

Board of Governors of the Federal Reserve System



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

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

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

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

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

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

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

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

S. Biff Bowman
Printed Name of Chief Financial Officer (or Equivalent) (BHCK C490)

NORTHERN TRUST CORPORATION
Legal Title of Holding Company (RSSD 9017)

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

50 SOUTH LA SALLE STREET- M11
(Mailing Address of the Holding Company) Street/P.O. Box (RSSD 9110)

08/10/2018
Date of Signature (MM/DD/CCYY) (BHTX J196)

CHICAGO IL 60603
City (RSSD 9130) State (RSSD 9200) Zip Code (RSSD 9220)

Person to whom questions about this report should be directed:

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

Public reporting burden for this information collection is estimated to vary from 5 to 1,250 hours per response, with an average of 47.11 hours per response for non-Advanced Approaches HCs and 50.39 hours for Advanced Approaches HCs, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Comments regarding this burden estimate or any other aspect of this information collection, including suggestions for reducing the burden, may be sent to Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0128), Washington, DC 20503.

Report of Income for Holding Companies

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

Schedule HI—Consolidated Income Statement

	Dollar Amounts in Thousands		BHCK	Amount	
1. Interest income:					
a. Interest and fee income on loans:					
(1) In domestic offices:					
(a) Loans secured by 1-4 family residential properties.....	4435	129,894			1.a.(1)(a)
(b) All other loans secured by real estate.....	4436	79,129			1.a.(1)(b)
(c) All other loans.....	F821	291,717			1.a.(1)(c)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs.....	4059	21,520			1.a.(2)
b. Income from lease financing receivables.....	4065	1,104			1.b.
c. Interest income on balances due from depository institutions (1).....	4115	135,649			1.c.
d. Interest and dividend income on securities:					
(1) U.S. Treasury securities and U.S. government agency obligations (excluding mortgage-backed securities).....	B488	78,663			1.d.(1)
(2) Mortgage-backed securities.....	B489	166,817			1.d.(2)
(3) All other securities.....	4060	149,645			1.d.(3)
e. Interest income from trading assets.....	4069	32			1.e.
f. Interest income on federal funds sold and securities purchased under agreements to resell.....	4020	15,092			1.f.
g. Other interest income.....	4518	4,385			1.g.
h. Total interest income (sum of items 1.a through 1.g).....	4107	1,073,647			1.h.
2. Interest expense:					
a. Interest on deposits:					
(1) In domestic offices:					
(a) Time deposits of \$250,000 or less.....	HK03	358			2.a.(1)(a)
(b) Time deposits of more than \$250,000.....	HK04	3,738			2.a.(1)(b)
(c) Other deposits.....	6761	29,816			2.a.(1)(c)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs.....	4172	106,528			2.a.(2)
b. Expense of federal funds purchased and securities sold under agreements to repurchase.....	4180	23,545			2.b.
c. Interest on trading liabilities and other borrowed money (excluding subordinated notes and debentures).....	4185	86,325			2.c.
d. Interest on subordinated notes and debentures and on mandatory convertible securities.....	4397	22,571			2.d.
e. Other interest expense.....	4398	3,451			2.e.
f. Total interest expense (sum of items 2.a through 2.e).....	4073	276,332			2.f.
3. Net interest income (item 1.h minus 2.f).....	4074	797,315			3.
4. Provision for loan and lease losses (from Schedule HI-B, part II, item 5).....	4230	(953)			4.
5. Noninterest income:					
a. Income from fiduciary activities.....	4070	1,880,609			5.a.
b. Service charges on deposit accounts in domestic offices.....	4483	31,790			5.b.
c. Trading revenue (2).....	A220	210,648			5.c.
d.(1) Fees and commissions from securities brokerage.....	C886	0			5.d.(1)
(2) Investment banking, advisory, and underwriting fees and commissions.....	C888	0			5.d.(2)
(3) Fees and commissions from annuity sales.....	C887	0			5.d.(3)
(4) Underwriting income from insurance and reinsurance activities.....	C386	0			5.d.(4)
(5) Income from other insurance activities.....	C387	0			5.d.(5)
e. Venture capital revenue.....	B491	0			5.e.
f. Net servicing fees.....	B492	0			5.f.
g. Net securitization income.....	B493	0			5.g.

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

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

Schedule HI—Continued

Dollar Amounts in Thousands		BHCK	Amount	
5. h. Not applicable				
i. Net gains (losses) on sales of loans and leases.....		8560	(4,807)	5.i.
j. Net gains (losses) on sales of other real estate owned.....		8561	354	5.j.
k. Net gains (losses) on sales of other assets (3).....		B496	(16)	5.k.
l. Other noninterest income (4).....		B497	66,748	5.l.
m. Total noninterest income (sum of items 5.a through 5.l).....		4079	2,185,326	5.m.
6. a. Realized gains (losses) on held-to-maturity securities.....				
		3521	(172)	6.a.
b. Realized gains (losses) on available-for-sale securities.....				
		3196	(19)	6.b.
7. Noninterest expense:				
a. Salaries and employee benefits.....		4135	1,082,805	7.a.
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest).....		4217	153,300	7.b.
c. (1) Goodwill impairment losses.....				
		C216	0	7.c.(1)
(2) Amortization expense and impairment losses for other intangible assets.....				
		C232	8,880	7.c.(2)
d. Other noninterest expense (5).....		4092	747,526	7.d.
e. Total noninterest expense (sum of items 7.a through 7.d).....		4093	1,992,511	7.e.
8. a. Income (loss) before unrealized holding gains (losses) on equity securities not held for trading, applicable income taxes, and discontinued operations (sum of items 3, 5.m, 6.a, 6.b, minus items 4 and 7.e).....				
		HT69	990,892	8.a.
b. Unrealized holding gains (losses) on equity securities not held for trading (6).....				
		HT70		8.b.
c. Income (loss) before applicable income taxes and discontinued operations (sum of items 8.a and 8.b).....				
		4301	990,892	8.c.
9. Applicable income taxes (foreign and domestic).....				
		4302	218,924	9.
10. Income (loss) before discontinued operations (item 8.c. minus item 9).....				
		4300	771,968	10.
11. Discontinued operations, net of applicable income taxes (7).....				
		FT28	0	11.
12. Net income (loss) attributable to holding company and noncontrolling (minority) interests (sum of items 10 and 11).....				
		G104	771,968	12.
13. LESS: Net income (loss) attributable to noncontrolling (minority) interests (if net income, report as a positive value; if net loss, report as a negative value).....				
		G103	0	13.
14. Net income (loss) attributable to holding company (item 12 minus item 13).....				
		4340	771,968	14.

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

(4) See Schedule HI, memoranda item 6.

(5) See Schedule HI, memoranda item 7.

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

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

Memoranda

Dollar Amounts in Thousands		BHCK	Amount	
1. Net Interest income (item 3 above) on a fully taxable equivalent basis.....				
		4519	815,309	M.1.
2. Net income before applicable income taxes, and discontinued operations (item 8.c. above) on a fully taxable equivalent basis.....				
		4592	1,008,886	M.2.
3. Income on tax-exempt loans and leases to states and political subdivisions in the U.S. (included in Schedule HI, items 1.a and 1.b, above).....				
		4313	14,541	M.3.
4. Income on tax-exempt securities issued by states and political subdivisions in the U.S. (included in Schedule HI, item 1.d.3, above).....				
		4507	1,026	M.4.
5. Number of full-time equivalent employees at end of current period (round to nearest whole number).....				
		BHCK	Number	
		4150	18,333	M.5.
6. Other noninterest income (from Schedule HI, item 5.l, above) (only report amounts greater than \$100,000 that exceed 7 percent of Schedule HI, item 5.l):				
		BHCK	Amount	
a. Income and fees from the printing and sale of checks.....		C013	0	M.6.a.
b. Earnings on/increase in value of cash surrender value of life insurance.....		C014	0	M.6.b.
c. Income and fees from automated teller machines (ATMs).....		C016	0	M.6.c.
d. Rent and other income from other real estate owned.....		4042	0	M.6.d.
e. Safe deposit box rent.....		C015	0	M.6.e.

Schedule HI—Continued

Memoranda—Continued

		Dollar Amounts in Thousands		BHCK	Amount			
6.	f.	Bank card and credit card interchange fees.....			F555	0	M.6.f.	
	g.	Income and fees from wire transfers.....			T047	0	M.6.g.	
	h.	TEXT	Loan service related fees					
		8562			8562	25,210	M.6.h.	
	i.	TEXT	Banking fees					
		8563			8563	20,069	M.6.i.	
	j.	TEXT	Third party mutual fund administration fees					
		8564			8564	12,395	M.6.j.	
7.	Other noninterest expense (from Schedule HI, item 7.d, above) (only report amounts greater than \$100,000 that exceed 7 percent of the sum of Schedule HI, item 7.d):							
	a.	Data processing expenses.....			C017	0	M.7.a.	
	b.	Advertising and marketing expenses.....			0497	0	M.7.b.	
	c.	Directors' fees.....			4136	0	M.7.c.	
	d.	Printing, stationery, and supplies.....			C018	0	M.7.d.	
	e.	Postage.....			8403	0	M.7.e.	
	f.	Legal fees and expenses.....			4141	0	M.7.f.	
	g.	FDIC deposit insurance assessments.....			4146	0	M.7.g.	
	h.	Accounting and auditing expenses.....			F556	0	M.7.h.	
	i.	Consulting and advisory expenses.....			F557	71,976	M.7.i.	
	j.	Automated teller machine (ATM) and interchange expenses.....			F558	0	M.7.j.	
	k.	Telecommunications expenses.....			F559	0	M.7.k.	
	l.	Other real estate owned expenses.....			Y923	0	M.7.l.	
	m.	Insurance expenses (not included in employee expenses, premises and fixed assets expenses, and other real estate owned expenses).....			Y924	0	M.7.m.	
	n.	TEXT	Computer and software related expenses					
		8565			8565	231,159	M.7.n.	
	o.	TEXT	Technical services market data expenses					
		8566			8566	181,191	M.7.o.	
	p.	TEXT	Subcustodial and depository fee expenses					
		8567			8567	64,678	M.7.p.	
8.	Discontinued operations and applicable income tax effect (from Schedule HI, item 11) (itemize and describe each discontinued operation):							
	a.(1)	TEXT						
		FT29			FT29	0	M.8.a.(1)	
	(2)	Applicable income tax effect.....			BHCK	FT30	0	M.8.a.(2)
	b.(1)	TEXT						
		FT31			FT31	0	M.8.b.(1)	
	(2)	Applicable income tax effect.....			BHCK	FT32	0	M.8.b.(2)
9.	Trading revenue (from cash instruments and derivative instruments) (sum of items 9.a through 9.e must equal Schedule HI, item 5.c)							
	a.	Interest rate exposures.....			8757	53,288	M.9.a.	
	b.	Foreign exchange exposures.....			8758	157,360	M.9.b.	
	c.	Equity security and index exposures.....			8759	0	M.9.c.	
	d.	Commodity and other exposures.....			8760	0	M.9.d.	
	e.	Credit exposures.....			F186	0	M.9.e.	

Memorandum items 9.a through 9.e are to be completed by holding companies that reported total trading assets of \$10 million or more for any quarter of the preceding calendar year:

Schedule HI—Continued

Memoranda—Continued

	Dollar Amounts in Thousands	BHCK	Amount		
<i>Memoranda items 9.f and 9.g are to be completed by holding companies with \$100 billion or more in total assets that are required to complete Schedule HI, Memorandum items 9.a through 9.e, above. (1)</i>					
9.f. Impact on trading revenue of changes in the creditworthiness of the holding company's derivatives counterparties on the holding company's derivative assets (included in Memorandum items 9.a through 9.e above).....		K090	0	M.9.f.	
g. Impact on trading revenue of changes in the creditworthiness of the holding company on the holding company's derivative liabilities (included in Memorandum items 9.a through 9.e above).....		K094	0	M.9.g.	
<i>Memorandum items 10.a and 10.b are to be completed by holding companies with \$10 billion or more in total consolidated assets. (1)</i>					
10. Net gains (losses) recognized in earnings on credit derivatives that economically hedge credit exposures held outside the trading account:					
a. Net gains (losses) on credit derivatives held for trading.....		C889	0	M.10.a.	
b. Net gains (losses) on credit derivatives held for purposes other than trading.....		C890	0	M.10.b.	
11. Credit losses on derivatives (see instructions).....		A251	0	M.11.	
<i>Memorandum item 12.a is to be completed by holding companies with \$1 billion or more in total assets. (1)</i>					
12. a. Income from the sale and servicing of mutual funds and annuities (in domestic offices).....		8431	203,904	M.12.a.	
b. (1) Premiums on insurance related to the extension of credit.....		C242	0	M.12.b.1.	
(2) All other insurance premiums.....		C243	0	M.12.b.2.	
c. Benefits, losses, and expenses from insurance-related activities.....		B983	0	M.12.c.	
13. Does the reporting holding company have a Subchapter S election in effect for federal income tax purposes for the current tax year? (Enter "1" for Yes; enter "0" for No).....		0=NO 1=YES	BHCK A530	0	M.13.

	Dollar Amounts in Thousands	BHCK	Amount	
<i>Memorandum item 14 is to be completed by holding companies that have elected to account for assets and liabilities under a fair value option.</i>				
14. Net gains (losses) recognized in earnings on assets and liabilities that are reported at fair value under a fair value option:				
a. Net gains (losses) on assets.....		F551	0	M.14.a.
(1) Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk.....		F552	0	M.14.a.1.
b. Net gains (losses) on liabilities.....		F553	0	M.14.b.
(1) Estimated net gains (losses) on liabilities attributable to changes in instrument-specific credit risk.....		F554	0	M.14.b.1.
15. Stock-based employee compensation expense (net of tax effects) calculated for all awards under the fair value method.....		C409	67,404	M.15.
<i>Memorandum item 16 is to be completed by holding companies that are required to complete Schedule HC-C, Memorandum items 6.b and 6.c and is to be completed semiannually in the June and December reports only.</i>				
		Year-to-date		
		BHCK	Amount	
16. Noncash income from negative amortization on closed-end loans secured by 1-4 family residential properties (included in Schedule HI, item 1.a.1.a).....		F228		M.16.
17. Other-than-temporary impairment losses on held-to-maturity and available-for-sale debt securities recognized in earnings (included in Schedule HI, items 6.a and 6.b).....		J321	172	M.17.

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

Schedule HI-A—Changes in Holding Company Equity Capital

	Dollar Amounts in Thousands	BHCK	Amount	
1. Total holding company equity capital most recently reported for the end of previous calendar year (i.e., after adjustments from amended Reports of Income).....		3217	10,216,215	1.
2. Cumulative effect of changes in accounting principles and corrections of material accounting errors.....		B507	(4,481)	2.
3. Balance end of previous calendar year as restated (sum of items 1 and 2).....		B508	10,211,734	3.
		BHCT		
4. Net income (loss) attributable to holding company (must equal Schedule HI, item 14).....		4340	771,968	4.
5. Sale of perpetual preferred stock (excluding treasury stock transactions):		BHCK		
a. Sale of perpetual preferred stock, gross.....		3577	0	5.a.
b. Conversion or retirement of perpetual preferred stock.....		3578	0	5.b.
6. Sale of common stock:				
a. Sale of common stock, gross.....		3579	0	6.a.
b. Conversion or retirement of common stock.....		3580	2,909	6.b.
7. Sale of treasury stock.....		4782	108,603	7.
8. LESS: Purchase of treasury stock.....		4783	453,790	8.
9. Changes incident to business combinations, net.....		4356	0	9.
10. LESS: Cash dividends declared on preferred stock.....		4598	23,200	10.
11. LESS: Cash dividends declared on common stock.....		4460	192,177	11.
12. Other comprehensive income (1).....		B511	(93,754)	12.
13. Change in the offsetting debit to the liability for Employee Stock Ownership Plan (ESOP) debt guaranteed by the holding company.....		4591	0	13.
14. Other adjustments to equity capital (not included above).....		3581	25,313	14.
15. Total holding company equity capital end of current period (sum of items 3, 4, 5, 6, 7, 9, 12, 13, and 14, less items 8, 10, and 11) (must equal item 27.a on Schedule HC).....		BHCT		
		3210	10,357,606	15.

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

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

	(Column A) Charge-offs (1)		(Column B) Recoveries		
	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands					
I. Charge-offs and Recoveries on Loans and Leases (Fully Consolidated)					
1. Loans secured by real estate:					
a. Construction, land development, and other land loans in domestic offices:					
(1) 1-4 family residential construction loans.....	C891	10	C892	0	1.a.(1)
(2) Other construction loans and all land development and other land loans.....	C893	125	C894	125	1.a.(2)
b. Secured by farmland in domestic offices.....	3584	0	3585	0	1.b.
c. Secured by 1-4 family residential properties in domestic offices:					
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....	5411	2,507	5412	495	1.c.(1)
(2) Closed-end loans secured by 1-4 family residential properties in domestic offices:					
(a) Secured by first liens.....	C234	1,889	C217	1,274	1.c.(2)(a)
(b) Secured by junior liens.....	C235	806	C218	225	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices.....	3588	834	3589	0	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:					
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....	C895	0	C896	0	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties.....	C897	0	C898	11	1.e.(2)
f. In foreign offices.....	B512	0	B513	0	1.f.
2. Not applicable.					
3. Loans to finance agricultural production and other loans to farmers.....	4655	0	4665	0	3.
4. Commercial and industrial loans:					
a. To U.S. addressees (domicile).....	4645	75	4617	1,132	4.a.
b. To non-U.S. addressees (domicile).....	4646	0	4618	0	4.b.
5. Loans to individuals for household, family, and other personal expenditures:					
a. Credit cards.....	B514	0	B515	0	5.a.
b. Automobile loans.....	K129	0	K133	1	5.b.
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....	K205	229	K206	158	5.c.
6. Loans to foreign governments and official institutions.....	4643	0	4627	0	6.
7. All other loans.....	4644	4	4628	9	7.
8. Lease financing receivables:					
a. Leases to individuals for household, family, and other personal expenditures.....	F185	0	F187	0	8.a.
b. All other leases.....	C880	0	F188	0	8.b.
9. Total (sum of items 1 through 8).....	4635	6,479	4605	3,430	9.

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

Schedule HI-B—Continued

Memoranda

	(Column A) Chart-offs (1)		(Column B) Recoveries		
	Year-to-date				
	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands					
1. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HI-B, part I, items 4 and 7, above.....	5409	0	5410	30	M.1.
2. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HI-B, part I, item 1, above).....	4652	0	4662	0	M.2.

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

	Year-to-date		
	BHCK	Amount	
3. Uncollectible retail credit card fees and finance charges reversed against income (i.e., not included in charge-offs against the allowance for loan and lease losses).....	C388	0	M.3.

	Dollar Amounts in Thousands		
	BHCK	Amount	
II. Changes in allowance for loan and lease losses			
1. Balance most recently reported at end of previous year (i.e., after adjustments from amended Reports of Income).....	B522	131,239	1.
2. Recoveries (must equal Schedule HI-B, part I, item 9, column B, above).....	BHCT		
3. LESS: Charge-offs (must equal Schedule HI-B, part I, item 9, column A above less Schedule HI-B, part II, item 4).....	4605	3,430	2.
4. LESS: Write-downs arising from transfers of loans to a held-for-sale account.....	BHCK		
5. Provision for loan and lease losses (must equal Schedule HI, item 4).....	C079	6,479	3.
6. Adjustments (see instructions for this schedule).....	5523	0	4.
7. Balance at end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (must equal Schedule HC, item 4.c).....	BHCT		
	4230	(953)	5.
	BHCK		
	C233	(23)	6.
	BHCT		
	3123	127,214	7.

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

Memoranda

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

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

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

	(Column A) Recorded Investment: Individually Evaluated for Impairment (ASC 310-10-35)		(Column B) Allowance Balance: Individually Evaluated for Impairment (ASC 310-10-35)		(Column C) Recorded Investment: Collectively Evaluated for Impairment (ASC 450-20)		(Column D) Allowance Balance: Collectively Evaluated for Impairment (ASC 450-20)		(Column E) Recorded Investment: Purchased Credit- Impaired Loans (ASC 310-30)		(Column F) Allowance Balance: Purchased Credit- Impaired Loans (ASC 310-30)		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands													
1. Real estate loans:													
a. Construction loans.....	M708	0	M709	0	M710	448,811	M711	3,780	M712	0	M713	0	1.a.
b. Commercial real estate loans.....	M714	2,647	M715	1,269	M716	3,052,470	M717	31,935	M719	0	M720	0	1.b.
c. Residential real estate loans.....	M721	416	M722	201	M723	7,576,063	M724	60,194	M725	0	M726	0	1.c.
2. Commercial loans ²	M727	16,817	M728	4,582	M729	21,093,507	M730	24,220	M731	0	M732	0	2.
3. Credit Cards.....	M733	0	M734	0	M735	0	M736	0	M737	0	M738	0	3.
4. Other consumer loans.....	M739	0	M740	0	M741	257,138	M742	1,033	M743	0	M744	0	4.
5. Unallocated, if any.....							M745	0					5.
6. Total (sum of 1.a through 5).....	M746	19,880	M747	6,052	M748	32,427,989	M749	121,162	M750	0	M751	0	6.

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

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

Notes to the Income Statement - Predecessor Financial Items

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

	Dollar Amounts in Thousands	BHBC	Amount	
1. Total interest income.....	4107			1.
a. Interest income on loans and leases.....	4094			1.a.
b. Interest income on investment securities.....	4218			1.b.
2. Total interest expense.....	4073			2.
a. Interest expense on deposits.....	4421			2.a.
3. Net interest income.....	4074			3.
4. Provision for loan and lease losses.....	4230			4.
5. Total noninterest income.....	4079			5.
a. Income from fiduciary activities.....	4070			5.a.
b. Trading revenue.....	A220			5.b.
c. Investment banking, advisory, brokerage, and underwriting fees and commissions.....	B490			5.c.
d. Venture capital revenue.....	B491			5.d.
e. Net securitization income.....	B493			5.e.
f. Insurance commissions and fees.....	B494			5.f.
6. Realized gains (losses) on held-to-maturity and available-for-sale securities.....	4091			6.
7. Total noninterest expense.....	4093			7.
a. Salaries and employee benefits.....	4135			7.a.
b. Goodwill impairment losses.....	C216			7.b.
8. Income (loss) before applicable income taxes and discontinued operations.....	4301			8.
9. Applicable income taxes.....	4302			9.
10. Noncontrolling (minority) interest.....	4484			10.
	BHCK			
11. Discontinued operations, net of applicable income taxes and noncontrolling (minority) interest.....	FT41			11.
	BHBC			
12. Net income (loss).....	4340			12.
13. Cash dividends declared.....	4475			13.
14. Net charge-offs.....	6061			14.
15. Net interest income (item 3 above) on a fully taxable equivalent basis.....	4519			15.

Notes to the Income Statement (Other)

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

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

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

Example

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

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

Notes to the Income Statement (Other)

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

Notes to the Income Statement (Other)— Continued

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

Consolidated Financial Statements for Holding Companies

Report at the close of business

June 30, 2018

Date

Schedule HC—Consolidated Balance Sheet

	Dollar Amounts in Thousands		BHCK	Amount	
Assets					
1. Cash and balances due from depository institutions:					
a. Noninterest-bearing balances and currency and coin (1).....	0081			2,819,605	1.a.
b. Interest-bearing balances: (2)					
(1) In U.S. offices.....	0395			11,524,997	1.b.(1)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs.....	0397			28,158,751	1.b.(2)
2. Securities:					
a. Held-to-maturity securities (from Schedule HC-B, column A).....	1754			14,173,133	2.a.
b. Available-for-sale securities (from Schedule HC-B, column D).....	1773			35,184,528	2.b.
c. Equity securities with readily determinable fair values not held for trading (3).....	JA22				2.c.
3. Federal funds sold and securities purchased under agreements to resell:					
a. Federal funds sold in domestic offices.....	BHDM	B987		10,000	3.a.
b. Securities purchased under agreements to resell (4).....	BHCK	B989		1,417,779	3.b.
4. Loans and lease financing receivables:					
a. Loans and leases held for sale.....		5369		25,352	4.a.
b. Loans and leases held for investment.....	B528		32,447,869		4.b.
c. LESS: Allowance for loan and lease losses.....	3123		127,214		4.c.
d. Loans and leases held for investment, net of allowance for loan and lease losses (item 4.b minus 4.c).....		B529		32,320,655	4.d.
5. Trading assets (from Schedule HC-D).....		3545		1,348,696	5.
6. Premises and fixed assets (including capitalized leases).....		2145		428,760	6.
7. Other real estate owned (from Schedule HC-M).....		2150		3,830	7.
8. Investments in unconsolidated subsidiaries and associated companies.....		2130		8,328	8.
9. Direct and indirect investments in real estate ventures.....		3656		9,574	9.
10. Intangible assets (from Schedule HC-M).....		2143		822,596	10.
11. Other assets (from Schedule HC-F).....		2160		6,849,662	11.
12. Total assets (sum of items 1 through 11).....		2170		135,106,246	12.

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

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

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

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

Schedule HC—Continued

		Dollar Amounts in Thousands	BHDM	Amount	
Liabilities					
13. Deposits:					
a. In domestic offices (from Schedule HC-E):					
	(1) Noninterest-bearing (1).....	6631	18,162,592		13.a.(1)
	(2) Interest-bearing.....	6636	16,347,289		13.a.(2)
b. In foreign offices, Edge and Agreement subsidiaries, and IBFs:					
	(1) Noninterest-bearing.....	BHFN			
	(2) Interest-bearing.....	6631	8,503,601		13.b.(1)
	(2) Interest-bearing.....	6636	63,511,364		13.b.(2)
14. Federal funds purchased and securities sold under agreements to repurchase:					
a. Federal funds purchased in domestic offices (2).....					
		BHDM			
		B993	3,000,200		14.a.
		BHCK			
	b. Securities sold under agreements to repurchase (3).....	B995	981,286		14.b.
15. Trading liabilities (from Schedule HC-D).....					
		3548	680,891		15.
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule HC-M).....					
		3190	9,365,271		16.
17. Not applicable					
18. Not applicable					
19. a. Subordinated notes and debentures (4).....					
		4062	1,399,785		19.a.
	b. Subordinated notes payable to unconsolidated trusts issuing trust preferred securities, and trust preferred securities issued by consolidated special purpose entities.....	C699	277,550		19.b.
20. Other liabilities (from Schedule HC-G).....					
		2750	2,518,811		20.
21. Total liabilities (sum of items 13 through 20).....					
		2948	124,748,640		21.
22. Not applicable					
Equity Capital					
Holding Company Equity Capital					
23. Perpetual preferred stock and related surplus.....					
		3283	882,010		23.
24. Common stock (par value).....					
		3230	408,619		24.
25. Surplus (exclude all surplus related to preferred stock).....					
		3240	1,050,191		25.
26. a. Retained earnings.....					
		3247	10,262,499		26.a.
	b. Accumulated other comprehensive income (5).....	B530	(508,103)		26.b.
	c. Other equity capital components (6).....	A130	(1,737,610)		26.c.
27. a. Total holding company equity capital (sum of items 23 through 26.c).....					
		3210	10,357,606		27.a.
	b. Noncontrolling (minority) interests in consolidated subsidiaries.....	3000	0		27.b.
28. Total equity capital (sum of items 27.a and 27.b).....					
		G105	10,357,606		28.
29. Total liabilities and equity capital (sum of items 21 and 28).....					
		3300	135,106,246		29.

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

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

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

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

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

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

Schedule HC—Continued

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

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

0=NO	BHCK	
1=YES	C884	

M.1.

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

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

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

(2) City (TEXT C708)

(2) E-mail Address (TEXT C705)

(3) State Abbrev. (TEXT C714)

(4) Zip Code (TEXT C715)

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

Schedule HC-B—Securities

	Held-to-Maturity				Available-for-Sale				
	(Column A)		(Column B)		(Column C)		(Column D)		
	Amortized Cost	Fair value	Amortized Cost	Fair value	Amortized Cost	Fair value	Amortized Cost	Fair value	
Dollar Amounts in Thousands									
1. U.S. Treasury securities.....	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	1.
	0211	115,688	0213	115,685	1286	5,668,707	1287	5,638,551	
2. U.S. government agency and sponsored agency obligations (exclude mortgage-backed securities) (1).....	HT50	0	HT51	0	HT52	3,293,285	HT53	3,290,249	2.
3. Securities issued by states and political subdivisions in the U.S.....	8496	32,629	8497	33,694	8498	741,256	8499	737,801	3.
4. Mortgage-backed securities (MBS)									
a. Residential pass-through securities:									
(1) Guaranteed by GNMA.....	G300	766	G301	780	G302	21,608	G303	21,626	4.a.1.
(2) Issued by FNMA and FHLMC.....	G304	4,206	G305	4,452	G306	4,970,183	G307	4,875,296	4.a.2.
(3) Other pass-through securities.....	G308	0	G309	0	G310	0	G311	0	4.a.3.
b. Other residential mortgage-backed securities (include CMOs, REMICs, and stripped MBS):									
(1) Issued or guaranteed by U.S. Government agencies or sponsored agencies (2).....	G312	0	G313	0	G314	5,671,131	G315	5,642,984	4.b.1.
(2) Collateralized by MBS issued or guaranteed by U.S. Government agencies or sponsored agencies (2).....	G316	0	G317	0	G318	19,351	G319	19,386	4.b.2.
(3) All other residential mortgage-backed securities.....	G320	62,568	G321	32,526	G322	0	G323	0	4.b.3.
c. Commercial MBS:									
(1) Commercial pass-through securities:									
(a) Issued or guaranteed by FNMA, FHLMC, or GNMA.....	K142	0	K143	0	K144	3,691,560	K145	3,684,268	4.c.1a
(b) Other pass-through securities.....	K146	0	K147	0	K148	0	K149	0	4.c.1b
(2) Other commercial MBS:									
(a) Issued or guaranteed by U.S. Government agencies or sponsored agencies (2).....	K150	115	K151	115	K152	3,539,082	K153	3,540,058	4.c.2a
(b) All other commercial MBS.....	K154	0	K155	0	K156	433,857	K157	427,652	4.c.2b

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

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

Schedule HC-B—Continued

	Held-to-Maturity				Available-for-Sale			
	(Column A)		(Column B)		(Column C)		(Column D)	
	Amortized Cost		Fair value		Amortized Cost		Fair value	
Dollar Amounts in Thousands	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount
5. Asset-backed securities and structured financial products:								
a. Asset-backed Securities (ABS).....	C026	1,137,305	C988	1,137,449	C989	1,871,665	C027	1,855,776
b. Structured financial products	HT58	0	HT59	0	HT60	0	HT61	0
6. Other debt securities:								
a. Other domestic debt securities.....	1737	128,653	1738	104,865	1739	1,187,323	1741	1,176,610
b. Other foreign debt securities.....	1742	12,691,203	1743	12,676,242	1744	4,298,495	1746	4,274,271
7. Investments in mutual funds and other equity securities with readily determinable fair values. (1).....					A510	0	A511	0
8. Total (sum of 1 through 7) (total of column A must equal Schedule HC, item 2.a) (total of column D must equal Schedule HC, item 2.b).....	BHCT						BHCT	
	1754	14,173,133	1771	14,105,808	1772	35,407,503	1773	35,184,528

Memoranda

	Dollar Amounts in Thousands	
	BHCK	Amount
1. Pledged securities (2).....	.0416	33,276,719
2. Remaining maturity or next repricing date of debt securities (3) (4) (Schedule HC-B, items 1 through 6.b in columns A and D above):		
a. 1 year and less.....	.0383	27,900,524
b. Over 1 year to 5 years.....	.0384	16,450,125
c. Over 5 years.....	.0387	5,007,012
3. Amortized cost of held-to-maturity securities sold or transferred to available-for-sale or trading securities during the calendar year-to-date (report the amortized cost at date of sale or transfer).....	.1778	0
4. Structured notes (included in the held-to-maturity and available-for-sale accounts in Schedule HC-B, items 2, 3, 5, and 6):		
a. Amortized cost.....	.8782	0
b. Fair value.....	.8783	0

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

- (2) Includes held-to-maturity securities at amortized cost and available-for-sale securities at fair value.
- (3) Exclude investments in mutual funds and other equity securities with readily determinable fair values.
- (4) Report fixed-rate debt securities by remaining maturity and floating debt securities by next repricing date.

Schedule HC-B—Continued

Memoranda—Continued

	Held-to-Maturity				Available-for-Sale				
	(Column A) Amortized Cost		(Column B) Fair value		(Column C) Amortized Cost		(Column D) Fair value		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands									
<i>Memorandum item 5.a through 5.f are to be completed by holding companies with \$10 billion or more in total assets. (1)</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.....	B838	385,797	B839	385,992	B840	1,288,511	B841	1,274,034	M.5.a.
b. Home equity lines.....	B842	0	B843	0	B844	0	B845	0	M.5.b.
c. Automobile loans.....	B846	751,508	B847	751,457	B848	559,799	B849	558,447	M.5.c.
d. Other consumer loans.....	B850	0	B851	0	B852	0	B853	0	M.5.d.
e. Commercial and industrial loans.....	B854	0	B855	0	B856	0	B857	0	M.5.e.
f. Other.....	B858	0	B859	0	B860	23,355	B861	23,295	M.5.f.
<i>Memorandum items 6.a through 6.g are to be completed by holding companies with \$10 billion or more in total assets. (1)</i>									
6. Structured financial products by underlying collateral or reference assets (for each column, sum of Memorandum items 6.a through 6.g must equal Schedule HC-B, 5.b):									
a. Trust preferred securities issued by financial institutions.....	G348	0	G349	0	G350	0	G351	0	M.6.a.
b. Trust preferred securities issued by real estate investment trusts.....	G352	0	G353	0	G354	0	G355	0	M.6.b.
c. Corporate and similar loans.....	G356	0	G357	0	G358	0	G359	0	M.6.c.
d. 1–4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs).....	G360	0	G361	0	G362	0	G363	0	M.6.d.
e. 1–4 family residential MBS not issued or guaranteed by GSEs.....	G364	0	G365	0	G366	0	G367	0	M.6.e.
f. Diversified (mixed) pools of structured financial products.....	G368	0	G369	0	G370	0	G371	0	M.6.f.
g. Other collateral or reference assets.....	G372	0	G373	0	G374	0	G375	0	M.6.g.

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

Schedule HC-C—Loans and Lease Financing Receivables

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

	(Column A) Consolidated		(Column B) In Domestic Offices		
	BHCK	Amount	BHDM	Amount	
Dollar Amounts in Thousands					
1. Loans secured by real estate.....	1410	11,095,363			1.
a. Construction, land development, and other land loans:			BHCK		
(1) 1-4 family residential construction loans.....			F158	89,509	1.a.(1)
(2) Other construction loans and all land development and other land loans.....			F159	359,302	1.a.(2)
b. Secured by farmland.....			BHDM		
c. Secured by 1-4 family residential properties:			1420	14,957	1.b.
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....			1797	952,765	1.c.(1)
(2) Closed-end loans secured by 1-4 family residential properties:					
(a) Secured by first liens.....			5367	5,980,244	1.c.(2)(a)
(b) Secured by junior liens.....			5368	79,969	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties.....			1460	563,207	1.d.
e. Secured by nonfarm nonresidential properties:					
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....			BHCK		
(2) Loans secured by other nonfarm nonresidential properties.....			F160	920,516	1.e.(1)
			F161	2,134,601	1.e.(2)
			BHDM		
			1288	0	2.
2. Loans to depository institutions and acceptances of other banks.....					
a. To U.S. banks and other U.S. depository institutions.....	1292	0			2.a.
b. To foreign banks.....	1296	1,090			2.b.
3. Loans to finance agricultural production and other loans to farmers.....	1590	0	1590	0	3.
4. Commercial and industrial loans.....			1766	4,533,978	4.
a. To U.S. addressees (domicile).....	1763	4,332,611			4.a.
b. To non-U.S. addressees (domicile).....	1764	202,952			4.b.
5. Not applicable					
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....			1975	256,404	6.
a. Credit cards.....	B538	0			6.a.
b. Other revolving credit plans.....	B539	7,423			6.b.
c. Automobile loans.....	K137	95			6.c.
d. Other consumer loans (includes single payment, installment, and all student loans).....	K207	249,620			6.d.
7. Loans to foreign governments and official institutions (including foreign central banks).....	2081	0	2081	0	7.
8. Not applicable					
9. Loans to nondepository financial institutions and other loans:					
a. Loans to nondepository financial institutions.....	J454	228,682	J454	228,682	9.a.
b. Other loans					
(1) Loans for purchasing or carrying securities (secured or unsecured).....	1545	2,688,756	1545	1,859,212	9.b.(1)
(2) All other loans (exclude consumer loans).....	J451	13,510,202	J451	12,850,328	9.b.(2)
10. Lease financing receivables (net of unearned income).....			2165	156,427	10.
a. Leases to individuals for household, family, and other personal expenditures (i.e., consumer leases).....	F162	0			10.a.
b. All other leases.....	F163	156,427			10.b.
11. LESS: Any unearned income on loans reflected in items 1-9 above.....	2123	0	2123	0	11.
12. Total loans and leases held for investment and held for sale (sum of items 1 through 10 minus item 11) (total of column A must equal Schedule HC, sum of items 4.a and 4.b).....	2122	32,473,221	2122	30,980,101	12.

Schedule HC-C—Continued

Memoranda

	Dollar Amounts in Thousands		BHDM	Amount	
1. Loans restructured in troubled debt restructurings that are in compliance with their modified terms (included in Schedule HC-C, and not reported as past due or nonaccrual in Schedule HC-N, Memorandum item 1):					
a. Construction, land development, and other land loans in domestic offices:					
(1) 1-4 family residential construction loans.....	K158	0			M.1.a.1
(2) All other construction loans and all land development and other land loans.....	K159	0			M.1.a.2
b. Loans secured by 1-4 family residential properties in domestic offices.....	F576	34,030			M.1.b.
c. Secured by multifamily (5 or more) residential properties in domestic offices.....	K160	0			M.1.c.
d. Secured by nonfarm nonresidential properties in domestic offices:					
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....	K161	0			M.1.d.1
(2) Loans secured by other nonfarm nonresidential properties.....	K162	1,585			M.1.d.2
e. Commercial and industrial loans:			BHCK		
(1) To U.S. addressees (domicile).....	K163	0			M.1.e.1
(2) To non-U.S. addressees (domicile).....	K164	0			M.1.e.2
f. All other loans (include loans to individuals for household, family, and other personal expenditures) (1).....	K165	340			M.1.f.
<i>Itemize and describe loan categories included in Memorandum item 1.f, above that exceed 10% of total loans restructured in troubled debt restructurings that are in compliance with their modified terms (sum of Memorandum items 1.a through 1.f):</i>					
(1) Loans secured by farmland in domestic offices.....	BHDM	0			M.1.f.1
(2) Loans to finance agricultural production and other loans to farmers.....	BHCK	0			M.1.f.2
(3) Loans to individuals for household, family, and other personal expenditures:					
(a) Credit cards.....	K098	0			M.1.f.3.a.
(b) Automobile loans.....	K203	0			M.1.f.3.b.
(c) Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....	K204	0			M.1.f.3.c.
g. Total loans restructured in troubled debt restructurings that are in compliance with their modified terms (sum of Memorandum items 1.a.(1) through 1.f).....	HK25	35,955			M.1.g.
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HC-C, items 4 and 9, column A, above.....	2746	161,847			M.2.
3. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HC-C, item 1, column A).....	B837	293			M.3.
<i>Memorandum item 4 is to be completed by (1) holding companies that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions)</i>					
4. Outstanding credit card fees and finance charges (included in Schedule HC-C, item 6.a, column A).....	C391	0			M.4.
<i>Memorandum item 5 is to be completed by all holding companies. Memorandum item 5.a and 5.b are to be completed semiannually in the June and December reports only.</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.....	C779	0			M.5.a.
b. Amount included in Schedule HC-C, items 1 through 9.....	C780	0			M.5.b.

Schedule HC-C—Continued

Memoranda—Continued

		Dollar Amounts in Thousands		BHCK	Amount	
<i>Memorandum item 6.a, 6.b, and 6.c are to be completed semiannually in the June and December reports only.</i>						
6. Closed-end loans with negative amortization features secured by 1–4 family residential properties in domestic offices:						
a. Total amount of closed-end loans with negative amortization features secured by 1–4 family residential properties (included in Schedule HC-C, items 1.c.(2)(a) and (b)).....						
			F230	0		M.6.a.
<i>Memorandum items 6.b and 6.c are to be completed by holding companies that had closed-end loans with negative amortization features secured by 1–4 family residential properties (as reported in Schedule HC-C, Memorandum item 6.a) as of December 31, 2017, that exceeded the lesser of \$100 million or 5 percent of total loans and leases, held for investment and held for sale in domestic offices (as reported in Schedule HC-C, item 12, column B).</i>						
6.b. Total maximum remaining amount of negative amortization contractually permitted on closed-end loans secured by 1–4 family residential properties.....						
			F231			M.6.b.
c. Total amount of negative amortization on closed-end loans secured by 1–4 family residential properties included in the amount reported in Memorandum item 6.a above.....						
			F232			M.6.c.
7.–8. Not applicable.						
9. Loans secured by 1-4 family residential properties in domestic offices in process of foreclosure (included in Schedule HC-C, items 1.c.1, 1.c.2.a, and 1.c.2.b).....						
			BHDM			
			F577	14,378		M.9.
10.–11. Not applicable.						

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

		Dollar Amounts in Thousands		BHCK	Amount	
13. Not applicable						
14. Pledged loans and leases.....						
			G378	8,574,500		M.14.

Schedule HC-D—Trading Assets and Liabilities

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

	Dollar Amounts in Thousands	BHCM	Amount	
Assets				
1. U.S. Treasury securities.....		3531	0	1.
2. U.S. government agency obligations (exclude mortgage-backed securities).....		3532	0	2.
3. Securities issued by states and political subdivisions in the U.S.....		3533	442	3.
4. Mortgage-backed securities (MBS):				
a. Residential pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA		BHCK		
G379.....		G379	5	4.a.
b. Other residential mortgage-backed securities issued or guaranteed by U.S. Government agencies or sponsored agencies (1) (include CMOs, REMICs, and stripped MBS).....		G380	0	4.b.
c. All other residential mortgage-backed securities.....		G381	0	4.c.
d. Commercial MBS issued or guaranteed by U.S. Government agencies or sponsored agencies (1).....		K197	0	4.d.
e. All other commercial MBS.....		K198	0	4.e.
5. Other debt securities				
a. Structured financial products.....		HT62	0	5.a.
b. All other debt securities.....		G386	213	5.b.
6. Loans:				
a. Loans secured by real estate:				
(1) Loans secured by 1-4 family residential properties.....		HT63	0	6.a.(1)
(2) All other loans secured by real estate.....		HT64	0	6.a.(2)
b. Commercial and industrial loans.....		F614	0	6.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....		HT65	0	6.c.
d. Other loans.....		F618	0	6.d.
7.–8. Not applicable				
9. Other trading assets.....		3541	0	9.
10. Not applicable				
11. Derivatives with a positive fair value.....		3543	1,348,036	11.
12. Total trading assets (sum of items 1 through 11) (total of column A must equal Schedule HC, item 5).....		BHCT		
		3545	1,348,696	12.
Liabilities				
13. a. Liability for short positions:				
(1) Equity securities.....		BHCK		
G209.....		G209	0	13.a.1.
(2) Debt securities.....		G210	0	13.a.2.
(3) All other assets.....		G211	0	13.a.3.
b. All other trading liabilities.....		F624	0	13.b.
14. Derivatives with a negative fair value.....		3547	680,891	14.
15. Total trading liabilities (sum of items 13.a through 14) (total of column A must equal Schedule HC, item 15).....		BHCT		
		3548	680,891	15.

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

Schedule HC-D—Continued

Memoranda

	Dollar Amounts in Thousands	BHCK	Amount	
1. Unpaid principal balance of loans measured at fair value (reported in Schedule HC-D, items 6.a.1 through 6.d.)				
a. Loans secured by real estate:				
(1) Loans secured by 1-4 family residential properties.....	HT66	0		M.1.a.1.
(2) All other loans secured by real estate.....	HT67	0		M.1.a.2.
b. Commercial and industrial loans.....	F632	0		M.1.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....	HT68	0		M.1.c.
d. Other loans.....	F636	0		M.1.d.
<i>Memorandum items 2 through 10 are to be completed by holding companies with \$10 billion or more in total trading assets. (1)</i>				
2. Loans measured at fair value that are past due 90 days or more:				
a. Fair value.....	F639			M.2.a.
b. Unpaid principal balance.....	F640			M.2.b.
3. Structured financial products by underlying collateral or reference assets (for each column, sum of Memorandum items 3.a through 3.g must equal Schedule HC-D, sum of items 5.a.(1) through (3)):				
a. Trust preferred securities issued by financial institutions.....	G299			M.3.a.
b. Trust preferred securities issued by real estate investment trusts.....	G332			M.3.b.
c. Corporate and similar loans.....	G333			M.3.c.
d. 1-4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs).....	G334			M.3.d.
e. 1-4 family residential MBS not issued or guaranteed by GSEs.....	G335			M.3.e.
f. Diversified (mixed) pools of structured financial products.....	G651			M.3.f.
g. Other collateral or reference assets.....	G652			M.3.g.
4. Pledged trading assets:				
a. Pledged securities.....	G387			M.4.a.
b. Pledged loans.....	G388			M.4.b.
5. Asset-backed securities:				
a. Credit card receivables.....	F643			M.5.a.
b. Home equity lines.....	F644			M.5.b.
c. Automobile loans.....	F645			M.5.c.
d. Other consumer loans.....	F646			M.5.d.
e. Commercial and industrial loans.....	F647			M.5.e.
f. Other.....	F648			M.5.f.
6. Not applicable.....				
7. Equity securities:				
a. Readily determinable fair values.....	F652			M.7.a.
b. Other.....	F653			M.7.b.
8. Loans pending securitization.....	F654			M.8.

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

Schedule HC-D—Continued

Memoranda—Continued

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

Schedule HC-E—Deposit Liabilities (1)

		Dollar Amounts in Thousands	BHCB	Amount	
1.		Deposits held in domestic offices of commercial bank subsidiaries of the reporting holding company:			
	a.	Noninterest-bearing balances (2).....	2210	18,162,592	1.a.
	b.	Interest-bearing demand deposits, NOW, ATS, and other transaction accounts.....	3187	4,383,710	1.b.
	c.	Money market deposit accounts and other savings accounts.....	2389	11,108,366	1.c.
	d.	Time deposits of \$250,000 or less.....	HK29	316,113	1.d.
	e.	Time deposits of more than \$250,000.....	J474	539,100	1.e.
2.		Deposits held in domestic offices of other depository institutions that are subsidiaries of the reporting holding company:			
		BHOD			
	a.	Noninterest-bearing balances (2).....	3189	0	2.a.
	b.	Interest-bearing demand deposits, NOW, ATS, and other transaction accounts.....	3187	0	2.b.
	c.	Money market deposit accounts and other savings accounts.....	2389	0	2.c.
	d.	Time deposits of \$250,000 or less.....	HK29	0	2.d.
	e.	Time deposits of more than \$250,000.....	J474	0	2.e.

Memoranda

		Dollar Amounts in Thousands	BHDM	Amount	
1.		Brokered deposits \$250,000 or less with a remaining maturity of one year or less.....	HK06	0	M.1.
2.		Brokered deposits \$250,000 or less with a remaining maturity of more than one year.....	HK31	0	M.2.
3.		Time deposits of more than \$250,000 with a remaining maturity of one year or less.....	HK32	440,123	M.3.
		BHFN			
4.		Foreign office time deposits with a remaining maturity of one year or less.....	A245	11,964,236	M.4.

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

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

Schedule HC-F—Other Assets

	Dollar Amounts in Thousands	BHCK	Amount	
1. Accrued interest receivable (1).....		B556	326,056	1.
2. Net deferred tax assets (2).....		2148	0	2.
3. Interest-only strips receivable (not in the form of a security) (3).....		HT80	0	3.
4. Equity investments without readily determinable fair values (4).....		1752	855,390	4.
5. Life insurance assets:				
a. General account life insurance assets.....		K201	0	5.a.
b. Separate account life insurance assets.....		K202	0	5.b.
c. Hybrid account life insurance assets.....		K270	0	5.c.
6. Other.....		2168	5,668,216	6.
		BHCT		
7. Total (sum of items 1 through 6) (must equal Schedule HC, item 11).....		2160	6,849,662	7.

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

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

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

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

Schedule HC-G—Other Liabilities

	Dollar Amounts in Thousands	BHCK	Amount	
1. Not applicable				
2. Net deferred tax liabilities (1).....		3049	220,408	2.
3. Allowance for credit losses on off-balance-sheet credit exposures.....		B557	22,019	3.
4. Other.....		B984	2,276,384	4.
		BHCT		
5. Total (sum of items 2 through 4) (must equal Schedule HC, item 20).....		2750	2,518,811	5.

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

Schedule HC-H—Interest Sensitivity (1)

	Dollar Amounts in Thousands	BHCK	Amount	
1. Earning assets that are repriceable within one year or mature within one year.....		3197	76,914,669	1.
2. Interest-bearing deposit liabilities that reprice within one year or mature within one year included in item 13.a.2 and 13.b.2 on Schedule HC, Balance Sheet.....		3296	12,664,387	2.
3. Long-term debt that reprices within one year included in items 16 and 19.a on Schedule HC, Balance Sheet.....		3298	0	3.
4. Variable-rate preferred stock (includes both limited-life and perpetual preferred stock).....		3408	0	4.
5. Long-term debt reported in Schedule HC, item 19.a on the Balance Sheet that is scheduled to mature within one year		3409	301,404	5.

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

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

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

I. Property and Casualty Underwriting

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

		Dollar Amounts in Thousands		BHCK	Amount
Assets					
1.	Reinsurance recoverables.....	B988	0		1.
2.	Total assets.....	C244	0		2.
Liabilities					
3.	Claims and claims adjustment expense reserves.....	B990	0		3.
4.	Unearned premiums.....	B991	0		4.
5.	Total equity.....	C245	0		5.
6.	Net income.....	C246	0		6.

II. Life and Health Underwriting

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

		Dollar Amounts in Thousands		BHCK	Amount
Assets					
1.	Reinsurance recoverables.....	C247	0		1.
2.	Separate account assets.....	B992	0		2.
3.	Total assets.....	C248	0		3.
Liabilities					
4.	Policyholder benefits and contractholder funds.....	B994	0		4.
5.	Separate account liabilities.....	B996	0		5.
6.	Total equity.....	C249	0		6.
7.	Net income.....	C250	0		7.

Schedule HC-K—Quarterly Averages

	Dollar Amounts in Thousands	BHCK	Amount	
Assets				
1. Securities:				
a. U.S. Treasury securities and U.S. government agency obligations (excluding mortgage-backed securities) (1).....		B558	9,084,242	1.a.
b. Mortgage-backed securities (1).....		B559	17,655,659	1.b.
c. All other debt securities (1) and equity securities with readily determinable fair values not held for trading (2).....		B560	22,501,752	1.c.
2. Federal funds sold and securities purchased under agreements to resell.....		3365	1,417,124	2.
		BHDM		
3. a. Total loans and leases in domestic offices.....		3516	30,786,684	3.a.
(1) Loans secured by 1–4 family residential properties.....		3465	7,090,331	3.a.(1)
(2) All other loans secured by real estate.....		3466	4,079,527	3.a.(2)
(3) Loans to finance agricultural production and other loans to farmers.....		3386	0	3.a.(3)
(4) Commercial and industrial loans.....		3387	4,831,574	3.a.(4)
(5) Loans to individuals for household, family, and other personal expenditures:				
(a) Credit cards.....		B561	0	3.a.(5)(a)
(b) Other (includes single payment, installment other than auto loans, all student loans, and revolving credit plans other than credit cards).....		B562	252,665	3.a.(5)(b)
		BHFN		
b. Total loans and leases in foreign offices, Edge and agreement subsidiaries, and IBFs.....		3360	1,448,761	3.b.
<i>Item 4(a) is to be completed by holding companies with total trading assets of \$10 million or more in any of the four preceding calendar quarters.</i>				
		BHCK		
4. a. Trading assets.....		3401	1,242,343	4.a.
b. Other earning assets.....		B985	31,914,073	4.b.
5. Total consolidated assets (3).....		3368	124,262,217	5.
Liabilities				
6. Interest-bearing deposits (domestic) (4).....		3517	16,461,611	6.
7. Interest-bearing deposits (foreign) (4).....		3404	57,684,451	7.
8. Federal funds purchased and securities sold under agreements to repurchase.....		3353	3,491,213	8.
9. All other borrowed money.....		2635	9,353,974	9.
10. Not applicable				
Equity Capital				
11. Total equity capital (excludes limited-life preferred stock).....		3519	10,202,121	11.

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

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

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

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

a) Debt securities at amortized cost.

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

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

(4) Includes interest-bearing demand deposits.

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

Report only transactions with nonrelated institutions

		Dollar Amounts in Thousands		BHCK	Amount	
1. Unused commitments (report only the unused portions of commitments that are fee paid or otherwise legally binding):						
a. Revolving, open-end loans secured by 1-4 family residential properties (e.g., home equity lines).....						
				3814	928,686	1.a.
<i>Items 1.b(1) and 1.b(2) are to be completed semiannually in the June and December reports only.</i>						
b. (1) Unused consumer credit card lines.....						
				J455	0	1.b.(1)
(2) Other unused credit card lines.....						
				J456	0	1.b.(2)
c. (1) Commitments to fund commercial real estate, construction, and land development loans secured by real estate (sum of items 1.c.(1)(a) and (b) must equal item 1.c.(1)).....						
				3816	321,684	1.c.(1)
(a) 1-4 family residential construction loan commitments.....						
	F164	79,587				1.c.(1)(a)
(b) Commercial real estate, other construction loan, and land development loan commitments.....						
	F165	242,097				1.c.(1)(b)
(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate.....						
				6550	18,834	1.c.(2)
d. Securities underwriting						
				3817	0	1.d.
e. Other unused commitments:						
(1) Commercial and industrial loans						
				J457	14,270,111	1.e.(1)
(2) Loans to financial institutions.....						
				J458	1,461,607	1.e.(2)
(3) All other unused commitments.....						
				J459	8,662,230	1.e.(3)
2. Financial standby letters of credit and foreign office guarantees.....						
				6566	2,528,511	2.
<i>Item 2.a is to be completed by holding companies with \$1 billion or more in total assets. (1)</i>						
a. Amount of financial standby letters of credit conveyed to others						
				3820	35,968	2.a.
3. Performance standby letters of credit and foreign office guarantees						
				6570	154,014	3.
<i>Item 3.a is to be completed by holding companies with \$1 billion or more in total assets. (1)</i>						
a. Amount of performance standby letters of credit conveyed to others						
				3822	0	3.a.
4. Commercial and similar letters of credit						
				3411	39,942	4.
5. Not applicable						
6. Securities:						
a. Securities lent.....						
				3433	146,761,451	6.a.
b. Securities borrowed.....						
				3432	0	6.b.
7. Credit derivatives:						
a. Notional amounts:						
(1) Credit default swaps.....						
	C968	0	C969	0		7.a.(1)
(2) Total return swaps.....						
	C970	0	C971	0		7.a.(2)
(3) Credit options.....						
	C972	0	C973	0		7.a.(3)
(4) Other credit derivatives.....						
	C974	0	C975	0		7.a.(4)
b. Gross fair values:						
(1) Gross positive fair value						
	C219	0	C221	0		7.b.(1)
(2) Gross negative fair value.....						
	C220	0	C222	0		7.b.(2)
c. Notional amounts by regulatory capital treatment:						
(1) Positions covered under the Market Risk Rule:						
(a) Sold protection.....						
	G401	0				7.c.(1)(a)
(b) Purchased protection.....						
	G402	0				7.c.(1)(b)
(2) All other positions:						
(a) Sold protection.....						
	G403	0				7.c.(2)(a)
(b) Purchased protection that is recognized as a guarantee for regulatory capital purposes.....						
	G404	0				7.c.(2)(b)
(c) Purchased protection that is not recognized as a guarantee for regulatory capital purposes.....						
	G405	0				7.c.(2)(c)

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

Schedule HC-L—Continued

Report only transactions with nonrelated institutions

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

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

	BHCK	Amount	
8. Spot foreign exchange contracts.....	8765	14,914,129	8.
9. All other off-balance-sheet items (exclude derivatives) (include in item 9 the aggregate amount all other off-balance-sheet items that individually exceed 10% of Schedule HC, item 27.a, "Total holding company equity capital") (itemize and describe in items 9.a through 9.f only amounts that exceed 25% of Schedule HC, item 27.a)			
a. Commitments to purchase when-issued securities.....	3430	0	9.
b. Commitments to sell when-issued securities.....	3434	0	9.a.
c. TEXT	3435	0	9.b.
d. 6561	6561	0	9.c.
e. TEXT			
f. 6562	6562	0	9.d.
g. TEXT			
h. 6568	6568	0	9.e.
i. TEXT			
j. 6586	6586	0	9.f.
10. Not applicable			

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

Schedule HC-L—Continued

Dollar Amounts in Thousands		(Column A)	(Column B)	(Column C)	(Column D)
Derivatives Position Indicators		Interest Rate Contracts	Foreign Exchange Contracts	Equity Derivative Contracts	Commodity and Other Contracts
		Amount	Amount	Amount	Amount
11. Gross amounts (e.g., notional amounts) (for each column, sum of items 11.a through 11.e must equal sum of items 12 and 13):					
a. Futures contracts.....		0	0	0	0
		BHCK 8693	BHCK 8694	BHCK 8695	BHCK 8696
b. Forward contracts.....		0	284,614,609	0	0
		BHCK 8697	BHCK 8698	BHCK 8699	BHCK 8700
c. Exchange-traded option contracts:					
(1) Written options.....		0	0	0	0
		BHCK 8701	BHCK 8702	BHCK 8703	BHCK 8704
(2) Purchased options.....		0	0	0	0
		BHCK 8705	BHCK 8706	BHCK 8707	BHCK 8708
d. Over-the-counter option contracts:					
(1) Written options.....		989,290	0	0	0
		BHCK 8709	BHCK 8710	BHCK 8711	BHCK 8712
(2) Purchased options.....		114,290	0	0	0
		BHCK 8713	BHCK 8714	BHCK 8715	BHCK 8716
e. Swaps.....		11,871,864	2,076,959	468,770	0
		BHCK 3450	BHCK 3826	BHCK 8719	BHCK 8720
12. Total gross notional amount of derivative contracts held for trading.....		7,593,014	280,441,070	0	0
		BHCK A126	BHCK A127	BHCK 8723	BHCK 8724
13. Total gross notional amount of derivative contracts held for purposes other than trading.....		5,382,430	6,250,498	468,770	0
		BHCK 8725	BHCK 8726	BHCK 8727	BHCK 8728
14. Gross fair values of derivative contracts:					
a. Contracts held for trading:					
(1) Gross positive fair value.....		67,064	3,056,884	0	0
		BHCK 8733	BHCK 8734	BHCK 8735	BHCK 8736
(2) Gross negative fair value.....		90,515	3,053,717	0	0
		BHCK 8737	BHCK 8738	BHCK 8739	BHCK 8740
b. Contracts held for purposes other than trading:					
(1) Gross positive fair value.....		33,541	251,816	55	0
		BHCK 8741	BHCK 8742	BHCK 8743	BHCK 8744
(2) Gross negative fair value.....		22,905	9,392	36,720	0
		BHCK 8745	BHCK 8746	BHCK 8747	BHCK 8748

Schedule HC-L—Continued

	(Column A)		(Column B)	(Column C)		(Column D)		(Column E)		
	Banks and Securities Firms			Hedge Funds		Sovereign Governments		Corporations and All Other Counterparties		
	BHCK	Amount		BHCK	Amount	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands										
<i>Item 15 is to be completed only by holding companies with total assets of \$10 billion or more. (1)</i>										
15. Over-the counter derivatives:										
a. Net current credit exposure.....	G418	412,488		G420	0	G421	0	G422	1,522,516	15.a.
b. Fair value of collateral:										
(1) Cash - U.S. dollar.....	G423	182,246		G425	0	G426	0	G427	226,657	15.b.1.
(2) Cash - Other currencies.....	G428	0		G430	0	G431	0	G432	0	15.b.2.
(3) U.S. Treasury securities.....	G433	0		G435	0	G436	0	G437	0	15.b.3.
(4) U.S. government agency and U.S. government-sponsored agency debt securities.....	G438	0		G440	0	G441	0	G442	0	15.b.4.
(5) Corporate bonds.....	G443	0		G445	0	G446	0	G447	0	15.b.5.
(6) Equity securities.....	G448	0		G450	0	G451	0	G452	0	15.b.6.
(7) All other collateral.....	G453	0		G455	0	G456	0	G457	0	15.b.7.
(8) Total fair value of collateral (sum of items 15.b.1 through 15.b.7).....	G458	182,246		G460	0	G461	0	G462	226,657	15.b.8.

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

Schedule HC-M—Memoranda

	Dollar Amounts in Thousands		BHCK	Amount	
1. Total number of holding company common shares outstanding.....	NUMBER (UNROUNDED)				
	3459	223,281,786			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	6555	8,157,678			2.
3. Debt maturing in more than one year (included in Schedule HC, items 16 and 19.a) that is issued to unrelated third parties by bank subsidiaries	6556	11,847			3.
4. Other assets acquired in satisfaction of debts previously contracted	6557	0			4.
5. Securities purchased under agreements to resell offset against securities sold under agreements to repurchase on Schedule HC	A288	0			5.
6. Assets covered by loss-sharing agreements with the FDIC:					
a. Loans and leases (included in Schedule HC, items 4.a and 4.b):					
(1) Loans secured by real estate in domestic offices:					
(a) Construction, land development, and other land loans:	BHDM				
(1) 1-4 family residential construction loans.....	K169	0			6.a.1.a.1.
(2) Other construction loans and all land development and other land loans.....	K170	0			6.a.1.a.2.
(b) Secured by farmland.....	K171	0			6.a.1.b.
(c) Secured by 1-4 family residential properties:					
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....	K172	0			6.a.1.c.1.
(2) Closed-end loans secured by 1-4 family residential properties:					
(a) Secured by first liens.....	K173	0			6.a.1.c.2a
(b) Secured by junior liens.....	K174	0			6.a.1.c.2b
(d) Secured by multifamily (5 or more) residential properties.....	K175	0			6.a.1.d.
(e) Secured by nonfarm nonresidential properties:					
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....	K176	0			6.a.1.e.1
(2) Loans secured by other nonfarm nonresidential properties.....	K177	0			6.a.1.e.2
(2)-(4) Not applicable	BHCK				
(5) All other loans and leases.....	K183	0			6.a.5.
b. Other real estate owned (included in Schedule HC, item 7):	BHDM				
(1) Construction, land development, and other land in domestic offices.....	K187	0			6.b.1.
(2) Farmland in domestic offices.....	K188	0			6.b.2.
(3) 1-4 family residential properties in domestic offices.....	K189	0			6.b.3.
(4) Multifamily (5 or more) residential properties in domestic offices.....	K190	0			6.b.4.
(5) Nonfarm nonresidential properties in domestic offices.....	K191	0			6.b.5.

Schedule HC-M—Continued

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

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

7. Captive insurance and reinsurance subsidiaries:				
a. Total assets of captive insurance subsidiaries (1).....		K193		7.a.
b. Total assets of captive reinsurance subsidiaries (1).....		K194		7.b.

8. Has the holding company entered into a business combination during the calendar year that was accounted for by the purchase method of accounting? (Enter "1" for Yes; enter "0" for No).....	0=NO	BHCK		
	1=YES	C251	0	8.

9. Has the holding company restated its financial statements during the last quarter as a result of new or revised Statements of Financial Accounting Standards? (Enter "1" for Yes; enter "0" for No)	0=NO	BHCK		
	1=YES	6689	0	9.

10. Not applicable

11. Have all changes in investments and activities been reported to the Federal Reserve on the Report of Changes in Organizational Structure (FR Y-10)? Holding companies must not leave blank or enter "N/A." The holding company must enter "1" for Yes or for no changes to report; or enter "0" for No. If the answer to this question is No, complete the FR Y-10	0=NO	BHCK		
	1=YES	6416	1	11.

TEXT
6428

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

(312) 630-0894

Area Code and Phone Number (TEXT 9009)

		BHCK	Amount	
12. Intangible assets:				
a. Mortgage servicing assets.....		3164	0	12.a.
(1) Estimated fair value of mortgage servicing assets.....	6438		0	12.a.(1)
b. Goodwill.....		3163	673,518	12.b.
c. All other intangible assets		5507	149,078	12.c.
		BHCT		
d. Total (sum of items 12.a, 12.b, and 12.c) (must equal Schedule HC, item 10.b)		2143	822,596	12.d.
13. Other real estate owned		2150	3,830	13.
14. Other borrowed money:		BHCK		
a. Commercial paper.....		2309	0	14.a.
b. Other borrowed money with a remaining maturity of one year or less		2332	7,856,822	14.b.
c. Other borrowed money with a remaining maturity of more than one year		2333	1,508,449	14.c.
		BHCT		
d. Total (sum of items 14.a, 14.b, and 14.c) (must equal Schedule HC, item 16)		3190	9,365,271	14.d.

15. Does the holding company sell private label or third-party mutual funds and annuities? (Enter "1" for Yes; enter "0" for No)	0=NO	BHCK		
	1=YES	B569	1	15.

	BHCK	Amount	
16. Assets under management in proprietary mutual funds and annuities.....	B570	170,702,786	16.

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

Schedule HC-M—Continued

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

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

0=NO	BHCK	
1=YES	C161	1

 17.

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

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

0=NO	BHCK	
1=YES	C159	0

 18.

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

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

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

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

0=NO	BHCK	
1=YES	C700	1

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

0=NO		
1=YES	C701	0

 19.b.

Dollar Amounts in Thousands	BHCK	Amount	
<i>Memoranda items 20 and 21 are to be completed only by holding companies who have made an effective election to become a financial holding company. See the line item instructions for further details.</i>			
20. Balances of broker-dealer subsidiaries engaged in underwriting or dealing securities pursuant to Section 4(k)(4)(E) of the Bank Holding Company Act as amended by the Gramm-Leach-Bliley Act:			
a. Net assets	C252	77,836	20.a.
b. Balances due from related institutions:			
(1) Due from the holding company (parent company only), gross.....	4832	82	20.b.(1)
(2) Due from subsidiary banks of the holding company, gross.....	4833	4,715	20.b.(2)
(3) Due from nonbank subsidiaries of the holding company, gross	4834	387	20.b.(3)
c. Balances due to related institutions:			
(1) Due to holding company (parent company only), gross.....	5041	0	20.c.(1)
(2) Due to subsidiary banks of the holding company, gross.....	5043	3,550	20.c.(2)
(3) Due to nonbank subsidiaries of the holding company, gross	5045	0	20.c.(3)
d. Intercompany liabilities reported in items 20.c.(1), 20.c.(2), and 20.c.(3) above that qualify as liabilities subordinated to claims of general creditors.....	5047	0	20.d.
21. Net assets of subsidiaries engaged in insurance or reinsurance underwriting pursuant to Section 4(k)(4)(B) of the Bank Holding Company Act as amended by the Gramm-Leach-Bliley Act (12 U.S.C. § 1843(k)(4)(B)) ¹	C253	0	21.

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

Schedule HC-M—Continued

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

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

TEXT C497	http:// www.northerntrust.com	22.
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Dollar Amounts in Thousands	BHCK	Amount	
<i>Memoranda items 23 and 24 are to be completed by all holding companies.</i>			
23. Secured liabilities:			
a. Amount of "Federal funds purchased in domestic offices" that are secured (included in Schedule HC, item 14.a).....	F064	0	23.a.
b. Amount of "Other borrowings" that are secured (included in Schedule HC-M, item 14.d).....	F065	5,600,000	23.b.
24. Issuances associated with the U.S. Department of Treasury Capital Purchase Program:			
a. Senior perpetual preferred stock or similar items	G234	0	24.a.
b. Warrants to purchase common stock or similar items	G235	0	24.b.

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

	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands							
1. Loans secured by real estate:							
a. Construction, land development, and other land loans in domestic offices:							
(1) 1–4 family residential construction loans.....	F172	0	F174	0	F176	0	1.a.(1)
(2) Other construction loans and all land development and other land loans.....	F173	914	F175	0	F177	3,949	1.a.(2)
b. Secured by farmland in domestic offices.....	3493	0	3494	0	3495	282	1.b.
c. Secured by 1–4 family residential properties in domestic offices:							
(1) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit.....	5398	3,999	5399	219	5400	15,382	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties:							
(a) Secured by first liens.....	C236	15,263	C237	1,837	C229	80,397	1.c.(2)(a)
(b) Secured by junior liens.....	C238	113	C239	0	C230	11,857	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices.....	3499	0	3500	0	3501	0	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:							
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....	F178	3,181	F180	0	F182	3,182	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties.....	F179	29,379	F181	0	F183	2,647	1.e.(2)
f. In foreign offices.....	B572	0	B573	0	B574	0	1.f.
2. Loans to depository institutions and acceptances of other banks:							
a. U.S. banks and other U.S. depository institutions.....	5377	0	5378	0	5379	0	2.a.
b. Foreign banks.....	5380	0	5381	0	5382	0	2.b.
3. Loans to finance agricultural production and other loans to farmers.....	1594	0	1597	0	1583	0	3.
4. Commercial and industrial loans.....	1606	6,640	1607	0	1608	10,648	4.
5. Loans to individuals for household, family, and other personal expenditures:							
a. Credit cards.....	B575	0	B576	0	B577	0	5.a.
b. Automobile loans.....	K213	0	K214	0	K215	1	5.b.
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....	K216	2,008	K217	397	K218	15	5.c.
6. Loans to foreign governments and official institutions.....	5389	0	5390	0	5391	0	6.
7. All other loans.....	5459	64,799	5460	2,797	5461	0	7.
8. Lease financing receivables:							
a. Leases to individuals for household, family, and other personal expenditures.....	F166	0	F167	0	F168	0	8.a.
b. All other leases.....	F169	0	F170	0	F171	0	8.b.
9. Total loans and leases (sum of items 1 through 8.b.).....	1406	126,296	1407	5,250	1403	128,360	9.

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

Schedule HC-N—Continued

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

Schedule HC-N—Continued

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

Memoranda

	BHDM		BHDM		BHDM	
	Amount	Amount	Amount	Amount	Amount	Amount
Dollar Amounts in Thousands						
1. Loans restructured in troubled debt restructurings included in Schedule HC-N, items 1 through 7, above (and not reported in Schedule HC-C, Memorandum item 1):						
a. Construction, land development, and other land loans in domestic offices:						
(1) 1-4 family residential construction loans.....	K105	0	K106	0	K107	0
M.1.a.1.						
(2) Other construction loans and all land development and other land loans.....	K108	0	K109	0	K110	3,949
M.1.a.2.						
b. Loans secured by 1-4 family residential properties in domestic offices.....	BHCK		BHCK		BHCK	
M.1.b.	F661	180	F662	0	F663	57,858
c. Secured by multifamily (5 or more) residential properties in domestic offices.....	BHDM		BHDM		BHDM	
M.1.c.	K111	0	K112	0	K113	0
d. Secured by nonfarm nonresidential properties in domestic offices:						
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....	K114	0	K115	0	K116	3,182
M.1.d.1.						
(2) Loans secured by other nonfarm nonresidential properties.....	K117	0	K118	0	K119	2,647
M.1.d.2.						

Schedule HC-N—Continued

Memoranda—Continued

	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands							
1. e. Commercial and industrial loans:							
(1) To U.S. addressees (domicile).....	K120	0	K121	0	K122	32	M.1.e.1.
(2) To non-U.S. addressees (domicile).....	K123	0	K124	0	K125	0	M.1.e.2.
f. All other loans (include loans to individuals for household, family, and other personal expenditures).....							
	K126	0	K127	198	K128	282	M.1.f.
<i>Itemize and describe loan categories included in item 1.f, above that exceed 10 percent of total loans restructured in troubled debt restructurings that are past due 30 days or more or in non-accrual status (sum of Memorandum items 1.a through 1.f, columns A through C):</i>							
(1) Loans secured by farmland in domestic offices.....	BHDM		BHDM		BHDM		
	K130	0	K131	0	K132	0	M.1.f.1.
(2) Loans to finance agricultural production and other loans to farmers.....	BHCK		BHCK		BHCK		
	K138	0	K139	0	K140	0	M.1.f.2.
(3) Loans to individuals for household, family, and other personal expenditures:							
(a) Credit cards.....	K274	0	K275	0	K276	0	M.1.f.3.a.
(b) Automobile loans.....	K277	0	K278	0	K279	0	M.1.f.3.b.
(c) Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....							
	K280	0	K281	0	K282	0	M.1.f.3.c.
g. Total loans restructured in troubled debt restructurings included in Schedule HC-N, items 1 through 7, above (sum of Memorandum items 1.a.(1) through item 1.f) (1).....	HK26	180	HK27	198	HK28	67,950	M.1.g.
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HC-N, items 4 and 7 above.....	6558	0	6559	0	6560	0	M.2.
3. Loans and leases included in Schedule HC-N, items 1, 2, 4, 5, 6, 7, and 8 extended to non-U.S. addressees.....	3508	0	1912	0	1913	0	M.3.
4. Not applicable							
5. Loans and leases held-for-sale (included in Schedule HC-N, items 1 through 8 above).....	C240	0	C241	0	C226	0	M.5.

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

Schedule HC-N—Continued

Memoranda—Continued

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days		(Column B) Past due 90 days or more		
	BHCK	Amount	BHCK	Amount	
<i>Item 6 is to be reported only by holding companies with total consolidated assets of \$1 billion or more, or with \$2 billion or more in par/notional amounts of off-balance-sheet derivative contracts (as reported in Schedule HC-L, items 11.a through 11.e).</i>					
6. Derivative contracts:					
Fair value of amounts carried as assets.....	3529	0	3530	0	M.6.

Dollar Amounts in Thousands	BHCK	Amount	
<i>Memorandum items 7, 8, 9.a, and 9.b are to be completed semiannually in the June and December reports only.</i>			
7. Additions to nonaccrual assets during the previous six months.....	C410	32,637	M.7.
8. Nonaccrual assets sold during the previous six months.....	C411	22,088	M.8.

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

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

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

Dollar Amounts in Thousands	BHCK	Amount	
1. Retail originations during the quarter of 1-4 family residential mortgage loans for sale: (1).....	HT81	0	1.
2. Wholesale originations and purchases during the quarter of 1-4 family residential mortgage loans for sale (1).....	HT82	0	2.
3. 1-4 family residential mortgages sold during the quarter.....	HT83	925	3.
4. 1-4 family residential mortgages held for sale or trading at quarter-end (included in Schedule HC, items 4.a and 5).....	HT84	0	4.
5. Noninterest income for the quarter from the sale, securitization, and servicing of 1-4 family residential mortgage loans (included in Schedule HI, items 5.c, 5.f, 5.g, and 5.i).....	HT85	0	5.
6. Repurchases and indemnifications of 1-4 family residential mortgage loans during the quarter.....	HT86	0	6.
7. Representation and warranty reserves for 1-4 family residential mortgage loans sold:			
a. For representations and warranties made to U.S. government agencies and government-sponsored agencies	L191	0	7.a.
b. For representations and warranties made to other parties.....	L192	0	7.b.
c. Total representation and warranty reserves (sum of items 7.a and 7.b).....	M288	0	7.c.

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

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

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

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

	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		
	BHCY	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Assets											
1. Available-for-sale debt and equity securities with readily determinable fair values not held for trading (1).....	JA36	35,184,528	G474	0	G475	5,638,551	G476	29,543,153	G477	2,824	1.
2. Federal funds sold and securities purchased under agreements to resell.....	BHCK										
3. Loans and leases held for sale.....	G478	0	G479	0	G480	0	G481	0	G482	0	2.
4. Loans and leases held for investment.....	G483	0	G484	0	G485	0	G486	0	G487	0	3.
5. Trading assets:	G488	0	G489	0	G490	0	G491	0	G492	0	4.
a. Derivative assets.....	BHCT										
(1) Nontrading securities at fair value with changes in fair value reported in current earnings (included in Schedule HC-Q, item 5.b, above).....	3543	1,348,036	G493	1,775,911	G494	0	G495	3,123,947	G496	0	5.a.
(2) Other trading assets.....	BHCK										
(1) Nontrading securities at fair value with changes in fair value reported in current earnings (included in Schedule HC-Q, item 5.b, above).....	G497	660	G498	0	G499	0	G500	660	G501	0	5.b.
6. All other assets.....	F240	0	F684	0	F692	0	F241	0	F242	0	5.b.(1)
7. Total assets measured at fair value on a recurring basis (sum of items 1 through 5.b plus item 6).....	G391	0	G392	0	G395	0	G396	0	G804	0	6.
	G502	36,533,224	G503	1,775,911	G504	5,638,551	G505	32,667,760	G506	2,824	7.
Liabilities											
8. Deposits.....	F252	0	F686	0	F694	0	F253	0	F254	0	8.
9. Federal funds purchased and securities sold under agreements to repurchase.....	G507	0	G508	0	G509	0	G510	0	G511	0	9.
10. Trading liabilities:	BHCT										
a. Derivative liabilities.....	3547	680,891	G512	2,463,341	G513	0	G514	3,144,232	G515	0	10.a.
b. Other trading liabilities.....	BHCK										
11. Other borrowed money.....	G516	0	G517	0	G518	0	G519	0	G520	0	10.b.
12. Subordinated notes and debentures.....	G521	0	G522	0	G523	0	G524	0	G525	0	11.
13. All other liabilities.....	G526	0	G527	0	G528	0	G529	0	G530	0	12.
14. Total liabilities measured at fair value on a recurring basis (sum of items 8 through 13).....	G805	0	G806	0	G807	0	G808	0	G809	0	13.
	G531	680,891	G532	2,463,341	G533	0	G534	3,144,232	G535	0	14.

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

Schedule HC-Q—Continued

Memoranda

Memoranda	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		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
1. All other assets (itemize and describe amounts included in Schedule HC-Q, item 6 that are greater than \$100,000 and exceed 25% of item 6):											
a. Mortgage servicing assets.....	G536	0	G537	0	G538	0	G539	0	G540	0	M.1.a.
b. Nontrading derivative assets.....	G541	0	G542	0	G543	0	G544	0	G545	0	M.1.b.
c. BHTX											
G546	G546	0	G547	0	G548	0	G549	0	G550	0	M.1.c.
d. BHTX											
G551	G551	0	G552	0	G553	0	G554	0	G555	0	M.1.d.
e. BHTX											
G556	G556	0	G557	0	G558	0	G559	0	G560	0	M.1.e.
f. BHTX											
G561	G561	0	G562	0	G563	0	G564	0	G565	0	M.1.f.
2. All other liabilities (itemize and describe amounts included in Schedule HC-Q, item 13 that are greater than \$100,000 and exceed 25% of item 13):											
a. Loan commitments (not accounted for as derivatives).....	F261	0	F689	0	F697	0	F262	0	F263	0	M.2.a.
b. Nontrading derivative liabilities.....	G566	0	G567	0	G568	0	G569	0	G570	0	M.2.b.
c. BHTX											
G571	G571	0	G572	0	G573	0	G574	0	G575	0	M.2.c.
d. BHTX											
G576	G576	0	G577	0	G578	0	G579	0	G580	0	M.2.d.
e. BHTX											
G581	G581	0	G582	0	G583	0	G584	0	G585	0	M.2.e.
f. BHTX											
G586	G586	0	G587	0	G588	0	G589	0	G590	0	M.2.f.

Schedule HC-Q—Continued

Memoranda

Dollar Amounts in Thousands	BHCK	Amount
<i>Memorandum items 3 and 4 are to be completed by holding companies that have elected to measure loans included in Schedule HC-C, items 1 through 9, at fair value under a fair value option.</i>		
3. Loans measured at fair value:		
a. Loans secured by real estate:		
(1) Secured by 1-4 family residential properties.....	HT87	M.3.a.(1)
(2) All other loans secured by real estate.....	HT88	M.3.a.(2)
b. Commercial and industrial loans.....	F585	M.3.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....	HT89	M.3.c.
d. Other loans.....	F589	M.3.d.
4. Unpaid principal balance of loans measured at fair value (reported in memorandum item 3):		
a. Loans secured by real estate:		
(1) Secured by 1-4 family residential properties.....	HT91	M.4.a.1.
(2) All other loans secured by real estate.....	HT92	M.4.a.2.
b. Commercial and industrial loans.....	F597	M.4.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....	HT93	M.4.c.
d. Other loans.....	F601	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		BHCA	Amount
Common Equity Tier 1 Capital					
1.	Common stock plus related surplus, net of treasury stock and unearned employee stock ownership plan (ESOP) shares.....	P742	(278,800)		1.
		BHCT			
2.	Retained earnings.....	3247	10,262,499		2.
		BHCA			
3.	Accumulated other comprehensive income (AOCI).....	B530	(508,103)		3.
	a. AOCI opt-out election (enter "1" for Yes; enter "0" for No.) (Advanced approaches institutions must enter "0" for No.).....	0=No 1=Yes	BHCA P838	0	3.a.
		BHCA	Amount		
4.	Common equity tier 1 minority interest includable in common equity tier 1 capital.....	P839	0		4.
5.	Common equity tier 1 capital before adjustments and deductions (sum of items 1 through 4).....	P840	9,475,596		5.
Common Equity Tier 1 Capital: Adjustments and Deductions					
6.	LESS: Goodwill net of associated deferred tax liabilities (DTLs).....	P841	639,347		6.
7.	LESS: Intangible assets (other than goodwill and mortgage servicing assets (MSAs)), net of associated DTLs.....	P842	143,954		7.
8.	LESS: Deferred tax assets (DTAs) that arise from net operating loss and tax credit carryforwards, net of any related valuation allowances and net of DTLs.....	P843	0		8.
9.	AOCI-related adjustments (items 9.a. through 9.e. are effective January 1, 2015) (if entered "1" for Yes in item 3.a, complete only items 9.a through 9.e; if entered "0" for No in item 3.a, complete only item 9.f):				
	a. LESS: Net unrealized gains (losses) on available-for-sale securities (if a gain, report as a positive value; if a loss, report as a negative value) (1).....	P844			9.a.
	b. LESS: Net unrealized loss on available-for-sale preferred stock classified as an equity security under GAAP and available-for-sale equity exposures (report loss as a positive value) (2).....	P845			9.b.
	c. LESS: Accumulated net gains (losses) on cash flow hedges (if a gain, report as a positive value; if a loss, report as a negative value).....	P846			9.c.
	d. LESS: Amounts recorded in AOCI attributed to defined benefit postretirement plans resulting from the initial and subsequent application of the relevant GAAP standards that pertain to such plans (if a gain, report as a positive value; if a loss, report as a negative value).....	P847			9.d.
	e. LESS: Net unrealized gains (losses) on held-to-maturity securities that are included in AOCI (if a gain, report as a positive value; if a loss, report as a negative value).....	P848			9.e.
	f. To be completed only by holding companies that entered "0" for No in item 3.a: LESS: Accumulated net gain (loss) on cash flow hedges included in AOCI, net of applicable income taxes, that relate to the hedging of items that are not recognized at fair value on the balance sheet (if a gain, report as a positive value; if a loss, report as a negative value).....	P849	0		9.f.
10.	Other deductions from (additions to) common equity tier 1 capital before threshold-based deductions:				
	a. LESS: Unrealized net gain (loss) related to changes in the fair value of liabilities that are due to changes in own credit risk (if a gain, report as a positive value; if a loss, report as a negative value).....	Q258	0		10.a.
	b. LESS: All other deductions from (additions to) common equity tier 1 capital before threshold-based deductions.....	P850	122,462		10.b.
11.	LESS: Non-significant investments in the capital of unconsolidated financial institutions in the form of common stock that exceed the 10 percent threshold for non-significant investments.....	P851	0		11.
12.	Subtotal (item 5 minus items 6 through 11).....	P852	8,569,833		12.

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

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

Schedule HC-R — Continued

Part I - Continued

		Dollar Amounts in Thousands		
		BHCA	Amount	
13.	LESS: Significant investments in the capital of unconsolidated financial institutions in the form of common stock, net of associated DTLs, that exceed the 10 percent common equity tier 1 capital deduction threshold.....	P853	0	13.
14.	LESS: MSAs, net of associated DTLs, that exceed the 10 percent common equity tier 1 capital deduction threshold.....	P854	0	14.
15.	LESS: DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs, that exceed the 10 percent common equity tier 1 capital deduction threshold.....	P855	0	15.
16.	LESS: Amount of significant investments in the capital of unconsolidated financial institutions in the form of common stock, net of associated DTLs; MSAs, net of associated DTLs; and DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs; that exceeds the 15 percent common equity tier 1 capital deduction threshold.....	P856	0	16.
17.	LESS: Deductions applied to common equity tier 1 capital due to insufficient amounts of additional tier 1 capital and tier 2 capital to cover deductions.....	P857	0	17.
18.	Total adjustments and deductions for common equity tier 1 capital (sum of items 13 through 17).....	P858	0	18.
19.	Common equity tier 1 capital (item 12 minus item 18).....	P859	8,569,833	19.
Additional Tier 1 Capital				
20.	Additional tier 1 capital instruments plus related surplus.....	P860	882,010	20.
21.	Non-qualifying capital instruments subject to phase-out from additional tier 1 capital.....	P861	0	21.
22.	Tier 1 minority interest not included in common equity tier 1 capital.....	P862	0	22.
23.	Additional tier 1 capital before deductions (sum of items 20, 21, and 22).....	P863	882,010	23.
24.	LESS: Additional tier 1 capital deductions.....	P864	12,226	24.
25.	Additional tier 1 capital (greater of item 23 minus item 24, or zero).....	P865	869,784	25.
Tier 1 Capital				
26.	Tier 1 capital (sum of items 19 and 25).....	8274	9,439,617	26.
Tier 2 Capital				
27.	Tier 2 capital instruments plus related surplus.....	P866	1,099,420	27.
28.	Non-qualifying capital instruments subject to phase-out from tier 2 capital.....	P867	107,689	28.
29.	Total capital minority interest that is not included in tier 1 capital.....	P868	0	29.
30. a.	Allowance for loan and lease losses includable in tier 2 capital.....	5310	149,233	30.a.
30. b.	(Advanced approaches holding companies that exit parallel run only): Eligible credit reserves includable in tier 2 capital.....	BHCW 5310	0	30.b.
31.	Unrealized gains on available-for-sale preferred stock classified as an equity security under GAAP and available-for-sale equity exposures includable in tier 2 capital (3).....	BHCA Q257	0	31.
32. a.	Tier 2 capital before deductions (sum of items 27 through 30.a, plus item 31).....	P870	1,356,342	32.a.
32. b.	(Advanced approaches holding companies that exit parallel run only): Tier 2 capital before deductions (sum of items 27 through 29, plus items 30.b and 31).....	BHCW P870	1,207,109	32.b.
33.	LESS: Tier 2 capital deductions.....	BHCA P872	0	33.
34. a.	Tier 2 capital (greater of item 32.a minus item 33, or zero).....	5311	1,356,342	34.a.
34. b.	(Advanced approaches holding companies that exit parallel run only): Tier 2 capital (greater of item 32.b minus item 33, or zero).....	BHCW 5311	1,207,109	34.b.
Total Capital				
35. a.	Total capital (sum of items 26 and 34.a).....	BHCA 3792	10,795,959	35.a.
35. b.	(Advanced approaches holding companies that exit parallel run only): Total capital (sum of items 26 and 34.b).....	BHCW 3792	10,646,726	35.b.

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

Schedule HC-R—Continued

Part I - Continued

	Dollar Amounts in Thousands	BHCX	Amount	
Total Assets for the Leverage Ratio				
36. Average total consolidated assets.....		3368	124,262,217	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	917,989	37.
38. LESS: Other deductions from (additions to) assets for leverage ratio purposes.....		B596	395,523	38.
39. Total assets for the leverage ratio (item 36 minus items 37 and 38).....		A224	122,948,705	39.
Total Risk-Weighted Assets				
40. a. Total risk-weighted assets (from Schedule HC-R, Part II, item 31).....		A223	69,247,647	40.a.
b. (Advanced approaches holding companies that exit parallel run only): Total risk-weighted assets using advanced approaches rule (from FFIEC 101 Schedule A, item 60).....		BHCW		
		A223	64,615,277	40.b.

	Column A		Column B		
	BHCA	Percentage	BHCW	Percentage	
Risk-Based Capital Ratios *					
41. Common equity tier 1 capital ratio (Column A: item 19 divided by item 40.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 19 divided by item 40.b).....	P793	12.3756	P793	13.2629	41.
42. Tier 1 capital ratio (Column A: item 26 divided by item 40.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 26 divided by item 40.b).....	7206	13.6317	7206	14.6090	42.
43. Total capital ratio (Column A: item 35.a divided by item 40.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 35.b divided by item 40.b).....	7205	15.5904	7205	16.4771	43.

	BHCA	Percentage	
Leverage Capital Ratios *			
44. Tier 1 leverage ratio (item 26 divided by item 39)	7204	7.6777	44.
45. Advanced approaches holding companies only: Supplementary leverage ratio (From FFIEC 101 Schedule A, Table 2, item 2.22).....	H036	6.7777	45.

	BHCA	Percentage	
Capital Buffer *			
46. Institution-specific capital buffer necessary to avoid limitations on distributions and discretionary bonus payments:			
a. Capital conservation buffer	H311	7.5904	46.a.
b. (Advanced approaches holding companies that exit parallel run only): Total applicable capital buffer	H312	6.3952	46.b.

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

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets

This schedule is to be submitted on a consolidated basis.

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

Dollar Amounts in Thousands	(Column A)	(Column B)	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)	
	Totals From Schedule HC	Adjustments to Totals Reported in Column A	Allocation by Risk-Weight Category								
	Amount	Amount	0%	2%	4%	10%	20%	50%	100%	150%	
Balance Sheet Asset Categories (2)											
1. Cash and balances due from depository institutions.....	BHCK D957 42,503,353	BHCK S396 0	BHCK D958 33,500,023				BHCK D959 7,449,721	BHCK S397 1,171,014	BHCK D960 272,111	BHCK S398 110,484	1.
2. Securities:											
a. Held-to-maturity securities.....	BHCK D961 13,036,547	BHCK S399 98,510	BHCK D962 8,140,750	BHCK HJ74 0	BHCK HJ75 0		BHCK D963 4,606,642	BHCK D964 0	BHCK D965 190,645	BHCK S400 0	2.a.
b. Available-for-sale debt securities and equity securities with readily determinable fair values not held for trading.....	BHCK JA21 32,901,100	BHCK S402 240,956	BHCK D967 10,885,638	BHCK HJ76 0	BHCK HJ77 0		BHCK D968 20,268,623	BHCK D969 192,823	BHCK D970 1,313,060	BHCK S403 0	2.b.
3. Federal funds sold and securities purchased under agreements to resell:											
a. Federal funds sold (in domestic offices).....	BHCK D971 10,000		BHCK D972 0				BHCK D973 10,000	BHCK S410 0	BHCK D974 0	BHCK S411 0	3.a.
b. Securities purchased under agreements to resell.....	BHCK H171 1,417,779	BHCK H172 1,417,779									3.b.
4. Loans and leases held for sale:											
a. Residential mortgage exposures.....	BHCK S413 0	BHCK S414 0	BHCK H173 0				BHCK S415 0	BHCK S416 0	BHCK S417 0		4.a.
b. High volatility commercial real estate exposures.....	BHCK S419 0	BHCK S420 0	BHCK H174 0				BHCK H175 0	BHCK H176 0	BHCK H177 0	BHCK S421 0	4.b.

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

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)
	Allocation by Risk-Weight Category							Application of Other Risk-Weighting Approaches (3)	
	250% (4)	300%	400%	600%	625%	937.5%	1250%	Exposure Amount	Risk-Weighted Asset Amount
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
Balance Sheet Asset Categories (continued)									
1. Cash and balances due from depository institutions.....									1.
2. Securities:									
a. Held-to-maturity securities.....									2.a.
b. Available-for-sale debt securities and equity securities with readily determinable fair values not held for trading.....	BHCK H270	BHCK S405		BHCK S406			BHCK H271	BHCK H272	
	0	0		0			0	0	2.b.
3. Federal funds sold and securities purchased under agreements to resell:									
a. Federal funds sold (in domestic offices).....									3.a.
b. Securities purchased under agreements to resell.....									3.b.
4. Loans and leases held for sale:							BHCK H273	BHCK H274	
a. Residential mortgage exposures.....							0	0	4.a.
b. High volatility commercial real estate exposures.....							BHCK H275	BHCK H276	
							0	0	4.b.

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

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column A)	(Column B)	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)
	Totals From Schedule HC	Adjustments to Totals Reported in Column A	Allocation by Risk-Weight Category							
			0%	2%	4%	10%	20%	50%	100%	150%
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
4. Loans and leases held for sale (continued):										
c. Exposures past due 90 days or more or on nonaccrual (5).....	BHCK S423	BHCK S424	BHCK S425	BHCK HJ78	BHCK HJ79		BHCK S426	BHCK S427	BHCK S428	BHCK S429
	0	0	0	0	0		0	0	0	0
d. All other exposures.....	BHCK S431	BHCK S432	BHCK S433	BHCK HJ80	BHCK HJ81		BHCK S434	BHCK S435	BHCK S436	BHCK S437
	25,352	0	0	0	0		0	0	25,352	0
5. Loans and leases held for investment:	BHCK S439	BHCK S440	BHCK H178				BHCK S441	BHCK S442	BHCK S443	
a. Residential mortgage exposures.....	7,699,042	0	0				0	6,789,597	909,445	
b. High volatility commercial real estate exposures.....	BHCK S445	BHCK S446	BHCK H179				BHCK H180	BHCK H181	BHCK H182	BHCK S447
	349,416	0	0				0	0	0	349,416
c. Exposures past due 90 days or more or on nonaccrual (6).....	BHCK S449	BHCK S450	BHCK S451	BHCK HJ82	BHCK HJ83		BHCK S452	BHCK S453	BHCK S454	BHCK S455
	19,969	0	0	0	0		0	0	0	19,969
d. All other exposures.....	BHCK S457	BHCK S458	BHCK S459	BHCK HJ84	BHCK HJ85		BHCK S460	BHCK S461	BHCK S462	BHCK S463
	24,379,442	(1,445)	193	0	0		214,198	1,892	24,164,604	0
6. LESS: Allowance for loan and lease losses.....	BHCX 3123	BHCY 3123								
	127,214	127,214								

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

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)
	Allocation by Risk-Weight Category							Application of Other Risk-Weighting Approaches (7)	
	250% (8)	300%	400%	600%	625%	937.5%	1250%	Exposure Amount	Risk-Weighted Asset Amount
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
4. Loans and leases held for sale (continued):									
c. Exposures past due 90 days or more or on nonaccrual (9).....								BHCK H277 0	BHCK H278 0
d. All other exposures.....								BHCK H279 0	BHCK H280 0
5. Loans and leases held for investment:									
a. Residential mortgage exposures.....								BHCK H281 0	BHCK H282 0
b. High volatility commercial real estate exposures.....								BHCK H283 0	BHCK H284 0
c. Exposures past due 90 days or more or on nonaccrual (10).....								BHCK H285 0	BHCK H286 0
d. All other exposures.....								BHCK H287 0	BHCK H288 0
6. LESS: Allowance for loan and lease losses.....									

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

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

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

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column A)	(Column B)	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)	
	Totals From Schedule HC	Adjustments to Totals Reported in Column A	Allocation by Risk-Weight Category								
			0%	2%	4%	10%	20%	50%	100%	150%	
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	
7. Trading assets.....	BHCK D976 1,348,696	BHCK S466 1,348,696	BHCK D977 0	BHCK HJ86 0	BHCK HJ87 0		BHCK D978 0	BHCK D979 0	BHCK D980 0	BHCK S467 0	7.
8. All other assets (11).....	BHCK D981 8,122,750	BHCK S469 1,130,982	BHCK D982 111,597	BHCK HJ88 0	BHCK HJ89 0		BHCK D983 648,936	BHCK D984 23,015	BHCK D985 6,197,270	BHCK H185 1,269	8.
a. Separate account bank-owned life insurance.....											8.a.
b. Default fund contributions to central counterparties.....										8.b.	

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)
	Allocation by Risk-Weight Category							Application of Other Risk-Weighting Approaches (12)	
	250% (13)	300%	400%	600%	625%	937.5%	1250%	Exposure Amount	Risk-Weighted Asset Amount
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
7. Trading assets.....	BHCK H289	BHCK H186	BHCK H290	BHCK H187				BHCK H291	BHCK H292
	0	0	0	0				0	0
8. All other assets (14).....	BHCK H293	BHCK H188	BHCK S470	BHCK S471				BHCK H294	BHCK H295
	0	0	0	0				9,681	121,014
a. Separate account bank-owned life insurance.....								BHCK H296	BHCK H297
								0	0
b. Default fund contributions to central counterparties.....								BHCK H298	BHCK H299
								0	0

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

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

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column A)	(Column B)	(Column Q)	(Column T)	(Column U)
	Totals	Adjustments to Totals Reported in Column A	Allocation by Risk-Weight Category	Total Risk-Weighted Asset Amount by Calculation Methodology	
	Amount	Amount	1250%	SSFA (15)	Gross-Up
Dollar Amounts in Thousands					
	Amount	Amount	Amount	Amount	Amount
Securitization Exposures: On-and Off-Balance Sheet					
9. On-balance sheet securitization exposures:					
a. Held-to-maturity securities.....	BHCK S475	BHCK S476	BHCK S477	BHCK S478	BHCK S479
	1,136,586	1,136,586	0	302,365	0
b. Available-for-sale securities.....	BHCK S480	BHCK S481	BHCK S482	BHCK S483	BHCK S484
	2,283,428	2,283,428	0	505,666	0
c. Trading assets.....	BHCK S485	BHCK S486	BHCK S487	BHCK S488	BHCK S489
	0	0	0	0	0
d. All other on-balance sheet securitization exposures.....	BHCK S490	BHCK S491	BHCK S492	BHCK S493	BHCK S494
	0	0	0	0	0
10. Off-balance sheet securitization exposures.....	BHCK S495	BHCK S496	BHCK S497	BHCK S498	BHCK S499
	41,624	27,500	14,124	23,644	0

	(Column A)	(Column B)	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)
	Totals From Schedule HC	Adjustments to Totals Reported in Column A	Allocation by Risk-Weight Category							
	Amount	Amount	0%	2%	4%	10%	20%	50%	100%	150%
Dollar Amounts in Thousands										
	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
11. Total balance sheet assets (16).....	BHCT 2170	BHCK S500	BHCK D987	BHCK HJ90	BHCK HJ91		BHCK D988	BHCK D989	BHCK D990	BHCK S503
	135,106,246	7,528,278	52,638,201	0	0		33,198,120	8,178,341	33,072,487	481,138

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)
	Allocation by Risk-Weight Category							Application of Other Risk-Weighting Approaches
	250% (17)	300%	400%	600%	625%	937.5%	1250%	Exposure Amount
Dollar Amounts in Thousands								
	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
11. Total balance sheet assets (14).....	BHCK S504	BHCK S505	BHCK S506	BHCK S507			BHCK S510	BHCK H300
	0	0	0	0			0	9,681

¹⁵ Simplified Supervisory Formula Approach.

¹⁶ For each of columns A through R of item 11, report the sum of items 1 through 9. For item 11, the sum of columns B through R must equal column A.

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column A) Face, Notional, or Other Amount	CCF (18)	(Column B) Credit Equivalent Amount (19)	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)
				Allocation by Risk-Weight Category							
				0%	2%	4%	10%	20%	50%	100%	150%
Dollar Amounts in Thousands	Amount		Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
Derivatives, Off-Balance Sheet Items, and Other Items Subject to Risk- Weighting (Excluding Securitization Exposures) (20)											
12. Financial standby letters of credit.....	BHCK D991 2,528,511	1.0	BHCK D992 2,528,511	BHCK D993 0	BHCK HJ92 0	BHCK HJ93 0		BHCK D994 66,056	BHCK D995 3,296	BHCK D996 2,457,899	BHCK S511 1,260
13. Performance standby letters of credit and transaction-related contingent items.....	BHCK D997 154,014	0.5	BHCK D998 77,007	BHCK D999 0				BHCK G603 0	BHCK G604 0	BHCK G605 74,295	BHCK S512 2,712
14. Commercial and similar letters of credit with an original maturity of one year or less.....	BHCK G606 39,942	0.2	BHCK G607 7,988	BHCK G608 0	BHCK HJ94 0	BHCK HJ95 0		BHCK G609 0	BHCK G610 0	BHCK G611 7,363	BHCK S513 625
15. Retained recourse on small business obligations sold with recourse.....	BHCK G612 0	1.0	BHCK G613 0	BHCK G614 0				BHCK G615 0	BHCK G616 0	BHCK G617 0	BHCK S514 0

¹⁸ Credit conversion factor.

¹⁹ Column A multiplied by credit conversion factor. For each of items 12 through 21, the sum of columns C through J plus column R must equal column B.

²⁰ All derivatives and off-balance sheet items that are securitization exposures are to be excluded from items 12 through 21 and are to be reported instead in item 10.

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column A) Face, Notional, or Other Amount	CCF (21)	(Column B) Credit Equivalent Amount (22)	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)
				Allocation by Risk-Weight Category							
				0%	2%	4%	10%	20%	50%	100%	150%
Dollar Amounts in Thousands											
	Amount		Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
16. Repo-style transactions (23).....	BHCK S515 10,779,854	1.0	BHCK S516 10,779,854	BHCK S517 0	BHCK S518 0	BHCK S519 0		BHCK S520 5,106,853	BHCK S521 0	BHCK S522 5,673,001	BHCK S523 0
17. All other off-balance sheet liabilities.....	BHCK G618 93,263	1.0	BHCK G619 93,263	BHCK G620 0				BHCK G621 0	BHCK G622 0	BHCK G623 93,263	BHCK S524 0
18. Unused commitments: (exclude unused commitments to asset-backed commercial paper conduits):											
a. Original maturity of one year or less.....	BHCK S525 5,015,168	0.2	BHCK S526 1,003,034	BHCK S527 0	BHCK HJ96 0	BHCK HJ97 0		BHCK S528 0	BHCK S529 0	BHCK S530 1,002,990	BHCK S531 44
b. Original maturity exceeding one year.....	BHCK G624 19,691,797	0.5	BHCK G625 9,845,899	BHCK G626 0	BHCK HJ98 0	BHCK HJ99 0		BHCK G627 27,999	BHCK G628 168	BHCK G629 9,742,858	BHCK S539 74,874
19. Unconditionally cancelable commitments.....	BHCK S540 928,686	0.0	BHCK S541 0								
20. Over-the-counter derivatives.....			BHCK S542 4,008,245	BHCK S543 11,856	BHCK HK00 0	BHCK HK01 0	BHCK S544 0	BHCK S545 1,002,775	BHCK S546 2,848	BHCK S547 2,990,739	BHCK S548 27
21. Centrally cleared derivatives.....			BHCK S549 264,330	BHCK S550 37,698	BHCK S551 226,632	BHCK S552 0		BHCK S554 0	BHCK S555 0	BHCK S556 0	BHCK S557 0
22. Unsettled transactions (failed trades) (24).....	BHCK H191 16,973			BHCK H193 0				BHCK H194 4,925	BHCK H195 0	BHCK H196 12,048	BHCK H197 0

21 Credit conversion factor.

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

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

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)
	Allocation by Risk-Weight Category			Application of Other Risk-Weighting Approaches (25)	
	625%	937.5%	1250%	Credit Equivalent Amount	Risk-Weighted Asset Amount
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount
16. Repo-style transactions (26).....				BHCK H301	BHCK H302
				0	0
17. All other off-balance sheet liabilities.....					
18. Unused commitments: (exclude unused commitments to asset-backed commercial paper conduits):				BHCK H303	BHCK H304
a. Original maturity of one year or less.....				0	0
b. Original maturity exceeding one year				BHCK H307	BHCK H308
				0	0
19. Unconditionally cancelable commitments					
				BHCK H309	BHCK H310
20. Over-the-counter derivatives				0	0
21. Centrally cleared derivatives					
22. Unsettled transactions (failed trades) (27).....	BHCK H198	BHCK H199	BHCK H200		
	0	0	0		

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

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

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)
	Allocation by Risk-Weight Category							
	0%	2%	4%	10%	20%	50%	100%	150%
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
23. Total assets, derivatives, off-balance sheet items, and other items subject to risk weighting by risk-weight category (for each of columns C through P, sum of items 11 through 22; for column Q, sum of items 10 through 22)								
	BHCK G630	BHCK S558	BHCK S559	BHCK S560	BHCK G631	BHCK G632	BHCK G633	BHCK S561
	52,687,755	226,632	0	0	39,406,728	8,184,653	55,126,943	560,680
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)								
	BHCK G634	BHCK S569	BHCK S570	BHCK S571	BHCK G635	BHCK G636	BHCK G637	BHCK S572
	0	4,533	0	0	7,881,346	4,092,327	55,126,943	841,020

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)
Allocation by Risk-Weight Category							
Dollar Amounts in Thousands	250% (28) Amount	300% Amount	400% Amount	600% Amount	625% Amount	937.5% Amount	1250% Amount
23. Total assets, derivatives, off-balance sheet items, and other items subject to risk weighting by risk-weight category (for each of columns C through P, sum of items 11 through 22; for column Q, sum of items 10 through 22)	BHCK S562	BHCK S563	BHCK S564	BHCK S565	BHCK S566	BHCK S567	BHCK S568
	0	0	0	0	0	0	14,124
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)	BHCK S573	BHCK S574	BHCK S575	BHCK S576	BHCK S577	BHCK S578	BHCK S579
	0	0	0	0	0	0	176,550

	Totals	
Dollar Amounts in Thousands	BHCK	Amount
26. Risk-weighted assets for purposes of calculating the allowance for loan and lease losses 1.25 percent threshold.....	.S580	69,075,402
27. Standardized market-risk weighted assets (applicable only to holding companies that are covered by the market risk capital rules).....	.S581	172,239
28. Risk-weighted assets before deductions for excess allowance of loan and lease losses and allocated transfer risk reserve (29).....	B704	69,247,647
29. LESS: Excess allowance for loan and lease losses	A222	0
30. LESS: Allocated transfer risk reserve .....	.3128	0
31. Total risk-weighted assets (item 28 minus items 29 and 30).....	G641	69,247,647

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

²⁹ Sum of items 2.b. through 20, column S; items 9.a., 9.b., 9.c., 9.d., and 10, columns T and U; item 25, columns C through Q; and item 27 (if applicable).

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

Memoranda

	Dollar Amounts in Thousands	
	BHCK	Amount
1. Current credit exposure across all derivative contracts covered by the regulatory capital rules .....	.G642	1,931,194

	Dollar Amounts in Thousands					
	With a remaining maturity of					
	(Column A) One year or less		(Column B) Over one year through five years		(Column C) Over five years	
	BHCK	Amount	BHCK	Amount	BHCK	Amount
2. Notional principal amounts of over-the-counter derivative contracts:						
a. Interest rate .....	.S582	855,615	.S583	2,719,808	.S584	2,635,767
b. Foreign exchange rate and gold .....	.S585	301,114,359	.S586	491,337	.S587	0
c. Credit (investment grade reference asset) .....	.S588	0	.S589	0	.S590	0
d. Credit (non-investment grade reference asset) .....	.S591	0	.S592	0	.S593	0
e. Equity .....	.S594	10,304	.S595	0	.S596	458,466
f. Precious metals (except gold) .....	.S597	0	.S598	0	.S599	0
g. Other .....	.S600	0	.S601	0	.S602	0
3. Notional principal amounts of centrally cleared derivative contracts:						
a. Interest rate .....	.S603	237,084	.S604	2,749,745	.S605	2,788,134
b. Foreign exchange rate and gold .....	.S606	0	.S607	0	.S608	0
c. Credit (investment grade reference asset) .....	.S609	0	.S610	0	.S611	0
d. Credit (non-investment grade reference asset) .....	.S612	0	.S613	0	.S614	0
e. Equity .....	.S615	0	.S616	0	.S617	0
f. Precious metals (except gold) .....	.S618	0	.S619	0	.S620	0
g. Other .....	.S621	0	.S622	0	.S623	0

	Dollar Amounts in Thousands	
	BHCK	Amount
4. Standardized market risk-weighted assets attributable to specific risk (included in Schedule HC-R, item 27).....	.S624	0

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

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

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

Schedule HC-S—Continued

	(Column A) 1-4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans, All Leases, and All Other Assets	
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	
<i>Items 6 and 10 are to be completed by holding companies with \$10 billion or more in total assets. (2)</i>								
6. Total amount of ownership (or seller's) interest carried as securities or loans.....		BHCK HU16 0	BHCK HU17 0			BHCK HU18 0	6.	
7. and 8. Not applicable								
For Securitization Facilities Sponsored By or Otherwise Established By Other Institutions								
9. Maximum amount of credit exposure arising from credit enhancements provided by the reporting institution to other institutions' securitization structures in the form of standby letters of credit, purchased subordinated securities, and other enhancements.....								
	BHCK B776 0			BHCK B779 0	BHCK B780 0	BHCK B781 0	BHCK B782 0	9.
10. Reporting institution's unused commitments to provide liquidity to other institutions' securitization structures.....								
	BHCK B783 0			BHCK B786 0	BHCK B787 0	BHCK B788 27,500	BHCK B789 0	10.
Asset Sales								
11. Assets sold with recourse or other seller-provided credit enhancements and not securitized.....								
	BHCK B790 0						BHCK B796 0	11.
12. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to assets reported in item 11.....								
	BHCK B797 0						BHCK B803 0	12.

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

Schedule HC-S—Continued

Memoranda

		Dollar Amounts in Thousands	BHCK	Amount	
1. Not applicable					
2. Outstanding principal balance of assets serviced for others (includes participations serviced for others):					
a.	1-4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements.....		B804	0	M.2.a.
b.	1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements.....		B805	0	M.2.b.
c.	Other financial assets (1).....		A591	0	M.2.c.
d.	1-4 family residential mortgages serviced for others that are in process of foreclosure at quarter-end (includes closed-end and open-end loans).....		F699	0	M.2.d.
<i>Memorandum item 3 is to be completed by holding companies with \$10 billion or more in total assets. (2)</i>					
3. Asset-backed commercial paper conduits:					
a. Maximum amount of credit exposure arising from credit enhancements provided to conduit structures in the form of standby letters of credit, subordinated securities, and other enhancements:					
	(1) Conduits sponsored by the bank, a bank affiliate, or the holding company (2)		B806	0	M.3.a1.
	(2) Conduits sponsored by other unrelated institutions (2).....		B807	0	M.3.a2.
b. Unused commitments to provide liquidity to conduit structures:					
	(1) Conduits sponsored by the bank, a bank affiliate, or the holding company.....		B808	0	M.3.b1.
	(2) Conduits sponsored by other unrelated institutions.....		B809	0	M.3.b2.
4. Outstanding credit card fees and finance charges (included in Schedule HC-S, item 1, column C) (2,3).....					
			C407	0	M.4.

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

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

3 Memorandum item 4 is to be completed by holding companies with \$10 billion or more in total assets that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).

Schedule HC-V—Variable Interest Entities

	(Column A) Securitization Vehicles		(Column B) Other VIEs		
	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands					
1. Assets of consolidated variable interest entities (VIEs) that can be used only to settle obligations of the consolidated VIEs:					
a. Cash and balances due from depository institutions.....	J981	0	JF84	0	1.a.
b. Securities not held for trading.....	HU20	0	HU21	0	1.b.
c. Loans and leases held for investment, net of allowance, and held for sale.....	HU22	0	HU23	0	1.c.
d. Other real estate owned.....	K009	0	JF89	0	1.d.
e. Other assets.....	JF91	0	JF90	0	1.e.
2. Liabilities of consolidated VIEs for which creditors do not have recourse to the general credit of the reporting holding company:					
a. Other borrowed money.....	JF92	0	JF85	0	2.a.
b. Other liabilities.....	JF93	0	JF86	0	2.b.
3. All other assets of consolidated VIEs (not included in items 1.a. through 1.e above).....	K030	0	JF87	0	3.
4. All other liabilities of consolidated VIEs (not included in items 2.a through 2.b above).....	K033	0	JF88	0	4.
Dollar Amounts in Thousands					
5. Total assets of asset-backed commercial paper (ABCP) conduit VIEs.....			JF77	0	5.
6. Total liabilities of ABCP conduit VIEs.....			JF78	0	6.

Notes to the Balance Sheet—Predecessor Financial Items

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

		Dollar Amounts in Thousands		BHBC	Amount	
1.	Average loans and leases (held for investment and held for sale).....	3516				1.
2.	Average earning assets.....	3402				2.
3.	Average total consolidated assets.....	3368				3.
4.	Average equity capital	3519				4.

Notes to the Balance Sheet (Other)

Enter in the lines provided below any additional information on specific line items on the balance sheet or its supporting schedules that the holding company wishes to explain, that has been separately disclosed in the holding company's quarterly reports to its shareholders, in its press releases, or on its quarterly reports to the Securities and Exchange Commission (SEC).

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

Example

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

TEXT	BHCK	Amount
0000 Sch. HC, item 16, New loan to holding company's ESOP guaranteed by holding company		
	0000	750

Notes to the Balance Sheet (Other)

TEXT	BHCK	Amount	
1. Outstanding issuances of perpetual preferred stock associated with the U.S. Department of Treasury Community Development Capital Initiative (CDCI) program included in Schedule HC, item 23, Perpetual preferred stock and related surplus (for Subchapter S corporations, outstanding issuances of subordinated debt securities associated with CDCI included in Schedule HC, item 19.a, Subordinated notes and debentures)	K141	0	1.
2. 5357		0	2.
3. 5358		0	3.
4. 5359		0	4.
5. 5360		0	5.
6. B027		0	6.

Notes to the Balance Sheet (Other)—Continued

TEXT	BHCK	Amount
7. B028		
	B028	0 7.
8. B029		
	B029	0 8.
9. B030		
	B030	0 9.
10. B031		
	B031	0 10.
11. B032		
	B032	0 11.
12. B033		
	B033	0 12.
13. B034		
	B034	0 13.
14. B035		
	B035	0 14.
15. B036		
	B036	0 15.
16. B037		
	B037	0 16.
17. B038		
	B038	0 17.
18. B039		
	B039	0 18.
19. B040		
	B040	0 19.
20. B041		
	B041	0 20.