

Board of Governors of the Federal Reserve System



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

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

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

This report form is to be filed by holding companies with total consolidated assets of \$1 billion or more. In addition, holding companies

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

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

Date of Report:

**June 30, 2017**

Month / Date / Year (BHCK 9999)

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

John C. Gerspach

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

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

08/09/2017

Date of Signature (MM/DD/YYYY) (BHTX J196)

Citigroup Inc.

Legal Title of Holding Company (TEXT 9010)

388 Greenwich Street

(Mailing Address of the Holding Company) Street / P.O. Box (TEXT 9110)

New York

City (TEXT 9130)

NY

State (TEXT 9200)

10013-

Zip Code (TEXT 9220)

Person to whom questions about this report should be directed:

Name / Title (BHTX 8901)

Area Code / Phone Number (BHTX 8902)

Area Code / FAX Number (BHTX 9116)

E-mail Address of Contact (BHTX 4086)

For Federal Reserve Bank Use Only

RSSD ID \_\_\_\_\_

C.I. \_\_\_\_\_

S.F. \_\_\_\_\_

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

Public reporting burden for this information collection is estimated to vary from 5 to 1,250 hours per response, with an average of 50.84 hours per response for non-Advanced Approaches HCs and 52.09 hours for Advanced Approaches HCs, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Comments regarding this burden estimate or any other aspect of this information collection, including suggestions for reducing the burden, may be sent to Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0128), Washington, DC 20503.

# Report of Income for Holding Companies

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

## Schedule HI—Consolidated Income Statement

For Federal Reserve Bank Use Only  
 RSSD ID \_\_\_\_\_  
 S.F. \_\_\_\_\_

Dollar Amounts in Thousands		Amount	
<b>1. Interest income</b>			
a. Interest and fee income on loans:			
(1) In domestic offices:			
(a) Loans secured by 1-4 family residential properties .....	BHCK4435	1,768,000	1.a.(1)(a)
(b) All other loans secured by real estate .....	BHCK4436	321,000	1.a.(1)(b)
(c) All other loans .....	BHCKF821	10,728,000	1.a.(1)(c)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs .....	BHCK4059	7,844,000	1.a.(2)
b. Income from lease financing receivables .....	BHCK4065	52,000	1.b.
c. Interest income on balances due from depository institutions (1) .....	BHCK4115	679,000	1.c.
d. Interest and dividend income on securities:			
(1) U.S. Treasury securities and U.S. government agency obligations (excluding MBS) .....	BHCKB488	907,000	1.d.(1)
(2) Mortgage-backed securities .....	BHCKB489	905,000	1.d.(2)
(3) All other securities .....	BHCK4060	2,097,000	1.d.(3)
e. Interest income from trading assets .....	BHCK4069	2,746,000	1.e.
f. Interest income on federal funds sold and securities purchased under agreements to resell .....	BHCK4020	1,490,000	1.f.
g. Other interest income .....	BHCK4518	195,000	1.g.
h. Total interest income (sum of items 1.a through 1.g) .....	BHCK4107	<b>29,732,000</b>	1.h.
<b>2. Interest expense</b>			
a. Interest on deposits:			
(1) In domestic offices:			
(a) Time deposits of <b>\$250,000 or less</b> .....	BHCKHK03	12,000	2.a.(1)(a)
(b) Time deposits of <b>more than \$250,000</b> .....	BHCKHK04	114,000	2.a.(1)(b)
(c) Other deposits .....	BHCK6761	503,000	2.a.(1)(c)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs .....	BHCK4172	2,002,000	2.a.(2)
b. Expense on federal funds purchased and securities sold under agreements to repurchase .....	BHCK4180	1,169,000	2.b.
c. Interest on trading liabilities and other borrowed money (excluding subordinated notes & debentures) ...	BHCK4185	2,935,000	2.c.
d. Interest on subordinated notes and debentures and on mandatory convertible securities .....	BHCK4397	594,000	2.d.
e. Other interest expense .....	BHCK4398	96,000	2.e.
f. Total interest expense (sum of items 2.a through 2.e) .....	BHCK4073	<b>7,425,000</b>	2.f.
3. Net interest income (item 1.h minus item 2.f) .....	BHCK4074	<b>22,307,000</b>	3.
4. Provision for loan and lease losses (from Schedule HI-B, part II, item 5) .....	BHCK4230	3,341,000	4.
<b>5. Noninterest income:</b>			
a. Income from fiduciary activities .....			
b. Service charges on deposit accounts in domestic offices .....			
c. Trading revenue (2) .....			
d.			
(1) Fees and commissions from securities brokerage .....	BHCKC886	1,062,000	5.d.(1)
(2) Investment banking, advisory, and underwriting fees and commissions .....	BHCKC888	2,276,000	5.d.(2)
(3) Fees and commissions from annuity sales .....	BHCKC887	47,000	5.d.(3)
(4) Underwriting income from insurance and reinsurance activities .....	BHCKC386	97,000	5.d.(4)
(5) Income from other insurance activities .....	BHCKC387	281,000	5.d.(5)
e. Venture capital revenue .....	BHCKB491	0	5.e.
f. Net servicing fees .....	BHCKB492	247,000	5.f.
g. Net securitization income .....	BHCKB493	23,000	5.g.

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

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

### Schedule HI—Continued

Dollar Amounts in Thousands		Amount	
h. Not applicable			
i. Net gains (losses) on sales of loans and leases .....	BHCK8560	165,000	5.i.
j. Net gains (losses) on sales of other real estate owned .....	BHCK8561	19,000	5.j.
k. Net gains (losses) on sales of other assets (3) .....	BHCKB496	400,000	5.k.
l. Other noninterest income (4) .....	BHCKB497	1,754,000	5.l.
m. Total noninterest income (sum of items 5.a through 5.l) .....	BHCK4079	<b>13,948,000</b>	5.m.
6.			
a. Realized gains (losses) on held-to-maturity securities .....	BHCK3521	(2,000)	6.a.
b. Realized gains (losses) on available-for-sale securities .....	BHCK3196	384,000	6.b.
7. Noninterest expense:			
a. Salaries and employee benefits .....	BHCK4135	10,997,000	7.a.
b. Expense on premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest) .....	BHCK4217	1,224,000	7.b.
c.			
(1) Goodwill impairment losses .....	BHCKC216	28,000	7.c.(1)
(2) Amortization expense and impairment for other intangible assets .....	BHCKC232	293,000	7.c.(2)
d. Other noninterest expense (5) .....	BHCK4092	9,095,000	7.d.
e. Total noninterest expense (sum of items 7.a through 7.d) .....	BHCK4093	<b>21,637,000</b>	7.e.
8. Income (loss) before applicable income taxes and discontinued operations (sum of items 3, 5.m, 6.a, and 6.b minus items 4 and 7.e) .....	BHCK4301	<b>11,659,000</b>	8.
9. Applicable income taxes (foreign and domestic) .....	BHCK4302	3,658,000	9.
10. Income (loss) before discontinued operations (item 8 minus item 9) .....	BHCK4300	<b>8,001,000</b>	10.
11. Discontinued operations, net of applicable income taxes (6) .....	BHCKFT28	3,000	11.
12. Net income (loss) attributable to holding company and noncontrolling (minority) interests (sum of items 10 and 11) .....	BHCKG104	<b>8,004,000</b>	12.
13. LESS: Net income (loss) attributable to noncontrolling (minority) interests (if net income, report as a positive value; if net loss, report as a negative value) .....	BHCKG103	42,000	13.
14. Net income (loss) attributable to holding company (item 12 minus item 13) .....	BHCK4340	<b>7,962,000</b>	14.

### Memoranda

Dollar Amounts in Thousands		Amount	
1. Net interest income (item 3 above) on a fully taxable equivalent basis .....	BHCK4519	22,388,000	M.1.
2. Net income before applicable income taxes and discontinued operations (Item 8 above) on a fully taxable equivalent basis .....	BHCK4592	11,679,000	M.2.
3. Income on tax-exempt loans and leases to states and political subdivisions in the U.S. (included in Schedule HI, items 1.a and 1.b, above) .....	BHCK4313	2,000	M.3.
4. Income on tax-exempt securities issued by states and political subdivisions in the U.S. (included in Schedule HI, item 1.d(3), above) .....	BHCK4507	283,000	M.4.
5. Number of full-time equivalent employees at end of current period (round to nearest whole number) .....	BHCK4150	230951	M.5.
6. Other noninterest income (from schedule HI, 5.l above) (only report amounts greater than \$100,000 that exceed 3% of Schedule HI, item 5.l):			
a. Income and fees from the printing and sale of checks .....	BHCKC013	0	M.6.a.
b. Earnings on/increase in value of cash surrender value of life insurance .....	BHCKC014	135,000	M.6.b.
c. Income and fees from automated teller machines (ATMs) .....	BHCKC016	0	M.6.c.
d. Rent and other income from other real estate owned .....	BHCK4042	0	M.6.d.
e. Safe deposit box rent .....	BHCKC015	0	M.6.e.
f. Net change in the fair values of financial instruments accounted for under a fair value option .....	BHCKF229	(295,000)	M.6.f.

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

(4) See Schedule HI, memoranda item 6

(5) See Schedule HI, memoranda item 7.

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

# Schedule HI—Continued

## Memoranda—Continued

Dollar Amounts in Thousands		Amount	
g. Bank card and credit card interchange fees .....		318,000	M.6.g.
h. Gains on bargain purchases .....		0	M.6.h.
i. Income and fees from wire transfers .....		0	M.6.i.
j. <input type="text" value="TEXT8562"/> Translation on foreign debt		(2,044,000)	M.6.j.
k. <input type="text" value="TEXT8563"/> Other banking related fees		1,626,000	M.6.k.
l. <input type="text" value="TEXT8564"/> Mark-to-market on hedging transactions		984,000	M.6.l.
7. Other noninterest expense (from schedule HI, 7.d above) (only report amounts greater than \$100,000 that exceed 3% of Schedule HI, item 7.d):			
a. Data processing expenses .....		2,780,000	M.7.a.
b. Advertising and marketing expenses .....		805,000	M.7.b.
c. Directors' fees .....		0	M.7.c.
d. Printing, stationery, and supplies .....		0	M.7.d.
e. Postage .....		0	M.7.e.
f. Legal fees and expenses .....		0	M.7.f.
g. FDIC deposit insurance assessments .....		0	M.7.g.
h. Accounting and auditing expenses .....		0	M.7.h.
i. Consulting and advisory expenses .....		0	M.7.i.
j. Automated teller machine (ATM) and interchange expenses .....		283,000	M.7.j.
k. Telecommunications expenses .....		0	M.7.k.
l. Other real estate owned expenses .....		0	M.7.l.
m. Insurance expenses (not included in employee expenses premises and fixed asset expenses, and other real estate owned expenses) .....		0	M.7.m.
n. <input type="text" value="TEXT8565"/>			M.7.n.
o. <input type="text" value="TEXT8566"/>			M.7.o.
p. <input type="text" value="TEXT8567"/>			M.7.p.
8. Discontinued operations and applicable income tax effect (from Schedule HI, item 11) (itemize and describe each discontinued operation):			
a.			
(1) <input type="text" value="TEXTFT29"/> Disc ops		5,000	M.8.a.(1)
(2) Applicable income tax effect .....	<input type="text" value="BHCKFT30"/>	2,000	M.8.a.(2)
b.			
(1) <input type="text" value="TEXTFT31"/>			M.8.b.(1)
(2) Applicable income tax effect .....	<input type="text" value="BHCKFT32"/>		M.8.b.(2)
9. Trading revenue (from cash instruments and derivative instruments) (Sum of items 9.a through 9.e must equal Schedule HI, item 5.c.)			
<i>Memorandum items 9.a through 9.e are to be completed by holding companies that reported average trading assets (HC-K, item 4.a) of \$2 million or more for any quarter of the preceding calendar year:</i>			
a. Interest rate exposures .....		3,582,000	M.9.a.
b. Foreign exchange exposures .....		1,401,000	M.9.b.
c. Equity security and index exposures .....		604,000	M.9.c.
d. Commodity and other exposures .....		53,000	M.9.d.
e. Credit exposures .....		461,000	M.9.e.
<i>Memoranda items 9.f and 9.g are to be completed by holding companies with \$100 billion or more in total assets that are required to complete Schedule HI, Memorandum items 9.a through 9.e, above. (1)</i>			
f. Impact on trading revenue of changes in the creditworthiness of the holding company's derivatives counterparties on the holding company's derivative assets (included in items 9.a through 9.e above) ...		354,000	M.9.f.
g. Impact on trading revenue of changes in the creditworthiness of the holding company on the holding company's derivative liabilities (included in items 9.a through 9.e above) .....		(137,000)	M.9.g.

(1) The asset size test is generally based on the total assets reported as of June 30, 2016.

# Schedule HI—Continued

## Memoranda—Continued

Dollar Amounts in Thousands		Amount	
10. Net gains (losses) recognized in earnings on credit derivatives that economically hedge credit exposures held outside the trading account:			
a. Net gains (losses) on credit derivatives held for trading .....	BHCKC889	0	M.10.a.
b. Net gains (losses) on credit derivatives held for purposes other than trading .....	BHCKC890	(376,000)	M.10.b.
11. Credit losses on derivatives (see instructions) .....	BHCKA251	6,000	M.11.
<i>Memorandum item 12.a is to be completed by holding companies with \$1 billion or more in total assets. (1)</i>			
12.			
a. Income from the sale and servicing of mutual funds and annuities (in domestic offices) .....	BHCK8431	45,000	M.12.a.
b.			
(1) Premiums on insurance related to the extension of credit .....	BHCKC242	0	M.12.b.(1)
(2) All other insurance premiums .....	BHCKC243	97,000	M.12.b.(2)
c. Benefits, losses, and expenses from insurance-related activities .....	BHCKB983	63,000	M.12.c.
		Yes/No	
13. Does the reporting holding company have a Subchapter S election in effect for federal income tax purposes for the current tax year? (Enter "1" for yes; enter "0" for no) .....			
	BHCKA530	NO	M.13.

Dollar Amounts in Thousands		Amount	
<i>Memorandum item 14 is to be completed by holding companies that have elected to account for assets and liabilities under a fair value option.</i>			
14. Net gains (losses) recognized in earnings on assets and liabilities that are reported at fair value under a fair value option:			
a. Net gains (losses) on assets .....	BHCKF551	726,000	M.14.a.
(1) Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk .....	BHCKF552	67,000	M.14.a.(1)
b. Net gains (losses) on liabilities .....	BHCKF553	(461,000)	M.14.b.
(1) Estimated net gains (losses) on liabilities attributable to changes in instrument-specific credit risk .....	BHCKF554	0	M.14.b.(1)
15. Stock-based employee compensation expense (net of tax effects) calculated for all awards under the fair value method .....	BHCKC409	323,000	M.15.

		Year-to-Date	
<i>Memorandum item 16 is to be completed by holding companies that are required to complete Schedule HC-C, Memorandum items 6.b and 6.c.</i>			
16. Noncash income from negative amortization on closed-end loans secured by 1-4 family residential properties (included in Schedule HI, item 1.a.(1)(a)) .....			
	BHCKF228		M.16.
17. Other-than-temporary impairment losses on held-to-maturity and available-for-sale debt securities recognized in earnings (included in Schedule HI, items 6.a and 6.b) .....			
	BHCKJ321	28,000	M.17.

(1) The \$1 billion asset size test is generally based on the total assets reported as of June 30, 2016.

## Schedule HI-A—Changes in Holding Company Equity Capital

Dollar Amounts in Thousands	Amount		
1. Total holding company equity capital <i>most recently reported</i> for the end of previous calendar year (i.e., after adjustments from amended Reports of Income) .....	BHCK3217	225,120,000	1.
2. Cumulative effect of changes in accounting principles and corrections of material accounting errors .....	BHCKB507	(156,000)	2.
3. Balance end of previous calendar year as restated (sum of items 1 and 2) .....	BHCKB508	<b>224,964,000</b>	3.
4. Net income (loss) attributable to holding company (must equal Schedule HI, item 14) .....	BHCT4340	7,962,000	4.
5. Sale of perpetual preferred stock (excluding treasury stock transactions):			
a. Sale of perpetual preferred stock, gross .....	BHCK3577	0	5.a.
b. Conversion or retirement of perpetual preferred stock .....	BHCK3578	0	5.b.
6. Sale of common stock:			
a. Sale of common stock, gross .....	BHCK3579	0	6.a.
b. Conversion or retirement of common stock .....	BHCK3580	(239,000)	6.b.
7. Sale of treasury stock .....	BHCK4782	925,000	7.
8. LESS: Purchase of treasury stock .....	BHCK4783	3,965,000	8.
9. Changes incident to business combinations, net .....	BHCK4356	0	9.
10. LESS: Cash dividends declared on preferred stock .....	BHCK4598	621,000	10.
11. LESS: Cash dividends declared on common stock .....	BHCK4460	890,000	11.
12. Other comprehensive income <sup>(1)</sup> .....	BHCKB511	1,978,000	12.
13. Change in the offsetting debit to the liability for Employee Stock Ownership Plan (ESOP) debt guaranteed by the holding company .....	BHCK4591	0	13.
14. Other adjustments to equity capital (not included above) .....	BHCK3581	(95,000)	14.
15. Total holding company equity capital end of current period (sum of items 3, 4, 5, 6, 7, 9, 12, 13, and 14, less items, 8, 10, and 11) (must equal item 27.a on Schedule HC) .....	BHCT3210	<b>230,019,000</b>	15.

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

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

Dollar Amounts in Thousands	(Column A) Charge-offs: Calendar YTD		(Column B) Recoveries: Calendar YTD		
<b>I. Charge-offs <sup>(1)</sup> and Recoveries on Loans and Leases (Fully Consolidated)</b>					
1. Loans secured by real estate:					
a. Construction, land development, and other land loans in domestic offices:					
(1) 1-4 family residential construction loans .....	BHCKC891	0	BHCKC892	0	1.a.(1)
(2) Other construction loans and all land development and other land loans .....	BHCKC893	0	BHCKC894	0	1.a.(2)
b. Secured by farmland in domestic offices .....					
	BHCK3584	0	BHCK3585	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 .....	BHCK5411	35,000	BHCK5412	15,000	1.c.(1)
(2) Closed-end loans secured by 1-4 family residential properties in domestic offices:					
(a) Secured by first liens .....	BHCKC234	106,000	BHCKC217	30,000	1.c.(2)(a)
(b) Secured by junior liens .....	BHCKC235	17,000	BHCKC218	13,000	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices .....					
	BHCK3588	0	BHCK3589	0	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:					
(1) Loans secured by owner-occupied nonfarm nonresidential properties .....	BHCKC895	0	BHCKC896	0	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties .....	BHCKC897	0	BHCKC898	1,000	1.e.(2)
f. In foreign offices .....					
	BHCKB512	29,000	BHCKB513	14,000	1.f.
2. Loans to depository institutions and acceptances of other banks:					
a. To U.S. banks and other U.S. depository institutions .....					
	BHCK4653	0	BHCK4663	0	2.a.
b. To foreign banks .....					
	BHCK4654	1,000	BHCK4664	0	2.b.
3. Loans to finance agricultural production and other loans to farmers ...					
	BHCK4655	0	BHCK4665	0	3.
4. Commercial and industrial loans:					
a. To U.S. addressees (domicile) .....					
	BHCK4645	164,000	BHCK4617	31,000	4.a.
b. To non-U.S. addressees (domicile) .....					
	BHCK4646	219,000	BHCK4618	48,000	4.b.
5. Loans to individuals for household, family, and other personal expenditures:					
a. Credit cards .....					
	BHCKB514	3,227,000	BHCKB515	542,000	5.a.
b. Automobile loans .....					
	BHCKK129	0	BHCKK133	0	5.b.
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) ...					
	BHCKK205	596,000	BHCKK206	97,000	5.c.
6. Loans to foreign governments and official institutions .....					
	BHCK4643	0	BHCK4627	0	6.
7. All other loans .....					
	BHCK4644	59,000	BHCK4628	64,000	7.
8. Lease financing receivables:					
a. Leases to individuals for household, family, and other personal expenditures .....					
	BHCKF185	1,000	BHCKF187	0	8.a.
b. All other leases .....					
	BHCKC880	0	BHCKF188	0	8.b.
9. Total (sum of items 1 through 8) .....					
	BHCK4635	<b>4,454,000</b>	BHCK4605	<b>855,000</b>	9.

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

## Schedule HI-B—Continued

### Memoranda

Dollar Amounts in Thousands	(Column A)		(Column B)		
	Charge-offs: Calendar YTD		Recoveries: Calendar YTD		
1. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HI-B, part I, items 4 and 7 above .....	BHCK5409	0	BHCK5410	0	M.1.
2. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HI-B, part I, item 1, above) .....	BHCK4652	29,000	BHCK4662	15,000	M.2.

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

	Calendar YTD		
3. Uncollectible retail credit card fees and finance charges reversed against income (i.e. not included in charge-offs against the allowance for loan and lease losses) .....	BHCKC388	652,000	M.3.

Dollar Amounts in Thousands	Amount		
<b>II. Changes in allowance for loan and lease losses</b>			
1. Balance <i>most recently reported</i> at end of previous year (i.e., after adjustments from amended Reports of Income) .....	BHCKB522	12,060,000	1.
2. Recoveries (must equal Schedule HI-B, part I, item 9, column B, above) .....	BHCT4605	855,000	2.
3. LESS: Charge-offs (must equal Schedule HI-B, part I, item 9, column A above less Schedule HI-B, part II, item 4) .....	BHCKC079	4,260,000	3.
4. Less: Write-downs arising from transfers of loans to a held-for-sale account .....	BHCK5523	194,000	4.
5. Provision for loan and lease losses (must equal Schedule HI, item 4) .....	BHCT4230	3,341,000	5.
6. Adjustments (see instructions for this schedule) .....	BHCKC233	223,000	6.
7. Balance at end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (must equal Schedule HC, item 4.c) .....	BHCT3123	<b>12,025,000</b>	7.



## Schedule HI-B—Continued

### Memoranda

Dollar Amounts in Thousands	Amount	
1. Allocated transfer risk reserve included in Schedule HI-B, part II, item 7 .....	BHCKC435      0	M.1.
<i>Memoranda items 2 and 3 are to be completed by (1) holding companies that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).</i>		
2. Separate valuation allowance for uncollectable retail credit card fees and finance charges .....	BHCKC389      0	M.2.
3. Amount of allowance for loan and lease losses attributable to retail credit card fees and finance charges (included in Schedule HC, item 4.c and Schedule HI-B, part II, item 7) .....	BHCKC390      372,000	M.3.
<i>Memorandum item 4 is to be completed by all holding companies.</i>		
4. Amount of allowance for post-acquisition credit losses on purchased credit-impaired loans accounted for in accordance with AICPA Statement of Position 03-3 (included in Schedule HI-B, part II, item 7, above) .....	BHCKC781      5,000	M.4.

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

Schedule HI-C is to be completed by holding companies with \$1 billion or more in total assets. <sup>(1)</sup>

Dollar Amounts in Thousands	(Column A) Recorded Investment: Individually Evaluated for Impairment (ASC 310-10-35)	(Column B) Allowance Balance: Individually Evaluated for Impairment (ASC 310-10-35)	(Column C) Recorded Investment: Collectively Evaluated for Impairment (ASC 450-20)	(Column D) Allowance Balance: Collectively Evaluated for Impairment (ASC 450-20)	(Column E) Recorded Investment: Purchased Credit-Impaired Loans (ASC 310-30)	(Column F) Allowance Balance: Purchased Credit-Impaired Loans (ASC 310-30)	
1. Real estate loans:							
a. Construction loans .....	BHCKM708 19,000	BHCKM709 0	BHCKM710 5,326,000	BHCKM711 14,000	BHCKM712 0	BHCKM713 0	1.a.
b. Commercial real estate loans .....	BHCKM714 64,000	BHCKM715 5,000	BHCKM716 17,976,000	BHCKM717 218,000	BHCKM719 1,000	BHCKM720 1,000	1.b.
c. Residential real estate loans .....	BHCKM721 4,463,000	BHCKM722 607,000	BHCKM723 134,732,000	BHCKM724 514,000	BHCKM725 149,000	BHCKM726 4,000	1.c.
2. Commercial loans <sup>(2)</sup> .....	BHCKM727 6,023,000	BHCKM728 471,000	BHCKM729 301,267,000	BHCKM730 2,491,000	BHCKM731 0	BHCKM732 0	2.
3. Credit cards .....	BHCKM733 1,746,000	BHCKM734 582,000	BHCKM735 146,820,000	BHCKM736 6,015,000	BHCKM737 33,000	BHCKM738 0	3.
4. Other consumer loans .....	BHCKM739 429,000	BHCKM740 130,000	BHCKM741 28,642,000	BHCKM742 973,000	BHCKM743 0	BHCKM744 0	4.
5. Unallocated, if any .....				BHCKM745 0			5.
6. Total (for each column, sum of items 1.a through 5) .....	BHCKM746 <b>12,744,000</b>	BHCKM747 <b>1,795,000</b>	BHCKM748 <b>634,763,000</b>	BHCKM749 <b>10,225,000</b>	BHCKM750 <b>183,000</b>	BHCKM751 <b>5,000</b>	6.

(1) The asset size test is generally based on the total assets reported as of June 30, 2016.

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

## Notes to the Income Statement—Predecessor Financial Items

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

Dollar Amounts in Thousands		Amount	
1. Total interest income .....	BHBC4107	N/A	1.
a. Interest income on loans and leases .....	BHBC4094	N/A	1.a.
b. Interest income on investment securities .....	BHBC4218	N/A	1.b.
2. Total interest expense .....	BHBC4073	N/A	2.
a. Interest expense on deposits .....	BHBC4421	N/A	2.a.
3. Net interest income .....	BHBC4074	<b>N/A</b>	3.
4. Provision for loan and lease losses .....	BHBC4230	N/A	4.
5. Total noninterest income .....	BHBC4079	N/A	5.
a. Income from fiduciary activities .....	BHBC4070	N/A	5.a.
b. Trading revenue .....	BHBCA220	N/A	5.b.
c. Investment banking, advisory, brokerage, and underwriting fees and commissions .....	BHBCB490	N/A	5.c.
d. Venture capital revenue .....	BHBCB491	N/A	5.d.
e. Net securitization income .....	BHBCB493	N/A	5.e.
f. Insurance commissions and fees .....	BHBCB494	N/A	5.f.
6. Realized gains (losses) on held-to-maturity and available-for-sale securities .....	BHBC4091	N/A	6.
7. Total noninterest expense .....	BHBC4093	N/A	7.
a. Salaries and employee benefits .....	BHBC4135	N/A	7.a.
b. Goodwill impairment losses .....	BHBC216	N/A	7.b.
8. Income (loss) before applicable income taxes and discontinued operations .....	BHBC4301	<b>N/A</b>	8.
9. Applicable income taxes .....	BHBC4302	N/A	9.
10. Noncontrolling (minority) interest .....	BHBC4484	N/A	10.
11. Discontinued operations, net of applicable income taxes and noncontrolling (minority) interest .....	BHCKFT41	N/A	11.
12. Net income (loss) .....	BHBC4340	<b>N/A</b>	12.
13. Cash dividends declared .....	BHBC4475	N/A	13.
14. Net charge-offs .....	BHBC6061	N/A	14.
15. Net interest income (item 3 above) on a fully taxable equivalent basis .....	BHBC4519	N/A	15.

### Notes to the Income Statement (Other)

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

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

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

**Example**

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

		Amount
TEXT0000	Sch. HI, item 1.a(1), Recognition of interest payments on nonaccrual loans to XYZ country	1350

### Notes to the Income Statement (Other)

		Dollar Amounts in Thousands	Amount
1.	TEXT5351	6.m Earnings of minority owned affiliates	
			BHCK5351 110,000 1.
2.	TEXT5352	6.o Letters-of-credit commitment fees	
			BHCK5352 279,000 2.
3.	TEXT5353	7.v Operational risk losses	
			BHCK5353 596,000 3.
4.	TEXT5354		
			BHCK5354 4.
5.	TEXT5355	7.s Recognition of loan origination costs	
			BHCK5355 (329,000) 5.
6.	TEXTB042		
			BHCKB042 6.
7.	TEXTB043		
			BHCKB043 7.
8.	TEXTB044		
			BHCKB044 8.

**Notes to the Income Statement (Other)—Continued**

Dollar Amounts in Thousands

		Amount
9.	TEXTB045	
		9.
10.	TEXTB046	
		10.
11.	TEXTB047	
		11.
12.	TEXTB048	
		12.
13.	TEXTB049	
		13.
14.	TEXTB050	
		14.
15.	TEXTB051	
		15.
16.	TEXTB052	
		16.
17.	TEXTB053	
		17.
18.	TEXTB054	
		18.
19.	TEXTB055	
		19.
20.	TEXTB056	
		20.

Citigroup Inc.  
Name of Bank Holding Company

For Federal Reserve Bank Use Only  
C.I. \_\_\_\_\_

## Consolidated Financial Statements for Holding Companies

Report at the close of business June 30, 2017

### Schedule HC—Consolidated Balance Sheet

	Dollar Amounts in Thousands			Amount
<b>Assets</b>				
1. Cash and balances due from depository institutions:				
a. Noninterest-bearing balances and currency and coin <sup>(1)</sup>	BHCK0081	21,079,000	1.a.	
b. Interest-bearing balances: <sup>(2)</sup>				
(1) In U.S. offices	BHCK0395	67,864,000	1.b.(1)	
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs	BHCK0397	97,601,000	1.b.(2)	
2. Securities:				
a. Held-to-maturity securities (from Schedule HC-B, column A)	BHCK1754	50,175,000	2.a.	
b. Available-for-sale securities (from Schedule HC-B, column D)	BHCK1773	293,359,000	2.b.	
3. Federal funds sold and securities purchased under agreements to resell:				
a. Federal funds sold in domestic offices	BHDMB987	0	3.a.	
b. Securities purchased under agreements to resell <sup>(3)</sup>	BHCKB989	234,065,000	3.b.	
4. Loans and lease financing receivables:				
a. Loans and leases held for sale	BHCK5369	9,791,000	4.a.	
b. Loans and leases, net of unearned income	BHCKB528	651,906,000	4.b.	
c. LESS: Allow ance for loan and lease losses	BHCK3123	12,025,000	4.c.	
d. Loans and leases, net of unearned income and allow ance for loan and lease losses (item 4.b minus 4.c)	BHCKB529	<b>639,881,000</b>	4.d.	
5. Trading assets (from Schedule HC-D)	BHCK3545	259,606,000	5.	
6. Premises and fixed assets (including capitalized leases)	BHCK2145	7,679,000	6.	
7. Other real estate ow ned (from Schedule HC-M)	BHCK2150	168,000	7.	
8. Investments in unconsolidated subsidiaries and associated companies	BHCK2130	6,981,000	8.	
9. Direct and indirect investments in real estate ventures	BHCK3656	19,000	9.	
10. Intangible assets:				
a. Goodw ill	BHCK3163	22,467,000	10.a.	
b. Other intangible assets (from Schedule HC-M)	BHCK0426	5,449,000	10.b.	
11. Other assets (from Schedule HC-F)	BHCK2160	147,879,000	11.	
12. Total assets (sum of items 1 through 11)	BHCK2170	<b>1,864,063,000</b>	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 HC—Continued**

Dollar Amounts in Thousands		Amount	
<b>Liabilities</b>			
13. Deposits:			
a. In domestic offices (from Schedule HC-E):			
(1) Noninterest-bearing <sup>(1)</sup> .....	BHDM6631	126,327,000	13.a.(1)
(2) Interest-bearing .....	BHDM6636	311,361,000	13.a.(2)
b. In foreign offices, Edge and Agreement subsidiaries, and IBFs:			
(1) Noninterest-bearing .....	BHFN6631	83,194,000	13.b.(1)
(2) Interest-bearing .....	BHFN6636	439,325,000	13.b.(2)
14. Federal funds purchased and securities sold under agreements to repurchase:			
a. Federal funds purchased in domestic offices <sup>(2)</sup> .....	BHDMB993	303,000	14.a.
b. Securities sold under agreements to repurchase <sup>(3)</sup> .....	BHCKB995	154,477,000	14.b.
15. Trading liabilities (from Schedule HC-D) .....	BHCK3548	136,684,000	15.
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule HC-M) .....	BHCK3190	233,441,000	16.
17. Not applicable			
18. Not applicable			
19.			
a. Subordinated notes and debentures <sup>(4)</sup> .....	BHCK4062	26,842,000	19.a.
b. Subordinated notes payable to unconsolidated trusts issuing trust preferred securities, and trust preferred securities issued by consolidated special purpose entities .....	BHCKC699	1,704,000	19.b.
20. Other liabilities (from Schedule HC-G) .....	BHCK2750	119,298,000	20.
21. Total liabilities (sum of items 13 through 20) .....	BHCK2948	<b>1,632,956,000</b>	21.
22. Not applicable			
<b>Equity Capital</b>			
<b>Holding Company Equity Capital</b>			
23. Perpetual preferred stock and related surplus .....	BHCK3283	19,069,000	23.
24. Common stock (par value) .....	BHCK3230	31,000	24.
25. Surplus (exclude all surplus related to preferred stock) .....	BHCK3240	107,982,000	25.
26.			
a. Retained earnings .....	BHCK3247	152,178,000	26.a.
b. Accumulated other comprehensive income <sup>(5)</sup> .....	BHCKB530	(29,899,000)	26.b.
c. Other equity capital components <sup>(6)</sup> .....	BHCKA130	(19,342,000)	26.c.
27.			
a. Total holding company equity capital (sum of items 23 through 26.c) .....	BHCK3210	<b>230,019,000</b>	27.a.
b. Noncontrolling (minority) interests in consolidated subsidiaries .....	BHCK3000	1,088,000	27.b.
28. Total equity capital (sum of items 27.a and 27.b) .....	BHCKG105	<b>231,107,000</b>	28.
29. Total liabilities and equity capital (sum of items 21 and 28) .....	BHCK3300	<b>1,864,063,000</b>	29.

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

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

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

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

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

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

# Schedule HC—Continued

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

		Yes/No
1. Has the holding company engaged in a full-scope independent external audit at any time during the calendar year? (Enter "1" for yes, enter "0", for no) .....		
2. If response to Memoranda item 1 is yes, indicate below the name and address of the holding company's independent external auditing firm (see instructions), and the name and e-mail address of the auditing firm's engagement partner. (7)		
a. <u>N/A</u> (1) Name of External Auditing Firm (TEXT C703) <u>N/A</u> (2) City (TEXT C708) <u>N/A</u> <u>N/A</u> (3) State Abbreviation (TEXT C714) (4) Zip Code (TEXT C715)		M.1.
b. <u>N/A</u> (1) Name of Engagement Partner (TEXT C704) <u>N/A</u> (2) E-mail Address (TEXT C705)		

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



**Schedule HC-B—Securities**

Dollar Amounts in Thousands					
	(Column A) Held-to-Maturity Amortized Cost	(Column B) Held-to-Maturity Fair Value	(Column C) Available-for- Sale Amortized Cost	(Column D) Available-for- Sale Fair Value	
1. U.S. Treasury securities .....	BHCK0211	BHCK0213	BHCK1286	BHCK1287	
	0	0	102,340,000	102,396,000	1.
2. U.S. government agency obligations (exclude mortgage-backed securities):					
a. Issued by U.S. government agencies <sup>(1)</sup> .....	BHCK1289	BHCK1290	BHCK1291	BHCK1293	
	0	0	104,000	106,000	2.a.
b. Issued by U.S. government-sponsored agencies <sup>(2)</sup> .....	BHCK1294	BHCK1295	BHCK1297	BHCK1298	
	0	0	10,136,000	10,097,000	2.b.
3. Securities issued by states and political subdivisions in the U.S. ....	BHCK8496	BHCK8497	BHCK8498	BHCK8499	
	8,799,000	8,977,000	6,232,000	6,070,000	3.
4. Mortgage-backed securities (MBS)					
a. Residential pass-through securities:					
(1) Guaranteed by GNMA .....	BHCKG300	BHCKG301	BHCKG302	BHCKG303	
	59,000	59,000	1,591,000	1,588,000	4.a.(1)
(2) Issued by FNMA and FHLMC .....	BHCKG304	BHCKG305	BHCKG306	BHCKG307	
	20,200,000	20,170,000	32,140,000	32,012,000	4.a.(2)
(3) Other pass-through securities .....	BHCKG308	BHCKG309	BHCKG310	BHCKG311	
	0	0	164,000	164,000	4.a.(3)
b. Other residential mortgage-backed securities (include CMOs, REMICs, and stripped MBS):					
(1) Issued or guaranteed by U.S. Government agencies or sponsored agencies <sup>(3)</sup> .....	BHCKG312	BHCKG313	BHCKG314	BHCKG315	
	2,609,000	2,631,000	6,862,000	6,893,000	4.b.(1)
(2) Collateralized by MBS issued or guaranteed by U.S. Government agencies or sponsored agencies <sup>(3)</sup> .....	BHCKG316	BHCKG317	BHCKG318	BHCKG319	
	0	0	0	0	4.b.(2)
(3) All other residential mortgage-backed securities .....	BHCKG320	BHCKG321	BHCKG322	BHCKG323	
	2,169,000	2,328,000	2,992,000	3,000,000	4.b.(3)
c. Commercial MBS:					
(1) Commercial pass-through securities:					
(a) Issued or guaranteed by FNMA, FHLMC, or GNMA .....	BHCKK142	BHCKK143	BHCKK144	BHCKK145	
	801,000	777,000	914,000	913,000	4.c.(1)(a)
(b) Other pass-through securities .....	BHCKK146	BHCKK147	BHCKK148	BHCKK149	
	0	0	0	0	4.c.(1)(b)

(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 HC-B—Continued**

Dollar Amounts in Thousands					
	(Column A) Held-to-Maturity Amortized Cost	(Column B) Held-to-Maturity Fair Value	(Column C) Available-for- Sale Amortized Cost	(Column D) Available-for- Sale Fair Value	
(2) Other commercial MBS:					
(a) Issued or guaranteed by U.S. Government agencies or sponsored agencies <sup>(3)</sup> .....	BHCKK150	BHCKK151	BHCKK152	BHCKK153	4.c.(2)(a)
	400,000	397,000	1,844,000	1,792,000	
(b) All other commercial MBS .....	BHCKK154	BHCKK155	BHCKK156	BHCKK157	4.c.(2)(b)
	104,000	104,000	357,000	357,000	
5. Asset-backed securities and structured financial products:					
a. Asset-backed securities (ABS) .....	BHCKC026	BHCKC988	BHCKC989	BHCKC027	5.a.
	21,000	28,000	3,167,000	3,168,000	
b. Structured financial products:					
(1) Cash .....	BHCKG336	BHCKG337	BHCKG338	BHCKG339	5.b.(1)
	14,425,000	14,480,000	2,853,000	2,856,000	
(2) Synthetic .....	BHCKG340	BHCKG341	BHCKG342	BHCKG343	5.b.(2)
	0	0	0	0	
(3) Hybrid .....	BHCKG344	BHCKG345	BHCKG346	BHCKG347	5.b.(3)
	0	0	0	0	
6. Other debt securities:					
a. Other domestic debt securities .....	BHCK1737	BHCK1738	BHCK1739	BHCK1741	6.a.
	0	0	5,547,000	5,557,000	
b. Other foreign debt securities .....	BHCK1742	BHCK1743	BHCK1744	BHCK1746	6.b.
	588,000	572,000	115,860,000	115,957,000	
7. Investments in mutual funds and other equity securities with readily determinable fair values .....			BHCKA510	BHCKA511	7.
			414,000	433,000	
8. Total (sum of 1 through 7) (total of column A must equal Schedule HC, item 2.a) (total of column D must equal Schedule HC, item 2.b) .....	BHCT1754	BHCK1771	BHCK1772	BHCT1773	8.
	<b>50,175,000</b>	<b>50,523,000</b>	<b>293,517,000</b>	<b>293,359,000</b>	

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

**Schedule HC-B—Continued**

**Memoranda**

Dollar Amounts in Thousands			Amount	
1. Pledged securities (1) .....		BHCK0416	137,185,000	M.1.
2. Remaining maturity or next repricing date of debt securities (Schedule HC-B, items 1 through 6.b in columns A and D above): (2) (3)				
a. 1 year and less .....		BHCK0383	77,502,000	M.2.a.
b. Over 1 year to 5 years .....		BHCK0384	172,152,000	M.2.b.
c. Over 5 years .....		BHCK0387	93,447,000	M.2.c.
3. Amortized cost of held-to-maturity securities sold or transferred to available-for-sale or trading securities during the calendar year-to-date .....		BHCK1778	16,000	M.3.
4. Structured notes (included in the held-to-maturity and available-for-sale accounts in Schedule HC-B, items 2, 3, 5, and 6):				
a. Amortized cost .....		BHCK8782	0	M.4.a.
b. Fair value .....		BHCK8783	0	M.4.b.

Dollar Amounts in Thousands					
	(Column A) Held-to-Maturity Amortized Cost	(Column B) Held-to-Maturity Fair Value	(Column C) Available-for- Sale Amortized Cost	(Column D) Available-for- Sale Fair Value	
<i>Memorandum item 5 is to be completed by holding companies with total assets over \$1 billion or with foreign offices. (4)</i>					
5. Asset-backed securities (ABS) (sum of Memorandum items 5.a through 5.f must equal Schedule HC-B, item 5.a):					
a. Credit card receivables .....	BHCKB838	BHCKB839	BHCKB840	BHCKB841	M.5.a.
	0	0	21,000	21,000	
b. Home equity lines .....	BHCKB842	BHCKB843	BHCKB844	BHCKB845	M.5.b.
	13,000	20,000	0	0	
c. Automobile loans .....	BHCKB846	BHCKB847	BHCKB848	BHCKB849	M.5.c.
	0	0	795,000	794,000	
d. Other consumer loans .....	BHCKB850	BHCKB851	BHCKB852	BHCKB853	M.5.d.
	0	0	1,812,000	1,814,000	
e. Commercial and industrial loans .....	BHCKB854	BHCKB855	BHCKB856	BHCKB857	M.5.e.
	0	0	0	0	
f. Other .....	BHCKB858	BHCKB859	BHCKB860	BHCKB861	M.5.f.
	8,000	8,000	539,000	539,000	

(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 debt securities by next repricing date.  
 (4) The \$1 billion asset size test is generally based on the total assets reported as of June 30, 2016.

## Schedule HC-B—Continued

### Memoranda—Continued

Dollar Amounts in Thousands	(Column A) Held-to-Maturity Amortized Cost	(Column B) Held-to-Maturity Fair Value	(Column C) Available-for- Sale Amortized Cost	(Column D) Available-for- Sale Fair Value	
6. Structured financial products by underlying collateral or reference assets (for each column, sum of Memorandum items 6.a through 6.g must equal Schedule HC-B, sum of items 5.b.(1) through (3)):					
a. Trust preferred securities issued by financial institutions .....	BHCKG348	BHCKG349	BHCKG350	BHCKG351	M.6.a.
	205,000	201,000	0	0	
b. Trust preferred securities issued by real estate investment trusts .....	BHCKG352	BHCKG353	BHCKG354	BHCKG355	M.6.b.
	0	0	0	0	
c. Corporate and similar loans .....	BHCKG356	BHCKG357	BHCKG358	BHCKG359	M.6.c.
	14,220,000	14,279,000	2,853,000	2,856,000	
d. 1-4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs) .....	BHCKG360	BHCKG361	BHCKG362	BHCKG363	M.6.d.
	0	0	0	0	
e. 1-4 family residential MBS not issued or guaranteed by GSEs .....	BHCKG364	BHCKG365	BHCKG366	BHCKG367	M.6.e.
	0	0	0	0	
f. Diversified (mixed) pools of structured financial products .....	BHCKG368	BHCKG369	BHCKG370	BHCKG371	M.6.f.
	0	0	0	0	
g. Other collateral or reference assets .....	BHCKG372	BHCKG373	BHCKG374	BHCKG375	M.6.g.
	0	0	0	0	

## Schedule HC-C—Loans and Lease Financing Receivables

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

Dollar Amounts in Thousands	(Column A) Consolidated		(Column B) In Domestic Offices		
1. Loans secured by real estate .....	BHCK1410	165,863,000			1.
a. Construction, land development, and other land loans:					
(1) 1-4 family residential construction loans .....	BHCKF158	15,000			1.a.(1)
(2) Other construction loans and all land development and other land loans .....	BHCKF159	4,887,000			1.a.(2)
b. Secured by farmland .....	BHDM1420	81,000			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 .....	BHDM1797	14,138,000			1.c.(1)
(2) Closed-end loans secured by 1-4 family residential properties:					
(a) Secured by first liens .....	BHDM5367	76,680,000			1.c.(2)(a)
(b) Secured by junior liens .....	BHDM5368	4,246,000			1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties: .....	BHDM1460	4,370,000			1.d.
e. Secured by nonfarm nonresidential properties:					
(1) Loans secured by owner-occupied nonfarm nonresidential properties .....	BHCKF160	1,713,000			1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties .....	BHCKF161	7,607,000			1.e.(2)
2. Loans to depository institutions and acceptances of other banks .....			BHDM1288	8,116,000	2.
a. To U.S. banks and other U.S. depository institutions .....	BHCK1292	114,000			2.a.
b. To foreign banks .....	BHCK1296	18,284,000			2.b.
3. Loans to finance agricultural production and other loans to farmers .....	BHCK1590	1,248,000	BHDM1590	279,000	3.
4. Commercial and industrial loans .....			BHDM1766	65,223,000	4.
a. To U.S. addressees (domicile) .....	BHCK1763	53,092,000			4.a.
b. To non-U.S. addressees (domicile) .....	BHCK1764	115,093,000			4.b.
5. Not applicable					
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper) .....			BHDM1975	127,007,000	6.
a. Credit cards .....	BHCKB538	149,443,000			6.a.
b. Other revolving credit plans .....	BHCKB539	10,303,000			6.b.
c. Automobile loans .....	BHCKK137	116,000			6.c.
d. Other consumer loans (includes single payment, installment, and all student loans) .....	BHCKK207	19,137,000			6.d.
7. Loans to foreign governments and official institutions (including foreign central banks) .....	BHCK2081	8,744,000	BHDM2081	229,000	7.
8. Not applicable					
9. Loans to nondepository financial institutions and other loans:					
a. Loans to nondepository financial institutions .....	BHCKJ454	56,064,000	BHDMJ454	32,361,000	9.a.
b. Other loans					
(1) Loans for purchasing or carrying securities (secured or unsecured) .....	BHCK1545	10,289,000	BHDM1545	6,755,000	9.b.(1)
(2) All other loans (exclude consumer loans) .....	BHCKJ451	52,666,000	BHDMJ451	29,903,000	9.b.(2)
10. Lease financing receivables (net of unearned income) .....			BHDM2165	1,467,000	10.
a. Leases to individuals for household, family, and other personal expenditures (i.e., consumer leases) .....	BHCKF162	0			10.a.
b. All other leases .....	BHCKF163	1,782,000			10.b.
11. LESS: Any unearned income on loans reflected in items 1-9 above ..	BHCK2123	541,000	BHDM2123	379,000	11.
12. Total (sum of items 1 through 10 minus item 11) (total of column A must equal Schedule HC, sum of items 4.a and 4.b) .....	BHCK2122	<b>661,697,000</b>	BHDM2122	<b>384,698,000</b>	12.

### Schedule HC-C—Continued

**Memoranda**

Dollar Amounts in Thousands			Amount	
1. Loans restructured in troubled debt restructurings that are in compliance with their modified terms (included in Schedule HC-C, and not reported as past due or nonaccrual in Schedule HC-N, Memorandum item 1):				
a. Construction, land development, and other land loans in domestic offices:				
(1) 1-4 family residential construction loans .....	BHDMK158	0		M.1.a.(1)
(2) All other construction loans and all land development and other land loans .....	BHDMK159	0		M.1.a.(2)
b. Loans secured by 1-4 family residential properties in domestic offices .....	BHDMF576	2,526,000		M.1.b.
c. Secured by multifamily (5 or more) residential properties in domestic offices .....	BHDMK160	0		M.1.c.
d. Secured by nonfarm nonresidential properties in domestic offices:				
(1) Loans secured by owner-occupied nonfarm nonresidential properties .....	BHDMK161	0		M.1.d.(1)
(2) Loans secured by other nonfarm nonresidential properties .....	BHDMK162	0		M.1.d.(2)
e. Commercial and industrial loans:				
(1) To U.S. addressees (domicile) .....	BHCKK163	19,000		M.1.e.(1)
(2) To non-U.S. addressees (domicile) .....	BHCKK164	17,000		M.1.e.(2)
f. All other loans (include loans to individuals for household, family, and other personal expenditures) .....	BHCKK165	2,230,000		M.1.f.
<i>Itemize loan categories included in Memorandum item 1.f. above that exceed 10% of total loans restructured in troubled debt restructurings that are in compliance with their modified terms (sum of Memorandum items 1.a through 1.f):</i>				
(1) Loans secured by farmland in domestic offices .....	BHDMK166	0		M.1.f.(1)
(2) Loans to finance agricultural production and other loans to farmers .....	BHCKK168	0		M.1.f.(2)
(3) Loans to individuals for household, family, and other personal expenditures:				
(a) Credit cards .....	BHCKK098	1,559,000		M.1.f.(3)(a)
(b) Automobile loans .....	BHCKK203	0		M.1.f.(3)(b)
(c) Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) .....	BHCKK204	0		M.1.f.(3)(c)
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HC-C, items 4 and 9, column A, above .....	BHCK2746	5,928,000		M.2.
3. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HC-C, item 1, column A) .....	BHCKB837	52,614,000		M.3.
<i>Memorandum item 4 is to be completed by (1) holding companies that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).</i>				
4. Outstanding credit card fees and finance charges (included in Schedule HC-C, item 6.a, column A) .....	BHCKC391	3,477,000		M.4.
<i>Memorandum item 5 is to be completed by all holding companies.</i>				
5. Purchased credit-impaired loans held for investment accounted for in accordance with AICPA Statement of Position 03-3 (exclude loans held for sale):				
a. Outstanding balance .....	BHCKC779	226,000		M.5.a.
b. Amount included in Schedule HC-C, items 1 through 9 .....	BHCKC780	183,000		M.5.b.
6. Closed-end loans with negative amortization features secured by 1-4 family residential properties in domestic offices:				
a. Total amount of closed-end loans with negative amortization features secured by 1-4 family residential properties (included in Schedule HC-C, items 1.c.(2)(a) and (b)) .....	BHCKF230	0		M.6.a.

### Schedule HC-C—Continued

#### Memoranda—Continued

Dollar Amounts in Thousands			Amount
<i>Memorandum items 6.b and 6.c are to be completed by holding companies that had closed-end loans with negative amortization features secured by 1-4 family residential properties (as reported in Schedule HC-C, Memorandum item 6.a) as of <b>December 31, 2016</b>, that exceeded the lesser of \$100 million or 5 percent of total loans and leases, net of unearned income, in domestic offices (as reported in Schedule HC-C, item 12, column B).</i>			
b. Total maximum remaining amount of negative amortization contractually permitted on closed-end loans secured by 1-4 family residential properties .....	BHCKF231	0	M.6.b.
c. Total amount of negative amortization on closed-end loans secured by 1-4 family residential properties included in the amount reported in Memorandum item 6.a above .....	BHCKF232	0	M.6.c.
7. Not applicable			
8. Not applicable			
9. Loans secured by 1-4 family residential properties in domestic offices in process of foreclosure (included in Schedule HC-C, items 1.c.(1), 1.c.(2)(a), and 1.c.(2)(b)) .....	BHDMF577	1,407,000	M.9.
10. <b>Not applicable</b>			
11. <b>Not applicable</b>			

Dollar Amounts in Thousands	(Column A) Fair value of acquired loans and leases at acquisition date	(Column B) Gross contractual amounts receivable at acquisition	(Column C) Best estimate at acquisition date of contractual cash flows not expected to be collected				
12. Loans (not subject to the requirements of AICPA Statement of Position 03-3) and leases held for investment that are acquired in business combinations with acquisition dates in the current calendar year:							
a. Loans secured by real estate .....	BHCKG091	0	BHCKG092	0	BHCKG093	0	M.12.a.
b. Commercial and industrial loans .....	BHCKG094	0	BHCKG095	0	BHCKG096	0	M.12.b.
c. Loans to individuals for household, family, and other personal expenditures .....	BHCKG097	0	BHCKG098	0	BHCKG099	0	M.12.c.
d. All other loans and all leases .....	BHCKG100	0	BHCKG101	0	BHCKG102	0	M.12.d.

Dollar Amounts in Thousands			Amount
13. Not applicable			
14. Pledged loans and leases .....	BHCKG378	223,020,000	M.14.

## Schedule HC-D—Trading Assets and Liabilities

Schedule HC-D is to be completed by holding companies that reported average trading assets (Schedule HC-K, Item 4.a) of \$2 million or more in any of the four preceding quarters.

Dollar Amounts in Thousands	(Column A) Consolidated		(Column B) Domestic Offices		
<b>Assets</b>					
1. U.S. Treasury securities .....	BHCM3531	21,420,000	BHCK3531	15,768,000	1.
2. U.S. government agency obligations (exclude MBS) .....	BHCM3532	1,762,000	BHCK3532	1,634,000	2.
3. Securities issued by states and political subdivisions in the U.S. ....	BHCM3533	3,582,000	BHCK3533	3,582,000	3.
4. Mortgage-backed securities (MBS):					
a. Residential pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA .....	BHCKG379	22,550,000	BHDMG379	22,550,000	4.a.
b. Other residential mortgage-backed securities issued or guaranteed by U.S. Government agencies or sponsored agencies (include CMOs, REMICs, and stripped MBS) <sup>(1)</sup> .....	BHCKG380	2,537,000	BHDMG380	2,537,000	4.b.
c. All other residential mortgage-backed securities .....	BHCKG381	599,000	BHDMG381	403,000	4.c.
d. Commercial MBS issued or guaranteed by U.S. Government agencies or sponsored agencies <sup>(1)</sup> .....	BHCKK197	748,000	BHDMK197	748,000	4.d.
e. All other commercial MBS .....	BHCKK198	612,000	BHDMK198	587,000	4.e.
5. Other debt securities					
a. Structured financial products:					
(1) Cash .....	BHCKG383	2,193,000	BHDMG383	2,193,000	5.a.(1)
(2) Synthetic .....	BHCKG384	2,000	BHDMG384	2,000	5.a.(2)
(3) Hybrid .....	BHCKG385	0	BHDMG385	0	5.a.(3)
b. All other debt securities .....	BHCKG386	84,121,000	BHDMG386	7,629,000	5.b.
6. Loans:					
a. Loans secured by real estate .....	BHCKF610	1,339,000			6.a.
(1) Construction, land development, and other land loans .....			BHDMF604	6,000	6.a.(1)
(2) Secured by farmland (including farm residential and other improvements) .....			BHDMF605	0	6.a.(2)
(3) Secured by 1-4 family residential properties:					
(a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit .....			BHDMF606	8,000	6.a.(3)(a)
(b) Closed-end loans secured by 1-4 family residential properties:					
(i) Secured by first liens .....			BHDMF607	710,000	6.a.(3)(b)(i)
(ii) Secured by junior liens .....			BHDMF611	15,000	6.a.(3)(b)(ii)
(4) Secured by multifamily (5 or more) residential properties .....			BHDMF612	0	6.a.(4)
(5) Secured by nonfarm nonresidential properties .....			BHDMF613	600,000	6.a.(5)
b. Commercial and industrial loans .....	BHCKF614	7,663,000	BHDMF614	7,084,000	6.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):					
(1) Credit cards .....	BHCKF615	0	BHDMF615	0	6.c.(1)
(2) Other revolving credit plans .....	BHCKF616	0	BHDMF616	0	6.c.(2)
(3) Automobile loans .....	BHCKK199	0	BHDMK199	0	6.c.(3)
(4) Other consumer loans (includes single payment, installment, and all student loans) .....	BHCKK210	0	BHDMK210	0	6.c.(4)
d. Other loans .....	BHCKF618	1,303,000	BHDMF618	1,073,000	6.d.
7. - 8. Not applicable					
9. Other trading assets .....	BHCM3541	51,218,000	BHCK3541	27,462,000	9.
10. Not applicable					
11. Derivatives with a positive fair value .....	BHCM3543	57,957,000	BHCK3543	19,758,000	11.
12. Total trading assets (sum of items 1 through 11) (total of column A must equal HC.5.) .....	BHCT3545	<b>259,606,000</b>	BHDM3545	<b>114,349,000</b>	12.

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



**Schedule HC-D—Continued**

Dollar Amounts in Thousands		(Column A) Consolidated		(Column B) Domestic Offices		
<b>Liabilities</b>						
13.						
a. Liability for short positions:						
(1) Equity securities .....	BHCKG209	15,575,000	BHDMG209	9,890,000		13.a.(1)
(2) Debt securities .....	BHCKG210	66,016,000	BHDMG210	22,550,000		13.a.(2)
(3) All other assets .....	BHCKG211	4,156,000	BHDMG211	406,000		13.a.(3)
b. All other trading liabilities .....	BHCKF624	97,000	BHDMF624	0		13.b.
14. Derivatives with a negative fair value .....	BHCK3547	50,840,000	BHDM3547	19,465,000		14.
15. Total trading liabilities (sum of items 13.a through 14) (total of column A must equal HC.15.) .....	BHCT3548	<b>136,684,000</b>	BHDM3548	<b>52,311,000</b>		15.

**Memoranda**

Dollar Amounts in Thousands		(Column A) Consolidated		(Column B) Domestic Offices		
1. Unpaid principal balance of loans measured at fair value (reported in Schedule HC-D, items 6.a. through 6.d.)						
a. Loans secured by real estate .....						
(1) Construction, land development, and other land loans .....	BHCKF790	1,598,000				M.1.a.
(2) Secured by farmland (including farm residential and other improvements) .....			BHDMF625	7,000		M.1.a.(1)
(3) Secured by 1-4 family residential properties:			BHDMF626	0		M.1.a.(2)
(a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit .....			BHDMF627	54,000		M.1.a.(3)(a)
(b) Closed-end loans secured by 1-4 family residential properties:			BHDMF628	860,000		M.1.a.(3)b.i
(i) Secured by first liens .....			BHDMF629	73,000		M.1.a.(3)b.ii
(ii) Secured by junior liens .....			BHDMF630	0		M.1.a.(4)
(4) Secured by multifamily (5 or more) residential properties .....			BHDMF631	603,000		M.1.a.(5)
(5) Secured by nonfarm nonresidential properties .....	BHCKF632	8,086,000	BHDMF632	7,499,000		M.1.b.
b. Commercial and industrial loans .....						
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):						
(1) Credit cards .....	BHCKF633	0	BHDMF633	0		M.1.c.(1)
(2) Other revolving credit plans .....	BHCKF634	0	BHDMF634	0		M.1.c.(2)
(3) Automobile loans .....	BHCKK200	0	BHDMK200	0		M.1.c.(3)
(4) Other consumer loans (includes single payment, installment, and all student loans) .....	BHCKK211	0	BHDMK211	0		M.1.c.(4)
d. Other loans .....	BHCKF636	1,496,000	BHDMF636	1,254,000		M.1.d.
2. Loans measured at fair value that are past due 90 days or more:						
a. Fair value .....	BHCKF639	78,000	BHDMF639	78,000		M.2.a.
b. Unpaid principal balance .....	BHCKF640	284,000	BHDMF640	284,000		M.2.b.
3. Structured financial products by underlying collateral or reference assets (for each column, sum of Memorandum items 3.a through 3.g must equal Schedule HC-D, sum of items 5.a.(1) through (3)):						
a. Trust preferred securities issued by financial institutions .....	BHCKG299	96,000	BHDMG299	96,000		M.3.a.
b. Trust preferred securities issued by real estate investment trusts .....	BHCKG332	0	BHDMG332	0		M.3.b.
c. Corporate and similar loans .....	BHCKG333	1,504,000	BHDMG333	1,504,000		M.3.c.
d. 1-4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs) .....	BHCKG334	0	BHDMG334	0		M.3.d.
e. 1-4 family residential MBS not issued or guaranteed by GSEs .....	BHCKG335	0	BHDMG335	0		M.3.e.
f. Diversified (mixed) pools of structured financial products .....	BHCKG651	0	BHDMG651	0		M.3.f.
g. Other collateral or reference assets .....	BHCKG652	595,000	BHDMG652	595,000		M.3.g.
4. Pledged trading assets:						
a. Pledged securities .....	BHCKG387	103,108,000	BHDMG387	54,050,000		M.4.a.
b. Pledged loans .....	BHCKG388	0	BHDMG388	0		M.4.b.

### Schedule HC-D—Continued

#### Memoranda—Continued

Dollar Amounts in Thousands

	Amount		
<i>Memoranda items 5 through 10 are to be completed by holding companies that reported average trading assets (Schedule HC-K, item 4.a.) of \$1 billion or more in any of the four preceding quarters.</i>			
5. Asset-backed securities:			
a. Credit card receivables .....	BHCKF643	486,000	M.5.a.
b. Home equity lines .....	BHCKF644	252,000	M.5.b.
c. Automobile loans .....	BHCKF645	194,000	M.5.c.
d. Other consumer loans .....	BHCKF646	241,000	M.5.d.
e. Commercial and industrial loans .....	BHCKF647	0	M.5.e.
f. Other .....	BHCKF648	116,000	M.5.f.
6. Retained beneficial interests in securitizations (first-loss or equity tranches) .....	BHCKF651	160,000	M.6.
7. Equity securities:			
a. Readily determinable fair values .....	BHCKF652	19,453,000	M.7.a.
b. Other .....	BHCKF653	29,252,000	M.7.b.
8. Loans pending securitization .....	BHCKF654	2,234,000	M.8.
9.			
a.			
(1) Gross fair value of commodity contracts .....	BHCKG212	10,148,000	M.9.a.(1)
(2) Gross fair value of physical commodities held in inventory .....	BHCKG213	539,000	M.9.a.(2)
b. Other trading assets (itemize and describe amounts included in Schedule HC-D, item 9, column A (other than amounts included in Memoranda items 9.a.(1) and 9.a.(2) above) that are greater than \$1,000,000 and exceed 25% of item 9 less Memoranda items 9.a.(1) and 9.a.(2)):			
(1) BHTXF655	BHCKF655	0	M.9.b.(1)
(2) BHTXF656	BHCKF656	0	M.9.b.(2)
(3) BHTXF657	BHCKF657	0	M.9.b.(3)
10. Other trading liabilities (itemize and describe amounts included in Schedule HC-D, item 13 that are greater than \$1,000,000 and exceed 25% of the item)			
a. BHTXF658 Revaluation losses on Foreign Exchange Spot Contracts	BHCKF658	97,000	M.10.a.
b. BHTXF659	BHCKF659	0	M.10.b.
c. BHTXF660	BHCKF660	0	M.10.c.

### Schedule HC-E—Deposit Liabilities<sup>(1)</sup>

Dollar Amounts in Thousands			Amount	
1. Deposits held in domestic offices of commercial bank subsidiaries of the reporting holding company:				
a. Noninterest-bearing balances <sup>(2)</sup> .....	BHCB2210	57,077,000		1.a.
b. Interest-bearing demand deposits, NOW, ATS, and other transaction accounts .....	BHCB3187	64,767,000		1.b.
c. Money market deposit accounts and other savings accounts .....	BHCB2389	274,305,000		1.c.
d. Time deposits of <b>\$250,000 or less</b> .....	BHCBHK29	6,280,000		1.d.
e. Time deposits of <b>more than \$250,000</b> .....	BHCBJ474	35,259,000		1.e.
2. Deposits held in domestic offices of other depository institutions that are subsidiaries of the reporting holding company:				
a. Noninterest-bearing balances <sup>(2)</sup> .....	BHOD3189	0		2.a.
b. Interest-bearing demand deposits, NOW, ATS, and other transaction accounts .....	BHOD3187	0		2.b.
c. Money market deposit accounts and other savings accounts .....	BHOD2389	0		2.c.
d. Time deposits of <b>\$250,000 or less</b> .....	BHODHK29	0		2.d.
e. Time deposits of <b>more than \$250,000</b> .....	BHODJ474	0		2.e.

**Memoranda**

Dollar Amounts in Thousands			Amount	
1. Brokered deposits of <b>\$250,000 or less</b> with a remaining maturity of one year or less .....	BHDMHK06	37,579,000		M.1.
2. Brokered deposits of <b>\$250,000 or less</b> with a remaining maturity of more than one year .....	BHDMHK31	280,000		M.2.
3. Time deposits of <b>more than \$250,000</b> with a remaining maturity of one year or less .....	BHDMHK32	34,452,000		M.3.
4. Foreign office time deposits with a remaining maturity of one year or less .....	BHFNA245	109,557,000		M.4.

(1) The sum of items 1.a through 1.e and items 2.a through 2.e must equal the sum of Schedule HC, items 13.a.(1) and 13.a.(2).  
 (2) Includes noninterest-bearing demand, time, and savings deposits.

### Schedule HC-F—Other Assets

Dollar Amounts in Thousands			Amount	
1. Accrued interest receivable <sup>(1)</sup> .....	BHCKB556	5,285,000		1.
2. Net deferred tax assets <sup>(2)</sup> .....	BHCK2148	46,532,000		2.
3. Interest-only strips receivable (not in the form of a security) on: <sup>(3)</sup>				
a. Mortgage loans .....	BHCKA519	0		3.a.
b. Other financial assets .....	BHCKA520	0		3.b.
4. Equity securities that DO NOT have readily determinable fair values <sup>(4)</sup> .....	BHCK1752	7,887,000		4.
5. Life insurance assets:				
a. General account life insurance assets .....	BHCKK201	296,000		5.a.
b. Separate account life insurance assets .....	BHCKK202	9,077,000		5.b.
c. Hybrid account life insurance assets .....	BHCKK270	0		5.c.
6. Other .....	BHCK2168	78,802,000		6.
7. Total (sum of items 1 through 6) (must equal Schedule HC, item 11) .....	BHCT2160	<b>147,879,000</b>		7.

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

## Schedule HC-G—Other Liabilities

Dollar Amounts in Thousands			Amount
1. Not applicable			
2. Net deferred tax liabilities <sup>(1)</sup> .....	BHCK3049	750,000	2.
3. Allow ance for credit losses on off-balance sheet credit exposures .....	BHCKB557	1,408,000	3.
4. Other .....	BHCKB984	117,140,000	4.
5. Total (sum of items 2 through 4) (must equal Schedule HC, item 20) .....	BHCT2750	<b>119,298,000</b>	5.

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

### Schedule HC-H—Interest Sensitivity<sup>(1)</sup>

Dollar Amounts in Thousands	Amount	
1. Earning assets that are repriceable w ithin one year or mature w ithin one year .....	BHCK3197 952,391,000	1.
2. Interest-bearing deposit liabilities that reprice w ithin one year or mature w ithin one year included in item 13.a.(2) and 13.b.(2) on Schedule HC, Balance Sheet .....	BHCK3296 148,949,000	2.
3. Long-term debt that reprices w ithin one year included in items 16 and 19.a on Schedule HC, Balance Sheet .....	BHCK3298 47,266,000	3.
4. Variable rate preferred stock (includes both limited-life and perpetual preferred stock) .....	BHCK3408 17,066,000	4.
5. Long-term debt reported in Schedule HC, item 19.a on the Balance Sheet that is scheduled to mature w ithin one year .....	BHCK3409 (87,000)	5.

(1) Holding companies w ith foreign offices have the option of excluding the smallest of such non-U.S. offices from coverage in this schedule. Such holding companies may omit the smallest of their offices in foreign countries w hen arrayed by total assets provided that the assets of the excluded offices do not exceed 50 percent of the total assets of the holding company's assets in foreign countries and 10 percent of the holding company's total consolidated assets as of the report date.

## Schedule HC-I—Insurance-Related Underwriting Activities (Including Reinsurance)

Schedule HC-I must be completed by all top-tier holding companies. (See instructions for additional information.)

### I. Property and Casualty Underwriting

Item 1 is to be completed by holding companies with \$10,000,000 or more in reinsurance recoverables as of the effective date each quarter.

Dollar Amounts in Thousands		Amount	
<b>Assets</b>			
1. Reinsurance recoverables .....	BHCKB988		1.
2. Total assets .....	BHCKC244	612,000	2.
<b>Liabilities</b>			
3. Claims and claims adjustment expense reserves .....	BHCKB990	133,000	3.
4. Unearned premiums .....	BHCKB991	57,000	4.
5. Total equity .....	BHCKC245	400,000	5.
6. Net income .....	BHCKC246	11,000	6.

### II. Life and Health Underwriting

Item 1 is to be completed by holding companies with \$10,000,000 or more in reinsurance recoverables as of the effective date each quarter.

Dollar Amounts in Thousands		Amount	
<b>Assets</b>			
1. Reinsurance recoverables .....	BHCKC247		1.
2. Separate account assets .....	BHCKB992	4,199,000	2.
3. Total assets .....	BHCKC248	9,028,000	3.
<b>Liabilities</b>			
4. Policy holder benefits and contract holder funds .....	BHCKB994	1,000,000	4.
5. Separate account liabilities .....	BHCKB996	4,199,000	5.
6. Total equity .....	BHCKC249	1,645,000	6.
7. Net income .....	BHCKC250	62,000	7.

## Schedule HC-K—Quarterly Averages

Dollar Amounts in Thousands			Amount
<b>Assets</b>			
1. Securities:			
a. U.S. Treasury securities and U.S. government agency obligations (excluding mortgage-backed securities) .....	BHCKB558	117,231,000	1.a.
b. Mortgage-backed securities .....	BHCKB559	69,360,000	1.b.
c. All other securities (includes securities issued by states and political subdivisions in the U.S.) .....	BHCKB560	155,065,000	1.c.
2. Federal funds sold and securities purchased under agreements to resell .....	BHCK3365	249,263,000	2.
3.			
a. Total loans and leases in domestic offices .....	BHDM3516	379,749,000	3.a.
(1) Loans secured by 1-4 family residential properties .....	BHDM3465	95,822,000	3.a.(1)
(2) All other loans secured by real estate .....	BHDM3466	17,530,000	3.a.(2)
(3) Loans to finance agricultural production and other loans to farmers .....	BHDM3386	286,000	3.a.(3)
(4) Commercial and industrial loans .....	BHDM3387	63,723,000	3.a.(4)
(5) Loans to individuals for household, family, and other personal expenditures:			
(a) Credit cards .....	BHDMB561	121,976,000	3.a.(5)(a)
(b) Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) .....	BHDMB562	3,367,000	3.a.(5)(b)
b. Total loans and leases in foreign offices, Edge and Agreement subsidiaries, and IBFs .....	BHFN3360	270,231,000	3.b.
4.			
a. Trading assets .....	BHCK3401	262,580,000	4.a.
b. Other earning assets .....	BHCKB985	218,669,000	4.b.
5. Total consolidated assets .....	BHCK3368	1,869,339,000	5.
<b>Liabilities</b>			
6. Interest-bearing deposits (domestic) <sup>(1)</sup> .....	BHCK3517	311,758,000	6.
7. Interest-bearing deposits (foreign) <sup>(1)</sup> .....	BHCK3404	441,175,000	7.
8. Federal funds purchased and securities sold under agreements to repurchase .....	BHCK3353	160,978,000	8.
9. All other borrowed money .....	BHCK2635	218,789,000	9.
10. Not applicable			
<b>Equity Capital</b>			
11. Total equity capital (excludes limited-life preferred stock) .....	BHCK3519	229,058,000	11.

(1) Includes interest-bearing demand deposits.



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

For Federal Reserve Bank Use Only  
C.I. \_\_\_\_\_

(Report only transactions with nonrelated institutions)

Dollar Amounts in Thousands	Amount	
1. Unused commitments (report only unused portions that are fee paid or otherwise legally binding):		
a. Revolving, open-end loans secured by 1-4 family residential properties (e.g., home equity lines) .....	BHCK3814	13,038,000
b.		
(1) Unused consumer credit card lines .....	BHCKJ455	628,773,000
(2) Other unused credit card lines .....	BHCKJ456	47,490,000
c.		
(1) Commitments to fund commercial real estate, construction, and land development loans secured by real estate (sum of items 1.c.(1)(a) and (b) must equal item 1.c.(1)) .....	BHCK3816	4,394,000
(a) 1-4 family residential construction loan commitments .....	BHCKF164	203,000
(b) Commercial real estate, other construction loan, and land development loan commitments .....	BHCKF165	4,191,000
(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate .....	BHCK6550	7,816,000
d. Securities underwriting .....	BHCK3817	297,000
e. Other unused commitments:		
(1) Commercial and industrial loans .....	BHCKJ457	172,521,000
(2) Loans to financial institutions .....	BHCKJ458	38,542,000
(3) All other unused commitments .....	BHCKJ459	64,990,000
2. Financial standby letters of credit and foreign office guarantees .....	BHCK6566	92,738,000
<i>Item 2.a is to be completed by holding companies with \$1 billion or more in total assets. (1)</i>		
a. Amount of financial standby letters of credit conveyed to others .....	BHCK3820	25,104,000
3. Performance standby letters of credit and foreign office guarantees .....	BHCK6570	10,542,000
<i>Item 3.a is to be completed by holding companies with \$1 billion or more in total assets. (1)</i>		
a. Amount of performance standby letters of credit conveyed to others .....	BHCK3822	1,180,000
4. Commercial and similar letters of credit .....	BHCK3411	5,188,000
5. Not applicable		
6. Securities:		
a. Securities lent .....	BHCK3433	114,099,000
b. Securities borrowed .....	BHCK3432	106,543,000

(1) The \$1 billion asset size test is generally based on the total assets reported as of June 30, 2016.

Dollar Amounts in Thousands	(Column A) Sold Protection	(Column B) Purchased Protection		
7. Credit derivatives:				
a. Notional amounts:				
(1) Credit default sw aps .....	BHCKC968	781,430,000	BHCKC969	791,924,000
(2) Total return sw aps .....	BHCKC970	9,465,000	BHCKC971	26,389,000
(3) Credit options .....	BHCKC972	54,198,000	BHCKC973	52,736,000
(4) Other credit derivatives .....	BHCKC974	0	BHCKC975	0
b. Gross fair values:				
(1) Gross positive fair value .....	BHCKC219	18,005,000	BHCKC221	5,976,000
(2) Gross negative fair value .....	BHCKC220	5,691,000	BHCKC222	19,755,000

**Schedule HC-L—Continued**  
**(Report only transactions with nonrelated institutions)**

	Dollar Amounts in Thousands			Amount	
7.c. Notional amounts by regulatory capital treatment:					
(1) Positions covered under the Market Risk Rule:					
(a) Sold protection .....	BHCKG401	845,029,000			7.c.(1)(a)
(b) Purchased protection .....	BHCKG402	856,947,000			7.c.(1)(b)
(2) All other positions:					
(a) Sold protection .....	BHCKG403	64,000			7.c.(2)(a)
(b) Purchased protection that is recognized as a guarantee for regulatory capital purposes .....	BHCKG404	13,782,000			7.c.(2)(b)
(c) Purchased protection that is not recognized as a guarantee for regulatory capital purposes .....	BHCKG405	321,000			7.c.(2)(c)

	(Column A) One year or less		(Column B) Over One Year Through Five Years		(Column C) Over Five Years		
Dollar Amounts in Thousands							
7.d. Notional amounts by remaining maturity:							
(1) Sold credit protection:							
(a) Investment grade .....	BHCKG406	215,465,000	BHCKG407	391,970,000	BHCKG408	34,660,000	7.d.(1)(a)
(b) Subinvestment grade .....	BHCKG409	65,699,000	BHCKG410	130,230,000	BHCKG411	7,067,000	7.d.(1)(b)
(2) Purchased credit protection:							
(a) Investment grade .....	BHCKG412	206,181,000	BHCKG413	407,601,000	BHCKG414	40,573,000	7.d.(2)(a)
(b) Subinvestment grade .....	BHCKG415	76,511,000	BHCKG416	132,343,000	BHCKG417	7,841,000	7.d.(2)(b)

	Dollar Amounts in Thousands			Amount	
8. Spot foreign exchange contracts .....	BHCK8765	861,819,000			8.
9. All other off-balance-sheet items (exclude derivatives) (include in item 9 the aggregate amount all other off-balance-sheet items that individually exceed 10 percent of Schedule HC, item 27.a, "Total holding company equity capital") (itemize and describe in items 9.a through 9.f only amounts that exceed 25 percent of Schedule HC, item 27.a) .....	BHCK3430	0			9.
a. Commitments to purchase when-issued securities .....	BHCK3434	0			9.a.
b. Commitments to sell when-issued securities .....	BHCK3435	0			9.b.
c. TEXT6561	BHCK6561	0			9.c.
d. TEXT6562	BHCK6562	0			9.d.
e. TEXT6568	BHCK6568	0			9.e.
f. TEXT6586	BHCK6586	0			9.f.
10. Not applicable					

**Schedule HC-L—Continued**

Dollar Amounts in Thousands					
	(Column A) Interest Rate Contracts	(Column B) Foreign Exchange Contracts	(Column C) Equity Derivative Contracts	(Column D) Commodity and Other Contracts	
<b>Derivatives Position Indicators</b>					
11. Gross amounts (e.g., notional amounts) (for each column, sum of items 11.a through 11.e must equal the sum of items 12 and 13):					
a. Futures contracts .....	BHCK8693	BHCK8694	BHCK8695	BHCK8696	
	3,085,815,000	22,324,000	46,470,000	52,636,000	11.a.
b. Forward contracts .....	BHCK8697	BHCK8698	BHCK8699	BHCK8700	
	4,389,727,000	3,460,086,000	212,000	95,471,000	11.b.
c. Exchange-traded option contracts:					
(1) Written options .....	BHCK8701	BHCK8702	BHCK8703	BHCK8704	
	2,367,530,000	6,281,000	504,939,000	67,728,000	11.c.(1)
(2) Purchased options .....	BHCK8705	BHCK8706	BHCK8707	BHCK8708	
	2,525,029,000	5,746,000	528,938,000	69,202,000	11.c.(2)
d. Over-the-counter option contracts:					
(1) Written options .....	BHCK8709	BHCK8710	BHCK8711	BHCK8712	
	2,626,188,000	1,370,427,000	160,376,000	33,591,000	11.d.(1)
(2) Purchased options .....	BHCK8713	BHCK8714	BHCK8715	BHCK8716	
	2,365,222,000	1,384,801,000	90,675,000	30,883,000	11.d.(2)
e. Swaps .....	BHCK3450	BHCK3826	BHCK8719	BHCK8720	
	22,318,380,000	6,471,414,000	197,046,000	68,690,000	11.e.
12. Total gross notional amount of derivative contracts held for trading .....	BHCKA126	BHCKA127	BHCK8723	BHCK8724	
	39,660,010,000	12,695,860,000	1,528,656,000	418,064,000	12.
13. Total gross notional amount of derivative contracts held for purposes other than trading .....	BHCK8725	BHCK8726	BHCK8727	BHCK8728	
	17,881,000	25,219,000	0	137,000	13.
14. Gross fair values of derivative contracts:					
a. Contracts held for trading:					
(1) Gross positive fair value .....	BHCK8733	BHCK8734	BHCK8735	BHCK8736	
	304,700,000	144,929,000	24,168,000	10,148,000	14.a.(1)
(2) Gross negative fair value .....	BHCK8737	BHCK8738	BHCK8739	BHCK8740	
	290,194,000	146,033,000	29,005,000	12,541,000	14.a.(2)
b. Contracts held for purposes other than trading:					
(1) Gross positive fair value .....	BHCK8741	BHCK8742	BHCK8743	BHCK8744	
	1,444,000	411,000	0	0	14.b.(1)
(2) Gross negative fair value .....	BHCK8745	BHCK8746	BHCK8747	BHCK8748	
	230,000	384,000	0	0	14.b.(2)

### Schedule HC-L—Continued

Item 15 is to be completed only by bank holding companies with total assets of \$10 billion or more.<sup>(1)</sup>

Dollar Amounts in Thousands	(Column A) Banks and Securities Firms	(Column B) Monoline Financial Guarantors	(Column C) Hedge Funds	(Column D) Sovereign Governments	(Column E) Corporations and All Other Counterparties	
15. Over-the counter derivatives:						
a. Net current credit exposure .....	BHCKG418	BHCKG419	BHCKG420	BHCKG421	BHCKG422	15.a.
	38,936,000	0	2,577,000	12,141,000	35,046,000	
b. Fair value of collateral:						
(1) Cash - U.S. dollar .....	BHCKG423	BHCKG424	BHCKG425	BHCKG426	BHCKG427	15.b.(1)
	11,807,000	0	9,941,000	304,000	14,031,000	
(2) Cash - Other currencies .....	BHCKG428	BHCKG429	BHCKG430	BHCKG431	BHCKG432	15.b.(2)
	16,805,000	0	959,000	3,638,000	5,462,000	
(3) U.S. Treasury securities .....	BHCKG433	BHCKG434	BHCKG435	BHCKG436	BHCKG437	15.b.(3)
	4,023,000	0	1,515,000	0	2,565,000	
(4) U.S. government agency and U.S. government-sponsored agency debt securities .....	BHCKG438	BHCKG439	BHCKG440	BHCKG441	BHCKG442	15.b.(4)
	1,852,000	0	37,000	0	326,000	
(5) Corporate bonds .....	BHCKG443	BHCKG444	BHCKG445	BHCKG446	BHCKG447	15.b.(5)
	569,000	0	58,000	0	751,000	
(6) Equity securities .....	BHCKG448	BHCKG449	BHCKG450	BHCKG451	BHCKG452	15.b.(6)
	371,000	0	0	0	56,000	
(7) All other collateral .....	BHCKG453	BHCKG454	BHCKG455	BHCKG456	BHCKG457	15.b.(7)
	2,894,000	0	52,000	32,000	12,013,000	
(8) Total fair value of collateral (sum of items 15.b.(1) through (7)) .....	BHCKG458	BHCKG459	BHCKG460	BHCKG461	BHCKG462	15.b.(8)
	<b>38,321,000</b>	<b>0</b>	<b>12,562,000</b>	<b>3,974,000</b>	<b>35,204,000</b>	

(1) The \$10 billion asset size test is generally based on the total assets reported as of June 30, 2016.

### Schedule HC-M—Memoranda

Dollar Amounts in Thousands			Amount	
	Number (Unrounded)			
1. Total number of holding company common shares outstanding .....	BHCK3459	2724556095		1.
2. Debt maturing in one year or less (included in Schedule HC, items 16 and 19.a) that is issued to unrelated third parties by bank subsidiaries .....	BHCK6555	40,217,000		2.
3. Debt maturing in more than one year (included in Schedule HC, items 16 and 19.a) that is issued to unrelated third parties by bank subsidiaries .....	BHCK6556	13,528,000		3.
4. Other assets acquired in satisfaction of debts previously contracted .....	BHCK6557	37,000		4.
5. Securities purchased under agreements to resell <b>offset</b> against securities sold under agreements to repurchase on Schedule HC .....	BHCKA288	57,562,000		5.
6. Assets covered by loss-sharing agreements with the FDIC:				
a. Loans and leases (included in Schedule HC, items 4.a and 4.b):				
(1) Loans secured by real estate in domestic offices:				
(a) Construction, land development, and other land loans:				
(1) 1-4 family residential construction loans .....	BHDMK169	0		6.a.(1)(a)(1)
(2) Other construction loans and all land development and other land loans .....	BHDMK170	0		6.a.(1)(a)(2)
(b) Secured by farmland .....	BHDMK171	0		6.a.(1)(b)
(c) Secured by 1-4 family residential properties:				
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit .....	BHDMK172	0		6.a.(1)(c)(1)
(2) Closed-end loans secured by 1-4 family residential properties:				
(a) Secured by first liens .....	BHDMK173	0		6.a.(1)(c)(2)(a)
(b) Secured by junior liens .....	BHDMK174	0		6.a.(1)(c)(2)(b)
(d) Secured by multifamily (5 or more) residential properties .....	BHDMK175	0		6.a.(1)(d)
(e) Secured by nonfarm nonresidential properties:				
(1) Loans secured by owner-occupied nonfarm nonresidential properties .....	BHDMK176	0		6.a.(1)(e)(1)
(2) Loans secured by other nonfarm nonresidential properties .....	BHDMK177	0		6.a.(1)(e)(2)
(2) Loans to finance agricultural production and other loans to farmers .....	BHCKK178	0		6.a.(2)
(3) Commercial and industrial loans .....	BHCKK179	0		6.a.(3)
(4) Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):				
(a) Credit cards .....	BHCKK180	0		6.a.(4)(a)
(b) Automobile loans .....	BHCKK181	0		6.a.(4)(b)
(c) Other consumer loans (includes single payment, installment, all student loans, and all revolving credit plans other than credit cards) .....	BHCKK182	0		6.a.(4)(c)
(5) All other loans and leases .....	BHCKK183	0		6.a.(5)
b. Other real estate owned (included in Schedule HC, item 7):				
(1) Construction, land development, and other land in domestic offices .....	BHDMK187	0		6.b.(1)
(2) Farmland in domestic offices .....	BHDMK188	0		6.b.(2)
(3) 1-4 family residential properties in domestic offices .....	BHDMK189	0		6.b.(3)
(4) Multifamily (5 or more) residential properties in domestic offices .....	BHDMK190	0		6.b.(4)
(5) Nonfarm nonresidential properties in domestic offices .....	BHDMK191	0		6.b.(5)
(6) In foreign offices .....	BHFNK260	0		6.b.(6)
(7) Portion of covered other real estate owned included in items 6.b.(1) through (6) above that is protected by FDIC loss-sharing agreements .....	BHCKK192	0		6.b.(7)
c. Debt securities (included in Schedule HC, items 2.a and 2.b) .....	BHCKJ461	0		6.c.
d. Other assets (exclude FDIC loss-sharing indemnification assets) .....	BHCKJ462	0		6.d.

**Schedule HC-M—Continued**

Dollar Amounts in Thousands		Amount	
7. Captive insurance and reinsurance subsidiaries:			
a. Total assets of captive insurance subsidiaries (1) .....	BHCKK193	288,000	7.a.
b. Total assets of captive reinsurance subsidiaries (1) .....	BHCKK194	3,824,000	7.b.

		Yes/No	
8. Has the holding company entered into a business combination during the calendar year that was accounted for by the purchase method of accounting? (Enter "1" for yes; enter "0" for no) .....			
	BHCKC251	NO	8.
9. Has the holding company restated its financial statements during the last quarter as a result of new or revised Statements of Financial Accounting Standards? (Enter "1" for yes; enter "0" for no) .....			
	BHCK6689	YES	9.
10. Not applicable			
11. Have all changes in investments and activities been reported to the Federal Reserve on the Report of Changes in Organizational Structure (FR Y-10)? Holding companies must not leave blank or enter "N/A". The holding company must enter "1" for yes or for no changes to report; or enter "0" for no. If the answer to this question is no, complete the FR Y-10. ....			
	BHCK6416	YES	11.

Kathleen Smith

Name of Holding Company Official Verifying FR Y-10 Reporting (TEXT 6428)

302-323-3681

Area Code / Phone Number (TEXT 9009)

Dollar Amounts in Thousands		Amount	
12. Intangible assets other than goodwill:			
a. Mortgage servicing assets .....	BHCK3164	560,000	12.a.
(1) Estimated fair value of mortgage servicing assets .....	BHCK6438	560,000	12.a.(1)
b. Purchased credit card relationships and nonmortgage servicing assets .....	BHCKB026	1,619,000	12.b.
c. All other identifiable intangible assets .....	BHCK5507	3,270,000	12.c.
d. Total (sum of items 12.a, 12.b, and 12.c) (must equal Schedule HC, item 10.b) .....	BHCT0426	<b>5,449,000</b>	12.d.
13. Other real estate owned .....	BHCT2150	168,000	13.
14. Other borrowed money:			
a. Commercial paper .....	BHCK2309	9,977,000	14.a.
b. Other borrowed money with a remaining maturity of one year or less .....	BHCK2332	74,004,000	14.b.
c. Other borrowed money with a remaining maturity of more than one year .....	BHCK2333	149,460,000	14.c.
d. Total (sum of items 14.a, 14.b, and 14.c) (must equal Schedule HC, item 16) .....	BHCT3190	<b>233,441,000</b>	14.d.

		Yes/No	
15. Does the holding company sell private label or third party mutual funds and annuities? (Enter "1" for yes; enter "0" for no) .....			
	BHCKB569	YES	15.

Dollar Amounts in Thousands		Amount	
16. Assets under management in proprietary mutual funds and annuities .....	BHCKB570	27,549,000	16.

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

### Schedule HC-M—Continued

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

	Yes/No	
17. Does the holding company hold, either directly or indirectly through a subsidiary or affiliate, any nonfinancial equity investments (see instructions for definition) within a Small Business Investment Company (SBIC) structure, or under section 4(c)(6) or 4(c)(7) of the Bank Holding Company Act, or pursuant to the merchant banking authority of section 4(k)(4)(H) of the Bank Holding Company Act, or pursuant to the investment authority granted by Regulation K? (Enter "1" for yes; enter "0" for no) ..		17.
	BHCKC161   YES	

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

	Yes/No	
18. Do your aggregate nonfinancial equity investments (see instructions for definition) equal or exceed the lesser of \$100 million (on an acquisition cost basis) or 10% of the holding company's consolidated Tier 1 capital as of the report date? (Enter "1" for yes; enter "0" for no) .....		18.
	BHCKC159   YES	

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

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

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

	Yes/No	
19.		
a. Has the holding company sold or otherwise liquidated its holding of any nonfinancial equity investment since the previous reporting period? (Enter "1" for yes; enter "0" for no) .....	BHCKC700   N/A	19.a.
b. Does the holding company manage any nonfinancial equity investments for the benefit of others? (Enter "1" for yes; enter "0" for no) .....	BHCKC701   N/A	19.b.

	Amount	
<i>Memoranda items 20 and 21 are to be completed only by holding companies who have made an effective election to become a financial holding company. See the line item instructions for further details.</i>		
20. Balances of broker-dealer subsidiaries engaged in underwriting or dealing securities pursuant to Section 4(k)(4)(E) of the Bank Holding Company Act as amended by the Gramm - Leach - Bliley Act:		
a. Net assets .....	BHCKC252   377,448,000	20.a.
b. Balances due from related institutions:		
(1) Due from the holding company (parent company only), gross .....	BHCK4832   27,000	20.b.(1)
(2) Due from subsidiary banks of the holding company, gross .....	BHCK4833   17,084,000	20.b.(2)
(3) Due from nonbank subsidiaries of the holding company, gross .....	BHCK4834   79,944,000	20.b.(3)
c. Balances due to related institutions:		
(1) Due to holding company (parent company only), gross .....	BHCK5041   4,094,000	20.c.(1)
(2) Due to subsidiary banks of the holding company, gross .....	BHCK5043   29,851,000	20.c.(2)
(3) Due to nonbank subsidiaries of the holding company, gross .....	BHCK5045   162,671,000	20.c.(3)
d. Intercompany liabilities reported in items 20.c.(1), 20.c.(2), and 20.c.(3) above that qualify as liabilities subordinated to claims of general creditors .....	BHCK5047   12,923,000	20.d.

### Schedule HC-M—Continued

Dollar Amounts in Thousands		Amount
21. Net assets of subsidiaries engaged in insurance or reinsurance underwrit ing pursuant to Section 4(k)(4)(B) of the Bank Holding Company Act as amended by the Gramm-Leach-Bliley Act (12 U.S.C. § 1843(k)(4)(B)) <sup>(1)</sup> .....		
	BHCKC253	9,535,000

21.

*Memoranda item 22 is to be completed by holding companies with total assets of \$30 billion or more.*

22. Address (URL) for the reporting holding company's web page that displays risk disclosures, including those about credit and market risk. (Example: www.examplehc.com/riskdisclosures)

http:// www.citigroup.com

22.

*Memoranda items 23 and 24 are to be completed by all holding companies.*

Dollar Amounts in Thousands		Amount
23. Secured liabilities:		
a. Amount of "Federal funds purchased in domestic offices" that are secured (included in Schedule HC, item 14.a) .....	BHCKF064	0
b. Amount of "Other borrowings" that are secured (included in Schedule HC-M, item 14.d) .....	BHCKF065	84,251,000
24. Issuances associated with the U.S. Department of Treasury Capital Purchase Program:		
a. Senior perpetual preferred stock or similar items .....	BHCKG234	0
b. Warrants to purchase common stock or similar items .....	BHCKG235	0

23.a.

23.b.

24.a.

24.b.

(1) A savings and loan holding company that wishes to engage in financial holding company activities must have an effective election to be treated as a financial holding company or conducts activities under section 10(c)(2)(H)(i) of the HOLA (12 U.S.C. 1467a(c)(2)(H)(i)).



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

For Federal Reserve Bank Use Only  
C.I. \_\_\_\_\_

	(Column A) Past due 30 through 89 days and still accruing	(Column B) Past due 90 days or more and still accruing	(Column C) Nonaccrual	
Dollar Amounts in Thousands				
1. Loans secured by real estate:				
a. Construction, land development, and other land loans in domestic offices:				
(1) 1-4 family residential construction loans .....	0	0	0	1.a.(1)
(2) Other construction loans and all land development and other land loans .....	14,000	0	19,000	1.a.(2)
b. Secured by farmland in domestic offices .....	0	0	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 .....	124,000	0	625,000	1.c.(1)
(2) Closed-end loans secured by 1-4 family residential properties:				
(a) Secured by first liens .....	775,000	1,035,000	1,057,000	1.c.(2)(a)
(b) Secured by junior liens .....	38,000	0	181,000	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices .....	21,000	0	6,000	1.d.
e. Secured by nonfarm non-residential properties in domestic offices:				
(1) Loans secured by owner-occupied nonfarm nonresidential properties .....	1,000	0	12,000	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties .....	8,000	12,000	47,000	1.e.(2)
f. In foreign offices .....	193,000	0	505,000	1.f.

**Schedule HC-N—Continued**

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing	(Column B) Past due 90 days or more and still accruing	(Column C) Nonaccrual	
2. Loans to depository institutions and acceptances of other banks:				
a. U.S. banks and other U.S. depository institutions .....	BHCK5377      0	BHCK5378      0	BHCK5379      0	2.a.
b. Foreign banks .....	BHCK5380      3,000	BHCK5381      19,000	BHCK5382      0	2.b.
3. Loans to finance agricultural production and other loans to farmers .....	BHCK1594      0	BHCK1597      0	BHCK1583      10,000	3.
4. Commercial and industrial loans .....	BHCK1606      363,000	BHCK1607      131,000	BHCK1608      1,907,000	4.
5. Loans to individuals for household, family, and other personal expenditures:				
a. Credit cards .....	BHCKB575      1,621,000	BHCKB576      1,498,000	BHCKB577      359,000	5.a.
b. Automobile loans .....	BHCKK213      1,000	BHCKK214      0	BHCKK215      0	5.b.
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) .....	BHCKK216      243,000	BHCKK217      50,000	BHCKK218      235,000	5.c.
6. Loans to foreign governments and official institutions .....	BHCK5389      0	BHCK5390      0	BHCK5391      0	6.
7. All other loans .....	BHCK5459      624,000	BHCK5460      52,000	BHCK5461      329,000	7.
8. Lease financing receivables:				
a. Leases to individuals for household, family, and other personal expenditures .....	BHCKF166      0	BHCKF167      0	BHCKF168      0	8.a.
b. All other leases .....	BHCKF169      0	BHCKF170      8,000	BHCKF171      64,000	8.b.
9. Debt securities and other assets (exclude other real estate owned and other repossessed assets) .....	BHCK3505      0	BHCK3506      0	BHCK3507      514,000	9.
10. TOTAL (sum of items 1 through 9) ...	BHCK5524 <b>4,029,000</b>	BHCK5525 <b>2,805,000</b>	BHCK5526 <b>5,870,000</b>	10.

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

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing	(Column B) Past due 90 days or more and still accruing	(Column C) Nonaccrual	
11. Loans and leases reported in items 1 through 8 above which are wholly or partially guaranteed by the U.S. Government (excluding loans and leases covered by loss-sharing agreements with the FDIC) .....	BHCKK036      267,000	BHCKK037      1,043,000	BHCKK038      44,000	11.
a. Guaranteed portion of loans and leases (exclude rebooked "GNMA loans") included in item 11 above ..	BHCKK039      27,000	BHCKK040      24,000	BHCKK041      1,000	11.a.
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 11 above .....	BHCKK042      229,000	BHCKK043      1,000,000	BHCKK044      42,000	11.b.

### Schedule HC-N—Continued

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing	(Column B) Past due 90 days or more and still accruing	(Column C) Nonaccrual	
12. Loans and leases reported in items 1 through 8 above which are covered by loss-sharing agreements with the FDIC:				
a. Loans secured by real estate in domestic offices:				
(1) Construction, land development, and other land loans:				
(a) 1-4 family residential construction loans .....	BHDMK045   0	BHDMK046   0	BHDMK047   0	12.a.(1)(a)
(b) Other construction loans and all land development and other land loans .....	BHDMK048   0	BHDMK049   0	BHDMK050   0	12.a.(1)(b)
(2) Secured by farmland .....	BHDMK051   0	BHDMK052   0	BHDMK053   0	12.a.(2)
(3) Secured by 1-4 family residential properties:				
(a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit .....	BHDMK054   0	BHDMK055   0	BHDMK056   0	12.a.(3)(a)
(b) Closed-end loans secured by 1-4 family residential properties:				
(1) Secured by first liens .....	BHDMK057   0	BHDMK058   0	BHDMK059   0	12.a.(3)(b)(1)
(2) Secured by junior liens .....	BHDMK060   0	BHDMK061   0	BHDMK062   0	12.a.(3)(b)(2)
(4) Secured by multifamily (5 or more) residential properties .....	BHDMK063   0	BHDMK064   0	BHDMK065   0	12.a.(4)
(5) Secured by nonfarm nonresidential properties:				
(a) Loans secured by owner-occupied nonfarm nonresidential properties .....	BHDMK066   0	BHDMK067   0	BHDMK068   0	12.a.(5)(a)
(b) Loans secured by other nonfarm nonresidential properties .....	BHDMK069   0	BHDMK070   0	BHDMK071   0	12.a.(5)(b)
b. Loans to finance agricultural production and other loans to farmers .....	BHCKK072   0	BHCKK073   0	BHCKK074   0	12.b.
c. Commercial and industrial loans .....	BHCKK075   0	BHCKK076   0	BHCKK077   0	12.c.
d. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):				
(1) Credit cards .....	BHCKK078   0	BHCKK079   0	BHCKK080   0	12.d.(1)
(2) Automobile loans .....	BHCKK081   0	BHCKK082   0	BHCKK083   0	12.d.(2)
(3) Other consumer loans .....	BHCKK084   0	BHCKK085   0	BHCKK086   0	12.d.(3)
e. All other loans and leases .....	BHCKK087   0	BHCKK088   0	BHCKK089   0	12.e.
f. Portion of covered loans and leases included in items 12.a through 12.e above that is protected by FDIC loss-sharing agreements .....	BHCKK102   0	BHCKK103   0	BHCKK104   0	12.f.

### Schedule HC-N—Continued

**Memoranda**

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing	(Column B) Past due 90 days or more and still accruing	(Column C) Nonaccrual	
1. Loans restructured in troubled debt restructurings included in Schedule HC-N, items 1 through 7, above (and not reported in Schedule HC-C, Memorandum item 1):				
a. Construction, land development, and other land loans in domestic offices:				
(1) 1-4 family residential construction loans .....	BHDMMK105   0	BHDMMK106   0	BHDMMK107   0	M.1.a.(1)
(2) Other construction loans and all land development and other land loans .....	BHDMMK108   0	BHDMMK109   0	BHDMMK110   0	M.1.a.(2)
b. Loans secured by 1-4 family residential properties in domestic offices .....	BHCKF661   298,000	BHCKF662   626,000	BHCKF663   1,030,000	M.1.b.
c. Secured by multifamily (5 or more) residential properties in domestic offices .....	BHDMMK111   0	BHDMMK112   0	BHDMMK113   1,000	M.1.c.
d. Secured by nonfarm nonresidential properties in domestic offices:				
(1) Loans secured by owner-occupied nonfarm nonresidential properties .....	BHDMMK114   0	BHDMMK115   0	BHDMMK116   0	M.1.d.(1)
(2) Loans secured by other nonfarm nonresidential properties .....	BHDMMK117   0	BHDMMK118   0	BHDMMK119   0	M.1.d.(2)
e. Commercial and industrial loans:				
(1) To U.S. addresses (domicile) .....	BHCKK120   0	BHCKK121   0	BHCKK122   306,000	M.1.e.(1)
(2) To non-U.S. addressees (domicile) .....	BHCKK123   0	BHCKK124   0	BHCKK125   427,000	M.1.e.(2)
f. All other loans ( <i>include</i> loans to individuals for household, family, and other personal expenditures) .....	BHCKK126   121,000	BHCKK127   51,000	BHCKK128   417,000	M.1.f.

### Schedule HC-N—Continued

#### Memoranda—Continued

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
<i>Itemize loan categories included in Memorandum item 1.f. above that exceed 10% of total loans restructured in troubled debt restructurings that are past due 30 days or more or in nonaccrual status (sum of Memorandum items 1.a through 1.f, columns A through C):</i>							
(1) Loans secured by farmland in domestic offices .....	BHDMK130	0	BHDMK131	0	BHDMK132	0	M.1.f.(1)
(2) Loans to finance agricultural production and other loans to farmers .....	BHCKK138	0	BHCKK139	0	BHCKK140	0	M.1.f.(2)
(3) Loans to individuals for household, family, and other personal expenditures:							
(a) Credit cards .....	BHCKK274	0	BHCKK275	0	BHCKK276	0	M.1.f.(3)(a)
(b) Automobile loans .....	BHCKK277	0	BHCKK278	0	BHCKK279	0	M.1.f.(3)(b)
(c) Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) .....	BHCKK280	0	BHCKK281	0	BHCKK282	0	M.1.f.(3)(c)
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HC-N, items 4 and 7 above .....	BHCK6558	0	BHCK6559	0	BHCK6560	82,000	M.2.
3. Loans and leases included in Schedule HC-N, items 1, 2, 4, 5, 6, 7, and 8 extended to non-U.S. addressees above .....	BHCK3508	896,000	BHCK1912	312,000	BHCK1913	2,315,000	M.3.
4. Not applicable							
5. Loans and leases held-for-sale and loans measured at fair value (included in Schedule HC-N, items 1 through 8 above)							
a. Loans and leases held for sale .....	BHCKC240	72,000	BHCKC241	0	BHCKC226	261,000	M.5.a.
b. Loans measured at fair value:							
(1) Fair value .....	BHCKF664	1,000	BHCKF665	0	BHCKF666	1,000	M.5.b.(1)
(2) Unpaid principal balance .....	BHCKF667	1,000	BHCKF668	0	BHCKF669	1,000	M.5.b.(2)

### Schedule HC-N—Continued

#### Memoranda—Continued

Items 6 is to be reported only by holding companies with total consolidated assets of \$1 billion or more, or with \$2 billion or more in par/notional amounts of off-balance-sheet derivative contracts (as reported in Schedule HC-L, items 11.a through 11.e).

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days		(Column B) Past due 90 days or more		
	6. Derivative contracts: Fair value of amounts carried as assets .....	BHCK3529	0	BHCK3530	

Dollar Amounts in Thousands		Amount	
7. Additions to nonaccrual assets during the quarter .....	BHCKC410	1,052,000	M.7.
8. Nonaccrual assets sold during the quarter .....	BHCKC411	290,000	M.8.

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	9. Purchased credit-impaired loans accounted for in accordance with FASB ASC 310-30 (former AICPA Statement of Position 03-3):						
a. Outstanding balance .....	BHCKL183	1,000	BHCKL184	0	BHCKL185	195,000	M.9.a.
b. Amount included in Schedule HC-N, items 1 through 7, above .....	BHCKL186	1,000	BHCKL187	0	BHCKL188	150,000	M.9.b.

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

Schedule HC-P is to be completed by (1) all holding companies with \$1 billion or more in total assets<sup>1</sup> and (2) holding companies with less than \$1 billion in total assets at which either 1-4 family residential mortgage loan originations and purchases for resale<sup>2</sup> from all sources, loan sales, or quarter-end loans held for sale or trading in domestic offices exceed \$10 million for two consecutive quarters.

Dollar Amounts in Thousands		Amount	
1. Retail originations during the quarter of 1-4 family residential mortgage loans for sale: (2)			
a. Closed-end first liens .....	BHCKF066	1,184,000	1.a.
b. Closed-end junior liens .....	BHCKF067	0	1.b.
c. Open-end loans extended under lines of credit:			
(1) Total commitment under the lines of credit .....	BHDMF670	0	1.c.(1)
(2) Principal amount funded under the lines of credit .....	BHDMF671	0	1.c.(2)
2. Wholesale originations and purchases during the quarter of 1-4 family residential mortgage loans for sale: (2)			
a. Closed-end first liens .....	BHCKF068	692,000	2.a.
b. Closed-end junior liens .....	BHCKF069	0	2.b.
c. Open-end loans extended under lines of credit:			
(1) Total commitment under the lines of credit .....	BHDMF672	0	2.c.(1)
(2) Principal amount funded under the lines of credit .....	BHDMF673	0	2.c.(2)
3. 1-4 family residential mortgages sold during the quarter:			
a. Closed-end first liens .....	BHCKF070	3,180,000	3.a.
b. Closed-end junior liens .....	BHCKF071	107,000	3.b.
c. Open-end loans extended under lines of credit:			
(1) Total commitment under the lines of credit .....	BHDMF674	0	3.c.(1)
(2) Principal amount funded under the lines of credit .....	BHDMF675	0	3.c.(2)
4. 1-4 family residential mortgages held for sale or trading at quarter-end (included in Schedule HC, items 4.a and 5):			
a. Closed-end first liens .....	BHCKF072	2,141,000	4.a.
b. Closed-end junior liens .....	BHCKF073	41,000	4.b.
c. Open-end loans extended under lines of credit:			
(1) Total commitment under the lines of credit .....	BHDMF676	54,000	4.c.(1)
(2) Principal amount funded under the lines of credit .....	BHDMF677	54,000	4.c.(2)
5. Noninterest income for the quarter from the sale, securitization, and servicing of 1-4 family residential mortgage loans (included in Schedule HI, items 5.c, 5.f, 5.g, and 5.i)			
a. Closed-end 1-4 family residential mortgage loans .....	BHCKF184	104,000	5.a.
b. Open-end 1-4 family residential mortgage loans extended under lines of credit .....	BHDMF560		5.b.
6. Repurchases and indemnifications of 1-4 family residential mortgage loans <i>during the quarter</i> :			
a. Closed-end first liens .....	BHDMF678	20,000	6.a.
b. Closed-end junior liens .....	BHDMF679	0	6.b.
c. Open-end loans extended under lines of credit:			
(1) Total commitment under the lines of credit .....	BHDMF680	0	6.c.(1)
(2) Principal amount funded under the lines of credit .....	BHDMF681	0	6.c.(2)
7. Representation and warranty reserves for 1-4 family residential mortgage loans sold:			
a. For representations and warranties made to U.S. government agencies and government-sponsored agencies .....	BHCKL191	34,000	7.a.
b. For representations and warranties made to other parties .....	BHCKL192	41,000	7.b.
c. Total representation and warranty reserves (sum of items 7.a and 7.b) .....	BHCKM288	N/A	7.c.

(1) The \$1 billion asset size test is generally based on the total assets reported as of June 30, 2016.  
 (2) Exclude originations and purchases of 1-4 family residential mortgage loans that are held for investment.

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

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

Dollar Amounts in Thousands		(Column A) Total Fair Value Reported on Schedule HC	(Column B) LESS: Amounts Netted in the Determination of Total Fair Value	(Column C) Level 1 Fair Value Measurements	(Column D) Level 2 Fair Value Measurements	(Column E) Level 3 Fair Value Measurements
<b>Assets</b>						
1. Available-for-sale securities .....	BHCY 1773	BHCKG474	BHCKG475	BHCKG476	BHCKG477	
	293,359,000	0	159,840,000	130,622,000	2,897,000	1.
2. Federal funds sold and securities purchased under agreements to resell .....	BHCKG478	BHCKG479	BHCKG480	BHCKG481	BHCKG482	
	142,831,000	35,551,000	0	177,380,000	1,002,000	2.
3. Loans and leases held for sale .....	BHCKG483	BHCKG484	BHCKG485	BHCKG486	BHCKG487	
	468,000	0	0	468,000	0	3.
4. Loans and leases held for investment .....	BHCKG488	BHCKG489	BHCKG490	BHCKG491	BHCKG492	
	4,216,000	0	0	3,639,000	577,000	4.
5. Trading assets:						
a. Derivative assets .....	BHCT3543	BHCKG493	BHCKG494	BHCKG495	BHCKG496	
	57,957,000	462,428,000	2,114,000	513,356,000	4,915,000	5.a.
b. Other trading assets .....	BHCKG497	BHCKG498	BHCKG499	BHCKG500	BHCKG501	
	201,649,000	807,000	108,612,000	88,589,000	5,255,000	5.b.
(1) Nontrading securities at fair value with changes in fair value reported in current earnings (included in Schedule HC-Q, item 5.b, above) .....	BHCKF240	BHCKF684	BHCKF692	BHCKF241	BHCKF242	
	0	0	0	0	0	5.b.(1)
6. All other assets .....	BHCKG391	BHCKG392	BHCKG395	BHCKG396	BHCKG804	
	20,469,000	577,000	13,382,000	6,148,000	1,516,000	6.
7. Total assets measured at fair value on a recurring basis .....	BHCKG502	BHCKG503	BHCKG504	BHCKG505	BHCKG506	
	<b>720,949,000</b>	<b>499,363,000</b>	<b>283,948,000</b>	<b>920,202,000</b>	<b>16,162,000</b>	7.



**Schedule HC-Q—Continued**

	(Column A) Total Fair Value Reported on Schedule HC	(Column B) LESS: Amounts Netted in the Determination of Total Fair Value	(Column C) Level 1 Fair Value Measurements	(Column D) Level 2 Fair Value Measurements	(Column E) Level 3 Fair Value Measurements	
Dollar Amounts in Thousands						
<b>Liabilities</b>						
8. Deposits .....	BHCKF252 1,340,000	BHCKF686 0	BHCKF694 0	BHCKF253 1,040,000	BHCKF254 300,000	8.
9. Federal funds purchased and securities sold under agreements to repurchase .....	BHCKG507 44,881,000	BHCKG508 35,551,000	BHCKG509 0	BHCKG510 79,625,000	BHCKG511 807,000	9.
10. Trading liabilities:						
a. Derivative liabilities .....	BHCT3547 50,840,000	BHCKG512 466,255,000	BHCKG513 2,021,000	BHCKG514 505,045,000	BHCKG515 10,029,000	10.a.
b. Other trading liabilities .....	BHCKG516 85,844,000	BHCKG517 807,000	BHCKG518 72,044,000	BHCKG519 13,464,000	BHCKG520 1,143,000	10.b.
11. Other borrowed money .....	BHCKG521 33,834,000	BHCKG522 0	BHCKG523 0	BHCKG524 21,974,000	BHCKG525 11,860,000	11.
12. Subordinated notes and debentures .....	BHCKG526 0	BHCKG527 0	BHCKG528 0	BHCKG529 0	BHCKG530 0	12.
13. All other liabilities .....	BHCKG805 14,395,000	BHCKG806 56,000	BHCKG807 13,382,000	BHCKG808 1,067,000	BHCKG809 2,000	13.
14. Total liabilities measured at fair value on a recurring basis .....	<b>BHCKG531 231,134,000</b>	<b>BHCKG532 502,669,000</b>	<b>BHCKG533 87,447,000</b>	<b>BHCKG534 622,215,000</b>	<b>BHCKG535 24,141,000</b>	14.

## Schedule HC-Q—Continued

### Memoranda

Dollar Amounts in Thousands		(Column A) Total Fair Value Reported on Schedule HC	(Column B) LESS: Amounts Netted in the Determination of Total Fair Value	(Column C) Level 1 Fair Value Measurements	(Column D) Level 2 Fair Value Measurements	(Column E) Level 3 Fair Value Measurements	
1. All other assets (itemize and describe amounts included in Schedule HC-Q, item 6 that are greater than \$100,000 and exceed 25% of item 6):							
a.	Mortgage servicing assets .....	BHCKG536	BHCKG537	BHCKG538	BHCKG539	BHCKG540	M.1.a.
		0	0	0	0	0	
b.	Nontrading derivative assets .....	BHCKG541	BHCKG542	BHCKG543	BHCKG544	BHCKG545	M.1.b.
		0	0	0	0	0	
c.	<input type="text" value="BHTXG546"/> .....	BHCKG546	BHCKG547	BHCKG548	BHCKG549	BHCKG550	M.1.c.
			0	0	0	0	
d.	<input type="text" value="BHTXG551"/> .....	BHCKG551	BHCKG552	BHCKG553	BHCKG554	BHCKG555	M.1.d.
			0	0	0	0	
e.	<input type="text" value="BHTXG556"/> .....	BHCKG556	BHCKG557	BHCKG558	BHCKG559	BHCKG560	M.1.e.
			0	0	0	0	
f.	<input type="text" value="BHTXG561"/> Collateral in Security-for-Security Lending Transactions	BHCKG561	BHCKG562	BHCKG563	BHCKG564	BHCKG565	M.1.f.
		13,382,000	0	13,382,000	0	0	
2. All other liabilities (itemize and describe amounts included in Schedule HC-Q, item 13 that are greater than \$100,000 and exceed 25% of item 13):							
a.	Loan commitments (not accounted for as derivatives) .....	BHCKF261	BHCKF689	BHCKF697	BHCKF262	BHCKF263	M.2.a.
		0	0	0	0	0	
b.	Nontrading derivative liabilities .....	BHCKG566	BHCKG567	BHCKG568	BHCKG569	BHCKG570	M.2.b.
		0	0	0	0	0	
c.	<input type="text" value="BHTXG571"/> Payable Under Security Lending Agreements	BHCKG571	BHCKG572	BHCKG573	BHCKG574	BHCKG575	M.2.c.
		13,382,000	0	13,382,000	0	0	
d.	<input type="text" value="BHTXG576"/> .....	BHCKG576	BHCKG577	BHCKG578	BHCKG579	BHCKG580	M.2.d.
			0	0	0	0	
e.	<input type="text" value="BHTXG581"/> .....	BHCKG581	BHCKG582	BHCKG583	BHCKG584	BHCKG585	M.2.e.
			0	0	0	0	
f.	<input type="text" value="BHTXG586"/> .....	BHCKG586	BHCKG587	BHCKG588	BHCKG589	BHCKG590	M.2.f.
			0	0	0	0	

**Schedule HC-Q—Continued**

**Memoranda—Continued**

Dollar Amounts in Thousands

*Memorandum items 3 and 4 are to be completed by holding companies that have elected to measure loans included in Schedule HC-C, items 1 through 9, at fair value under a fair value option.*

- 3. Loans measured at fair value:
  - a. Loans secured by real estate .....
    - (1) Construction, land development, and other land loans .....
    - (2) Secured by farmland (including farm residential and other improvements) .....
    - (3) Secured by 1-4 family residential properties:
      - (a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit .....
      - (b) Closed-end loans secured by 1-4 family residential properties:
        - (i) Secured by first liens .....
        - (ii) Secured by junior liens .....
      - (4) Secured by multifamily (5 or more) residential properties .....
      - (5) Secured by nonfarm nonresidential properties .....
    - b. Commercial and industrial loans .....
    - c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):
      - (1) Credit cards .....
      - (2) Other revolving credit plans .....
      - (3) Automobile loans .....
      - (4) Other consumer loans (includes single payment, installment, and all student loans) .....
    - d. Other loans .....

(Column A) Consolidated		(Column B) Domestic Offices	
BHCKF608	495,000		
		BHDMF578	0
		BHDMF579	0
		BHDMF580	0
		BHDMF581	495,000
		BHDMF582	0
		BHDMF583	0
		BHDMF584	0
BHCKF585	3,122,000	BHDMF585	1,332,000
BHCKF586	0	BHDMF586	0
BHCKF587	0	BHDMF587	0
BHCKK196	0	BHDMK196	0
BHCKK208	0	BHDMK208	0
BHCKF589	1,067,000	BHDMF589	621,000

M.3.a.  
M.3.a.(1)  
M.3.a.(2)  
M.3.a.(3)(a)  
M.3.a.(3)b.i  
M.3.a.(3)b.ii  
M.3.a.(4)  
M.3.a.(5)  
M.3.b.  
M.3.c.(1)  
M.3.c.(2)  
M.3.c.(3)  
M.3.c.(4)  
M.3.d.

### Schedule HC-Q—Continued

#### Memoranda—Continued

Dollar Amounts in Thousands		(Column A) Consolidated	(Column B) Domestic Offices			
4. Unpaid principal balances of loans measured at fair value (reported in memorandum item 3):						
a. Loans secured by real estate .....						
		BHCKF609	480,000			
(1) Construction, land development, and other land loans .....				BHDMF590	0	M.4.a.(1)
(2) Secured by farmland (including farm residential and other improvements) .....				BHDMF591	0	M.4.a.(2)
(3) Secured by 1-4 family residential properties:						
(a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit .....				BHDMF592	0	M.4.a.(3)(a)
(b) Closed-end loans secured by 1-4 family residential properties:						
(i) Secured by first liens .....				BHDMF593	480,000	M.4.a.(3)b.i
(ii) Secured by junior liens .....				BHDMF594	0	M.4.a.(3)b.ii
(4) Secured by multifamily (5 or more) residential properties .....				BHDMF595	0	M.4.a.(4)
(5) Secured by nonfarm nonresidential properties .....				BHDMF596	0	M.4.a.(5)
b. Commercial and industrial loans .....						
		BHCKF597	3,071,031	BHDMF597	1,281,460	M.4.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):						
(1) Credit cards .....		BHCKF598	0	BHDMF598	0	M.4.c.(1)
(2) Other revolving credit plans .....		BHCKF599	0	BHDMF599	0	M.4.c.(2)
(3) Automobile loans .....		BHCKK195	0	BHDMK195	0	M.4.c.(3)
(4) Other consumer loans (includes single payment, installment, and all student loans) .....		BHCKK209	0	BHDMK209	0	M.4.c.(4)
d. Other loans .....						
		BHCKF601	1,061,000	BHDMF601	621,000	M.4.d.

# Schedule HC-R—Regulatory Capital

For Federal Reserve Bank Use Only  
C.I. \_\_\_\_\_

## Part I. Regulatory Capital Components and Ratios

Dollar Amounts in Thousands		Amount		
<b>Common Equity Tier 1 Capital</b>				
1. Common stock plus related surplus, net of treasury stock and unearned employee stock ownership plan (ESOP) shares .....	BHCAP742	88,671,000		1.
2. Retained earnings .....	BHCT3247	<b>152,178,000</b>		2.
3. Accumulated other comprehensive income (AOCI) .....	BHCAB530	(28,817,000)		3.
		Yes/No		
a. AOCI opt-out election (enter "1" for Yes; enter "0" for No.) (Advanced approaches institutions must enter "0" for No.) .....	BHCAP838	NO		3.a.
Dollar Amounts in Thousands		Amount		
4. Common equity tier 1 minority interest includable in common equity tier 1 capital .....	BHCAP839	212,000		4.
5. Common equity tier 1 capital before adjustments and deductions (sum of items 1 through 4) .....	BHCAP840	<b>212,244,000</b>		5.
<b>Common Equity Tier 1 Capital: Adjustments and Deductions</b>				
6. LESS: Goodwill net of associated deferred tax liabilities (DTLs) .....	BHCAP841	21,589,000		6.
7. LESS: Intangible assets (other than goodwill and mortgage servicing assets (MSAs)), net of associated DTLs .....	BHCAP842	3,670,000		7.
8. LESS: Deferred tax assets (DTAs) that arise from net operating loss and tax credit carryforwards, net of any related valuation allowances and net of DTLs .....	BHCAP843	16,666,000		8.
9. AOCI-related adjustments (if entered "1" for Yes in item 3.a, complete only items 9.a through 9.e; if entered "0" for No in item 3.a, complete only item 9.f):				
a. LESS: Net unrealized gains (losses) on available-for-sale securities (if a gain, report as a positive value; if a loss, report as a negative value) .....	BHCAP844	N/A		9.a.
b. LESS: Net unrealized loss on available-for-sale preferred stock classified as an equity security under GAAP and available-for-sale equity exposures (report loss as a positive value) .....	BHCAP845	N/A		9.b.
c. LESS: Accumulated net gains (losses) on cash flow hedges (if a gain, report as a positive value; if a loss, report as a negative value) .....	BHCAP846	N/A		9.c.
d. LESS: Amounts recorded in AOCI attributed to defined benefit postretirement plans resulting from the initial and subsequent application of the relevant GAAP standards that pertain to such plans (if a gain, report as a positive value; if a loss, report as a negative value) .....	BHCAP847	N/A		9.d.
e. LESS: Net unrealized gains (losses) on held-to-maturity securities that are included in AOCI (if a gain, report as a positive value; if a loss, report as a negative value) .....	BHCAP848	N/A		9.e.
f. To be completed only by holding companies that entered "0" for No in 3.a: LESS: Accumulated net gain (loss) on cash flow hedges included in AOCI, net of applicable income taxes, that relate to the hedging of items that are not recognized at fair value on the balance sheet (if a gain, report as a positive value; if a loss, report as a negative value) .....	BHCAP849	(445,000)		9.f.
10. Other deductions from (additions to) common equity tier 1 capital before threshold-based deductions:				
a. LESS: Unrealized net gain (loss) related to changes in the fair value of liabilities that are due to changes in own credit risk (if a gain, report as a positive value; if a loss, report as a negative value) .....	BHCAQ258	(233,000)		10.a.
b. LESS: All other deductions from (additions to) common equity tier 1 capital before threshold-based deductions .....	BHCAP850	637,000		10.b.
11. LESS: Non-significant investments in the capital of unconsolidated financial institutions in the form of common stock that exceed the 10 percent threshold for non-significant investments .....	BHCAP851	0		11.
12. Subtotal (item 5 minus items 6 through 11) .....	BHCAP852	<b>170,360,000</b>		12.

# Schedule HC-R—Continued

## Part I.—Continued

Dollar Amounts in Thousands		Amount	
13. LESS: Significant investments in the capital of unconsolidated financial institutions in the form of common stock, net of associated DTLs, that exceed the 10 percent common equity tier 1 capital deduction threshold .....	BHCAP853	0	13.
14. LESS: MSAs, net of associated DTLs, that exceed the 10 percent common equity tier 1 capital deduction threshold .....	BHCAP854	0	14.
15. LESS: DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs, that exceed the 10 percent common equity tier 1 capital deduction threshold .....	BHCAP855	6,574,000	15.
16. LESS: Amount of significant investments in the capital of unconsolidated financial institutions in the form of common stock, net of associated DTLs; MSAs, net of associated DTLs; and DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs; that exceeds the 15 percent common equity tier 1 capital deduction threshold .....	BHCAP856	0	16.
17. LESS: Deductions applied to common equity tier 1 capital due to insufficient amounts of additional tier 1 capital and tier 2 capital to cover deductions .....	BHCAP857	0	17.
18. Total adjustments and deductions for common equity tier 1 capital (sum of items 13 through 17) .....	BHCAP858	<b>6,574,000</b>	18.
19. <b>Common equity tier 1 capital</b> (item 12 minus item 18) .....	BHCAP859	<b>163,786,000</b>	19.
<b>Additional Tier 1 Capital</b>			
20. Additional tier 1 capital instruments plus related surplus .....	BHCAP860	20,443,000	20.
21. Non-qualifying capital instruments subject to phase out from additional tier 1 capital .....	BHCAP861	0	21.
22. Tier 1 minority interest not included in common equity tier 1 capital .....	BHCAP862	134,000	22.
23. Additional tier 1 capital before deductions (sum of items 20, 21, and 22) .....	BHCAP863	<b>20,577,000</b>	23.
24. LESS: Additional tier 1 capital deductions .....	BHCAP864	4,819,000	24.
25. <b>Additional tier 1 capital</b> (greater of item 23 minus item 24, or zero) .....	BHCAP865	<b>15,758,000</b>	25.
<b>Tier 1 Capital</b>			
26. <b>Tier 1 capital</b> (sum of items 19 and 25) .....	BHCA8274	<b>179,544,000</b>	26.
<b>Tier 2 Capital</b>			
27. Tier 2 capital instruments plus related surplus .....	BHCAP866	23,642,000	27.
28. Non-qualifying capital instruments subject to phase out from tier 2 capital .....	BHCAP867	324,000	28.
29. Total capital minority interest that is not included in tier 1 capital .....	BHCAP868	39,000	29.
30. a. Allowance for loan and lease losses includable in tier 2 capital .....	BHCA5310	13,433,000	30.a.
b. (Advanced approaches holding companies that exit parallel run only): Eligible credit reserves includable in tier 2 capital .....	BHCW5310	1,296,000	30.b.
31. Unrealized gains on available-for-sale preferred stock classified as an equity security under GAPP and available-for-sale equity exposures includable in tier 2 capital .....	BHCAQ257	2,000	31.
32. a. Tier 2 capital before deductions (sum of items 27 through 30.a, plus item 31) .....	BHCAP870	<b>37,440,000</b>	32.a.
b. (Advanced approaches holding companies that exit parallel run only): Tier 2 capital before deductions (sum of items 27 through 29, plus items 30.b and 31) .....	BHCWP870	<b>25,303,000</b>	32.b.
33. LESS: Tier 2 capital deductions .....	BHCAP872	57,000	33.
34. a. <b>Tier 2 capital</b> (greater of item 32.a minus item 33, or zero) .....	BHCA5311	<b>37,383,000</b>	34.a.
b. (Advanced approaches holding companies that exit parallel run only): Total capital (greater of item 32.b minus item 33, or zero) .....	BHCW5311	<b>25,246,000</b>	34.b.
<b>Total Capital</b>			
35. a. <b>Total capital</b> (sum of items 26 and 34.a) .....	BHCA3792	<b>216,927,000</b>	35.a.
b. (Advanced approaches holding companies that exit parallel run only): Total capital (sum of items 26 and 34.b) .....	BHCW3792	<b>204,790,000</b>	35.b.

# Schedule HC-R—Continued

## Part I.—Continued

Dollar Amounts in Thousands		Amount		
<b>Total Assets for the Leverage Ratio</b>				
36. Average total consolidated assets .....	BHCX3368	1,869,339,000		36.
37. LESS: Deductions from common equity tier 1 capital and additional tier 1 capital (sum of items 6, 7, 8, 10.b, 11, 13 through 17, and certain elements of item 24 - see instructions) .....	BHCA P875	54,013,000		37.
38. LESS: Other deductions from (additions to) assets for the leverage ratio purposes .....	BHCAB596	130,000		38.
39. <b>Total assets for the leverage ratio</b> (item 36 minus items 37 and 38) .....	BHCAA224	1,815,196,000		39.
<b>Total Risk-Weighted Assets</b>				
40.				
a. <b>Total risk-weighted assets</b> (from Schedule HC-R, Part II item 31) .....	BHCAA223	1,163,894,000		40.a.
b. (Advanced approaches holding companies that exit parallel run only): Total risk-weighted assets using advanced approaches rule (from FFIEC 101, Schedule A, item 60) .....	BHCWA223	1,157,670,175		40.b.

	(Column A) Percentage		(Column B) Percentage		
<b>Risk-Based Capital Ratios (*)</b>					
41. Common equity tier 1 capital ratio (Column A: item 19 divided by item 40.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 19 divided by item 40.b) .....	BHCA P793	14.0722	BHCWP793	14.1479	41.
42. Tier 1 capital ratio (Column A: item 26 divided by item 40.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 26 divided by item 40.b) .....	BHCA 7206	15.4261	BHCW7206	15.5091	42.
43. Total capital ratio (Column A: item 35.a divided by item 40.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 35.b divided by item 40.b) .....	BHCA 7205	18.6380	BHCW7205	17.6898	43.

	Percentage		
<b>Leverage Capital Ratios (*)</b>			
44. Tier 1 leverage ratio (item 26 divided by item 39) .....	BHCA 7204	9.8912	44.
45. Advanced approaches holding companies only: Supplementary leverage ratio (From FFIEC 101, Schedule A, Table 2, item 2.22) .....	BHCAH036	7.4135	45.
<b>Capital Buffer (*)</b>			
46. Institution-specific capital buffer necessary to avoid limitations on distributions and discretionary bonus payments:			
a. Capital conservation buffer .....	BHCAH311	9.4261	46.a.
b. (Advanced approaches holding companies that exit parallel run only): Total applicable capital buffer .....	BHCAH312	7.2500	46.b.

Dollar Amounts in Thousands		Amount		
Institutions must complete items 47 and 48 if the amount in item 46.a is less than or equal to the applicable minimum capital conservation buffer:				
47. Eligible retained income .....	BHCAH313	N/A		47.
48. Distributions and discretionary bonus payments during the quarter .....	BHCAH314	N/A		48.

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

## Schedule HC-R—Continued

### Part II. Risk-Weighted Assets

This schedule is to be submitted on a consolidated basis. Holding companies (HC) are required to assign a 100 percent risk weight to all assets not specifically assigned a risk weight under Subpart D of the Federal Reserve's regulatory capital rules <sup>(1)</sup> and not deducted from tier 1 or tier 2 capital.

#### Balance Sheet Asset Categories <sup>(2)</sup>

Dollar Amounts in Thousands	(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reported in Column A	(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20%	
1. Cash and balances due from depository institutions .....	BHCKD957	BHCKS396	BHCKD958				BHCKD959	
	<b>186,544,000</b>	0	154,504,000				16,851,000	1.
2. Securities:								
a. Held-to-maturity securities .....	BHCKD961	BHCKS399	BHCKD962	BHCKHJ74	BHCKHJ75		BHCKD963	
	<b>33,456,000</b>	0	1,575,000	0	0		25,540,000	2.a.
b. Available-for-sale securities .....	BHCKD966	BHCKS402	BHCKD967	BHCKHJ76	BHCKHJ77		BHCKD968	
	<b>284,261,000</b>	2,000	206,670,000	22,000	0		57,155,000	2.b.
3. Federal funds sold and securities purchased under agreements to resell:								
a. Federal funds sold in domestic offices .....	BHCKD971		BHCKD972				BHCKD973	
	0		0				0	3.a.
b. Securities purchased under agreements to resell .....	BHCKH171	BHCKH172						
	<b>234,065,000</b>	234,065,000						3.b.
4. Loans and leases held for sale:								
a. Residential mortgage exposures .....	BHCKS413	BHCKS414	BHCKH173				BHCKS415	
	<b>1,505,000</b>	0	0				44,000	4.a.
b. High volatility commercial real estate exposures .....	BHCKS419	BHCKS420	BHCKH174				BHCKH175	
	0	0	0				0	4.b.
c. Exposures past due 90 days or more or on nonaccrual <sup>(3)</sup> .....	BHCKS423	BHCKS424	BHCKS425	BHCKHJ78	BHCKHJ79		BHCKS426	
	<b>25,000</b>	0	0	0	0		0	4.c.
d. All other exposures .....	BHCKS431	BHCKS432	BHCKS433	BHCKHJ80	BHCKHJ81		BHCKS434	
	<b>8,110,000</b>	0	365,000	0	0		58,000	4.d.

(1) For bank holding companies, 12 CFR Part 217 and 225; and for covered savings and loan holding companies, 12 CFR Part 217.  
 (2) All securitization exposures held as on-balance sheet assets of the reporting institution are to be excluded from items 1 through 8 and are to be reported instead in item 9.  
 (3) For loans and leases held for sale, exclude residential mortgage exposures, high volatility commercial real estate exposures, or sovereign exposures that are past due 90 days or more or on nonaccrual.



**Schedule HC-R—Continued**

**Part II.—Continued**

Dollar Amounts in Thousands	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100%	(Column J) Allocation by Risk-Weight Category 150%	(Column K) Allocation by Risk-Weight Category 250% (4)	(Column L) Allocation by Risk-Weight Category 300%	(Column M) Allocation by Risk-Weight Category 400%	(Column N) Allocation by Risk-Weight Category 600%	
1. Cash and balances due from depository institutions .....	BHCKS397 4,405,000	BHCKD960 7,768,000	BHCKS398 3,016,000					1.
2. Securities:								
a. Held-to-maturity securities .....	BHCKD964 5,162,000	BHCKD965 1,149,000	BHCKS400 30,000					2.a.
b. Available-for-sale-securities .....	BHCKD969 4,627,000	BHCKD970 14,810,000	BHCKS403 935,000		BHCKS405 0		BHCKS406 5,000	2.b.
3. Federal funds sold and securities purchased under agreements to resell:								
a. Federal funds sold in domestic offices .....	BHCKS410 0	BHCKD974 0	BHCKS411 0					3.a.
b. Securities purchased under agreements to resell								
4. Loans and leases held for sale:								
a. Residential mortgage exposures .....	BHCKS416 615,000	BHCKS417 846,000						4.a.
b. High volatility commercial real estate exposures .....	BHCKH176 0	BHCKH177 0	BHCKS421 0					4.b.
c. Exposures past due 90 days or more or on nonaccrual (5) .....	BHCKS427 0	BHCKS428 0	BHCKS429 25,000					4.c.
d. All other exposures .....	BHCKS435 0	BHCKS436 7,497,000	BHCKS437 190,000					4.d.

(4) Column K - 250% risk weight is not applicable until the March 31, 2018, report date.

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

**Schedule HC-R—Continued**

**Part II.—Continued**

Dollar Amounts in Thousands	(Column O) Allocation by Risk-Weight Category 625%	(Column P) Allocation by Risk-Weight Category 937.5%	(Column Q) Allocation by Risk-Weight Category 1250%	(Column R) Application of Other Risk- Weighting Approaches (6) Exposure Amount	(Column S) Application of Other Risk- Weighting Approaches (6) Risk-Weighted Asset Amount
1. Cash and balances due from depository institutions					
2. Securities:					
a. Held-to-maturity securities					
b. Available-for-sale securities .....				BHCKH271 35,000	BHCKH272 33,000
3. Federal funds sold and securities purchased under agreements to resell:					
a. Federal funds sold in domestic offices					
b. Securities purchased under agreements to resell					
4. Loans and leases held for sale:					
a. Residential mortgage exposures .....				BHCKH273 0	BHCKH274 0
b. High volatility commercial real estate exposures .....				BHCKH275 0	BHCKH276 0
c. Exposures past due 90 days or more or on nonaccrual (7) .....				BHCKH277 0	BHCKH278 0
d. All other exposures .....				BHCKH279 0	BHCKH280 0

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

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

**Schedule HC-R—Continued**

**Part II.—Continued**

Dollar Amounts in Thousands	(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reported in Column A	(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20%
5. Loans and leases, net of unearned income:							
a. Residential mortgage exposures .....	BHCKS439	BHCKS440	BHCKH178				BHCKS441
	<b>133,390,000</b>	0	0				2,040,000
b. High volatility commercial real estate exposures .....	BHCKS445	BHCKS446	BHCKH179				BHCKH180
	<b>25,000</b>	0	0				0
c. Exposures past due 90 days or more or on nonaccrual (8) .....	BHCKS449	BHCKS450	BHCKS451	BHCKHJ82	BHCKHJ83		BHCKS452
	<b>5,274,000</b>	0	111,000	16,000	0		0
d. All other exposures .....	BHCKS457	BHCKS458	BHCKS459	BHCKHJ84	BHCKHJ85		BHCKS460
	<b>475,169,000</b>	0	16,669,000	1,054,000	0		9,003,000
6. LESS: Allow ance for loan and lease losses .....	BHCX3123	BHCY3123					
	<b>12,025,000</b>	12,025,000					
7. Trading assets .....	BHCKD976	BHCKS466	BHCKD977	BHCKHJ86	BHCKHJ87		BHCKD978
	<b>258,402,000</b>	233,954,000	14,861,000	0	0		1,111,000
8. All other assets (9) .....	BHCKD981	BHCKS469	BHCKD982	BHCKHJ88	BHCKHJ89		BHCKD983
	<b>190,310,000</b>	58,706,000	44,722,000	24,000	0		2,977,000

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

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

**Schedule HC-R—Continued**

**Part II.—Continued**

Dollar Amounts in Thousands	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100%	(Column J) Allocation by Risk-Weight Category 150%	(Column K) Allocation by Risk-Weight Category 250% (10)	(Column L) Allocation by Risk-Weight Category 300%	(Column M) Allocation by Risk-Weight Category 400%	(Column N) Allocation by Risk-Weight Category 600%
5. Loans and leases, net of unearned income:							
a. Residential mortgage exposures .....	BHCKS442	BHCKS443					
	81,766,000	49,584,000					
b. High volatility commercial real estate exposures .....	BHCKH181	BHCKH182	BHCKS447				
	0	0	25,000				
c. Exposures past due 90 days or more or on nonaccrual (11) .....	BHCKS453	BHCKS454	BHCKS455				
	66,000	16,000	5,065,000				
d. All other exposures .....	BHCKS461	BHCKS462	BHCKS463				
	4,634,000	426,461,000	5,252,000				
6. LESS: Allow ance for loans and lease losses							
7. Trading assets .....	BHCKD979	BHCKD980	BHCKS467		BHCKH186	BHCKH290	BHCKH187
	326,000	8,098,000	52,000		0	0	0
8. All other assets (12) .....	BHCKD984	BHCKD985	BHCKH185		BHCKH188	BHCKS470	BHCKS471
	478,000	64,850,000	1,155,000		0	0	11,000

(10) Column K - 250% risk weight is not applicable until the March 31, 2018, report date.

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

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

**Schedule HC-R—Continued**

**Part II.—Continued**

	(Column O) Allocation by Risk-Weight Category 625%	(Column P) Allocation by Risk-Weight Category 937.5%	(Column Q) Allocation by Risk-Weight Category 1250%	(Column R) Application of Other Risk- Weighting Approaches (13) Exposure Amount	(Column S) Application of Other Risk- Weighting Approaches (13) Risk-Weighted Asset Amount	
Dollar Amounts in Thousands						
5. Loans and leases, net of unearned income:						
a. Residential mortgage exposures .....				BHCKH281	BHCKH282	
				0	0	5.a.
b. High volatility commercial real estate exposures .....				BHCKH283	BHCKH284	
				0	0	5.b.
c. Exposures past due 90 days or more or on nonaccrual (14) .....				BHCKH285	BHCKH286	
				0	0	5.c.
d. All other exposures .....				BHCKH287	BHCKH288	
				12,096,000	3,480,000	5.d.
6. LESS: Allowance for loans and lease losses						
7. Trading assets .....				BHCKH291	BHCKH292	
				0	0	7.
8. All other assets (15) .....				BHCKH294	BHCKH295	
				39,000	536,440	8.
a. Separate account bank-owned life insurance .....				BHCKH296	BHCKH297	
				9,373,000	2,215,000	8.a.
b. Default fund contributions to central counterparties .....				BHCKH298	BHCKH299	
				7,975,000	4,144,000	8.b.

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

(14) For loans and leases, net of unearned income, exclude residential mortgage exposures, high volatility commercial real estate exposures, or sovereign exposures that are past due 90 days or more or on nonaccrual.

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

**Schedule HC-R—Continued**

**Part II.—Continued**

**Securitization Exposures: On- and Off-Balance Sheet**

Dollar Amounts in Thousands

	(Column A) Totals	(Column B) Adjustments to Totals Reported in Column A	(Column Q) Exposure Amount 1250%	(Column T) Total Risk- Weighted Asset Amount by Calculation Methodology SSFA (16)	(Column U) Total Risk- Weighted Asset Amount by Calculation Methodology Gross-Up	
9. On-balance sheet securitization exposures:						
a. Held-to-maturity securities .....	BHCKS475	BHCKS476	BHCKS477	BHCKS478	BHCKS479	
	<b>16,719,000</b>	16,719,000	0	4,048,000	0	9.a.
b. Available-for-sale securities .....	BHCKS480	BHCKS481	BHCKS482	BHCKS483	BHCKS484	
	<b>9,098,000</b>	9,097,000	1,000	2,129,000	0	9.b.
c. Trading assets .....	BHCKS485	BHCKS486	BHCKS487	BHCKS488	BHCKS489	
	<b>1,204,000</b>	1,149,000	55,000	7,392,000	0	9.c.
d. All other on-balance sheet securitization exposures .....	BHCKS490	BHCKS491	BHCKS492	BHCKS493	BHCKS494	
	<b>38,531,000</b>	38,530,000	1,000	11,051,000	0	9.d.
10. Off-balance sheet securitization exposures .....	BHCKS495	BHCKS496	BHCKS497	BHCKS498	BHCKS499	
	<b>23,499,000</b>	23,495,000	4,000	8,110,000	0	10.

(16) Simplified Supervisory Formula Approach.

**Schedule HC-R—Continued**

**Part II.—Continued**

Dollar Amounts in Thousands	(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reported in Column A	(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20%	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100%
11. Total balance sheet assets <sup>(17)</sup> .....	BHCT2170	BHCKS500	BHCKD987	BHCKHJ90	BHCKHJ91		BHCKD988	BHCKD989	BHCKD990
	<b>1,864,063,000</b>	<b>580,197,000</b>	<b>439,477,000</b>	<b>1,116,000</b>	<b>0</b>		<b>114,779,000</b>	<b>102,079,000</b>	<b>581,079,000</b>

Dollar Amounts in Thousands	(Column J) Allocation by Risk-Weight Category 150%	(Column K) Allocation by Risk-Weight Category 250% (18)	(Column L) Allocation by Risk-Weight Category 300%	(Column M) Allocation by Risk-Weight Category 400%	(Column N) Allocation by Risk-Weight Category 600%	(Column O) Allocation by Risk-Weight Category 625%	(Column P) Allocation by Risk-Weight Category 937.5%	(Column Q) Allocation by Risk-Weight Category 1250%	(Column R) Other Risk- Weighting Approaches Exposure Amount
11. Total balance sheet assets <sup>(17)</sup> .....	BHCKS503		BHCKS505	BHCKS506	BHCKS507			BHCKS510	BHCKH300
	<b>15,745,000</b>		<b>0</b>	<b>0</b>	<b>16,000</b>			<b>57,000</b>	<b>29,518,000</b>

(17) For each of columns A through R of item 11, report the sum of items 1 through 9. For item 11, the sum of columns B through R must equal column A.

(18) Column K - 250% risk weight is not applicable until the March 31, 2018, report date.

**Schedule HC-R—Continued**

**Part II.—Continued**

**Derivatives, Off-Balance Sheet Items, and Other Items Subject to Risk Weighting (Excluding Securitization Exposures) <sup>(19)</sup>**

Dollar Amounts in Thousands	(Column A) Face, Notional, or Other Amount	CCF (20)	(Column B) Credit Equivalent Amount (21)	(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	
12. Financial standby letters of credit .....	BHCKD991		BHCKD992	BHCKD993	BHCKHJ92	BHCKHJ93		12.
	46,351,000	1.0	<b>46,351,000</b>	1,636,000	647,000	0		
13. Performance standby letters of credit and transaction- related contingent items .....	BHCKD997		BHCKD998	BHCKD999				13.
	10,500,000	0.5	<b>5,250,000</b>	293,000				
14. Commercial and similar letters of credit with an original maturity of one year or less .....	BHCKG606		BHCKG607	BHCKG608	BHCKHJ94	BHCKHJ95		14.
	5,111,000	0.2	<b>1,022,200</b>	24,200	12,000	0		
15. Retained recourse on small business obligations sold with recourse .....	BHCKG612		BHCKG613	BHCKG614				15.
	0	1.0	<b>0</b>	0				
16. Repo-style transactions <sup>(22)</sup> .....	BHCKS515		BHCKS516	BHCKS517	BHCKS518	BHCKS519		16.
	77,671,000	1.0	<b>77,671,000</b>	12,335,000	5,470,000	0		
17. All other off-balance sheet liabilities .....	BHCKG618		BHCKG619	BHCKG620				17.
	3,776,000	1.0	<b>3,776,000</b>	453,000				
18. Unused commitments (exclude unused commitments to asset-backed commercial paper conduits):								
a. Original maturity of one year or less .....	BHCKS525		BHCKS526	BHCKS527	BHCKHJ96	BHCKHJ97		18.a.
	38,797,000	0.2	<b>7,759,400</b>	18,400	19,000	0		
b. Original maturity exceeding one year .....	BHCKG624		BHCKG625	BHCKG626	BHCKHJ98	BHCKHJ99		18.b.
	270,021,000	0.5	<b>135,010,500</b>	1,334,500	2,358,000	0		

(19) All derivatives and off-balance sheet items that are securitization exposures are to be excluded from items 12 through 21 and are to be reported instead in item 10.  
 (20) Credit conversion factor.  
 (21) Column A multiplied by credit conversion factor. For each of items 12 through 21, the sum of columns C through J plus column R must equal column B.  
 (22) Includes securities purchased under agreements to resell (reverse repos), securities sold under agreements to repurchase (repos), securities borrowed, and securities lent.



**Schedule HC-R—Continued**

**Part II.—Continued**

	(Column G) Allocation by Risk-Weight Category 20%	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100%	(Column J) Allocation by Risk-Weight Category 150%	(Column R) Application of Other Risk Weighting Approaches (23) Credit Equivalent Amount	(Column S) Application of Other Risk- Weighting Approaches Risk (23) Weighted Asset Amount
Dollar Amounts in Thousands						
12. Financial standby letters of credit .....	BHCKD994	BHCKD995	BHCKD996	BHCKS511		
	6,729,000	3,215,000	33,194,000	930,000		
13. Performance standby letters of credit and transaction-related contingent items .....	BHCKG603	BHCKG604	BHCKG605	BHCKS512		
	214,000	46,000	4,570,000	127,000		
14. Commercial and similar letters of credit with an original maturity of one year or less .....	BHCKG609	BHCKG610	BHCKG611	BHCKS513		
	111,000	21,000	730,000	124,000		
15. Retained recourse on small business obligations sold with recourse .....	BHCKG615	BHCKG616	BHCKG617	BHCKS514		
	0	0	0	0		
16. Repo-style transactions (24) .....	BHCKS520	BHCKS521	BHCKS522	BHCKS523	BHCKH301	BHCKH302
	14,377,000	7,351,000	37,252,000	878,000	8,000	106,000
17. All other off-balance sheet liabilities .....	BHCKG621	BHCKG622	BHCKG623	BHCKS524		
	112,000	0	3,211,000	0		
18. Unused commitments (exclude unused commitments to asset-backed commercial paper conduits):						
a. Original maturity of one year or less .....	BHCKS528	BHCKS529	BHCKS530	BHCKS531	BHCKH303	BHCKH304
	86,000	741,000	6,895,000	0	0	0
b. Original maturity exceeding one year .....	BHCKG627	BHCKG628	BHCKG629	BHCKS539	BHCKH307	BHCKH308
	3,925,000	1,828,000	124,337,000	905,000	323,000	732,000

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

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

**Schedule HC-R—Continued**

**Part II.—Continued**

	(Column A) Face, Notional, or Other Amount	CCF (25)	(Column B) Credit Equivalent Amount (26)	(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20%	
Dollar Amounts in Thousands									
19. Unconditionally cancelable commitments	BHCKS540		BHCKS541						19.
	686,783,000	0.0	0						
20. Over-the-counter derivatives			BHCKS542	BHCKS543	BHCKHK00	BHCKHK01	BHCKS544	BHCKS545	20.
			220,599,000	12,131,000	33,000	0	0	92,020,000	20.
21. Centrally cleared derivatives			BHCKS549	BHCKS550	BHCKS551	BHCKS552		BHCKS554	21.
			125,025,000	0	121,490,000	2,964,000		0	21.
22. Unsettled transactions (failed trades)	BHCKH191			BHCKH193				BHCKH194	22.
(27)	1,562,000			1,144,000				0	22.

	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight category 100%	(Column J) Allocation by Risk-Weight Category 150%	(Column O) Allocation by Risk-Weight Category 625%	(Column P) Allocation by Risk-Weight Category 937.5%	(Column Q) Allocation by Risk-Weight Category 1250%	(Column R) Application of Other Risk Weighting Approaches (28) Credit Equivalent Amount	(Column S) Application of Other Risk- Weighting Approaches (28) Risk-Weighted Asset Amount	
Dollar Amounts in Thousands									
19. Unconditionally cancelable commitments									
20. Over-the-counter derivatives	BHCKS546	BHCKS547	BHCKS548				BHCKH309	BHCKH310	20.
	7,484,000	106,735,000	2,109,000				87,000	74,000	20.
21. Centrally cleared derivatives	BHCKS555	BHCKS556	BHCKS557						21.
	0	571,000	0						21.
22. Unsettled transactions (failed trades)	BHCKH195	BHCKH196	BHCKH197	BHCKH198	BHCKH199	BHCKH200			22.
(27)	0	367,000	0	7,000	2,000	42,000			22.

(25) Credit conversion factor.

(26) For item 19, column A multiplied by credit conversion factor.

(27) For item 22, the sum of columns C through Q must equal column A.

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

**Schedule HC-R—Continued**

**Part II.—Continued**

**Totals**

Dollar Amounts in Thousands	(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20%	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100%	(Column J) Allocation by Risk-Weight Category 150%
23. Total assets, derivatives, off-balance sheet items, and other items subject to risk weighting by risk-weight category (for each of columns C through P, sum of items 11 through 22; for column Q, sum of items 10 through 22) .....								
	BHCKG630	BHCKS558	BHCKS559	BHCKS560	BHCKG631	BHCKG632	BHCKG633	BHCKS561
	<b>468,846,100</b>	<b>131,145,000</b>	<b>2,964,000</b>	<b>0</b>	<b>232,353,000</b>	<b>122,765,000</b>	<b>898,941,000</b>	<b>20,818,000</b>
24. Risk weight factor .....	X 0%	X 2%	X 4%	X 10%	X 20%	X 50%	X 100%	X 150%
25. Risk-weighted assets by risk-weight category (for each column, item 23 multiplied by item 24) .....								
	BHCKG634	BHCKS569	BHCKS570	BHCKS571	BHCKG635	BHCKG636	BHCKG637	BHCKS572
	<b>0</b>	<b>2,622,900</b>	<b>118,560</b>	<b>0</b>	<b>46,470,600</b>	<b>61,382,500</b>	<b>898,941,000</b>	<b>31,227,000</b>

Dollar Amounts in Thousands	(Column K) Allocation by Risk-Weight Category 250% (29)	(Column L) Allocation by Risk-Weight Category 300%	(Column M) Allocation by Risk-Weight Category 400%	(Column N) Allocation by Risk-Weight Category 600%	(Column O) Allocation by Risk-Weight Category 625%	(Column P) Allocation by Risk-Weight Category 937.5%	(Column Q) Allocation by Risk-Weight Category 1250%
23. Total assets, derivatives, off-balance sheet items, and other items subject to risk weighting by risk-weight category (for each of columns C through P, sum of items 11 through 22; for column Q, sum of items 10 through 22) .....							
		BHCKS563	BHCKS564	BHCKS565	BHCKS566	BHCKS567	BHCKS568
		<b>0</b>	<b>0</b>	<b>16,000</b>	<b>7,000</b>	<b>2,000</b>	<b>103,000</b>
24. Risk weight factor .....	X 250%	X 300%	X 400%	X 600%	X 625%	X 937.5	X 1250%
25. Risk-weighted assets by risk-weight category (for each column, item 23 multiplied by item 24) .....							
		BHCKS574	BHCKS575	BHCKS576	BHCKS577	BHCKS578	BHCKS579
		<b>0</b>	<b>0</b>	<b>96,000</b>	<b>43,750</b>	<b>18,750</b>	<b>1,287,500</b>

(29) Column K - 250% risk weight is not applicable until the March 31, 2018, report date.

**Schedule HC-R—Continued**

**Part II.—Continued**

	Dollar Amounts in Thousands		
		Amount	
26. Risk-weighted assets base for purposes of calculating the allowance for loan and lease losses 1.25 percent threshold .....	BHCKS580	1,097,709,000	26.
27. Standardized market-risk weighted assets (applicable only to holding companies that are covered by the market risk capital rules) .....	BHCKS581	77,635,000	27.
28. Risk-weighted assets before deductions for excess allowance for loan and lease losses and allocated transfer risk reserve <sup>(30)</sup> .....	BHCKB704	<b>1,163,894,000</b>	28.
29. LESS: Excess allowance for loan and lease losses .....	BHCKA222	0	29.
30. LESS: Allocated transfer risk reserve .....	BHCK3128	0	30.
31. Total risk-weighted assets (item 28 minus items 29 and 30) .....	BHCKG641	<b>1,163,894,000</b>	31.

**Memoranda**

	Dollar Amounts in Thousands		
		Amount	
1. Current credit exposure across all derivative contracts covered by the regulatory capital rules .....	BHCKG642	97,036,000	M.1.

Dollar Amounts in Thousands	(Column A) With a remaining maturity of One year or less		(Column B) With a remaining maturity of Over one year through five years		(Column C) With a remaining maturity of Over five years		
2. Notional principal amounts of over-the-counter derivative contracts:							
a. Interest rate .....	BHCKS582	3,227,203,000	BHCKS583	2,664,491,000	BHCKS584	1,970,917,000	M.2.a.
b. Foreign exchange rate and gold .....	BHCKS585	9,418,458,000	BHCKS586	1,120,610,000	BHCKS587	444,828,000	M.2.b.
c. Credit (investment grade reference asset) .....	BHCKS588	344,646,000	BHCKS589	470,594,000	BHCKS590	49,778,000	M.2.c.
d. Credit (non-investment grade reference asset) .....	BHCKS591	117,753,000	BHCKS592	166,556,000	BHCKS593	13,071,000	M.2.d.
e. Equity .....	BHCKS594	191,946,000	BHCKS595	84,224,000	BHCKS596	12,034,000	M.2.e.
f. Precious metals (except gold) .....	BHCKS597	7,231,000	BHCKS598	862,000	BHCKS599	0	M.2.f.
g. Other .....	BHCKS600	65,655,000	BHCKS601	50,380,000	BHCKS602	10,428,000	M.2.g.

(30) Sum of items 2.b through 20, column S; items 9.a, 9.b, 9.c, 9.d, and 10, columns T and U; item 25, columns C through Q; and item 27 (if applicable).

**Schedule HC-R—Continued**

**Part II.—Continued**

**Memoranda—Continued**

Dollar Amounts in Thousands	(Column A) With a remaining maturity of One year or less		(Column B) With a remaining maturity of Over one year through five years		(Column C) With a remaining maturity of Over five years		
3. Notional principal amounts of centrally cleared derivative contracts:							
a. Interest rate .....	BHCKS603	34,761,914,000	BHCKS604	13,137,628,000	BHCKS605	3,953,161,000	M.3.a.
b. Foreign exchange rate and gold .....	BHCKS606	448,280,000	BHCKS607	7,901,000	BHCKS608	286,000	M.3.b.
c. Credit (investment grade reference asset) .....	BHCKS609	89,648,000	BHCKS610	332,251,000	BHCKS611	28,079,000	M.3.c.
d. Credit (non-investment grade reference asset) .....	BHCKS612	224,053,000	BHCKS613	103,437,000	BHCKS614	2,207,000	M.3.d.
e. Equity .....	BHCKS615	740,090,000	BHCKS616	52,231,000	BHCKS617	156,000	M.3.e.
f. Precious metals (except gold) .....	BHCKS618	19,748,000	BHCKS619	133,000	BHCKS620	3,000	M.3.f.
g. Other .....	BHCKS621	249,410,000	BHCKS622	45,675,000	BHCKS623	2,570,000	M.3.g.

Dollar Amounts in Thousands	Amount		
4. Standardized market risk-weighted assets attributable to specific risk (included in Schedule HC-R, item 27) .....	BHCKS624	45,952,000	M.4.

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

For Federal Reserve Bank Use Only  
C.I. \_\_\_\_\_

Dollar Amounts in Thousands	(Column A) 1-4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans, All Leases, and All Other Assets	
<b>Securitization Activities</b>								
1. Outstanding principal balance of assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements .....	BHCKB705	BHCKB706	BHCKB707	BHCKB708	BHCKB709	BHCKB710	BHCKB711	1.
	13,717,000	286,000	44,000	0	0	0	11,154,000	
2. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to structures reported in item 1 in the form of:								
a. Credit enhancing interest-only strips (included in HC-B, HC-D, or HC-F) .....	BHCKB712	BHCKB713	BHCKB714	BHCKB715	BHCKB716	BHCKB717	BHCKB718	2.a.
	0	0	0	0	0	0	0	
b. Subordinated securities and other residual interests .....	BHCKC393	BHCKC394	BHCKC395	BHCKC396	BHCKC397	BHCKC398	BHCKC399	2.b.
	12,000	1,000	0	0	0	0	149,000	
c. Standby letters of credit and other enhancements .....	BHCKC400	BHCKC401	BHCKC402	BHCKC403	BHCKC404	BHCKC405	BHCKC406	2.c.
	54,000	0	0	0	0	0	0	
3. Reporting institution's unused commitments to provide liquidity to structures reported in item 1 .....	BHCKB726	BHCKB727	BHCKB728	BHCKB729	BHCKB730	BHCKB731	BHCKB732	3.
	0	0	0	0	0	0	0	
4. Past due loan amounts included in item 1:								
a. 30-89 days past due .....	BHCKB733	BHCKB734	BHCKB735	BHCKB736	BHCKB737	BHCKB738	BHCKB739	4.a.
	1,197,000	15,000	1,000	0	0	0	0	
b. 90 days or more past due .....	BHCKB740	BHCKB741	BHCKB742	BHCKB743	BHCKB744	BHCKB745	BHCKB746	4.b.
	514,000	7,000	0	0	0	0	0	
5. Charge-offs and recoveries on assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements (calendar year-to-date)								
a. Charge-offs .....	BHCKB747	BHCKB748	BHCKB749	BHCKB750	BHCKB751	BHCKB752	BHCKB753	5.a.
	56,000	0	2,000	0	0	0	3,000	
b. Recoveries .....	BHCKB754	BHCKB755	BHCKB756	BHCKB757	BHCKB758	BHCKB759	BHCKB760	5.b.
	0	0	1,000	0	0	0	0	

### Schedule HC-S—Continued

Dollar Amounts in Thousands	(Column A) 1-4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans, All Leases, and All Other Assets	
6. Amount of ownership (or seller's) interests carried as:								
a. Securities (included in HC-B) .....		BHCKB761 0	BHCKB762 0			BHCKB763 0	6.a.	
b. Loans (included in HC-C) .....		BHCKB500 0	BHCKB501 0			BHCKB502 0	6.b.	
7. Past due loan amounts included in interests reported in item 6.a:								
a. 30-89 days past due .....		BHCKB764 0	BHCKB765 0			BHCKB766 0	7.a.	
b. 90 days or more past due .....		BHCKB767 0	BHCKB768 0			BHCKB769 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 .....		BHCKB770 0	BHCKB771 0			BHCKB772 0	8.a.	
b. Recoveries .....		BHCKB773 0	BHCKB774 0			BHCKB775 0	8.b.	
<b>For Securitization Facilities Sponsored By or Otherwise Established By Other Institutions</b>								
9. Maximum amount of credit exposure arising from credit enhancements provided by the reporting institution to other institutions' securitization structures in the form of standby letters of credit, purchased subordinated securities, and other enhancements .....	BHCKB776 69,000	BHCKB777 145,000	BHCKB778 0	BHCKB779 65,000	BHCKB780 49,000	BHCKB781 0	BHCKB782 1,590,000	9.
10. Reporting institution's unused commitments to provide liquidity to other institution's securitization structures .....	BHCKB783 0	BHCKB784 0	BHCKB785 0	BHCKB786 0	BHCKB787 0	BHCKB788 0	BHCKB789 0	10.
<b>Asset Sales</b>								
11. Assets sold with recourse or other seller-provided credit enhancements and not securitized .....	BHCKB790 23,000	BHCKB791 0	BHCKB792 0	BHCKB793 0	BHCKB794 493,000	BHCKB795 0	BHCKB796 4,273,000	11.
12. Maximum amount of credit exposure arising from recourse or other seller provided credit enhancements provided to assets reported in item 11 .....	BHCKB797 22,000	BHCKB798 0	BHCKB799 0	BHCKB800 0	BHCKB801 122,000	BHCKB802 0	BHCKB803 1,231,000	12.

## Schedule HC-S—Continued

### Memoranda

Dollar Amounts in Thousands			Amount
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 .....	BHCKA249	0	M.1.a.
b. Amount of retained recourse on these obligations as of the report date .....	BHCKA250	0	M.1.b.
2. Outstanding principal balance of assets serviced for others (includes participations serviced for others):			
a. 1-4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements .....	BHCKB804	79,000	M.2.a.
b. 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements .....	BHCKB805	64,759,000	M.2.b.
c. Other financial assets <sup>(1)</sup> .....	BHCKA591	8,449,000	M.2.c.
d. 1-4 family residential mortgages serviced for others that are in process of foreclosure at quarter-end (includes closed-end and open-end loans) ..	BHCKF699	1,172,000	M.2.d.
3. Asset-backed commercial paper conduits:			
a. Maximum amount of credit exposure arising from credit enhancements provided to conduit structures in the form of standby letters of credit, subordinated securities, and other enhancements:			
(1) Conduits sponsored by the bank, a bank affiliate, or the holding company .....	BHCKB806	1,717,000	M.3.a.(1)
(2) Conduits sponsored by other unrelated institutions .....	BHCKB807	0	M.3.a.(2)
b. Unused commitments to provide liquidity to conduit structures:			
(1) Conduits sponsored by the bank, a bank affiliate, or the holding company .....	BHCKB808	0	M.3.b.(1)
(2) Conduits sponsored by other unrelated institutions .....	BHCKB809	2,941,000	M.3.b.(2)
4. Outstanding credit card fees and finance charges (included in Schedule HC-S, item 1, column C) <sup>(2)</sup> .....	BHCKC407	1,000	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 (1) holding companies that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).



### Schedule HC-V—Variable Interest Entities

Dollar Amounts in Thousands	(Column A) Securitization Vehicles		(Column B) ABCP Conduits		(Column C) Other VIEs		
1. Assets of consolidated variable interest entities (VIEs) that can be used only to settle obligations of consolidated VIEs:							
a. Cash and balances due from depository institutions .....	BHCKJ981	6,000	BHCKJ982	0	BHCKJ983	81,000	1.a.
b. Held-to-maturity securities .....	BHCKJ984	0	BHCKJ985	0	BHCKJ986	1,247,000	1.b.
c. Available-for-sale securities .....	BHCKJ987	106,000	BHCKJ988	150,000	BHCKJ989	710,000	1.c.
d. Securities purchased under agreements to resell .....	BHCKJ990	0	BHCKJ991	0	BHCKJ992	0	1.d.
e. Loans and leases held for sale .....	BHCKJ993	0	BHCKJ994	0	BHCKJ995	0	1.e.
f. Loans and leases, net of unearned income .....	BHCKJ996	53,816,000	BHCKJ997	18,551,000	BHCKJ998	689,000	1.f.
g. Less: Allowance for loan and lease losses .....	BHCKJ999	1,863,000	BHCKK001	0	BHCKK002	0	1.g.
h. Trading assets (other than derivatives) .....	BHCKK003	0	BHCKK004	0	BHCKK005	1,236,000	1.h.
i. Derivative trading assets .....	BHCKK006	0	BHCKK007	0	BHCKK008	0	1.i.
j. Other real estate owned .....	BHCKK009	1,000	BHCKK010	0	BHCKK011	3,000	1.j.
k. Other assets .....	BHCKK012	2,000	BHCKK013	61,000	BHCKK014	808,000	1.k.
2. Liabilities of consolidated VIEs for which creditors do not have recourse to the general credit of the reporting holding company:							
a. Securities sold under agreements to repurchase .....	BHCKK015	0	BHCKK016	0	BHCKK017	0	2.a.
b. Derivative trading liabilities .....	BHCKK018	0	BHCKK019	0	BHCKK020	1,000	2.b.
c. Commercial paper .....	BHCKK021	0	BHCKK022	8,260,000	BHCKK023	0	2.c.
d. Other borrowed money (exclude commercial paper) .....	BHCKK024	28,266,000	BHCKK025	0	BHCKK026	2,055,000	2.d.
e. Other liabilities .....	BHCKK027	283,000	BHCKK028	0	BHCKK029	173,000	2.e.
3. All other assets of consolidated VIEs (not included in items 1.a through 1.k above) .....	BHCKK030	0	BHCKK031	0	BHCKK032	0	3.
4. All other liabilities of consolidated VIEs (not included in items 2.a through 2.e above) .....	BHCKK033	0	BHCKK034	1,717,000	BHCKK035	0	4.

## Notes to the Balance Sheet—Predecessor Financial Items

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

Dollar Amounts in Thousands	Amount	
1. Average loans and leases (net of income) .....	BHBC3516	N/A
2. Average earning assets .....	BHBC3402	N/A
3. Average total consolidated assets .....	BHBC3368	N/A
4. Average equity capital .....	BHBC3519	N/A

1.  
2.  
3.  
4.

### Notes to the Balance Sheet (Other)

Enter in the lines provided below any additional information on specific line items on the income statement or to its supporting schedules that the holding company wishes to explain, that has been separately disclosed in the holding company's quarterly reports to its shareholders, in its press releases, or on its quarterly reports to the Securities and Exchange Commission (SEC). Also include any transactions which previously would have appeared as footnotes to Schedules HC through HC-S.

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

**Example**

A holding company has guaranteed a new loan for its leveraged Employee Stock Ownership Plan (ESOP) for \$750 thousand and that amount has increased the holding company's long-term unsecured debt by a material amount. The holding company has disclosed that change to its stockholders and to the SEC. Enter on the line item below the following information:

		Amount
TEXT0000	Sch. HC, item 16, New loan to holding company's ESOP guaranteed by holding company	
TEXT0000		750

### Notes to the Balance Sheet (Other)

		Dollar Amounts in Thousands	Amount
1.		Outstanding issuances of perpetual preferred stock associated with the U.S. Department of Treasury Community Development Capital Initiative (CDCI) program included in Schedule HC, item 23, Perpetual preferred stock and related surplus (for Subchapter S corporations, outstanding issuances of subordinated debt securities associated with CDCI included in Schedule HC, item 19.a, Subordinated notes and debentures)	
	BHCKK141		0
2.	TEXT5357		
	BHCK5357		
3.	TEXT5358		
	BHCK5358		
4.	TEXT5359		
	BHCK5359		
5.	TEXT5360		
	BHCK5360		
6.	TEXTB027		
	BHCKB027		
7.	TEXTB028		
	BHCKB028		
8.	TEXTB029		
	BHCKB029		
9.	TEXTB030		
	BHCKB030		

### Notes to the Balance Sheet (Other)—Continued

Dollar Amounts in Thousands

		Amount	
10.	TEXTB031		
		BHCKB031	10.
11.	TEXTB032		
		BHCKB032	11.
12.	TEXTB033		
		BHCKB033	12.
13.	TEXTB034		
		BHCKB034	13.
14.	TEXTB035		
		BHCKB035	14.
15.	TEXTB036		
		BHCKB036	15.
16.	TEXTB037		
		BHCKB037	16.
17.	TEXTB038		
		BHCKB038	17.
18.	TEXTB039		
		BHCKB039	18.
19.	TEXTB040		
		BHCKB040	19.
20.	TEXTB041		
		BHCKB041	20.