

Federal Financial Institutions Examination Council



Please refer to page i,
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the required disclosure
of estimated burden.

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Consolidated Reports of Condition and Income for A Bank With Domestic and Foreign Offices - FFIEC 031

Report at the close of business September 30, 2003 (20030930)
(RCRI 9999)

This report is required by law: 12 U.S.C. §324 (State member banks); 12 U.S.C §1817 (State nonmember banks); and 12 U.S.C. §161 (National banks).

This report form is to be filed by banks with branches and consolidated subsidiaries in U.S. territories and possessions, Edge or Agreement subsidiaries, foreign branches, consolidated foreign subsidiaries, or International Banking Facilities.

NOTE: The Reports of Condition and Income must be signed by an authorized officer and the Report of Condition must be attested to by not less than two directors (trustees) for State nonmember banks and three directors for State member and National banks.

The Reports of Condition and Income are to be prepared in accordance with Federal regulatory authority instructions.

I, Grace B. Vogel, Vice President & Controller

Name and Title of Officer Authorized to Sign Report

of the named bank do hereby declare that the Reports of Condition and Income (including the supporting schedules) for this report date have been prepared in conformance with the instructions issued by the appropriate Federal regulatory authority and are true to the best of my knowledge and belief.

We, the undersigned directors (trustees), attest to the correctness of the Report of Condition (including the supporting schedules) for this report date and declare that it has been examined by us and to the best of our knowledge and belief has been prepared in conformance with the instructions issued by the appropriate Federal regulatory authority and is true and correct.

Signature of Officer Authorized to Sign Report

November 14, 2003

Date of Signature

Director (Trustee)

Director (Trustee)

Director (Trustee)

Submission of Reports

Each bank must prepare its Reports of Condition and Income either:

- (a) in electronic form and then file the computer data file directly with the banking agencies' collection agent, Electronic Data Systems Corporation (EDS), by modem or on computer diskette; or
- (b) in hard-copy (paper) form and arrange for another party to convert the paper report to electronic form. That party (if other than EDS) must transmit the bank's computer data file to EDS.

For electronic filing assistance, contact EDS Call Report Services, 13890 Bishops Drive, Suite 110, Brookfield, WI 53005, telephone (800) 255-1571.

To fulfill the signature and attestation requirement for the Reports of Condition and Income for this report date, attach this signature page (or a photocopy or a computer-generated version of this page) to the hard-copy record of the completed report that the bank places in its files.

FDIC Certificate Number | 0 | 7 | 2 | 1 | 3 |
(RCRI 9050)

Citibank, N.A.

Legal Title of Bank (TEXT 9010)

New York

City (TEXT 9130)

NY

State Abbrev. (TEXT 9200)

10043

ZIP Code (TEXT 9220)

**Consolidated Reports of Condition and Income for
A Bank With Domestic and Foreign Offices**

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 Disclosure of Estimated Burden		
<p>The estimated average burden associated with this information collection is 37 hours per respondent and is estimated to vary from 15 to 550 hours per response, depending on individual circumstances. Burden estimates include the time for reviewing instructions, gathering and maintaining data in the required form, and completing the information collection, but exclude the time for compiling and maintaining business records in the normal course of a respondent's activities. A Federal agency 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. Comments concerning the accuracy of this burden estimate and suggestions for reducing this burden should be directed to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, D.C. 20503, and to one of the following:</p>		
<p>Secretary Board of Governors of the Federal Reserve System Washington, D.C. 20551</p>		
<p>Legislative and Regulatory Analysis Division Office of the Comptroller of the Currency Washington, D.C. 20219</p>		
<p>Assistant Executive Secretary Federal Deposit Insurance Corporation Washington, D.C. 20429</p>		
<p>Optional Narrative Statement Concerning the Amounts Reported in the Reports of Condition and Income RC-31</p>		
<p>Special Report (to be completed by all banks)</p>		

For information or assistance, National and State nonmember banks should contact the FDIC's Reports Analysis and Quality Control Section, 550 17th Street, NW, Washington, D.C. 20429, toll free on (800) 688-FDIC(3342), Monday through Friday between 8:00 a.m. and 5:00 p.m., Eastern time. State member banks should contact their Federal Reserve District Bank.

Contact Information Page

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Emergency Contact Information

This information is being requested so the Agencies can distribute critical, time sensitive information to emergency contacts at banks. Please provide primary contact information for a senior official of the bank who has decision-making authority. Also provide information for a secondary contact if available. Enter "none" for the contact's e-mail address or fax number if not available. Emergency contact information is for the confidential use of the Agencies and will not be released to the public.

Primary Contact**Secondary Contact**

N/A	N/A
Name (TEXT C366)	Name (TEXT C371)
N/A	N/A
Title (TEXT C367)	Title (TEXT C372)
N/A	N/A
E-mail Address (TEXT C368)	E-mail Address (TEXT C373)
Telephone: Area code/phone number/extension (TEXT C369)	Telephone: Area code/phone number/extension (TEXT C374)
FAX: Area code/phone number (TEXT C370)	FAX: Area code/phone number (TEXT C375)

USA PATRIOT Act Section 314(a) Anti-Money Laundering Contact Information

This information is being requested to identify points-of-contact who are in charge of your depository institution's Section 314(a) searches and who could be contacted by federal law enforcement officers for additional information related to anti-terrorist financing and anti-money laundering. Please provide information for a secondary contact if available. Enter "none" for the contact's e-mail address or fax number if not available. USA PATRIOT Act contact information is for the confidential use of the Agencies and the Financial Crimes Enforcement Network (FinCEN) and will not be released to the public.

Primary Contact**Secondary Contact**

N/A	N/A
Name (TEXT C437)	Name (TEXT C442)
N/A	N/A
Title (TEXT C438)	Title (TEXT C443)
N/A	N/A
E-mail Address (TEXT C439)	E-mail Address (TEXT C444)
Telephone: Area code/phone number/extension (TEXT C440)	Telephone: Area code/phone number/extension (TEXT C445)
FAX: Area code/phone number (TEXT C441)	FAX: Area code/phone number (TEXT C446)

Consolidated Report of Income
for the period January 1, 2003 - September 30, 2003

All Report of Income schedules are to be reported on a calendar year-to-date basis in thousands of dollars.

Schedule RI-Income Statement

	Dollar Amounts in Thousands				
	RIAD	Bil	Mil	Thou	
1. Interest Income:					
a. Interest and fee income on loans:					
(1) In domestic offices:					
(a) Loans secured by real estate	4011		707,000		1.a.(1)(a)
(b) Loans to finance agricultural production and other loans to farmers	4024		0		1.a.(1)(b)
(c) Commercial and industrial loans	4012		1,064,000		1.a.(1)(c)
(d) Loans to individuals for household, family, and other personal expenditures:					
(1) Credit Cards.....	B485		3,109,000		1.a.(1)(d)(1)
(2) Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	B486		141,000		1.a.(1)(d)(2)
(e) Loans to foreign governments and other official institutions	4056		0		1.a.(1)(e)
(f) All other loans in domestic offices	B487		1,615,000		1.a.(1)(f)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs	4059		10,336,000		1.a.(2)
(3) Total interest and fee income on loans (sum of items 1.a.(1)(a) through 1.a.(2))	4010		16,972,000		1.a.(3)
b. Income from lease financing receivables	4065		885,000		1.b.
c. Interest income on balances due from depository institutions(1)	4115		572,000		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		205,000		1.d.(1)
(2) Mortgage-backed securities	B489		420,000		1.d.(2)
(3) All other securities (includes securities issued by states and political subdivisions in the U.S.)	4060		1,181,000		1.d.(3)
e. Interest income from trading assets	4069		688,000		1.e.
f. Interest income on federal funds sold and securities purchased under agreements to resell	4020		175,000		1.f.
g. Other interest income.....	4518		42,000		1.g.
h. Total interest income (sum of items 1.a.(3) through 1.g.)	4107		21,140,000		1.h.
2. Interest expense:					
a. Interest on deposits:					
(1) Interest on deposits in domestic offices:					
(a) Transaction accounts (NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts)	4508		12,000		2.a.(1)(a)
(b) Nontransaction accounts:					
(1) Savings deposits (include MMDAs)	0093		587,000		2.a.(1)(b)(1)
(2) Time deposits of \$100,000 or more	A517		201,000		2.a.(1)(b)(2)
(3) Time deposits of less than \$100,000	A518		106,000		2.a.(1)(b)(3)
(2) Interest on deposits in foreign offices, Edge and Agreement subsidiaries, and IBFs	4172		3,553,000		2.a.(2)
b. Expense of federal funds purchased and securities sold under agreements to repurchase.....	4180		293,000		2.b.
c. Interest on trading liabilities and other borrowed money.....	4185		781,000		2.c.

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

Schedule RI-Continued

Dollar Amounts in Thousands	Year-to-date				
	RIAD	Bil	Mil	Thou	
2. Interest expense (continued):					
d. Interest on subordinated notes and debentures	4200	578,000			2.d.
e. Total interest expense (sum of items 2.a through 2.d)	4073	6,111,000			2.e.
3. Net interest income (item 1.h minus 2.e)				4074	15,029,000 3.
4. Provision for loan and lease losses				4230	3,925,000 4.
5. Noninterest income:					
a. Income from fiduciary activities(1)	4070	967,000			5.a.
b. Service charges on deposit accounts in domestic offices	4080	291,000			5.b.
c. Trading revenue(2)	A220	2,231,000			5.c.
d. Investment banking, advisory, brokerage, and underwriting fees and commissions	B490	0			5.d.
e. Venture capital revenue	B491	30,000			5.e.
f. Net servicing fees.....	B492	1,380,000			5.f.
g. Net securitization income	B493	1,652,000			5.g.
h. (1) Underwriting income from insurance and reinsurance activities	C386	136,000			5.h.(1)
(2) Income from other insurance activities	C387	383,000			5.h.(2)
i. Net gains (losses) on sales of loans and leases	5416	135,000			5.i.
j. Net gains (losses) on sales of other real estate owned.....	5415	(7,000)			5.j.
k. Net gains (losses) on sales of other assets (excluding securities)	B496	7,000			5.k.
l. Other noninterest income*	B497	3,702,000			5.l.
m. Total noninterest income (sum of items 5.a through 5.l)				4079	10,907,000 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	409,000 6.b.
7. Noninterest expense:					
a. Salaries and employee benefits.....	4135	5,757,000			7.a.
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest)	4217	1,645,000			7.b.
c. (1) Goodwill impairment losses.....	C216	0			7.c.(1)
(2) Amortization expense and impairment losses for other intangible assets	C232	329,000			7.c.(2)
d. Other noninterest expense*	4092	6,346,000			7.d.
e. Total noninterest expense (sum of items 7.a through 7.d)				4093	14,077,000 7.e.
8. Income (loss) before income taxes and extraordinary items and other adjustments (item 3 plus or minus items 4, 5.m, 6.a, 6.b, and 7.e)				4301	8,343,000 8.
9. Applicable income taxes (on item 8)				4302	2,601,000 9.
10. Income (loss) before extraordinary items and other adjustments (item 8 minus item 9).....				4300	5,742,000 10.
11. Extraordinary items and other adjustments, net of income taxes*				4320	0 11.
12. Net income (loss) (sum of items 10 and 11)				4340	5,742,000 12.

* Describe on Schedule RI-E - Explanations

(1) For banks required to complete Schedule RC-T, items 12 through 19, income from fiduciary activities reported in Schedule RI, item 5.a, must equal the amount reported in Schedule RC-T, item 19.

(2) For banks required to complete Schedule RI, Memorandum item 8, trading revenue reported in Schedule RI, item 5.c, must equal the sum of Memorandum items 8.a through 8.d.

Schedule RI-Continued

Memoranda

	Year-to-date				
	RIAD	Bil	Mil	Thou	
Dollar Amounts in Thousands					
1. Interest expense incurred to carry tax-exempt securities, loans, and leases acquired after August 7, 1986, that is not deductible for federal income tax purposes	4513		12,000		M.1.
2. Income from the sale and servicing of mutual funds and annuities in domestic offices (included in Schedule RI, item 8)	8431		13,000		M.2.
3. Income on tax-exempt loans and leases to states and political subdivisions in the U.S. (included in Schedule RI, items 1.a and 1.b above).....	4313		17,000		M.3.
4. Income on tax-exempt securities issued by states and political subdivisions in the U.S. (included in Schedule RI, item 1.d.(3))	4507		256,000		M.4.
5. Number of full-time equivalent employees at end of current period (round to nearest whole number)	4150	Number		128,283	M.5.
6. Not Applicable					
7. If the reporting bank has restated its balance sheet as a result of applying push down accounting this calendar year, report the date of the bank's acquisition(1)	9106	CC	YY	MM DD	M.7.
				0000/00/00	
8. Trading revenue (from cash instruments and derivative instruments) (sum of Memorandum items 8.a through 8.d must equal Schedule RI, item 5.c) (To be completed by banks that reported average trading assets (Schedule RC-K, item 7) of \$2 million or more for any quarter of the preceding calendar year.):					
	RIAD	Bil	Mil	Thou	
a. Interest rate exposures.....	8757		(332,000)		M.8.a.
b. Foreign exchange exposures	8758		2,513,000		M.8.b.
c. Equity security and index exposures	8759		123,000		M.8.c.
d. Commodity and other exposures	8760		(73,000)		M.8.d.
9. Impact on income of derivatives held for purposes other than trading:					
	RIAD	Bil	Mil	Thou	
a. Net increase (decrease) to interest income	8761		846,000		M.9.a.
b. Net (increase) decrease to interest expense.....	8762		(676,000)		M.9.b.
c. Other (noninterest) allocations	8763		484,000		M.9.c.
10. Credit losses on derivatives (see instructions)	A251		8,000		M.10.
11. Does the reporting bank have a Subchapter S election in effect for federal income tax purposes for the current tax year? (enter "Y" for YES or "N" for NO)	A530	(Y / N)			M.11.
		N			

(1) For example, a bank acquired on June 1, 2001, would report 20010601.

Schedule RI-A - Changes in Equity Capital

Indicate decreases and losses in parentheses.	Dollar Amounts in Thousands				RIAD	Bil	Mil	Thou	
1. Total equity capital most recently reported for the December 31, 2002, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income)	3217					41,309,000			1.
2. Restatements due to corrections of material accounting errors and changes in accounting principles*	B507					0			2.
3. Balance end of previous calendar year as restated (sum of items 1 and 2)	B508					41,309,000			3.
4. Net income (loss) (must equal Schedule RI, item 12).....	4340					5,742,000			4.
5. Sale, conversion, acquisition, or retirement of capital stock, net (excluding treasury stock transactions)	B509					0			5.
6. Treasury stock transactions, net.....	B510					0			6.
7. Changes incident to business combinations, net	4356					0			7.
8. LESS: Cash dividends declared on preferred stock	4470					94,000			8.
9. LESS: Cash dividends declared on common stock.....	4460					4,437,000			9.
10. Other comprehensive income(1)	B511					(743,000)			10.
11. Other transactions with parent holding company* (not included in items 5, 6, 8, or 9 above)	4415					2,049,000			11.
12. Total equity capital end of current period (sum of items 3 through 11) (must equal Schedule RC, item 28).....	3210					43,826,000			12.

* Describe on Schedule RI-E - Explanations.

(1) Includes 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 changes in minimum pension liability adjustments.

Schedule RI-B - Charge-offs and Recoveries on Loans and Leases and Changes in Allowance for Loan and Lease Losses

Part I. Charge-offs and Recoveries on Loans and Leases

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

Dollar Amounts in Thousands	(Column A) Charge-offs(1)				(Column B) Recoveries				
	RIAD	Bil	Mil	Thou	RIAD	Bil	Mil	Thou	
1. Loans secured by real estate:									
a. Construction, land development, and other land loans in domestic offices	3582			0	3583			0	1.a.
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			3,000	5412			0	1.c.(1)
(2) Closed-end loans secured by 1-4 family residential properties									
(a) Secured by first liens	C234			10,000	C217			0	1.c.(2)(a)
(b) Secured by junior liens	C235			0	C218			0	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices	3588			2,000	3589			0	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices	3590			0	3591			0	1.e.
f. In foreign offices	B512			107,000	B513			16,000	1.f.
2. Loans to depository institutions and acceptances of other banks:									
a. To U.S. banks and other U.S. depository institutions	4653			0	4663			0	2.a.
b. To foreign banks	4654			25,000	4664			8,000	2.b.
3. Loans to finance agricultural production and other loans to farmers.....	4655			1,000	4665			0	3.
4. Commercial and industrial loans:									
a. To U.S. addressees (domicile)	4645			392,000	4617			34,000	4.a.
b. To non-U.S. addressees (domicile).....	4646			634,000	4618			155,000	4.b.

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

Schedule RI-B - Continued

Part I. Continued

	(Column A) Charge-offs(1)				(Column B) Recoveries			
	Calendar year-to-date							
	RIAD	Bil	Mil	Thou	RIAD	Bil	Mil	Thou
Dollar Amounts in Thousands								
5. Loans to individuals for household, family, and other personal expenditures:								
a. Credit cards	B514		2,123,000		B515		380,000	5.a.
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....	B516		1,619,000		B517		241,000	5.b.
6. Loans to foreign governments and official institutions.....	4643		127,000		4627		0	6.
7. All other loans	4644		28,000		4628		10,000	7.
8. Lease financing receivables:								
a. To U.S. addressees (domicile)	4658		230,000		4668		25,000	8.a.
b. To non-U.S. addressees (domicile).....	4659		54,000		4669		16,000	8.b.
9. Total (sum of items 1 through 8).....	4635		5,355,000		4605		885,000	9.

Memoranda	(Column A) Charge-offs(1)				(Column B) Recoveries			
	Calendar year-to-date							
	RIAD	Bil	Mil	Thou	RIAD	Bil	Mil	Thou
Dollar Amounts in Thousands								
1. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RI-B, part I, items 4 and 7, above	5409		0		5410		0	M.1.
2. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RI-B, part I, item 1, above)	4652		107,000		4662		16,000	M.2.
3. Not applicable <i>Memorandum item 4 is to be completed by banks 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) are credit card specialty banks as defined for Uniform Bank Performance Report purposes</i>								
4. Uncollectible retail credit card fees and finance charges reversed against income (i.e., not included in charge-offs against the allowance for loan and lease losses)	C388						567,000	M.4.

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

Part II. Changes in Allowance for Loan and Lease Losses

Dollar Amounts in Thousands		RIAD	Bil	Mil	Thou
1. Balance most recently reported for the December 31, 2002, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income).....		B522		8,186,000	1.
2. Recoveries (must equal part I, item 9, column B above)		4605		885,000	2.
3. LESS: Charge-offs (must equal part I, item 9, column A, above less Schedule RI-B, Part II, item 4.		C079		5,355,000	3.
4. LESS: Write-downs arising from transfers of loans to a held-for-sale account.....		5523		0	4.
5. Provision for loan and lease losses (must equal Schedule RI, item 4)		4230		3,925,000	5.
6. Adjustments* (see instructions for this schedule)		C233		205,000	6.
7. Balance end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (must equal Schedule RC, item 4.c)		3123		7,846,000	7.

* Describe on Schedule RI-E - Explanations.

Memoranda

Dollar Amounts in Thousands		RIAD	Bil	Mil	Thou
1. Allocated transfer risk reserve included in Schedule RI-B, part II, item 7, above		C435		129,000	M.1.
<i>Memorandum items 2 and 3 are to be completed by banks 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) are credit card specialty banks as defined for Uniform Bank Performance Report purposes</i>					
2. Separate valuation allowance for uncollectible retail credit card fees and finance charges		C389		0	M.2.
3. Amount of allowance for loan and lease losses attributable to retail credit card fees and finance charges		C390		169,000	M.3.

Schedule RI-D - Income from International Operations

For all banks with foreign offices, Edge or Agreement subsidiaries, or IBFs where international operations account for more than 10 percent of total revenues, total assets, or net income.

Dollar Amounts in Thousands		Year-to-date			
		RIAD	Bil	Mil	Thou
1. Interest income and expense attributable to international operations:					
a. Gross interest income		B523		12,514,000	1.a.
b. Gross interest expense.....		B524		3,513,000	1.b.
2. Net interest income attributable to international operations (item 1.a minus 1.b)		B525		9,001,000	2.
3. Noninterest income and expense attributable to international operations:					
a. Noninterest income attributable to international operations		4097		5,430,000	3.a.
b. Provision for loan and lease losses attributable to international operations		4235		2,631,000	3.b.
c. Other noninterest expense attributable to international operations		4239		7,335,000	3.c.
d. Net noninterest income (expense) attributable to international operations (items 3.a minus 3.b and 3.c)		4843		(4,536,000)	3.d.
4. Estimated pretax income attributable to international operations before capital allocation adjustments (sum of items 2 and 3.d)		4844		4,465,000	4.
5. Adjustment to pretax income for internal allocations to international operations to reflect the effects of equity capital on overall bank funding costs		4845		(99,000)	5.
6. Estimated pretax income attributable to international operations after capital allocation adjustment (sum of items 4 and 5)		4846		4,366,000	6.
7. Income taxes attributable to income from international operations as estimated in item 6		4797		1,347,000	7.
8. Estimated net income attributable to international operations (item 6 minus 7)		4341		3,019,000	8.

Schedule RI-E - Explanations

Schedule RI-E is to be completed each quarter on a calendar year-to-date basis.

Detail all adjustments in Schedule RI-A and RI-B, all extraordinary items and other adjustments in Schedule RI, and all significant items of other noninterest income and other noninterest expense in Schedule RI. (See instructions for details.)

		Year-to-date			
Dollar Amounts in Thousands					
1. Other noninterest income (from Schedule RI, item 5.l) Itemize and describe amounts that exceed 1% of the sum of Schedule RI, items 1.h and 5.m:					
a.	Income and fees from the printing and sale of checks	C013		0	1.a.
b.	Earnings on/increase in value of cash surrender value of life insurance	C014		0	1.b.
c.	Income and fees from automated teller machines (ATMs)	C016		0	1.c.
d.	Rent and other income from real estate owned	4042		0	1.d.
e.	Safe deposit box rent	C015		0	1.e.
f.	TEXT 4461	4461		0	1.f.
g.	TEXT4462	4462		0	1.g.
h.	TEXT4463	4463		0	1.h.
2. Other noninterest expense (from Schedule RI, item 7.d) Itemize and describe amounts that exceed 1% of the sum of Schedule RI, items 1.h and 5.m:					
a.	Data processing expenses	C017		647,000	2.a.
b.	Advertising and marketing expenses	0497		1,093,000	2.b.
c.	Directors' fees	4136		0	2.c.
d.	Printing, stationery, and supplies	C018		0	2.d.
e.	Postage	8403		0	2.e.
f.	Legal fees and expenses	4141		0	2.f.
g.	FDIC deposit insurance assessments	4146		0	2.g.
h.	TEXT 4464 Operating Expense Paid to Affiliates	4464		1,274,000	2.h.
i.	TEXT 4467	4467		0	2.i.
j.	TEXT 4468	4468		0	2.j.
3. Extraordinary items and other adjustments and applicable income tax effect (from Schedule RI, item 11) (itemize and describe all extraordinary items and other adjustments):					
a.	(1) TEXT 4469	4469		0	3.a.(1)
	(2) Applicable income tax effect	4486		0	3.a.(2)
b.	(1) TEXT 4487	4487		0	3.b.(1)
	(2) Applicable income tax effect	4488		0	3.b.(2)
c.	(1) TEXT 4489	4489		0	3.c.(1)
	(2) Applicable income tax effect	4491		0	3.c.(2)

Schedule RI-E - Continued

		Dollar Amounts in Thousands				
		Year-to-date				
		RIAD	Bil	Mil	Thou	
4. Restatements due to corrections of material accounting errors and changes in accounting principles (from Schedule RI-A, item 2) (itemize and describe all restatements):						
a.	TEXT B526	B526			0	4.a
b.	TEXT B527	B527			0	4.b.
5. Other transactions with parent holding company (from Schedule RI-A, item 11) (itemize and describe all such transactions):						
a.	TEXT 4498 Capital Contribution	4498		2,713,000		5.a.
b.	TEXT 4499 Non-cash dividends	4499		(664,000)		5.b.
6. Adjustments to allowance for loan and lease losses (from Schedule RI-B, part II, item 6) (itemize and describe all adjustments):						
a.	TEXT 4521 Foreign Currency Translation / Other	4521		205,000		6.a.
b.	TEXT 4522	4522			0	6.b.
7. Other explanations (the space below is provided for the bank to briefly describe, at its option, any other significant items affecting the Report of Income):						

Other explanations (Either enter text in the field below or skip and leave blank for "No comment"):

(TEXT 4769)

Consolidated Report of Condition for Insured Commercial
and State-Chartered Savings Banks for September 30, 2003

All schedules are to be reported in thousands of dollars. Unless otherwise indicated,
report the amount outstanding as of the last business day of the quarter.

Schedule RC - Balance Sheet

		Dollar Amounts in Thousands				
		RCFD	Bil	Mil	Thou	
ASSETS						
1. Cash and balances due from depository institutions (from Schedule RC-A):						
a. Noninterest-bearing balances and currency and coin(1).....		0081		15,358,000		1.a.
b. Interest-bearing balances(2).....		0071		18,210,000		1.b.
2. Securities:						
a. Held-to-maturity securities (from Schedule RC-B, column A)		1754		59,000		2.a.
b. Available-for-sale securities (from Schedule RC-B, column D)		1773		85,370,000		2.b.
3. Federal funds sold and securities purchased under agreements to resell:						
a. Federal funds sold in domestic offices.....		RCON	B987	13,215,000		3.a.
b. Securities purchased under agreements to resell(3)		RCFD	B989	13,750,000		3.b.
4. Loans and lease financing receivables (from Schedule RC-C):						
a. Loans and leases held for sale			RCFD			
b. Loans and leases, net of unearned income		B528		298,350,000		4.b.
c. LESS: Allowance for loan and lease losses		3123		7,846,000		4.c.
d. Loans and leases, net of unearned income and allowance (item 4.b minus 4.c)		B529		290,504,000		4.d.
5. Trading assets (from Schedule RC-D)		3545		61,135,000		5.
6. Premises and fixed assets (including capitalized leases).....		2145		3,883,000		6.
7. Other real estate owned (from Schedule RC-M).....		2150		116,000		7.
8. Investments in unconsolidated subsidiaries and associated companies (from Schedule RC-M)		2130		675,000		8.
9. Customers' liability to this bank on acceptances outstanding.....		2155		1,024,000		9.
10. Intangible assets:						
a. Goodwill		3163		5,773,000		10.a.
b. Other intangible assets (from Schedule RC-M)		0426		4,970,000		10.b.
11. Other assets (from Schedule RC-F)		2160		35,055,000		11.
12. Total assets (sum of items 1 through 11).....		2170		554,540,000		12.

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

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

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

Schedule RC - Continued

Dollar Amounts in Thousands				Bil	Mil	Thou
LIABILITIES						
13. Deposits:						
a. In domestic offices (sum of totals of columns A and C from Schedule RC-E, part I)	RCON					
	2200			113,270,000		13.a.
(1) Noninterest-bearing(1)	RCON	6631	20,861,000			13.a.(1)
(2) Interest-bearing	RCON	6636	92,409,000			13.a.(2)
b. In foreign offices, Edge and Agreement subsidiaries, and IBFs (from Schedule RC-E, part II).....	RCFN					
	2200			251,693,000		13.b.
(1) Noninterest-bearing	RCFN	6631	18,121,000			13.b.(1)
(2) Interest-bearing	RCFN	6636	233,572,000			13.b.(2)
14. Federal funds purchased and securities sold under agreements to repurchase						
a. Federal funds purchased in domestic offices(2)	RCON	B993		10,334,000		14.a.
b. Securities sold under agreements to repurchase(3)	RCFD	B995		11,332,000		14.b.
15. Trading liabilities (from Schedule RC-D)	RCFD	3548		34,532,000		15.
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule RC-M)	RCFD	3190		41,949,000		16.
17. Not applicable						
18. Bank's liability on acceptances executed and outstanding		2920		1,024,000		18.
19. Subordinated notes and debentures(4)		3200		11,505,000		19.
20. Other liabilities (from Schedule RC-G).....		2930		34,678,000		20.
21. Total liabilities (sum of items 13 through 20)		2948		510,317,000		21.
22. Minority interest in consolidated subsidiaries		3000		397,000		22.
EQUITY CAPITAL						
23. Perpetual preferred stock and related surplus		3838		1,950,000		23.
24. Common stock		3230		751,000		24.
25. Surplus (exclude all surplus related to preferred stock)		3839		23,434,000		25.
26. a. Retained earnings		3632		18,955,000		26.a.
b. Accumulated other comprehensive income(5)		B530		(1,264,000)		26.b.
27. Other equity capital components(6)		A130		0		27.
28. Total equity capital (sum of items 23 through 27).....		3210		43,826,000		28.
29. Total liabilities, minority interest, and equity capital (sum of items 21, 22, and 28)		3300		554,540,000		29.

Memorandum

To be reported with the March Report of Condition.

1. Indicate in the box at the right the number of the statement below that best describes the most comprehensive level of auditing work performed for the bank by independent external auditors as of any date during 2002

RCFD	Number
6724	N/A

M.1.

1 = Independent audit of the bank conducted in accordance with generally accepted auditing standards by a certified public accounting firm which submits a report on the bank

2 = Independent audit of the bank's parent holding company conducted in accordance with generally accepted auditing standards by a certified public accounting firm which submits a report on the consolidated holding company (but not on the bank separately)

3 = Attestation on bank management's assertion on the effectiveness of the bank's internal control over financial reporting by a certified public accounting firm

4 = Directors' examination of the bank conducted in accordance with generally accepted auditing standards by a certified public accounting firm (may be required by state chartering authority)

5 = Directors' examination of the bank performed by other external auditors (may be required by state chartering authority)

6 = Review of the bank's financial statements by external auditors

7 = Compilation of the bank's financial statements by external auditors

8 = Other audit procedures (excluding tax preparation work)

9 = No external audit work

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

(2) Report overnight Federal Home Loan Bank advances in Schedule RC, 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 net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses) on cash flow hedges, cumulative foreign currency translation adjustments, and minimum pension liability adjustments.

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

Schedule RC-A - Cash and Balances Due From Depository Institutions

Exclude assets held for trading.

Dollar Amounts in Thousands	(Column A) Consolidated Bank				(Column B) Domestic Offices				
	RCFD	Bil	Mil	Thou	RCON	Bil	Mil	Thou	
1. Cash items in process of collection, unposted debits, and currency and coin	0022	4,128,000							1.
a. Cash items in process of collection and unposted debits					0020	2,249,000			1.a.
b. Currency and coin					0080	415,000			1.b.
2. Balances due from depository institutions in the U.S.					0082	324,000			2.
a. U.S. branches and agencies of foreign banks (including their IBFs)	0083	1,692,000							2.a.
b. Other commercial banks in the U.S. and other depository institutions in the U.S. (including their IBFs)	0085	604,000							2.b.
3. Balances due from banks in foreign countries and foreign central banks					0070	21,000			3.
a. Foreign branches of other U.S. banks	0073	226,000							3.a.
b. Other banks in foreign countries and foreign central banks	0074	21,902,000							3.b.
4. Balances due from Federal Reserve Banks	0090	5,016,000			0090	5,012,000			4.
5. Total (sum of items 1 through 4) (total of column A must equal Schedule RC, sum of items 1.a and 1.b)	0010	33,568,000			0010	8,021,000			5.

Schedule RC-B - Securities

Exclude assets held for trading.

Dollar Amounts in Thousands	Held-to-maturity								Available-for-sale								
	(Column A) Amortized Cost				(Column B) Fair Value				(Column C) Amortized Cost				(Column D) Fair Value				
	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	
1. U.S. Treasury securities ..	0211	0			0213	0			1286	10,471,000			1287	10,510,000			1.
2. U.S. Government agency obligations (exclude mortgage-backed securities):																	
a. Issued by U.S. Government agencies(1) ..	1289	0			1290	0			1291	238,000			1293	238,000			2.a.
b. Issued by U.S. Government-sponsored agencies(2)	1294	0			1295	0			1297	9,641,000			1298	9,754,000			2.b.
3. Securities issued by states and political subdivisions in the U.S. ..	8496	0			8497	0			8498	7,286,000			8499	7,796,000			3.

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

(2) Includes obligations (other than mortgage-backed securities) issued by the Farm Credit System, the Federal Home Loan Bank System, the Federal Home Loan Mortgage Corporation, the Federal National Mortgage Association, the Financing Corporation, Resolution Funding Corporation, the Student Loan Marketing Association, and the Tennessee Valley Authority.

Schedule RC-B - Continued

Dollar Amounts in Thousands	Held-to-maturity								Available-for-sale								
	(Column A) Amortized Cost				(Column B) Fair Value				(Column C) Amortized Cost				(Column D) Fair Value				
	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	
4. Mortgage-backed securities (MBS):																	
a. Pass-through securities:																	
(1) Guaranteed by GNMA.....	1698			0	1699			0	1701			13,052,000	1702			13,102,000	4.a.(1)
(2) Issued by FNMA and FHLMC	1703			0	1705			0	1706			1,427,000	1707			1,401,000	4.a.(2)
(3) Other pass-through securities	1709			0	1710			0	1711			21,000	1713			21,000	4.a.(3)
b. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS):																	
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA	1714			0	1715			0	1716			2,000	1717			3,000	4.b.(1)
(2) Collateralized by MBS issued or guaranteed by FNMA, FHLMC, or GNMA	1718			0	1719			0	1731			0	1732			0	4.b.(2)
(3) All other mortgage-backed securities	1733			0	1734			0	1735			0	1736			0	4.b.(3)
5. Asset-backed securities (ABS):																	
a. Credit card receivables	B838			0	B839			0	B840			878,000	B841			878,000	5.a.
b. Home equity lines	B842			0	B843			0	B844			103,000	B845			103,000	5.b.
c. Automobile loans	B846			0	B847			0	B848			0	B849			0	5.c.
d. Other consumer loans	B850			0	B851			0	B852			18,000	B853			30,000	5.d.
e. Commercial and industrial loans.....	B854			0	B855			0	B856			56,000	B857			57,000	5.e.
f. Other.....	B858			0	B859			0	B860			151,000	B861			151,000	5.f.
6. Other debt securities:																	
a. Other domestic debt securities.....	1737			0	1738			0	1739			1,994,000	1741			1,728,000	6.a.
b. Foreign debt securities.....	1742			59,000	1743			59,000	1744			39,230,000	1746			39,356,000	6.b.
7. Investments in mutual funds and other equity securities with readily determinable fair values(1)									A510			224,000	A511			242,000	7.
8. Total (sum of items 1 through 7) (total of column A must equal Schedule RC, item 2.a) (total of column D must equal Schedule RC, item 2.b).....	1754			59,000	1771			59,000	1772			84,792,000	1773			85,370,000	8.

(1) Report Federal Reserve stock, Federal Home Loan Bank stock, and bankers' bank stock in Schedule RC-F, item 4.

Schedule RC-B - Continued

Memoranda

		Dollar Amounts in Thousands			
		RCFD	Bil	Mil	Thou
1. Pledged securities(1).....		0416		36,821,000	M.1.
2. Maturity and repricing data for debt securities(1),(2) (excluding those in nonaccrual status):					
a. Securities issued by the U.S. Treasury, U.S. Government agencies, and states and political subdivisions in the U.S.; other non-mortgage debt securities; and mortgage pass-through securities other than those backed by closed-end first lien 1-4 family residential mortgages with a remaining maturity or next repricing date of:(3),(4)					
(1) Three months or less.....		A549		9,542,000	M.2.a.(1)
(2) Over three months through 12 months		A550		9,998,000	M.2.a.(2)
(3) Over one year through three years.....		A551		21,184,000	M.2.a.(3)
(4) Over three years through five years		A552		14,390,000	M.2.a.(4)
(5) Over five years through 15 years		A553		9,685,000	M.2.a.(5)
(6) Over 15 years		A554		5,241,000	M.2.a.(6)
b. Mortgage pass-through securities backed by closed-end first lien 1-4 family residential mortgages with a remaining maturity or next repricing date of:(3),(5)					
(1) Three months or less.....		A555		55,000	M.2.b.(1)
(2) Over three months through 12 months		A556		431,000	M.2.b.(2)
(3) Over one year through three years.....		A557		401,000	M.2.b.(3)
(4) Over three years through five years		A558		8,000	M.2.b.(4)
(5) Over five years through 15 years		A559		580,000	M.2.b.(5)
(6) Over 15 years		A560		13,049,000	M.2.b.(6)
c. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS; exclude mortgage pass-through securities) with an expected average life of:(6)					
(1) Three years or less.....		A561		3,000	M.2.c.(1)
(2) Over three years.....		A562		0	M.2.c.(2)
d. Debt securities with a REMAINING MATURITY of one year or less (included in Memorandum items 2.a through 2.c above)		A248		16,638,000	M.2.d.
3. Amortized cost of held-to-maturity securities sold or transferred to available-for-sale or trading securities during the calendar year-to-date (report the amortized cost at date of sale or transfer) ...		1778		0	M.3.
4. Structured notes (included in the held-to-maturity and available-for-sale accounts in Schedule RC-B, items 2, 3, 5, and 6):					
a. Amortized cost		8782		0	M.4.a.
b. Fair value		8783		0	M.4.b.

(1) Includes held-to-maturity securities at amortized cost and available-for-sale securities at fair value.
 (2) Exclude investments in mutual funds and other equity securities with readily determinable fair values.
 (3) Report fixed rate debt securities by remaining maturity and floating rate debt securities by next repricing date.
 (4) Sum of Memorandum items 2.a.(1) through 2.a.(6) plus any nonaccrual debt securities in the categories of debt securities reported in Memorandum item 2.a that are included in Schedule RC-N, item 9, column C, must equal Schedule RC-B, sum of items 1, 2, 3, 5, and 6, columns A and D, plus mortgage pass-through securities other than those backed by closed-end first lien 1-4 family residential mortgages included in Schedule RC-B, item 4.a, columns A and D.
 (5) Sum of Memorandum items 2.b.(1) through 2.b.(6) plus any nonaccrual mortgage pass-through securities backed by closed-end first lien 1-4 family residential mortgages included in Schedule RC-N, item 9, column C, must equal Schedule RC-B, item 4.a, sum of columns A and D, less the amount of mortgage pass-through securities other than those backed by closed-end first lien 1-4 family residential mortgages included in Schedule RC-B, item 4.a, columns A and D.
 (6) Sum of Memorandum items 2.c.(1) and 2.c.(2) plus any nonaccrual "Other mortgage-backed securities" included in Schedule RC-N, item 9, column C, must equal Schedule RC-B, item 4.b, sum of columns A and D.

Schedule RC-C - Loans and Lease Financing Receivables

Part I. Loans and Leases

Do not deduct the allowance for loan and lease losses or the allocated transfer risk reserve from amounts reported in this schedule. Report (1) loans and leases held for sale at the lower of cost or market value and (2) loans and leases held for investment, net of unearned income. Exclude assets held for trading and commercial paper.

Dollar Amounts in Thousands

	(Column A) Consolidated Bank			(Column B) Domestic Offices					
	RCFD	Bil	Mil	Thou	RCON	Bil		Mil	Thou
1. Loans secured by real estate.....	1410	37,869,000							1.
a. Construction, land development, and other land loans					1415	296,000			1.a.
b. Secured by farmland (including farm residential and other improvements)					1420	18,000			1.b.
c. Secured by 1-4 family residential properties:									
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....					1797	3,237,000			1.c.(1)
(2) Closed-end loans secured by 1-4 family residential properties:									
(a) Secured by first liens					5367	5,892,000			1.c.(2)(a)
(b) Secured by junior liens					5368	54,000			1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties					1460	815,000			1.d.
e. Secured by nonfarm nonresidential properties					1480	2,328,000			1.e.
2. Loans to depository institutions and acceptances of other banks:									
a. To commercial banks in the U.S.					B531	7,911,000			2.a.
(1) To U.S. branches and agencies of foreign banks	B532	70,000							2.a.(1)
(2) To other commercial banks in the U.S.	B533	7,923,000							2.a.(2)
b. To other depository institutions in the U.S.	B534	24,589,000		B534	24,589,000				2.b.
c. To banks in foreign countries					B535	703,000			2.c.
(1) To foreign branches of other U.S. banks	B536	6,000							2.c.(1)
(2) To other banks in foreign countries	B537	5,068,000							2.c.(2)
3. Loans to finance agricultural production and other loans to farmers.....	1590	199,000		1590	0				3.
4. Commercial and industrial loans:									
a. To U.S. addressees (domicile)	1763	23,309,000		1763	21,765,000				4.a.
b. To non-U.S. addressees (domicile).....	1764	63,889,000		1764	513,000				4.b.
5. Not applicable									
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):									
a. Credit cards	B538	40,892,000		B538	26,199,000				6.a.
b. Other revolving credit plans	B539	13,108,000		B539	652,000				6.b.
c. Other consumer loans (includes single payment, installment, and all student loans)	2011	51,772,000		2011	23,401,000				6.c.
7. Loans to foreign governments and official institutions (including foreign central banks)	2081	1,618,000		2081	28,000				7.
8. Obligations (other than securities and leases) of states and political subdivisions in the U.S.	2107	206,000		2107	206,000				8.
9. Other loans	1563	21,696,000							9.
a. Loans for purchasing or carrying securities (secured and unsecured).....					1545	410,000			9.a.
b. All other loans (exclude consumer loans)					1564	9,888,000			9.b.
10. Lease financing receivables (net of unearned income)					2165	8,465,000			10.
a. Of U.S. addressees (domicile)	2182	7,835,000							10.a.
b. Of non-U.S. addressees (domicile).....	2183	5,047,000							10.b.
11. LESS: Any unearned income on loans reflected in items 1-9 above	2123	1,303,000		2123	245,000				11.
12. Total loans and leases, net of unearned income (sum of items 1 through 10 minus item 11) (total of column A must equal Schedule RC, sum of items 4.a and 4.b)	2122	303,793,000		2122	137,125,000				12.

Schedule RC-C - Continued

Part I. Continued

Memoranda

	Dollar Amounts in Thousands				
	RCFD	Bil	Mil	Thou	
1. Loans and leases restructured and in compliance with modified terms (included in Schedule RC-C, part I, above and not reported as past due or nonaccrual in Schedule RC-N, Memorandum item 1) (exclude loans secured by 1-4 family residential properties and loans to individuals for household, family, and other personal expenditures)	1616		138,000		M.1.
2. Maturity and repricing data for loans and leases (excluding those in nonaccrual status):					
a. Closed-end loans secured by first liens on 1-4 family residential properties in domestic offices (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B) with a remaining maturity or next repricing date of:(1),(2)	RCON				
(1) Three months or less	A564		107,000		M.2.a.(1)
(2) Over three months through 12 months	A565		519,000		M.2.a.(2)
(3) Over one year through three years.....	A566		367,000		M.2.a.(3)
(4) Over three years through five years	A567		1,467,000		M.2.a.(4)
(5) Over five years through 15 years	A568		1,354,000		M.2.a.(5)
(6) Over 15 years	A569		2,025,000		M.2.a.(6)
b. All loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column A) EXCLUDING closed-end loans secured by first liens on 1-4 family residential properties in domestic offices (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B) with a remaining maturity or next repricing date of:(1),(3)	RCON				
(1) Three months or less	A570		154,326,000		M.2.b.(1)
(2) Over three months through 12 months	A571		36,907,000		M.2.b.(2)
(3) Over one year through three years.....	A572		61,066,000		M.2.b.(3)
(4) Over three years through five years	A573		25,184,000		M.2.b.(4)
(5) Over five years through 15 years	A574		9,146,000		M.2.b.(5)
(6) Over 15 years	A575		3,923,000		M.2.b.(6)
c. Loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column A) with a REMAINING MATURITY of one year or less (excluding those in nonaccrual status)	A247		101,265,000		M.2.c.
3. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-C, part I, items 4 and 9, column A(4)	2746		326,000		M.3.
4. Adjustable rate closed-end loans secured by first liens on 1-4 family residential properties in domestic offices (included in Schedule RC-C, part I, item 1.c.(2)(a), column B)	RCON				
5. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RC-C, part I, item 1, column A, above)	5370		854,000		M.4.
<i>Memorandum item 6 is to be completed by banks 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) are credit card specialty banks as defined for Uniform Bank Performance Report purposes</i>	RCON				
6. Outstanding credit card fees and finance charges included in Schedule RC-C, part I, item 6.a., column A.	B837		23,871,000		M.5.
	C391		1,173,000		M.6.

(1) Report fixed rate loans and leases by remaining maturity and floating rate loans by next repricing date.

(2) Sum of Memorandum items 2.a.(1) through 2.a.(6) plus total nonaccrual closed-end loans secured by first liens on 1-4 family residential properties in domestic offices included in Schedule RC-N, item 1.c.(2)(a), column C, must equal total closed-end loans secured by first liens on 1-4 family residential properties from Schedule RC-C, part I, item 1.c.(2)(a), column B.

(3) Sum of Memorandum items 2.b.(1) through 2.b.(6), plus total nonaccrual loans and leases from Schedule RC-N, sum of items 1 through 8, column C, minus nonaccrual closed-end loans secured by first liens on 1-4 family residential properties in domestic offices included in Schedule RC-N, item 1.c.(2)(a), column C, must equal total loans and leases from Schedule RC-C, part I, sum of items 1 through 10, column A, minus total closed-end loans secured by first liens on 1-4 family residential properties in domestic offices from Schedule RC-C, part I, item 1.c.(2)(a), column B.

(4) Exclude loans secured by real estate that are included in Schedule RC-C, part I, item 1, column A.

Schedule RC-C - Continued

18a

Part II. Loans to Small Businesses and Small Farms

Schedule RC-C, Part II is to be reported only with the June Report of Condition.

Report the number and amount currently outstanding as of June 30 of business loans with "original amounts" of \$1,000,000 or less and farm loans with "original amounts" of \$500,000 or less. The following guidelines should be used to determine the "original amount" of a loan: (1) For loans drawn down under lines of credit or loan commitments, the "original amount" of the loan is the size of the line of credit or loan commitment when the line of credit or loan commitment was most recently approved, extended, or renewed prior to the report date. However, if the amount currently outstanding as of the report date exceeds this size, the "original amount" is the amount currently outstanding on the report date. (2) For loan participations and syndications, the "original amount" of the loan participation or syndication is the entire amount of the credit originated by the lead lender. (3) For all other loans, the "original amount" is the total amount of the loan at origination or the amount currently outstanding as of the report date, whichever is larger.

Loans to Small Businesses

1. Indicate in the appropriate box at the right whether all or substantially all of the dollar volume of your bank's "Loans secured by nonfarm nonresidential properties" in domestic offices reported in Schedule RC-C, part I, item 1.e, column B, and all or substantially all of the dollar volume of your bank's "Commercial and industrial loans to U.S. addressees" in domestic offices reported in Schedule RC-C, part I, item 4.a, column B, have original amounts of \$100,000 or less (If your bank has no loans outstanding in both of these two loan categories, place an "N" in the box to the right for NO, otherwise mark it "Y" for YES.)

RCON	(Y / N)
6999	N/A

1.

If YES, complete items 2.a and 2.b below, skip items 3 and 4, and go to item 5.

If NO and your bank has loans outstanding in either loan category, skip items 2.a and 2.b, complete items 3 and 4 below, and go to item 5.

If NO and your bank has no loans outstanding in both loan categories, skip items 2 through 4, and go to item 5.

2. Report the total number of loans currently outstanding for each of the following Schedule RC-C, part I, loan categories:

- a. "Loans secured by nonfarm nonresidential properties" in domestic offices reported in Schedule RC-C, part I, item 1.e, column B (Note: Item 1.e, column B, divided by the number of loans should NOT exceed \$100,000.) 5562 N/A 2.a.
- b. "Commercial and industrial loans to U.S. addressees" in domestic offices reported in Schedule RC-C, part I, item 4.a, column B (Note: Item 4.a, column B, divided by the number of loans should NOT exceed \$100,000.) 5563 N/A 2.b.

Number of Loans	
RCON	
5562	N/A
RCON	
5563	N/A

Dollar Amounts in Thousands	(Column A) Number of Loans		(Column B) Amount Currently Outstanding		
	RCON	RCON	Bil	Mil	Thou
3. Number and amount currently outstanding of "Loans secured by nonfarm nonresidential properties" in domestic offices reported in Schedule RC-C, part 1, item 1.e, column B (sum of items 3.a through 3.c must be less than or equal to Schedule RC-C, part 1, item 1.e, column B):					
a. With original amounts of \$100,000 or less	5564	N/A	5565		N/A
b. With original amounts of more than \$100,000 through \$250,000	5566	N/A	5567		N/A
c. With original amounts of more than \$250,000 through \$1,000,000	5568	N/A	5569		N/A
4. Number and amount currently outstanding of "Commercial and industrial loans to U.S. addressees" in domestic offices reported in Schedule RC-C, part I, item 4.a, column B (sum of items 4.a through 4.c must be less than or equal to Schedule RC-C, part I, item 4.a, column B):					
a. With original amounts of \$100,000 or less	5570	N/A	5571		N/A
b. With original amounts of more than \$100,000 through \$250,000	5572	N/A	5573		N/A
c. With original amounts of more than \$250,000 through \$1,000,000	5574	N/A	5575		N/A

Schedule RC-C - Continued

18b

Part II. Continued

Agricultural Loans to Small Farms

5. Indicate in the appropriate box at the right whether all or substantially all of the dollar volume of your bank's "Loans secured by farmland (including farm residential and other improvements)" in domestic offices reported in Schedule RC-C, part I, item 1.b, column B, and all or substantially all of the dollar volume of your bank's "Loans to finance agricultural production and other loans to farmers" in domestic offices reported in Schedule RC-C, part I, item 3, column B, have original amounts of \$100,000 or less (If your bank has no loans outstanding in both of these two loan categories, place an "N" in the box to the right for NO, otherwise mark it "Y" for YES.)

RCON	(Y / N)
6860	N/A

5.

If YES, complete items 6.a and 6.b below, and do not complete items 7 and 8.

If NO and your bank has loans outstanding in either loan category, skip items 6.a and 6.b and complete items 7 and 8 below.

If NO and your bank has no loans outstanding in both loan categories, do not complete items 6 through 8.

6. Report the total number of loans currently outstanding for each of the following Schedule RC-C, part I, loan categories:

Number of Loans	
RCON	
5576	N/A
RCON	
5577	N/A

6.a.

6.b.

- a. "Loans secured by farmland (including farm residential and other improvements)" in domestic offices reported in Schedule RC-C, part I, item 1.b, column B (Note: Item 1.b, column B, divided by the number of loans should NOT exceed \$100,000.)
- b. "Loans to finance agricultural production and other loans to farmers" in domestic offices reported in Schedule RC-C, part I, item 3, column B (Note: Item 3, column B, divided by the number of loans should NOT exceed \$100,000.)

Dollar Amounts in Thousands

7. Number and amount currently outstanding of "Loans secured by farmland (including farm residential and other improvements)" in domestic offices reported in Schedule RC-C, part I, item 1.b, column B (sum of items 7.a through 7.c must be less than or equal to Schedule RC-C, part I, item 1.b, column B):

Number of Loans	Amount Currently Outstanding			
	Bil	Mil	Thou	
RCON	RCON			
5578	N/A	5579		N/A
5580	N/A	5581		N/A
5582	N/A	5583		N/A
RCON				
5584	N/A	5585		N/A
5586	N/A	5587		N/A
5588	N/A	5589		N/A

7.a.

7.b.

7.c.

- a. With original amounts of \$100,000 or less
- b. With original amounts of more than \$100,000 through \$250,000
- c. With original amounts of more than \$250,000 through \$500,000

8. Number and amount currently outstanding of "Loans to finance agricultural production and other loans to farmers" in domestic offices reported in Schedule RC-C, part I, item 3, column B (sum of items 8.a through 8.c must be less than or equal to Schedule RC-C, part I, item 3, column B):

- a. With original amounts of \$100,000 or less
- b. With original amounts of more than \$100,000 through \$250,000
- c. With original amounts of more than \$250,000 through \$500,000

8.a.

8.b.

8.c.

Schedule RC-D - Trading Assets and Liabilities

Schedule RC-D is to be completed by banks that reported average trading assets (Schedule RC-K, item 7) of \$2 million or more for any quarter of the preceding calendar year.

		Dollar Amounts in Thousands				
		RCON	Bil	Mil	Thou	
ASSETS						
1.	U.S. Treasury securities in domestic offices	3531		561,000		1.
2.	U.S. Government agency obligations in domestic offices (exclude mortgage-backed securities)	3532		0		2.
3.	Securities issued by states and political subdivisions in the U.S. in domestic offices.....	3533		0		3.
4.	Mortgage-backed securities (MBS) in domestic offices:					
a.	Pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA	3534		378,000		4.a.
b.	Other mortgage-backed securities issued or guaranteed by FNMA, FHLMC, or GNMA (include CMOs, REMICs, and stripped MBS).....	3535		389,000		4.b.
c.	All other mortgage-backed securities	3536		103,000		4.c.
5.	Other debt securities in domestic offices	3537		5,043,000		5.
6. - 8.	Not applicable					
9.	Other trading assets in domestic offices	3541		2,576,000		9.
10.	Trading assets in foreign offices	RCFN 3542		18,168,000		10.
11.	Revaluation gains on derivative contracts:					
a.	In domestic offices	RCON 3543		12,413,000		11.a.
b.	In foreign offices	RCFN 3543		21,504,000		11.b.
12.	Total trading assets (sum of items 1 through 11) (must equal Schedule RC, item 5)	RCFD 3545		61,135,000		12.
LIABILITIES						
13.	Liability for short positions.....	3546		5,094,000		13.
14.	Revaluation losses on derivative contracts	3547		29,438,000		14.
15.	Total trading liabilities (sum of items 13 and 14) (must equal Schedule RC, item 15)	3548		34,532,000		15.

Schedule RC-E - Deposit Liabilities

Part I. Deposits in Domestic Offices

Dollar Amounts in Thousands	Transaction Accounts (Column A) Total transaction accounts (including total demand deposits)								Nontransaction Accounts (Column C) Total nontransaction accounts (including MMDAs)			
	(Column B) Memo: Total demand deposits (included in column A)											
	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou
Deposits of:												
1. Individuals, partnerships, and corporations (include all certified and official checks).....	B549	11,071,000						B550	99,738,000		1.	
2. U.S. Government	2202	2,000						2520	0		2.	
3. States and political subdivisions in the U.S.	2203	363,000						2530	544,000		3.	
4. Commercial banks and other depository institutions in the U.S.	B551	576,000						B552	14,000		4.	
5. Banks in foreign countries	2213	897,000						2236	12,000		5.	
6. Foreign governments and official institutions (including foreign central banks).....	2216	53,000						2377	0		6.	
7. Total (sum of items 1 through 6) (sum of columns A and C must equal Schedule RC, item 13.a)	2215	12,962,000		2210	11,612,000		2385	100,308,000		7.		

Memoranda

Dollar Amounts in Thousands	RCON	Bil	Mil	Thou	
1. Selected components of total deposits (i.e., sum of item 7, columns A and C):					
a. Total Individual Retirement Accounts (IRAs) and Keogh Plan accounts	6835	1,601,000			M.1.a.
b. Total brokered deposits	2365	39,647,000			M.1.b.
c. Fully insured brokered deposits (included in Memorandum item 1.b above):					
(1) Issued in denominations of less than \$100,000	2343	28,367,000			M.1.c.(1)
(2) Issued EITHER in denominations of \$100,000 OR in denominations greater than \$100,000 and participated out by the broker in shares of \$100,000 or less	2344	94,000			M.1.c.(2)
d. Maturity data for brokered deposits:					
(1) Brokered deposits issued in denominations of less than \$100,000 with a remaining maturity of one year or less (included in Memorandum item 1.c.(1) above)	A243	28,367,000			M.1.d.(1)
(2) Brokered deposits issued in denominations of \$100,000 or more with a remaining maturity of one year or less (included in Memorandum item 1.b above)	A244	10,845,000			M.1.d.(2)
e. Preferred deposits (uninsured deposits of states and political subdivisions in the U.S. reported in item 3 above which are secured or collateralized as required under state law) (to be completed for the December report only).....	5590	N/A			M.1.e.
2. Components of total nontransaction accounts (sum of Memorandum items 2.a through 2.c must equal item 7, column C above):					
a. Savings deposits:					
(1) Money market deposit accounts (MMDAs)	6810	70,381,000			M.2.a.(1)
(2) Other savings deposits (excludes MMDAs)	0352	6,677,000			M.2.a.(2)
b. Total time deposits of less than \$100,000.....	6648	3,363,000			M.2.b.
c. Total time deposits of \$100,000 or more	2604	19,887,000			M.2.c.

Schedule RC-E - Continued

Part I. Continued

Memoranda (continued)

		Dollar Amounts in Thousands				
		RCON	Bil	Mil	Thou	
3. Maturity and repricing data for time deposits of less than \$100,000:						
a. Time deposits of less than \$100,000 with a remaining maturity of next repricing date of:(1),(2)						
(1) Three months or less.....	A579		772,000			M.3.a.(1)
(2) Over three months through 12 months	A580		1,424,000			M.3.a.(2)
(3) Over one year through three years.....	A581		659,000			M.3.a.(3)
(4) Over three years.....	A582		508,000			M.3.a.(4)
b. Time deposits of less than \$100,000 with a REMAINING MATURITY of one year or less (included in Memorandum items 3.a.(1) and 3.a.(2) above)(3)						
	A241		2,196,000			M.3.b.
4. Maturity and repricing data for time deposits of \$100,000 or more:						
a. Time deposits of \$100,000 or more with a remaining maturity or next repricing date of:(1),(4)						
(1) Three months or less.....	A584		17,809,000			M.4.a.(1)
(2) Over three months through 12 months	A585		1,185,000			M.4.a.(2)
(3) Over one year through three years.....	A586		216,000			M.4.a.(3)
(4) Over three years.....	A587		677,000			M.4.a.(4)
b. Time deposits of \$100,000 or more with a REMAINING MATURITY of one year or less (included in Memorandum items 4.a.(1) and 4.a.(2) above)(3)						
	A242		18,962,000			M.4.b.

- (1) Report fixed rate time deposits by remaining maturity and floating rate time deposits by next repricing date.
- (2) Sum of Memorandum items 3.a.(1) through 3.a.(4) must equal Schedule RC-E, Memorandum item 2.b above.
- (3) Report both fixed and floating rate time deposits by remaining maturity. Exclude floating rate time deposits with a next repricing date of one year or less that have a remaining maturity of over one year.
- (4) Sum of Memorandum items 4.a.(1) through 4.a.(4) must equal Schedule RC-E, Memorandum item 2.c above.

Part II. Deposits in Foreign Offices (including Edge and Agreement subsidiaries and IBFs)

		Dollar Amounts in Thousands				
		RCFN	Bil	Mil	Thou	
Deposits of:						
1. Individuals, partnerships, and corporations (include all certified and official checks).....						
	B553		216,231,000			1.
2. U.S. banks (including IBFs and foreign branches of U.S. banks) and other U.S. depository institutions						
	B554		1,323,000			2.
3. Foreign banks (including U.S. branches and agencies of foreign banks, including their IBFs)						
	2625		27,093,000			3.
4. Foreign governments and official institutions (including foreign central banks)						
	2650		6,793,000			4.
5. U.S. Government and states and political subdivisions in the U.S.....						
	B555		253,000			5.
6. Total (sum of items 1 through 5) (must equal Schedule RC, item 13.b)						
	2200		251,693,000			6.

Memorandum

		Dollar Amounts in Thousands				
		RCFN	Bil	Mil	Thou	
1. Time deposits with a remaining maturity of one year or less (included in Part II, item 6 above)						
	A245		86,511,000			M.1.

Schedule RC-F - Other Assets

		Dollar Amounts in Thousands				
		RCFD	Bil	Mil	Thou	
1.	Accrued interest receivable(1)	B556		3,656,000		1.
2.	Net deferred tax assets(2)	2148		2,261,000		2.
3.	Interest-only strips receivable (not in form of a security)(3) on:					
a.	Mortgage loans	A519		282,000		3.a.
b.	Other financial assets	A520		0		3.b.
4.	Equity securities that DO NOT have readily determinable fair values(4)	1752		2,556,000		4.
5.	All other assets (itemize and describe amounts greater than \$25,000 that exceed 25% of this item)	2168		26,300,000		5.
a.	Prepaid expenses		2166		0	5.a.
b.	Cash surrender value of life insurance		C009		0	5.b.
c.	Repossessed personal property (including vehicles)		1578		0	5.c.
d.	Derivatives with a positive fair value held for purposes other than trading		C010		0	5.d.
e.	Retained interests in accrued interest receivable related to securitized credit cards		C436		0	5.e.
f.	TEXT 3549		3549		0	5.f.
g.	TEXT 3550		3550		0	5.g.
h.	TEXT 3551		3551		0	5.h.
6.	Total (sum of items 1 through 5) (must equal Schedule RC, item 11)	2160		35,055,000		6.

Schedule RC-G - Other Liabilities

		Dollar Amounts in Thousands				
		RCON	Bil	Mil	Thou	
1.	a. Interest accrued and unpaid on deposits in domestic offices(5)	3645		38,000		1.a.
	b. Other expenses accrued and unpaid (includes accrued income taxes payable)	RCFD		5,946,000		1.b.
2.	Net deferred tax liabilities(2)	3049		744,000		2.
3.	Allowance for credit losses on off-balance sheet credit exposures	B557		126,000		3.
4.	All other liabilities (itemize and describe amounts greater than \$25,000 that exceed 25% of this item)	2938		27,824,000		4.
a.	Accounts payable		3066		0	4.a.
b.	Deferred compensation liabilities		C011		0	4.b.
c.	Dividends declared but not yet payable		2932		0	4.c.
d.	Derivatives with a negative fair value held for purposes other than trading		C012		0	4.d.
e.	TEXT 3552		3552		0	4.e.
f.	TEXT 3553		3553		0	4.f.
g.	TEXT 3554		3554		0	4.g.
5.	Total (sum of items 1 through 4) (must equal Schedule RC, item 20)	2930		34,678,000		5.

(1) Include accrued interest receivable on loans, leases, debt securities, and other interest-bearing assets.
 (2) See discussion of deferred income taxes in Glossary entry on "income taxes."
 (3) Report interest-only strips receivable in the form of a security as available-for-sale securities in Schedule RC, item 2.b, or as trading assets in Schedule RC, item 5, as appropriate.
 (4) Include Federal Reserve stock, Federal Home Loan Bank stock, and bankers' bank stock.
 (5) For savings banks, include "dividends" accrued and unpaid on deposits.

Schedule RC-H - Selected Balance Sheet Items for Domestic Offices

	Domestic Offices				
	RCON	Bil	Mil	Thou	
Dollar Amounts in Thousands					
1. Customers' liability to this bank on acceptances outstanding.....	2155		119,000		1.
2. Bank's liability on acceptances executed and outstanding	2920		119,000		2.
3. Securities purchased under agreements to resell	B989		4,841,000		3.
4. Securities sold under agreements to repurchase	B995		9,412,000		4.
5. Other borrowed money.....	3190		19,020,000		5.
<i>EITHER</i>					
6. Net due from own foreign offices, Edge and Agreement subsidiaries, and IBFs.....	2163		0		6.
<i>OR</i>					
7. Net due to own foreign offices, Edge and Agreement subsidiaries, and IBFs.....	2941		4,531,000		7.
8. Total assets (excludes net due from foreign offices, Edge and Agreement subsidiaries, and IBFs)	2192		246,782,000		8.
9. Total liabilities (excludes net due to foreign offices, Edge and Agreement subsidiaries, and IBFs)	3129		198,028,000		9.

In items 10-17, report the amortized (historical) cost of both held-to-maturity and available-for-sale securities in domestic offices.

	Domestic Offices				
	RCON	Bil	Mil	Thou	
10. U.S. Treasury securities	1039		9,433,000		10.
11. U.S. Government agency obligations (exclude mortgage-backed securities)	1041		9,457,000		11.
12. Securities issued by states and political subdivisions in the U.S.	1042		7,229,000		12.
13. Mortgage-backed securities (MBS):					
a. Pass-through securities:					
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA	1043		13,513,000		13.a.(1)
(2) Other pass-through securities.....	1044		21,000		13.a.(2)
b. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS):					
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA	1209		2,000		13.b.(1)
(2) All other mortgage-backed securities	1280		0		13.b.(2)
14. Other domestic debt securities (include domestic asset-backed securities)	1281		2,858,000		14.
15. Foreign debt securities (include foreign asset-backed securities)	1282		1,717,000		15.
16. Investments in mutual funds and other equity securities with readily determinable fair values	A510		74,000		16.
17. Total amortized (historical) cost of both held-to-maturity and available-for-sale securities (sum of items 10 through 16)	1374		44,304,000		17.
18. Equity securities that do not have readily determinable fair values	1752		2,267,000		18.

Schedule RC-I - Assets and Liabilities of IBFs

To be completed only by banks with IBFs and other "foreign" offices.

	Domestic Offices				
	RCFN	Bil	Mil	Thou	
Dollar Amounts in Thousands					
1. Total IBF assets of the consolidated bank (component of Schedule RC, item 12).....	2133		7,308,000		1.
2. Total IBF liabilities (component of Schedule RC, item 21)	2898		8,713,000		2.

Schedule RC-K - Quarterly Averages(1)

		Dollar Amounts in Thousands			
		RCFD	Bil	Mil	Thou
ASSETS					
1.	Interest-bearing balances due from depository institutions	3381	17,244,000		1.
2.	U.S. Treasury securities and U.S. Government agency obligations(2) (excluding mortgage-backed securities)	B558	19,852,000		2.
3.	Mortgage-backed securities(2)	B559	15,791,000		3.
4.	All other securities(2),(3) (includes securities issued by states and political subdivisions in the U.S.)	B560	48,445,000		4.
5.	Federal funds sold and securities purchased under agreements to resell	3365	19,018,000		5.
6.	Loans:				
	a. Loans in domestic offices:	RCFN			
	(1) Total loans	3360	129,313,000		6.a.(1)
	(2) Loans secured by real estate	3385	12,577,000		6.a.(2)
	(3) Loans to finance agricultural production and other loans to farmers	3386	0		6.a.(3)
	(4) Commercial and industrial loans	3387	21,971,000		6.a.(4)
	(5) Loans to individuals for household, family, and other personal expenditures:				
	(a) Credit cards.....	B561	28,852,000		6.a.(5)(a)
	(b) Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	B562	8,705,000		6.a.(5)(b)
	b. Total loans in foreign offices, Edge and Agreement subsidiaries, and IBFs	RCFN	3360	156,242,000	6.b.
7.	Trading assets	RCFD	3401	24,685,000	7.
8.	Lease and financing receivables (net of unearned income).....	RCFD	3484	14,170,000	8.
9.	Total assets(4)	RCFD	3368	522,936,000	9.
LIABILITIES					
10.	Interest-bearing transaction accounts in domestic offices (NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts) (exclude demand deposits)	RCFN	3485	1,417,000	10.
11.	Nontransaction accounts in domestic offices:				
	a. Savings deposits (include MMDAs).....	B563	79,871,000		11.a.
	b. Time deposits of \$100,000 or more	A514	15,238,000		11.b.
	c. Time deposits of less than \$100,000	A529	3,462,000		11.c.
12.	Interest-bearing deposits in foreign offices, Edge and Agreement subsidiaries, and IBFs	RCFN	3404	226,226,000	12.
13.	Federal funds purchased and securities sold under agreements to repurchase	RCFD	3353	25,741,000	13.
14.	Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases)	RCFD	3355	25,949,000	14.

(1) For all items, banks have the option of reporting either (1) an average of DAILY figures for the quarter, or (2) an average of WEEKLY figures (i.e., the Wednesday of each week of the quarter).

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

(3) Quarterly averages for all equity securities should be based on historical cost.

(4) The quarterly average for total assets should reflect all debt securities (not held for trading) at amortized cost, equity securities with readily determinable fair values at the lower of cost or fair value, and equity securities without readily determinable fair values at historical cost.

Schedule RC-L - Derivatives and Off-Balance Sheet Items

Please read carefully the instructions for the preparation of Schedule RC-L. Some of the amounts reported in Schedule RC-L are regarded as volume indicators and not necessarily as measures of risk.

		Dollar Amounts in Thousands		RCFD	Bil	Mil	Thou	
1.	Unused commitments:							
a.	Revolving, open-end lines secured by 1-4 family residential properties, e.g., home equity lines			3814		5,644,000		1.a.
b.	Credit card lines			3815		336,054,000		1.b.
c.	(1) Commitments to fund commercial real estate, construction, and land development loans secured by real estate			3816		1,087,000		1.c.(1)
	(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate			6550		161,000		1.c.(2)
d.	Securities underwriting			3817		500,000		1.d.
e.	Other unused commitments			3818		212,563,000		1.e.
2.	Financial standby letters of credit and foreign office guarantees			3819		33,638,000		2.
a.	Amount of financial standby letters of credit conveyed to others	3820	1,280,000					2.a.
3.	Performance standby letters of credit and foreign office guarantees			3821		7,057,000		3.
a.	Amount of performance standby letters of credit conveyed to others	3822	485,000					3.a.
4.	Commercial and similar letters of credit			3411		4,204,000		4.
5.	Participations in acceptances (as described in the instructions) conveyed to others by the reporting bank			3428		0		5.
6.	Securities lent (including customers' securities lent where the customer is indemnified against loss by the reporting bank)			3433		48,024,000		6.
7.	Credit derivatives:							
a.	Notional amount of credit derivatives on which the reporting bank is the guarantor			A534		76,327,000		7.a.
	(1) Gross positive fair value			C219		753,000		7.a.(1)
	(2) Gross negative fair value			C220		394,000		7.a.(2)
b.	Notional amount of credit derivatives on which the reporting bank is the beneficiary			A535		69,649,000		7.b.
	(1) Gross positive fair value			C221		311,000		7.b.(1)
	(2) Gross negative fair value			C222		820,000		7.b.(2)
8.	Spot foreign exchange contracts			8765		214,854,000		8.
9.	All other off-balance sheet liabilities (exclude derivatives) (itemize and describe each component of this item over 25% of Schedule RC, item 28, "Total equity capital")			3430		7,320,000		9.
a.	Securities borrowed	3432	0					9.a.
b.	Commitments to purchase when-issued securities	3434	0					9.b.
c.	TEXT 3555	3555	0					9.c.
d.	TEXT 3556	3556	0					9.d.
e.	TEXT 3557	3557	0					9.e.
10.	All other off-balance sheet assets (exclude derivatives) (itemize and describe each component of this item over 25% of Schedule RC, item 28, "Total equity capital")			5591		360,000		10.
a.	Commitments to sell when-issued securities	3435	0					10.a.
b.	TEXT 5592	5592	0					10.b.
c.	TEXT 5593	5593	0					10.c.
d.	TEXT 5594	5594	0					10.d.
e.	TEXT 5595	5595	0					10.e.

Schedule RC-L - Continued

11. Year-to-date merchant credit card sales volume:

	RCFD	Tril	Bil	Mil	Thou	
a. Sales for which the reporting bank is the acquiring bank	C223			19,072,000		11.a.
b. Sales for which the reporting bank is the agent bank with risk	C224			0		11.b.

Dollar Amounts in Thousands	(Column A) Interest Rate Contracts				(Column B) Foreign Exchange Contracts				(Column C) Equity Derivative Contracts				(Column D) Commodity and Other Contracts			
	Tril	Bil	Mil	Thou	Tril	Bil	Mil	Thou	Tril	Bil	Mil	Thou	Tril	Bil	Mil	Thou
Derivatives Position Indicators																
12. Gross amounts (e.g., notional amounts) (for each column, sum of items 12.a. through 12.e must equal sum of items 13 and 14):																
a. Futures contracts		RCFD 8693				RCFD 8694				RCFD 8695				RCFD 8696		
		394,786,000				6,958,000				644,000				863,000		
b. Forward contracts		RCFD 8697				RCFD 8698				RCFD 8699				RCFD 8700		
		355,662,000				1,255,994,000				413,000				6,752,000		
c. Exchange-traded option contracts:		RCFD 8701				RCFD 8702				RCFD 8703				RCFD 8704		
(1) Written options		54,494,000				643,000				1,459,000				120,000		
(2) Purchased options		RCFD 8705				RCFD 8706				RCFD 8707				RCFD 8708		
		36,849,000				604,000				1,735,000				19,000		
d. Over-the-counter option contracts:		RCFD 8709				RCFD 8710				RCFD 8711				RCFD 8712		
(1) Written options		656,332,000				233,504,000				25,711,000				9,750,000		
(2) Purchased options		RCFD 8713				RCFD 8714				RCFD 8715				RCFD 8716		
		628,050,000				227,663,000				24,327,000				11,624,000		
e. Swaps		RCFD 3450				RCFD 3826				RCFD 8719				RCFD 8720		
		6,306,646,000				393,655,000				26,355,000				5,038,000		
13. Total gross notional amount of derivative contracts held for trading		RCFD A126				RCFD A127				RCFD 8723				RCFD 8724		
		8,276,006,000				2,105,186,000				80,644,000				34,166,000		
14. Total gross notional amount of derivative contract held for purposes other than trading....		RCFD 8725				RCFD 8726				RCFD 8727				RCFD 8728		
		156,813,000				13,835,000				0				0		
a. Interest rate swaps where the bank has agreed to pay a fixed rate.....		RCFD A589														
		44,321,000														
15. Gross fair values of derivative contracts:																
a. Contracts held for trading:		RCFD 8733				RCFD 8734				RCFD 8735				RCFD 8736		
(1) Gross positive fair value..		143,709,000				45,960,000				4,442,000				1,447,000		
(2) Gross negative fair value..		RCFD 8737				RCFD 8738				RCFD 8739				RCFD 8740		
		134,885,000				48,739,000				3,726,000				2,938,000		
b. Contracts held for purposes other than trading:		RCFD 8741				RCFD 8742				RCFD 8743				RCFD 8744		
(1) Gross positive fair value..		3,928,000				112,000				0				0		
(2) Gross negative fair value..		RCFD 8745				RCFD 8746				RCFD 8747				RCFD 8748		
		1,805,000				426,000				0				0		

Schedule RC-M - Memoranda

		Dollar Amounts in Thousands					
		RCFD	Bil	Mil	Thou		
1. Extensions of credit by the reporting bank to its executive officers, directors, principal shareholders, and their related interests as of the report date:							
a.	Aggregate amount of all extensions of credit to all executive officers, directors, principal shareholders, and their related interests	6164		8,000		1.a.	
b.	Number of executive officers, directors, and principal shareholders to whom the amount of all extensions of credit by the reporting bank (including extensions of credit to related interests) equals or exceeds the lesser of \$500,000 or 5 percent of total capital as defined for this purpose in agency regulations	6165			6	1.b.	
2. Intangible assets other than goodwill:							
a.	Mortgage servicing assets	3164		1,623,000		2.a.	
(1)	Estimated fair value of mortgage servicing assets	A590		1,636,000		2.a.(1)	
b.	Purchased credit card relationships and nonmortgage servicing assets	B026		2,393,000		2.b.	
c.	All other identifiable intangible assets	5507		954,000		2.c.	
d.	Total (sum of items 2.a, 2.b, and 2.c) (must equal Schedule RC, item 10.b)	0426		4,970,000		2.d.	
3. Other real estate owned:							
a.	Direct and indirect investments in real estate ventures	5372		0		3.a.	
b.	All other real estate owned:	RCFN					
(1)	Construction, land development, and other land in domestic offices	5508		0		3.b.(1)	
(2)	Farmland in domestic offices	5509		0		3.b.(2)	
(3)	1-4 family residential properties in domestic offices	5510		7,000		3.b.(3)	
(4)	Multifamily (5 or more) residential properties in domestic offices	5511		0		3.b.(4)	
(5)	Nonfarm nonresidential properties in domestic offices.....	5512		29,000		3.b.(5)	
(6)	In foreign offices.....	RCFN	5513	80,000		3.b.(6)	
c.	Total (sum of items 3.a and 3.b) (must equal Schedule RC, item 7).....	RCFD	2150	116,000		3.c.	
4. Investments in unconsolidated subsidiaries and associated companies:							
a.	Direct and indirect investments in real estate ventures	5374		0		4.a.	
b.	All other investments in unconsolidated subsidiaries and associated companies	5375		675,000		4.b.	
c.	Total (sum of items 4.a and 4.b) (must equal Schedule RC, item 8).....	2130		675,000		4.c.	
5. Other borrowed money:							
a.	Federal Home Loan Bank advances:						
(1)	With a remaining maturity of one year or less(1)	2651		0		5.a.(1)	
(2)	With a remaining maturity of more than one year through three years	B565		0		5.a.(2)	
(3)	With a remaining maturity of more than three years.....	B566		0		5.a.(3)	
b.	Other borrowings:						
(1)	With a remaining maturity of one year or less	B571		38,048,000		5.b.(1)	
(2)	With a remaining maturity of more than one year through three years	B567		2,825,000		5.b.(2)	
(3)	With a remaining maturity of more than three years.....	B568		1,076,000		5.b.(3)	
c.	Total (sum of items 5.a.(1) through 5.b.(3)) (must equal Schedule RC, item 16).....	3190		41,949,000		5.c.	
6. Does the reporting bank sell private label or third party mutual funds and annuities?							
Enter "Y" for YES or "N" for NO		RCFD	(Y / N)				
		B569	Y				
7. Assets under the reporting bank's management in proprietary mutual funds and annuities							
		RCFD	Bil	Mil	Thou		
		B570		16,583,000		7.	
8. Primary Internet Web site address of the bank (home page), if any (Example: www.examplebank.com) (TEXT 4087) http:// www.citibank.com							
							8.
9. Do any of the bank's Internet Web sites have transactional capability, i.e., allow the bank's customers to execute transactions on their accounts through the Web site?							
		RCFD	(Y / N)				
		4088	Y				

(1) Includes overnight Federal Home Loan Bank advances.

Schedule RC-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			
	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou
Dollar Amounts in Thousands												
1. Loans secured by real estate:												
a. Construction, land development, and other land loans in domestic offices	2759	8,000			2769	0			3492	29,000		1.a.
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	21,000			5399	0			5400	8,000		1.c.(1)
(2) Closed-end loans secured by 1-4 family residential properties												
(a) Secured by first liens	C236	250,000			C237	400,000			C229	53,000		1.c.(2)(a)
(b) Secured by junior liens	C238	1,000			C239	0			C230	0		1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices.....	3499	0			3500	0			3501	2,000		1.d.
e. Secured by nonfarm nonresidential properties in domestic offices.....	3502	3,000			3503	12,000			3504	103,000		1.e.
f. In foreign offices	RCFN				RCFN				RCFN			
	B572	321,000			B573	16,000			B574	547,000		1.f.
2. Loans to depository institutions and acceptances of other banks:												
a. To U.S. banks and other U.S. depository institutions.....	RCFD				RCFD				RCFD			
	5377	0			5378	0			5379	0		2.a.
b. To foreign banks.....	5380	0			5381	0			5382	50,000		2.b.
3. Loans to finance agricultural production and other loans to farmers	1594	0			1597	0			1583	7,000		3.
4. Commercial and industrial loans:												
a. To U.S. addressees (domicile)	1251	343,000			1252	16,000			1253	1,315,000		4.a.
b. To non-U.S. addressees (domicile).....	1254	218,000			1255	10,000			1256	2,067,000		4.b.
5. Loans to individuals for household, family, and other personal expenditures:												
a. Credit cards	B575	986,000			B576	684,000			B577	111,000		5.a.
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....	B578	1,338,000			B579	918,000			B580	1,481,000		5.b.
6. Loans to foreign governments and official institutions.....	5389	0			5390	0			5391	245,000		6.
7. All other loans	5459	68,000			5460	0			5461	62,000		7.
8. Lease financing receivables:												
a. Of U.S. addressees (domicile)	1257	243,000			1258	0			1259	282,000		8.a.
b. Of non-U.S. addressees (domicile).....	1271	69,000			1272	3,000			1791	114,000		8.b.
9. Debt securities and other assets (exclude other real estate owned and other repossessed assets)	3505	0			3506	0			3507	32,000		9.

Schedule RC-N - Continued

Amounts reported in Schedule RC-N, items 1 through 8, above include guaranteed and unguaranteed portions of past due and nonaccrual loans and leases. Report in item 10 below certain guaranteed loans and leases that have already been included in the amounts reported in items 1 through 8.

	(Column A) Past Due 30 through 89 days and still accruing				(Column B) Past due 90 days or more and still accruing				(Column C) Nonaccrual			
	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou
Dollar Amounts in Thousands												
10. Loans and leases reported in items 1 through 8 above which are wholly or partially guaranteed by the U.S. Government	5612		752,000		5613		1,089,000		5614			0
a. Guaranteed portion of loans and leases included in item 10 above	5615		727,000		5616		1,017,000		5617			0

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			
	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou
Dollar Amounts in Thousands												
1. Restructured loans and leases included in Schedule RC-N, items 1 through 8, above (and not reported in Schedule RC-C, Part I, Memorandum item 1)	1658		11,000		1659		0		1661		52,000	
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-N, items 4 and 7, above	6558		0		6559		0		6560		0	
3. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RC-N, item 1, above)	1248		311,000		1249		16,000		1250		514,000	
4. Not applicable												
5. Loans and leases held for sale (included in Schedule RC-N, items 1 through 8, above)	C240		154,000		C241		120,000		C226		0	

6. Interest rate, foreign exchange rate, and other commodity and equity contracts: Fair value of amounts carried as assets	(Column A) Past Due 30 through 89 days				(Column B) Past due 90 days or more			
	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou
	3529		0		3530		0	

Person to whom questions about the Reports of Condition and Income should be directed:

Carmine Pennella, Vice President
Name and Title (TEXT 8901)

pennellac@citigroup.com
E-mail Address (TEXT 4086)

(212) 559-6007
Telephone: Area code/phone number/extension (TEXT 8902)

(212) 793-6652
FAX: Area code/phone number (TEXT 9116)

Schedule RC-O - Other Data for Deposit Insurance and FICO Assessments

Dollar Amounts in Thousands				RCON	Bil	Mil	Thou	
1. Unposted debits (see instructions):								
a. Actual amount of all unposted debits.....								
				0030			0	1.a.
OR								
b. Separate amount of unposted debits:								
(1) Actual amount of unposted debits to demand deposits								
				0031			0	1.b.(1)
(2) Actual amount of unposted debits to time and savings deposits(1)								
				0032			0	1.b.(2)
2. Unposted credits (see instructions):								
a. Actual amount of all unposted credits								
				3510			0	2.a.
OR								
b. Separate amount of unposted credits:								
(1) Actual amount of unposted credits to demand deposits.....								
				3512			0	2.b.(1)
(2) Actual amount of unposted credits to time and savings deposits(1)								
				3514			0	2.b.(2)
3. Uninvested trust funds (cash) held in bank's own trust department (not included in total deposits in domestic offices)								
				3520			1,000	3.
4. Deposits of consolidated subsidiaries in domestic offices and in insured branches in Puerto Rico and U.S. territories and possessions (not included in total deposits):								
a. Demand deposits of consolidated subsidiaries.....								
				2211			1,417,000	4.a.
b. Time and savings deposits(1) of consolidated subsidiaries								
				2351			5,326,000	4.b.
c. Interest accrued and unpaid on deposits of consolidated subsidiaries.....								
				5514			1,000	4.c.
5. Deposits in insured branches in Puerto Rico and U.S. territories and possessions:								
a. Demand deposits in insured branches (included in Schedule RC-E, Part II)								
				2229			1,798,000	5.a.
b. Time and savings deposits(1) in insured branches (included in Schedule RC-E, Part II)								
				2383			1,167,000	5.b.
c. Interest accrued and unpaid on deposits in insured branches (included in Schedule RC-G, item 1.b.).....								
				5515			7,000	5.c.
6. Reserve balances actually passed through to the Federal Reserve by the reporting bank on behalf of its respondent depository institutions that are also reflected as deposit liabilities of the reporting bank:								
a. Amount reflected in demand deposits (included in Schedule RC-E, Part I, item 7, column B)								
				2314			40,000	6.a.
b. Amount reflected in time and savings deposits(1) (included in Schedule RC-E, Part I, item 7, column A or C, but not column B).....								
				2315			0	6.b.
7. Unamortized premiums and discounts on time and savings deposits:(1),(2)								
a. Unamortized premiums								
				5516			0	7.a.
b. Unamortized discounts.....								
				5517			0	7.b.
8. To be completed by banks with "Oakar deposits."								
a. Deposits purchased or acquired from other FDIC-insured institutions during the quarter (exclude deposits purchased or acquired from foreign offices other than insured branches in Puerto Rico and U.S. territories and possessions):								
(1) Total deposits purchased or acquired from other FDIC-insured institutions during the quarter								
				A531			N/A	8.a.(1)
(2) Amount of purchased or acquired deposits reported in item 8.a.(1) above attributable to a secondary fund (i.e., BIF members report deposits attributable to SAIF; SAIF members report deposits attributable to BIF).....								
				A532			N/A	8.a.(2)
b. Total deposits sold or transferred to other FDIC-insured institutions during the quarter (exclude sales or transfers by the reporting bank of deposits in foreign offices other than insured branches in Puerto Rico and U.S. territories and possessions)								
				A533			N/A	8.b.

(1) For FDIC insurance and FICO assessment purposes, "time and savings deposits" consists of nontransaction accounts and all transaction accounts other than demand deposits.

(2) Exclude core deposit intangibles.

Schedule RC-O - Continued

		Dollar Amounts in Thousands				
		RCON	Bil	Mil	Thou	
9.	Deposits in lifeline accounts	5596				9.
10.	Benefit-responsive "Depository Institution Investment Contracts" (included in total deposits in domestic offices).....	8432			0	10.
11.	Adjustments to demand deposits in domestic offices and in insured branches in Puerto Rico and U.S. territories and possessions reported in Schedule RC-E for certain reciprocal demand balances:					
a.	Amount by which demand deposits would be reduced if the reporting bank's reciprocal demand balances with the domestic offices of U.S. banks and savings associations and insured branches in Puerto Rico and U.S. territories and possessions that were reported on a gross basis in Schedule RC-E had been reported on a net basis	8785			0	11.a.
b.	Amount by which demand deposits would be increased if the reporting bank's reciprocal demand balances with foreign banks and foreign offices of other U.S. banks (other than insured branches in Puerto Rico and U.S. territories and possessions) that were reported on a net basis in Schedule RC-E had been reported on a gross basis	A181			0	11.b.
c.	Amount by which demand deposits would be reduced if cash items in process of collection were included in the calculation of the reporting bank's net reciprocal demand balances with the domestic offices of U.S. banks and savings associations and insured branches in Puerto Rico and U.S. territories and possessions in Schedule RC-E	A182			0	11.c.
12.	Amount of assets netted against deposit liabilities in domestic offices and in insured branches in Puerto Rico and U.S. territories and possessions on the balance sheet (Schedule RC) in accordance with generally accepted accounting principles (exclude amounts related to reciprocal demand balances):					
a.	Amount of assets netted against demand deposits.....	A527		1,008,000		12.a.
b.	Amount of assets netted against time and savings deposits	A528		109,000		12.b.

Memoranda (to be completed each quarter except as noted)

		Dollar Amounts in Thousands				
		RCON	Bil	Mil	Thou	
1.	Total deposits in domestic offices of the bank and in insured branches in Puerto Rico and U.S. territories and possessions (sum of Memorandum items 1.a.(1) and 1.b.(1) must equal the sum of Schedule RC, item 13.a, and Schedule RC-O, items 5.a and 5.b)					
a.	Deposit accounts of \$100,000 or less:(1)					
(1)	Amount of deposit accounts of \$100,000 or less.....	2702		56,351,000		M.1.a.(1)
(2)	Number of deposit accounts of \$100,000 or less (to be completed for the June report only).....	3779		N/A		M.1.a.(2)
b.	Deposit accounts of more than \$100,000:(1)					
(1)	Amount of deposit accounts of more than \$100,000.....	2710		59,884,000		M.1.b.(1)
(2)	Number of deposit accounts of more than \$100,000.....	2722		92,303		M.1.b.(2)
<i>Memorandum item 2 is to be completed by all banks.</i>						
2.	Estimated amount of uninsured deposits in domestic offices of the bank and in insured branches in Puerto Rico and U.S. territories and possessions (see instructions)	5597		50,117,000		M.2.
3.	Has the reporting institution been consolidated with a parent bank or savings association in that parent bank's or parent savings association's Call Report or Thrift Financial Report? If so, report the legal title and FDIC Certificate Number of the parent bank or parent savings association:					
	TEXT A545	A545				M.3.

(1) The dollar amount used as the basis for reporting in Memoranda items 1.a. and 1.b. reflect the deposit insurance limits in effect on the report date.

Schedule RC-R - Regulatory Capital

		Dollar Amounts in Thousands				
		RCFD	Bil	Mil	Thou	
Tier 1 Capital						
1.	Total equity capital (from Schedule RC, item 28)	3210	43,826,000			1.
2.	LESS: Net unrealized gains (losses) on available-for-sale securities(1) (if a gain, report as a positive value; if a loss, report as a negative value)	8434	278,000			2.
3.	LESS: Net unrealized loss on available-for-sale EQUITY securities(1) (report loss as a POSITIVE value)	A221	0			3.
4.	LESS: Accumulated net gains (losses) on cash flow hedges(1) (if a gain, report as a positive value; if a loss, report as a negative value)	4336	854,000			4.
5.	LESS: Nonqualifying perpetual preferred stock	B588	0			5.
6.	Qualifying minority interests in consolidated subsidiaries	B589	397,000			6.
7.	LESS: Disallowed goodwill and other disallowed intangible assets	B590	6,727,000			7.
8.	Subtotal (sum of items 1 and 6, less items 2, 3, 4, 5, and 7)	C227	36,364,000			8.
9. a.	LESS: Disallowed servicing assets and purchased credit card relationships	B591	151,000			9.a.
9. b.	LESS: Disallowed deferred tax assets	5610	0			9.b.
10.	Other additions to (deductions from) Tier 1 capital	B592	(25,000)			10.
11.	Tier 1 capital (sum of items 8 and 10 less items 9.a and 9.b)	8274	36,188,000			11.
Tier 2 Capital						
12.	Qualifying subordinated debt and redeemable preferred stock	5306	11,500,000			12.
13.	Cumulative perpetual preferred stock includible in Tier 2 capital	B593	0			13.
14.	Allowance for loan and lease losses includible in Tier 2 capital	5310	5,088,000			14.
15.	Unrealized gains on available-for-sale equity securities includible in Tier 2 capital	2221	8,000			15.
16.	Other Tier 2 capital components	B594	0			16.
17.	Tier 2 capital (sum of items 12 through 16)	5311	16,596,000			17.
18.	Allowable Tier 2 capital (lesser of item 11 or 17)	8275	16,596,000			18.
19.	Tier 3 capital allocated for market risk	1395	0			19.
20.	LESS: Deductions for total risk-based capital	B595	0			20.
21.	Total risk-based capital (sum of items 11, 18, and 19, less item 20)	3792	52,784,000			21.
Total assets for leverage ratio						
22.	Average total assets (from Schedule RC-K, item 9)	3368	522,936,000			22.
23.	LESS: Disallowed goodwill and other disallowed intangible assets (from item 7 above)	B590	6,727,000			23.
24.	LESS: Disallowed servicing assets and purchased credit card relationships (from item 9.a. above)	B591	151,000			24.
25.	LESS: Disallowed deferred tax assets (from item 9.b. above)	5610	0			25.
26.	LESS: Other deductions from assets for leverage capital purposes	B596	310,000			26.
27.	Average total assets for leverage capital purposes (item 22 less items 23 through 26)	A224	515,748,000			27.
Adjustments for financial subsidiaries						
28.a.	Adjustment to Tier 1 capital reported in item 11	C228	0			28.a.
28.b.	Adjustment to total risk-based capital reported in item 21	B503	0			28.b.
29.	Adjustment to risk-weighted assets reported in item 62	B504	0			29.
30.	Adjustment to average total assets reported in item 27	B505	0			30.

Capital ratios

(Column B is to be completed by all banks.
Column A is to be completed by banks with financial subsidiaries.)

	(Column A)		(Column B)		
	RCFD	Percentage	RCFD	Percentage	
31. Tier 1 leverage ratio (2)	7273	N/A	7204	7.02	31.
32. Tier 1 risk-based capital ratio (3)	7274	N/A	7206	9.09	32.
33. Total risk-based capital ratio (4)	7275	N/A	7205	13.26	33.

(1) Report amount included in Schedule RC, item 26.b, "Accumulated other comprehensive income."

(2) The ratio for column B is item 11 divided by item 27. The ratio for column A is item 11 minus item 28.a divided by (item 27 minus item 30).

(3) The ratio for column B is item 11 divided by item 62. The ratio for column A is item 11 minus item 28.a divided by (item 62 minus item 29).

(4) The ratio for column B is item 21 divided by item 62. The ratio for column A is item 21 minus item 28.b divided by (item 62 minus item 29).

Schedule RC-R - Continued

Banks are not required to risk-weight each on-balance sheet asset and the credit equivalent amount of each off-balance sheet item that qualifies for a risk weight of less than 100 percent (50 percent for derivatives) at its lower risk weight. When completing items 34 through 54 of Schedule RC-R, each bank should decide for itself how detailed a risk-weight analysis it wishes to perform. In other words, a bank can choose from among its assets and off-balance sheet items that have a risk weight of less than 100 percent which ones to risk-weight at an appropriate lower risk weight, or it can simply risk-weight some or all of these items at a 100 percent risk weight (50 percent for derivatives).

	(Column A) Totals (from Schedule RC)			(Column B) Items Not Subject to Risk-Weighting			(Column C) (Column D) (Column E) (Column F) Allocation by Risk Weight Category												
							0%			20%			50%			100%			
	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	
Balance Sheet Asset Categories																			
34. Cash and balances due from depository institutions (Column A equals the sum of Schedule RC, items 1.a and 1.b).....	33,568,000						13,351,000			17,539,000						2,678,000			34.
	RCFD 0010						RCFD B600			RCFD B601						RCFD B602			
35. Held-to-maturity securities.....	59,000			0			0			0			0			59,000			35.
	RCFD 1754			RCFD B603			RCFD B604			RCFD B605			RCFD B606			RCFD B607			
36. Available-for-sale securities	85,370,000			1,229,000			48,213,000			23,065,000			5,169,000			7,694,000			36.
37. Federal funds sold and securities purchased under agreements to resell	26,965,000						10,995,000			14,874,000						1,096,000			37.
	RCFD C225						RCFD C063			RCFD C064						RCFD B520			
38. Loans and leases held for sale	5,443,000			0			0			2,443,000			0			3,000,000			38.
	RCFD 5369			RCFD B617			RCFD B618			RCFD B619			RCFD B620			RCFD B621			
39. Loans and leases, net of unearned income.....	298,350,000			(695,000)			7,157,000			61,655,000			25,040,000			205,193,000			39.
	RCFD B528			RCFD B622			RCFD B623			RCFD B624			RCFD B625			RCFD B626			
40. LESS: Allowance for loan and lease losses.....	7,846,000			7,846,000															40.
	RCFD 3123			RCFD 3123															
41. Trading Assets	61,135,000			61,135,000			0			0			0			0			41.
	RCFD 3545			RCFD B627			RCFD B628			RCFD B629			RCFD B630			RCFD B631			
42. All other assets(1).....	51,496,000			7,627,000			1,477,000			6,097,000			288,000			36,007,000			42.
	RCFD B639			RCFD B640			RCFD B641			RCFD B642			RCFD B643			RCFD 5339			
43. Total assets (sum of items 34 through 42)	554,540,000			61,450,000			81,193,000			125,673,000			30,497,000			255,727,000			43.
	RCFD 2170			RCFD B644			RCFD 5320			RCFD 5327			RCFD 5334			RCFD 5340			

(1) Includes premises and fixed assets, other real estate owned, investments in unconsolidated subsidiaries and associated companies, customers' liability on acceptances outstanding, intangible assets, and other assets.

Schedule RC-R - Continued

	(Column A) Face Value or Notional Amount			Credit Conversion Factor	(Column B) Credit Equivalent Amount(1)			(Column C) (Column D) (Column E) (Column F) Allocation by Risk Weight Category											
								0%			20%			50%			100%		
	Bil	Mil	Thou		Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou
Derivatives and Off-Balance Sheet Items	RCFD B546				RCFD B547			RCFD B548			RCFD B581			RCFD B582			RCFD B583		
44. Financial standby letters of credit....	33,908,000			1.00 (2)	33,908,000			9,765,000			3,215,000			58,000			20,870,000		
45. Performance standby letters of credit	RCFD 3821				RCFD B650			RCFD B651			RCFD B652			RCFD B653			RCFD B654		
	7,057,000			0.50	3,528,500			133,000			477,000			321,000			2,597,500		
46. Commercial and similar letters of credit	RCFD 3411				RCFD B655			RCFD B656			RCFD B657			RCFD B658			RCFD B659		
	4,204,000			0.20	840,800			53,000			169,000			0			618,800		
47. Risk participations in bankers acceptances acquired by the reporting institution	RCFD 3429				RCFD B660			RCFD B661			RCFD B662						RCFD B663		
	0			1.00	0			0			0						0		
	RCFD 3433				RCFD B664			RCFD B665			RCFD B666			RCFD B667			RCFD B668		
48. Securities lent	48,024,000			1.00	48,024,000			47,780,000			149,000			0			95,000		
49. Retained recourse on small business obligations sold with recourse	RCFD A250				RCFD B669			RCFD B670			RCFD B671			RCFD B672			RCFD B673		
	0			1.00	0			0			0			0			0		
50. Recourse and direct credit substitutes (other than financial standby letters of credit) subject to the low-level exposure rule and residual interests subject to a dollar-for-dollar capital requirement	RCFD B541				RCFD B542												RCFD B543		
	1,219,655			7.53 (3)	9,184,000												9,184,000		
51. All other financial assets sold with recourse	RCFD B675				RCFD B676			RCFD B677			RCFD B678			RCFD B679			RCFD B680		
	0			1.00	0			0			0			0			0		
52. All other off-balance sheet liabilities	RCFD B681				RCFD B682			RCFD B683			RCFD B684			RCFD B685			RCFD B686		
	2,217,000			1.00	2,217,000			10,000			4,000			10,000			2,193,000		
53. Unused commitments with an original maturity exceeding one year	RCFD 3833				RCFD B687			RCFD B688			RCFD B689			RCFD B690			RCFD B691		
	77,418,000			0.50	38,709,000			879,000			812,000			1,117,000			35,901,000		
54. Derivative contracts					RCFD A167			RCFD B693			RCFD B694			RCFD B695					
					91,573,000			3,976,000			58,786,000			28,811,000					

(1) Column A multiplied by credit conversion factor.

(2) For financial standby letters of credit to which the low-level exposure rule applies, use a credit conversion factor of 12.5 or an institution-specific factor. For other financial standby letters of credit, use a credit conversion factor of 1.00. See instructions for further information.

(3) Or institution-specific factor.

Schedule RC-R - Continued

	(Column C)			(Column D)			(Column E)			(Column F)		
	Allocation by Risk Weight Category											
	0%			20%			50%			100%		
Dollar Amounts in Thousands												
	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou
Totals												
55. Total assets, derivatives, and off-balance sheet items by risk weight category (for each column, sum of items 43 through 54)	RCFD B696			RCFD B697			RCFD B698			RCFD B699		
	143,789,000			189,285,000			60,814,000			327,186,300		
56. Risk weight factor	x 0%			x 20%			x 50%			x 100%		
57. Risk-weighted assets by risk weight category (for each column, item 55 multiplied by item 56)	RCFD B700			RCFD B701			RCFD B702			RCFD B703		
	0			37,857,000			30,407,000			327,186,300		
58. Market risk equivalent assets										RCFD 1651		
										5,533,000		
59. Risk-weighted assets before deductions for excess allowance for loan and lease losses and allocated transfer risk reserve (sum of item 57, columns C through F, and item 58)										RCFD B704		
										400,983,300		
60. LESS: Excess allowance for loan and lease losses										RCFD A222		
										2,755,000		
61. LESS: Allocated transfer risk reserve										RCFD 3128		
										129,000		
62. Total risk-weighted assets (item 59 minus items 60 and 61)										RCFD A223		
										398,099,300		

Memoranda

	Dollar Amounts in Thousands				
	RCFD	Tril	Bil	Mil	Thou
1. Current credit exposure across all derivative contracts covered by the risk-based capital standards	8764			42,388,000	

	With a remaining maturity of														
	(Column A) One year or less					(Column B) Over one year through five years					(Column C) Over five years				
	RCFD	Tril	Bil	Mil	Thou	RCFD	Tril	Bil	Mil	Thou	RCFD	Tril	Bil	Mil	Thou
2. Notional principal amounts of derivative contracts:(1)															
a. Interest rate contracts.....	3809		3,121,440,000			8766		2,417,879,000			8767		1,706,500,000		
b. Foreign exchange contracts	3812		1,403,395,000			8769		265,830,000			8770		122,127,000		
c. Gold contracts	8771		8,954,000			8772		8,446,000			8773		1,524,000		
d. Other precious metals contracts	8774		157,000			8775		0			8776		0		
e. Other commodity contracts	8777		3,142,000			8778		6,645,000			8779		454,000		
f. Equity derivative contracts	A000		26,383,000			A001		74,179,000			A002		12,052,000		

(1) Exclude foreign exchange contracts with an original maturity of 14 days or less and all futures contracts.

Schedule RC-S - Continued

	(Column A) 1 - 4 Family Residential Loans			(Column B) Home Equity Lines			(Column C) Credit Card Receivables			(Column D) Auto Loans			(Column E) Other Consumer Loans			(Column F) Commercial & Industrial Loans			(Column G) All Other Loans and All Leases		
	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou
Dollar Amounts in Thousands																					
6. Amount of ownership (or seller's) interests carried as:																					
a. Securities																					
(included in Schedule RC-B or in Schedule RC, item 5)				RCFD B761		RCFD B762									RCFD B763						
				0		0									0						6.a.
b. Loans				RCFD B500		RCFD B501									RCFD B502						
(included in Schedule RC-C)				113,000		7,960,000									0						6.b.
7. Past due loan amounts included in interests reported in item 6.a:																					
a. 30 - 89 days past due				RCFD B764		RCFD B765									RCFD B766						
				0		0									0						7.a.
b. 90 days or more past due				RCFD B767		RCFD B768									RCFD B769						
				0		0									0						7.b.
8. Charge-offs and recoveries on loan amounts included in interests reported in item 6.a (calendar year-to-date):																					
a. Charge-offs				RIAD B770		RIAD B771									RIAD B772						
				0		0									0						8.a.
b. Recoveries.....				RIAD B773		RIAD B774									RIAD B775						
				0		0									0						8.b.
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 bank to other institutions' securitization structures in the form of standby letters of credit, purchased subordinated securities, and other enhancements				RCFD B776		RCFD B777		RCFD B778		RCFD B779		RCFD B780		RCFD B781		RCFD B782					
				0		0		0		0		0		0		0					9.
10. Reporting bank's unused commitments to provide liquidity to other institutions' securitization structures ..				RCFD B783		RCFD B784		RCFD B785		RCFD B786		RCFD B787		RCFD B788		RCFD B789					
				0		0		0		0		0		0		0					10.

Schedule RC-S - Continued

	(Column A) 1 - 4 Family Residential Loans			(Column B) Home Equity Lines			(Column C) Credit Card Receivables			(Column D) Auto Loans			(Column E) Other Consumer Loans			(Column F) Commercial & Industrial Loans			(Column G) All Other Loans and All Leases			
	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	
Dollar Amounts in Thousands																						
Bank Asset Sales																						
11. Assets sold with recourse or other seller-provided credit enhancements and not securitized by the reporting bank	RCFD B790			RCFD B791			RCFD B792			RCFD B793			RCFD B794			RCFD B795			RCFD B796			11.
	0			0			184,000			0			0			0			0			
12. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to assets reported in item 11 ..	RCFD B797			RCFD B798			RCFD B799			RCFD B800			RCFD B801			RCFD B802			RCFD B803			12.
	0			0			3,000			0			0			0			0			

Memoranda

Dollar Amounts in Thousands

	RCFD	Bil	Mil	Thou	
1. Small business obligations transferred with recourse under Section 208 of the Riegle Community Development and Regulatory Improvement Act of 1994:					
a. Outstanding principal balance	A249			0	M.1.a.
b. Amount of retained recourse on these obligations as of the report date	A250			0	M.1.b.
2. Outstanding principal balance of assets serviced for others:					
a. 1-4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements	B804		92,000		M.2.a.
b. 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements	B805		1,256,000		M.2.b.
c. Other financial assets(1)	A591		52,840,000		M.2.c.
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 bank's holding company	B806		1,027,000		M.3.a.(1)
(2) Conduits sponsored by other unrelated institutions	B807		29,000		M.3.a.(2)
b. Unused commitments to provide liquidity to conduit structures:					
(1) Conduits sponsored by the bank, a bank affiliate, or the bank's holding company	B808		31,963,000		M.3.b.(1)
(2) Conduits sponsored by other unrelated institutions	B809		0		M.3.b.(2)
4. Outstanding credit card fees and finance charges included in Schedule RC-S, item 1, column C(2)	C407		552,000		M.4.

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

(2) Memorandum item 4 is to be completed by banks 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) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.

Schedule RC-T - Fiduciary and Related Services

Items 12 through 23 and Memorandum item 4 will not be made available to the public on an individual institution basis.

- 1. Does the institution have fiduciary powers? (enter "Y" for YES or "N" for NO)

RCFD	(Y / N)
A345	Y

 1.
(If "NO," do not complete Schedule RC-T.)
- 2. Does the institution exercise the fiduciary powers it has been granted? (enter "Y" for YES or "N" for NO)

RCFD	(Y / N)
A346	Y

 2.
- 3. Does the institution have any fiduciary or related activity (in the form of assets or accounts)?
(enter "Y" for YES or "N" for NO) (If "NO," do not complete the rest of Schedule RC-T.)

RCFD	(Y / N)
B867	Y

 3.

If the answer to item 3 is "YES," complete the applicable items of Schedule RC-T, as follows:

Institutions with total fiduciary assets (item 9, sum of columns A and B) greater than \$250 million (as of the preceding December 31) or with gross fiduciary and related services income greater than 10% of revenue (net interest income plus noninterest income) for the preceding calendar year must complete:

- = Items 4 through 19.a quarterly,
- = Items 20 through 23 annually with the December report, and
- = Memorandum items 1 through 4 annually with the December report.

Institutions with total fiduciary assets (item 9, sum of columns A and B) greater than \$100 million but less than or equal to \$250 million (as of the preceding December 31) that do not meet the fiduciary income test for quarterly reporting must complete:

- = Items 4 through 23 annually with the December report, and
- = Memorandum items 1 through 4 annually with the December report.

Institutions with total fiduciary assets (item 9, sum of columns A and B) of \$100 million or less (as of the preceding December 31) that do not meet the fiduciary income test for quarterly reporting must complete:

- = Items 4 through 11 annually with the December report, and
- = Memorandum items 1 through 3 annually with the December report.

	(Column A) Managed Assets				(Column B) Non-Managed Assets				(Column C) Number of Managed Accounts	(Column D) Number of Non-Managed Accounts	
	Tril	Bil	Mil	Thou	Tril	Bil	Mil	Thou			
Dollar Amounts in Thousands											
FIDUCIARY AND RELATED ASSETS	RCFD B868				RCFD B869				RCFD B870	RCFD B871	
4. Personal trust and agency accounts.....	11,070,000				35,733,000				3,816	34,013	4.
5. Retirement related trust and agency accounts:											
a. Employee benefit - defined contribution	RCFD B872				RCFD B873				RCFD B874	RCFD B875	
	319,000				0				7	0	5.a.
b. Employee benefit - defined benefit	RCFD B876				RCFD B877				RCFD B878	RCFD B879	
	10,330,000				174,209,000				71	1,699	5.b.
c. Other retirement accounts	RCFD B880				RCFD B881				RCFD B882	RCFD B883	
	29,000				278,000				1	8	5.c.
6. Corporate trust and agency accounts	RCFD B884				RCFD B885				RCFD C001	RCFD C002	
	0				109,728,000				0	1,436	6.
7. Investment management agency accounts.....	RCFD B886								RCFD B888		
	101,484,000								2,978,454		7.
8. Other fiduciary accounts.....	RCFD B890				RCFD B891				RCFD B892	RCFD B893	
	8,939,000				125,699,000				252	4,211	8.

Schedule RC-T - Continued

	(Column A) Managed Assets				(Column B) Non-Managed Assets				(Column C) Number of Managed Accounts	(Column D) Number of Non-Managed Accounts	
	Tril	Bil	Mil	Thou	Tril	Bil	Mil	Thou			
Dollar Amounts in Thousands											
FIDUCIARY AND RELATED ASSETS - Continued											
9. Total fiduciary accounts (sum of items 4 through 8)	RCFD B894				RCFD B895				RCFD B896	RCFD B897	9.
	132,171,000				445,647,000				2,982,601	41,367	
10. Custody and safekeeping accounts.....					RCFD B898					RCFD B899	10.
					2,028,620,000					343,334	
11. Fiduciary accounts held in foreign offices (included in items 9 and 10)	RCFN B900				RCFN B901				RCFN B902	RCFN B903	11.
	106,479,000				1,431,922,000				2,976,881	369,304	

	Dollar Amounts in Thousands				RIAD	Bil	Mil	Thou
FIDUCIARY AND RELATED SERVICES INCOME								
12. Personal trust and agency accounts					B904		104,000	12.
13. Retirement related trust and agency accounts:								
a. Employee benefit - defined contribution					B905		1,000	13.a.
b. Employee benefit - defined benefit					B906		22,000	13.b.
c. Other retirement accounts					B907		0	13.c.
14. Corporate trust and agency accounts					A479		68,000	14.
15. Investment management agency accounts					B908		152,000	15.
16. Other fiduciary accounts.....					A480		101,000	16.
17. Custody and safekeeping accounts.....					B909		367,000	17.
18. Other fiduciary and related services income					B910		152,000	18.
19. Total gross fiduciary and related services income (sum of items 12 through 18) (must equal Schedule RI, item 5.a)					4070		967,000	19.
a. Fiduciary and related services income - foreign offices (included in item 19)					B912		719,000	19.a.
20. Less: Expenses					C058		N/A	20.
21. Less: Net losses from fiduciary and related services.....					A488		N/A	21.
22. Plus: Intracompany income credits for fiduciary and related services					B911		N/A	22.
23. Net fiduciary and related services income					A491		N/A	23.

Memoranda	Managed Assets					
	Dollar Amounts in Thousands					
	RCFD	Tril	Bil	Mil	Thou	
1. Managed assets held in personal trust and agency accounts:						
a. Noninterest-bearing deposits	B913				N/A	M.1.a.
b. Interest-bearing deposits.....	B914				N/A	M.1.b.
c. U.S. Treasury and U.S. Government agency obligations	B915				N/A	M.1.c.
d. State, county, and municipal obligations	B916				N/A	M.1.d.
e. Money market mutual funds.....	B917				N/A	M.1.e.
f. Other short-term obligations	B918				N/A	M.1.f.
g. Other notes and bonds.....	B919				N/A	M.1.g.
h. Common and preferred stocks	B920				N/A	M.1.h.
i. Real estate mortgages	B921				N/A	M.1.i.
j. Real estate	B922				N/A	M.1.j.
k. Miscellaneous assets	B923				N/A	M.1.k.
l. Total managed assets held in personal trust and agency accounts (sum of Memorandum items 1.a through 1.k) (must equal Schedule RC-T, item 4, column A).....	B868				N/A	M.1.l.

Schedule RC-T - Continued

Memoranda - Continued

	Dollar Amounts in Thousands						
	(Column A) Number of Issues		(Column B) Principal Amount Outstanding				
	RCFD		Tril	Bil	Mil	Thou	
2. Corporate trust and agency accounts:	RCFD B928						
a. Corporate and municipal trusteeships	B927	N/A	N/A				M.2.a.
b. Transfer agent, registrar, paying agent, and other corporate agency	B929	N/A					M.2.b.

	Dollar Amounts in Thousands							
	(Column A) Number of Funds		(Column B) Market Value of Fund Assets					
	RCFD		RCFD	Tril	Bil	Mil	Thou	
3. Collective investments funds and common trust funds:								
a. Domestic equity	B931	N/A	B932	N/A				M.3.a.
b. International/Global equity.....	B933	N/A	B934	N/A				M.3.b.
c. Stock/Bond blend	B935	N/A	B936	N/A				M.3.c.
d. Taxable bond	B937	N/A	B938	N/A				M.3.d.
e. Municipal bond	B939	N/A	B940	N/A				M.3.e.
f. Short term investments/Money market.....	B941	N/A	B942	N/A				M.3.f.
g. Specialty/Other.....	B943	N/A	B944	N/A				M.3.g.
h. Total collective investment funds (sum of Memorandum items 3.a through 3.g)	B945	N/A	B946	N/A				M.3.h.

	Dollar Amounts in Thousands									
	(Column A) Gross Losses Managed Accounts			(Column B) Gross Losses Non-Managed Accounts			(Column C) Recoveries			
	RIAD	Mil	Thou	RIAD	Mil	Thou	RIAD	Mil	Thou	
4. Fiduciary settlements, surcharges, and other losses:										
a. Personal trust and agency accounts	B947	N/A		B948	N/A		B949	N/A		M.4.a.
b. Retirement related trust and agency accounts	B950	N/A		B951	N/A		B952	N/A		M.4.b.
c. Investment management agency accounts	B953	N/A		B954	N/A		B955	N/A		M.4.c.
d. Other fiduciary accounts and related services	B956	N/A		B957	N/A		B958	N/A		M.4.d.
e. Total fiduciary settlements, surcharges, and other losses (sum of Memorandum items 4.a through 4.d) (sum of columns A and B minus column C must equal Schedule RC-T, item 21).....	B959	N/A		B960	N/A		B961	N/A		M.4.e.

Person to whom questions about Schedule RC-T - Fiduciary and Related Services should be directed:

Carmine Pennella, Vice President
Name and Title (TEXT B962)

Pennellac@citigroup.com
E-mail Address (TEXT B926)

(212) 559-6007
Telephone: Area code/phone number/extension (TEXT B963)

(212) 793-6652
FAX: Area code/phone number (TEXT B964)

Optional Narrative Statement Concerning the Amounts
Reported in the Reports of Condition and Income

at close of business on September 30, 2003

Citibank, N.A.
Legal Title of Bank

New York , NY
City State

The management of the reporting bank may, if it wishes, submit a brief narrative statement on the amounts reported in the Reports of Condition and Income. This optional statement will be made available to the public, along with the publicly available data in the Reports of Condition and Income, in response to any request for individual bank report data. However, the information reported in Schedule RC-T, items 12 through 23 and Memorandum item 4, is regarded as confidential and will not be released to the public. **BANKS CHOOSING TO SUBMIT THE NARRATIVE STATEMENT SHOULD ENSURE THAT THE STATEMENT DOES NOT CONTAIN THE NAMES OR OTHER IDENTIFICATIONS OF INDIVIDUAL BANK CUSTOMERS, REFERENCES TO THE AMOUNTS REPORTED IN THE CONFIDENTIAL ITEMS IN SCHEDULE RC-T, OR ANY OTHER INFORMATION THAT THEY ARE NOT WILLING TO HAVE MADE PUBLIC OR THAT WOULD COMPROMISE THE PRIVACY OF THEIR CUSTOMERS.** Banks choosing not to make a statement may check the "No comment" box below and should make no entries of any kind in the space provided for the narrative statement; i.e., DO NOT enter in this space such phrases as "No statement," "Not applicable," "N/A," "No comment," and "None."

The optional statement must be entered on this sheet. The statement should not exceed 100 words. Further, regardless of the number of words, the statement must not exceed 750 characters, including punctuation, indentation, and standard spacing between words and sentences. If any submission should exceed 750 characters, as defined, it will be truncated at 750 characters with no notice to the submitting bank and the truncated statement will

appear as the bank's statement both on agency computerized records and in computer-file releases to the public.

All information furnished by the bank in the narrative statement must be accurate and not misleading. Appropriate efforts shall be taken by the submitting bank to ensure the statement's accuracy. The statement must be signed, in the space provided below, by a senior officer of the bank who thereby attests to its accuracy.

If, subsequent to the original submission, material changes are submitted for the data reported in the Reports of Condition and Income, the existing narrative statement will be deleted from the files, and from disclosure; the bank, at its option, may replace it with a statement, under signature, appropriate to the amended data.

The optional narrative statement will appear in agency records and in release to the public exactly as submitted (or amended as described in the preceding paragraph) by the management of the bank (except for the truncation of statements exceeding the 750-character limit described above). **THE STATEMENT WILL NOT BE EDITED OR SCREENED IN ANY WAY BY THE SUPERVISORY AGENCIES FOR ACCURACY OR RELEVANCE. DISCLOSURE OF THE STATEMENT SHALL NOT SIGNIFY THAT ANY FEDERAL SUPERVISORY AGENCY HAS VERIFIED OR CONFIRMED THE ACCURACY OF THE INFORMATION CONTAINED THEREIN. A STATEMENT TO THIS EFFECT WILL APPEAR ON ANY PUBLIC RELEASE OF THE OPTIONAL STATEMENT SUBMITTED BY THE MANAGEMENT OF THE REPORTING BANK.**

BANK MANAGEMENT STATEMENT (Either enter text in the field below or skip and leave blank for "No comment"):

(TEXT 6980)

Signature of Executive Officer of Bank

Date of Signature

THIS PAGE IS TO BE COMPLETED BY ALL BANKS

<p>NAME AND ADDRESS OF BANK</p> <hr/> <p style="text-align: center;">Citibank, N.A.</p> <hr/> <p style="text-align: center;">399 Park Avenue</p> <hr/> <p style="text-align: center;">New York, NY 10043</p>	<p style="text-align: center;">OMB No. For OCC: 1557-0081 OMB No. For FDIC: 3064-0052 OMB No. for Federal Reserve: 7100-0036 Expiration Date: 4/30/2006</p> <p style="text-align: center;">SPECIAL REPORT (Dollar Amounts in Thousands)</p> <table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:60%;">CLOSE OF BUSINESS DATE</td> <td style="width:40%;">FDIC Certificate Number</td> </tr> <tr> <td style="text-align: center;">September 30, 2003</td> <td style="text-align: center;">0 7 2 1 3</td> </tr> </table>	CLOSE OF BUSINESS DATE	FDIC Certificate Number	September 30, 2003	0 7 2 1 3
CLOSE OF BUSINESS DATE	FDIC Certificate Number				
September 30, 2003	0 7 2 1 3				

LOANS TO EXECUTIVE OFFICERS (Complete as of each Call Report Date)

The following information is required by Public Laws 90-44 and 102-242, but does not constitute a part of the Report of Condition. With each Report of Condition, these Laws require all banks to furnish a report of all loans or other extensions of credit to their executive officers made since the date of the previous Report of Condition. Data regarding individual loans or other extensions of credit are not required. If no such loans or other extensions of credit were made during the period, insert "none" against subitem (a). (Exclude the first \$15,000 of indebtedness of each executive officer under bank credit card plan.) See Sections 215.2 and 215.3 of Title 12 of the Code of Federal Regulations (Federal Reserve Board Regulation O) for the definitions of "executive officer" and "extension of credit," respectively. Exclude loans and other extensions of credit to directors and principal shareholders who are not executive officers.

a. Number of loans made to executive officers since the previous Call Report date	RCFD 3561	0	a.					
b. Total dollar amount of above loans (in thousands of dollars).....	RCFD 3562	0	b.					
c. Range of interest charged on above loans (example: 9 ¾% = 9.75).....	RCFD 7701	0.00	%	to	RCFD 7702	0.00	%	c.

SIGNATURE AND TITLE OF OFFICER AUTHORIZED TO SIGN REPORT	DATE (Month, Day, Year)
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