative liabilities.....	3547	143,930	G512	113,814	G513	0	G514	257,744	G515	0
b. Other trading liabilities.....	BHCK									
11. Other borrowed money.....	G516	412	G517	0	G518	0	G519	412	G520	0
12. Subordinated notes and debentures.....	G521	0	G522	0	G523	0	G524	0	G525	0
13. All other liabilities.....	G526	0	G527	0	G528	0	G529	0	G530	0
14. Total liabilities measured at fair value on a recurring basis (sum of items 8 through 13).....	G805	28,781	G806	6,997	G807	0	G808	35,778	G809	0
	G531	173,123	G532	120,811	G533	0	G534	293,934	G535	0

(1) For holding companies that have adopted ASU 2016-01, which includes provisions for governing the accounting for investments in equity securities, the amount reported in item 1, column A, must equal the sum of Schedule HC, items 2.b and 2.c. For holding companies that have not adopted ASU 2106-01, the amount reported in item 1, column A, must equal Schedule HC, item 2.b.

Schedule HC-Q—Continued

Memoranda

Memoranda

		(Column A) Total Fair Value Reported on Schedule HC		(Column B) LESS: Amounts Netted in the Determination of Total Fair Value		(Column C) Level 1 Fair Value Measurements		(Column D) Level 2 Fair Value Measurements		(Column E) Level 3 Fair Value Measurements		
Dollar Amounts in Thousands		BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
1. All other assets (itemize and describe amounts included in Schedule HC-Q, item 6 that are greater than \$100,000 and exceed 25% of item 6):												
a. Mortgage servicing assets.....		G536	563,179	G537	0	G538	0	G539	0	G540	563,179	M.1.a.
b. Nontrading derivative assets.....		G541	0	G542	0	G543	0	G544	0	G545	0	M.1.b.
c.	BHTX											
	G546	G546	0	G547	0	G548	0	G549	0	G550	0	M.1.c.
d.	BHTX											
	G551	G551	0	G552	0	G553	0	G554	0	G555	0	M.1.d.
e.	BHTX											
	G556	G556	0	G557	0	G558	0	G559	0	G560	0	M.1.e.
f.	BHTX											
	G561	G561	0	G562	0	G563	0	G564	0	G565	0	M.1.f.
2. All other liabilities (itemize and describe amounts included in Schedule HC-Q, item 13 that are greater than \$100,000 and exceed 25% 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	28,781	G567	6,997	G568	0	G569	35,778	G570	0	M.2.b.
c.	BHTX											
	G571	G571	0	G572	0	G573	0	G574	0	G575	0	M.2.c.
d.	BHTX											
	G576	G576	0	G577	0	G578	0	G579	0	G580	0	M.2.d.
e.	BHTX											
	G581	G581	0	G582	0	G583	0	G584	0	G585	0	M.2.e.
f.	BHTX											
	G586	G586	0	G587	0	G588	0	G589	0	G590	0	M.2.f.

Schedule HC-Q—Continued

Memoranda

Dollar Amounts in Thousands		BHCK	Amount	
<i>Memorandum items 3 and 4 are to be completed by holding companies that have elected to measure loans included in Schedule HC-C, items 1 through 9, at fair value under a fair value option.</i>				
3. Loans measured at fair value:				
a. Loans secured by real estate:				
(1) Secured by 1-4 family residential properties.....	HT87	1,008,951		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	972,930		M.4.a.(1)
(2) All other loans secured by real estate.....	HT92	0		M.4.a.(2)
b. Commercial and industrial loans.....	F597	0		M.4.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....	HT93	0		M.4.c.
d. Other loans.....	F601	0		M.4.d.

Schedule HC-R—Regulatory Capital

For Federal Reserve Bank Use Only
C.I. _____

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Part I. Regulatory Capital Components and Ratios

	Dollar Amounts in Thousands	BHCA	Amount	
Common Equity Tier 1 Capital				
1. Common stock plus related surplus, net of treasury stock and unearned employee stock ownership plan (ESOP) shares.....		P742	15,519,192	1.
2. Retained earnings (1).....		KW00	5,671,874	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?				
(enter "1" for Yes; enter "0" for No.)				
		0=No	BHCA	
		1=Yes	JJ29	2.a.
3. Accumulated other comprehensive income (AOCI).....		BHCA	Amount	
		B530	(792,346)	3.
a. AOCI opt-out election (enter "1" for Yes; enter "0" for No.)				
(Advanced approaches institutions must enter "0" for No.).....				
		0=No	BHCA	
		1=Yes	P838	1
				3.a.
4. Common equity tier 1 minority interest includable in common equity tier 1 capital.....		BHCA	Amount	
		P839	0	4.
5. Common equity tier 1 capital before adjustments and deductions (sum of items 1 through 4).....		P840	20,398,720	5.
Common Equity Tier 1 Capital: Adjustments and Deductions				
6. LESS: Goodwill net of associated deferred tax liabilities (DTLs).....		P841	6,669,830	6.
7. LESS: Intangible assets (other than goodwill and mortgage servicing assets (MSAs)), net of associated DTLs.....		P842	80,318	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	(194,019)	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	(89,035)	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	(459,793)	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	(49,499)	9.e.
f. To be completed only by holding companies that entered "0" for No in item 3.a: LESS: Accumulated net gain (loss) on cash flow hedges included in AOCI, net of applicable income taxes, that relate to the hedging of items that are not recognized at fair value on the balance sheet (if a gain, report as a positive value; if a loss, report as a negative value).....		P849		9.f.
10. Other deductions from (additions to) common equity tier 1 capital before threshold-based deductions:				
a. LESS: Unrealized net gain (loss) related to changes in the fair value of liabilities that are due to changes in own credit risk (if a gain, report as a positive value; if a loss, report as a negative value).....		Q258	0	10.a.
b. LESS: All other deductions from (additions to) common equity tier 1 capital before threshold-based deductions.....		P850	0	10.b.
11. LESS: Non-significant investments in the capital of unconsolidated financial institutions in the form of common stock that exceed the 10 percent threshold for non-significant investments.....		P851	0	11.
12. Subtotal (item 5 minus items 6 through 11).....		P852	14,440,918	12.

(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.

Schedule HC-R — Continued

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Part I.—Continued

Dollar Amounts in Thousands		BHCA	Amount	
13. LESS: Significant investments in the capital of unconsolidated financial institutions in the form of common stock, net of associated DTLs, that exceed the 10 percent common equity tier 1 capital deduction threshold.....	P853	0	13.	
14. LESS: MSAs, net of associated DTLs, that exceed the 10 percent common equity tier 1 capital deduction threshold.....	P854	0	14.	
15. LESS: DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs, that exceed the 10 percent common equity tier 1 capital deduction threshold.....	P855	0	15.	
16. LESS: Amount of significant investments in the capital of unconsolidated financial institutions in the form of common stock, net of associated DTLs; MSAs, net of associated DTLs; and DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs; that exceeds the 15 percent common equity tier 1 capital deduction threshold.....	P856	0	16.	
17. LESS: Deductions applied to common equity tier 1 capital due to insufficient amounts of additional tier 1 capital and tier 2 capital to cover deductions.....	P857	0	17.	
18. Total adjustments and deductions for common equity tier 1 capital (sum of items 13 through 17).....	P858	0	18.	
19. Common equity tier 1 capital (item 12 minus item 18).....	P859	14,440,918	19.	
Additional Tier 1 Capital				
20. Additional tier 1 capital instruments plus related surplus.....	P860	1,132,437	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	1,132,437	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	1,132,437	25.	
Tier 1 Capital				
26. Tier 1 capital (sum of items 19 and 25).....	8274	15,573,355	26.	
Tier 2 Capital				
27. Tier 2 capital instruments plus related surplus.....	P866	1,499,452	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	1,329,451	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		31.	
32. a. Tier 2 capital before deductions (sum of items 27 through 30.a, plus item 31).....	Q257		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).....	P870	2,828,903	32.b.	
33. LESS: Tier 2 capital deductions.....	BHCW		33.	
34. a. Tier 2 capital (greater of item 32.a minus item 33, or zero).....	P872	0	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).....	5311	2,828,903	34.b.	
Total Capital				
35. a. Total capital (sum of items 26 and 34.a).....	BHCA		35.a.	
b. (Advanced approaches holding companies that exit parallel run only): Total capital (sum of items 26 and 34.b).....	3792	18,402,258	35.b.	

(4) Institutions that have adopted ASU 2016-13 should report in item 30.a the 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.

Schedule HC-R—Continued

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Part I.—Continued

	Dollar Amounts in Thousands	BHCA	Amount	
Total Assets for the Leverage Ratio				
36. Average total consolidated assets (7).....		KW03	161,460,950	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	6,750,147	37.
38. LESS: Other deductions from (additions to) assets for leverage ratio purposes.....		B596	(459,793)	38.
39. Total assets for the leverage ratio (item 36 minus items 37 and 38).....		A224	155,170,596	39.
Total Risk-Weighted Assets				
40. a. Total risk-weighted assets (from Schedule HC-R, Part II, item 31).....		A223	137,245,898	40.a.
b. (Advanced approaches holding companies that exit parallel run only): Total risk-weighted assets using advanced approaches rule (from FFIEC 101 Schedule A, item 60).....		BHCW		
		A223		40.b.

	Column A		Column B		
	BHCA	Percentage	BHCW	Percentage	
41. Common equity tier 1 capital ratio (Column A: item 19 divided by item 40.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 19 divided by item 40.b).....	P793	10.5219	P793		41.
42. Tier 1 capital ratio (Column A: item 26 divided by item 40.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 26 divided by item 40.b).....	7206	11.3470	7206		42.
43. Total capital ratio (Column A: item 35.a divided by item 40.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 35.b divided by item 40.b).....	7205	13.4082	7205		43.

	BHCA	Percentage	
Leverage Capital Ratios *			
44. Tier 1 leverage ratio (item 26 divided by item 39)	7204	10.0363	44.
45. Advanced approaches holding companies only: Supplementary leverage ratio (From FFIEC 101 Schedule A, Table 2, item 2.22).....	H036		45.

	BHCA	Percentage	
Capital Buffer *			
46. Institution-specific capital buffer necessary to avoid limitations on distributions and discretionary bonus payments:			
a. Capital conservation buffer	H311	5.3470	46.a.
b. (Advanced approaches holding companies that exit parallel run only): Total applicable capital buffer	H312		46.b.

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

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

(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—Continued

Part II. Risk-Weighted Assets

This schedule is to be submitted on a consolidated basis.

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

	(Column A)	(Column B)	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)	
	Totals	Adjustments to	Allocation by Risk-Weight Category								
	From Schedule HC	Totals Reported in Column A	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 Categories (2)											
1. Cash and balances due from depository institutions.....	BHCK D957	BHCK S396	BHCK D958				BHCK D959	BHCK S397	BHCK D960	BHCK S398	1.
	2,869,305	0	1,992,847				875,181	834	94	349	
2. Securities:	BHCK D961	BHCK S399	BHCK D962	BHCK HJ74	BHCK HJ75		BHCK D963	BHCK D964	BHCK D965	BHCK S400	
a. Held-to-maturity securities (3).....	3,345,471	(49,499)	3,205,478	0	0		189,492	0	0	0	2.a.
b. Available-for-sale debt securities and equity securities with readily determinable fair values not held for trading.....	BHCK JA21	BHCK S402	BHCK D967	BHCK HJ76	BHCK HJ77		BHCK D968	BHCK D969	BHCK D970	BHCK S403	2.b.
	20,785,213	(256,902)	8,975,958	0	0		12,060,994	5,163	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	3.a.
	0		0				0	0	0	0	
b. Securities purchased under agreements to resell.....	BHCK H171	BHCK H172									3.b.
	0	0									
4. Loans and leases held for sale:	BHCK S413	BHCK S414	BHCK H173				BHCK S415	BHCK S416	BHCK S417		
a. Residential mortgage exposures.....	1,008,951	0	0				110,120	535,767	363,064		4.a.
b. High volatility commercial real estate exposures.....	BHCK S419	BHCK S420	BHCK H174				BHCK H175	BHCK H176	BHCK H177	BHCK S421	4.b.
	0	0	0				0	0	0	0	

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

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

(3) 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—Continued

Part II. Risk-Weighted Assets—Continued

		(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)
		Allocation by Risk-Weight Category							Application of Other Risk-Weighting Approaches (4)	
		250% (5)	300%	400%	600%	625%	937.5%	1250%	Exposure Amount	Risk-Weighted Asset Amount
Dollar Amounts in Thousands		Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
Balance Sheet Asset Categories (continued)										
1.	Cash and balances due from depository institutions.....									1.
2.	Securities:									
	a. Held-to-maturity securities.....									2.a.
	b. Available-for-sale debt securities and equity securities with readily determinable fair values not held for trading.....	BHCK H270	BHCK S405		BHCK S406				BHCK H271	BHCK H272
			0		0				0	0
3.	Federal funds sold and securities purchased under agreements to resell:									
	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

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

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reported in Column A	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)
	Allocation by Risk-Weight Category									
			0%	2%	4%	10%	20%	50%	100%	150%
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
4. Loans and leases held for sale (continued):										
c. Exposures past due 90 days or more or on nonaccrual (6).....	BHCK S423	BHCK S424	BHCK S425	BHCK HJ78	BHCK HJ79		BHCK S426	BHCK S427	BHCK S428	BHCK S429
	0	0	0	0	0		0	0	0	0
d. All other exposures.....	BHCK S431	BHCK S432	BHCK S433	BHCK HJ80	BHCK HJ81		BHCK S434	BHCK S435	BHCK S436	BHCK S437
	66,093	0	0	0	0		429	0	54,321	11,343
5. Loans and leases held for investment: (7)	BHCK S439	BHCK S440	BHCK H178				BHCK S441	BHCK S442	BHCK S443	
a. Residential mortgage exposures.....	32,579,217	0	0				316,766	24,251,870	8,010,581	
b. High volatility commercial real estate exposures.....	BHCK S445	BHCK S446	BHCK H179				BHCK H180	BHCK H181	BHCK H182	BHCK S447
	1,008,070	0	0				0	0	0	1,008,070
c. Exposures past due 90 days or more or on nonaccrual (8).....	BHCK S449	BHCK S450	BHCK S451	BHCK HJ82	BHCK HJ83		BHCK S452	BHCK S453	BHCK S454	BHCK S455
	388,970	0	0	0	0		0	0	1,960	387,010
d. All other exposures.....	BHCK S457	BHCK S458	BHCK S459	BHCK HJ84	BHCK HJ85		BHCK S460	BHCK S461	BHCK S462	BHCK S463
	82,922,027	0	5,290	0	0		275,867	108,937	82,531,933	0
6. LESS: Allowance for loan and lease losses (9).....	BHCX 3123	BHCY 3123								
	1,245,237	1,245,237								

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

(7) 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.

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

(9) 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—Continued

Part II. Risk-Weighted Assets—Continued

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)
	Allocation by Risk-Weight Category							Application of Other Risk-Weighting Approaches (10)	
	250% (11)	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 (12).....								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 (13).....								BHCK H285 0	BHCK H286 0
d. All other exposures.....								BHCK H287 0	BHCK H288 0
6. LESS: Allowance for loan and lease losses.....									

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

(11) 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.

(12) 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.

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

		(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reported in Column A	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)
		Allocation by Risk-Weight Category									
				0%	2%	4%	10%	20%	50%	100%	150%
Dollar Amounts in Thousands		Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
7. Trading assets.....		BHCK D976	BHCK S466	BHCK D977	BHCK HJ86	BHCK HJ87		BHCK D978	BHCK D979	BHCK D980	BHCK S467
		626,998	449,593	0	0	0		755	0	176,650	0
		BHCK D981	BHCK S469	BHCK D982	BHCK HJ88	BHCK HJ89		BHCK D983	BHCK D984	BHCK D985	BHCK H185
8. All other assets (14,15,16).....		15,714,708	6,674,587	586,990	0	0		168,499	10,670	6,842,577	2,972
	a. Separate account bank-owned life insurance.....										
	b. Default fund contributions to central counterparties.....										

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

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

(16) 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—Continued

Part II. Risk-Weighted Assets—Continued

		(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)
		Allocation by Risk-Weight Category							Application of Other Risk-Weighting Approaches (17)	
		250% (18)	300%	400%	600%	625%	937.5%	1250%	Exposure Amount	Risk-Weighted Asset Amount
Dollar Amounts in Thousands		Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
7.	Trading assets.....	BHCK H289	BHCK H186	BHCK H290	BHCK H187				BHCK H291	BHCK H292
			0	0	0				0	0
		BHCK H293	BHCK H188	BHCK S470	BHCK S471				BHCK H294	BHCK H295
8.	All other assets (19).....		0	0	0				0	0
	a. Separate account bank-owned life insurance.....								BHCK H296	BHCK H297
									1,423,413	1,261,619
	b. Default fund contributions to central counterparties.....								BHCK H298	BHCK H299
									5,000	900

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

(18) 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.

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

						(Column A) Totals	(Column B) Adjustments to Totals Reported in Column A	(Column Q) Allocation by Risk-Weight Category	(Column T) Total Risk-Weighted Asset Amount by Calculation Methodology	(Column U)
						Amount	Amount	1250%	SSFA (20)	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 (21).....						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
						916,297	916,297	0	521,451	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
						738,121	738,121	0	148,979	0
						BHCK S495	BHCK S496	BHCK S497	BHCK S498	BHCK S499
10. Off-balance sheet securitization exposures.....						676,980	676,980	0	140,864	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 (22).....	BHCT 2170	BHCK S500	BHCK D987	BHCK HJ90	BHCK HJ91		BHCK D988	BHCK D989	BHCK D990	BHCK S503
	161,724,204	7,226,960	14,766,563	0	0		13,998,103	24,913,241	97,981,180	1,409,744
11.										

	(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% (23)	300%	400%	600%	625%	937.5%	1250%	Exposure Amount
Dollar Amounts in Thousands								
	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
	BHCK S504	BHCK S505	BHCK S506	BHCK S507			BHCK S510	BHCK H300
11. Total balance sheet assets (22).....		0	0	0			0	1,428,413

(20) Simplified Supervisory Formula Approach.

(21) 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.

(22) 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.

(23) 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 (24)	(Column B) Credit Equivalent Amount (25)	(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) (26)											
	BHCK D991		BHCK D992	BHCK D993	BHCK HJ92	BHCK HJ93		BHCK D994	BHCK D995	BHCK D996	BHCK S511
	1,927,977	1.0	1,927,977	4,778	0	0		0	451	1,922,748	0
12. Financial standby letters of credit.....											
	BHCK D997		BHCK D998	BHCK D999				BHCK G603	BHCK G604	BHCK G605	BHCK S512
	77,938	0.5	38,969	0				0	0	38,969	0
13. Performance standby letters of credit and transaction-related contingent items.....											
	BHCK G606		BHCK G607	BHCK G608	BHCK HJ94	BHCK HJ95		BHCK G609	BHCK G610	BHCK G611	BHCK S513
	47,102	0.2	9,420	0	0	0		284	2,247	6,889	0
14. Commercial and similar letters of credit with an original maturity of one year or less.....											
	BHCK G612		BHCK G613	BHCK G614				BHCK G615	BHCK G616	BHCK G617	BHCK S514
	0	1.0	0	0				0	0	0	0
15. Retained recourse on small business obligations sold with recourse.....											

(24) Credit conversion factor.

(25) 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.

(26) All derivatives and off-balance sheet items that are securitization exposures are to be excluded from items 12 through 21 and are to be reported instead in item 10.

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column A) Face, Notional, or Other Amount	CCF (27)	(Column B) Credit Equivalent Amount (28)	(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 (29).....	BHCK S515		BHCK S516	BHCK S517	BHCK S518	BHCK S519		BHCK S520	BHCK S521	BHCK S522	BHCK S523	16.
	0	1.0	0	0	0	0		0	0	0	0	
17. All other off-balance sheet liabilities.....	BHCK G618		BHCK G619	BHCK G620				BHCK G621	BHCK G622	BHCK G623	BHCK S524	17.
	78,076	1.0	78,076	0				16,740	0	61,336	0	
18. Unused commitments: (exclude unused commitments to asset-backed commercial paper conduits):												
a. Original maturity of one year or less.....	BHCK S525	0.2	BHCK S526	BHCK S527	BHCK HJ96	BHCK HJ97		BHCK S528	BHCK S529	BHCK S530	BHCK S531	18.a.
	3,228,923		645,785	0	0	0		0	0	645,722	63	
b. Original maturity exceeding one year	BHCK G624	0.5	BHCK G625	BHCK G626	BHCK HJ98	BHCK HJ99		BHCK G627	BHCK G628	BHCK G629	BHCK S539	18.b.
	32,443,862		16,221,931	1,532	0	0		13,219	603	16,086,325	120,252	
19. Unconditionally cancelable commitments	BHCK S540		BHCK S541									19.
	32,249,901	0.0	0									
20. Over-the-counter derivatives			BHCK S542	BHCK S543	BHCK HK00	BHCK HK01	BHCK S544	BHCK S545	BHCK S546	BHCK S547	BHCK S548	20.
			1,143,188	0	0	0	0	367,651	0	775,537	0	
			BHCK S549	BHCK S550	BHCK S551	BHCK S552		BHCK S554	BHCK S555	BHCK S556	BHCK S557	21.
21. Centrally cleared derivatives			520,511	0	0	520,511		0	0	0	0	
22. Unsettled transactions (failed trades) (30)	BHCK H191			BHCK H193				BHCK H194	BHCK H195	BHCK H196	BHCK H197	22.
	0			0				0	0	0	0	

(27) Credit conversion factor.

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

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

(30) 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 (31)	
					625%	937.5%	1250%	Credit Equivalent Amount	Risk-Weighted Asset Amount
Dollar Amounts in Thousands					Amount	Amount	Amount	Amount	Amount
16.	Repo-style transactions (32).....							BHCK H301	BHCK H302
								0	0
17.	All other off-balance sheet liabilities.....								
18.	Unused commitments:							BHCK H303	BHCK H304
	(exclude unused commitments to asset-backed commercial paper conduits):							0	0
	a. Original maturity of one year or less.....							BHCK H307	BHCK H308
	b. Original maturity exceeding one year							0	0
19.	Unconditionally cancelable commitments								
								BHCK H309	BHCK H310
20.	Over-the-counter derivatives							0	0
21.	Centrally cleared derivatives								
22.	Unsettled transactions (failed trades) (33).....								
					BHCK H198	BHCK H199	BHCK H200		
					0	0	0		

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

		(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)		
		Allocation by Risk-Weight Category									
		0%	2%	4%	10%	20%	50%	100%	150%		
Dollar Amounts in Thousands		Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount		
23.	Total assets, derivatives, off-balance sheet items, and other items subject to risk weighting by risk-weight category (for each of columns C through P, sum of items 11 through 22; for column Q, sum of items 10 through 22)									23.	
		BHCK G630	BHCK S558	BHCK S559	BHCK S560	BHCK G631	BHCK G632	BHCK G633	BHCK S561		
		14,772,873	0	520,511	0	14,395,997	24,916,542	117,518,706	1,530,059		
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	20,820	0	2,879,199	12,458,271	117,518,706	2,295,089		

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	
	Allocation by Risk-Weight Category							
	250% (34)	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	
		0	0	0	0	0	0	23.
24. Risk weight factor	X 250%	X 300%	X 400%	X 600%	X 625%	X 937.5%	X 1250%	24.
25. Risk-weighted assets by risk-weight category (for each column, item 23 multiplied by item 24)								
	BHCK S573	BHCK S574	BHCK S575	BHCK S576	BHCK S577	BHCK S578	BHCK S579	
		0	0	0	0	0	0	25.

	Totals		
	BHCK	Amount	
26. Risk-weighted assets for purposes of calculating the allowance for loan and lease losses 1.25 percent threshold (35)	S580	137,245,898	26.
27. Standardized market-risk weighted assets (applicable only to holding companies that are covered by the market risk capital rules)	S581	0	27.
28. Risk-weighted assets before deductions for excess allowance of loan and lease losses and allocated transfer risk reserve (36, 37)	B704	137,245,898	28.
29. LESS: Excess allowance for loan and lease losses (38, 39)	A222	0	29.
30. LESS: Allocated transfer risk reserve	3128	0	30.
31. Total risk-weighted assets (item 28 minus items 29 and 30)	G641	137,245,898	31.

(34) 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.

(35) 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.

(36) 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).

(37) 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.

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

(39) 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

		Dollar Amounts in Thousands		BHCK	Amount			
1.	Current credit exposure across all derivative contracts covered by the regulatory capital rules			G642	589,365	M.1.		
		With a remaining maturity of						
		(Column A) One year or less		(Column B) Over one year through five years		(Column C) Over five years		
		Dollar Amounts in Thousands		BHCK	Amount			
				BHCK	Amount			
2.	Notional principal amounts of over-the-counter derivative contracts:							
a.	Interest rate	S582	16,709,540	S583	24,723,157	S584	8,600,511	M.2.a.
b.	Foreign exchange rate and gold	S585	7,563,402	S586	3,613,513	S587	538,192	M.2.b.
c.	Credit (investment grade reference asset)	S588	0	S589	0	S590	0	M.2.c.
d.	Credit (non-investment grade reference asset)	S591	0	S592	0	S593	0	M.2.d.
e.	Equity	S594	0	S595	0	S596	0	M.2.e.
f.	Precious metals (except gold)	S597	0	S598	0	S599	0	M.2.f.
g.	Other	S600	0	S601	3,798	S602	0	M.2.g.
3.	Notional principal amounts of centrally cleared derivative contracts:							
a.	Interest rate	S603	18,070,945	S604	59,015,032	S605	15,300,392	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	0			M.4.
5.	Amount of allowances for credit losses on purchased credit-deteriorated assets: (1)							
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) Memorandum items 5.a through 5.c should be completed only by institutions that have adopted ASU 2016-13.

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

							C000
							(Column G) All Other Loans, All Leases, and All Other Assets
Dollar Amounts in Thousands							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:							
a. 30-89 days past due.....							
	BHCK B733	BHCK B734	BHCK B735	BHCK B736	BHCK B737	BHCK B738	BHCK B739
	0	0	0	0	0	0	0
b. 90 days or more past due.....							
	BHCK B740	BHCK B741	BHCK B742	BHCK B743	BHCK B744	BHCK B745	BHCK B746
	0	0	0	0	0	0	0
5. Charge-offs and recoveries on assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements (calendar year-to-date):							
a. Charge-offs.....							
	BHCK B747	BHCK B748	BHCK B749	BHCK B750	BHCK B751	BHCK B752	BHCK B753
	0	0	0	0	0	0	0
b. Recoveries.....							
	BHCK B754	BHCK B755	BHCK B756	BHCK B757	BHCK B758	BHCK B759	BHCK B760
	0	0	0	0	0	0	0

(1) The \$100 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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	(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. and 8. Not applicable		0	0			0	
For Securitization Facilities Sponsored By or Otherwise Established By Other Institutions							
9. Maximum amount of credit exposure arising from credit enhancements provided by the reporting institution to other institutions' securitization structures in the form of standby letters of credit, purchased subordinated securities, and other enhancements.....	BHCK B776			BHCK B779	BHCK B780	BHCK B781	BHCK B782
	0			0	0	0	0
10. Reporting institution's unused commitments to provide liquidity to other institutions' securitization structures.....	BHCK B783			BHCK B786	BHCK B787	BHCK B788	BHCK B789
	0			0	0	0	0
Asset Sales							
11. Assets sold with recourse or other seller-provided credit enhancements and not securitized.....	BHCK B790						BHCK B796
	5,127						16,740
12. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to assets reported in item 11.....	BHCK B797						BHCK B803
	5,127						16,740

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

Schedule HC-S—Continued

Memoranda

Dollar Amounts in Thousands		BHCK	Amount	
1. Not applicable				
2. Outstanding principal balance of assets serviced for others (includes participations serviced for others):				
a. 1-4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements		B804	5,127	M.2.a.
b. 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements		B805	70,843,661	M.2.b.
c. Other financial assets (1)		A591	2,799,667	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	146,199	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 Entities¹

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

(1) Institutions that have adopted ASU 2016-13 should report assets net of any applicable allowance for credit losses.

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.