

Board of Governors of the Federal Reserve System

**Consolidated Financial Statements for Holding Companies—FR Y-9C****Report at the close of business as of the last calendar day of the quarter**

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

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

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

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

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

Daryl N. Bible

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

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

05/11/2020

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

Date of Report: **March 31, 2020**

Month / Day / Year (BHCK 9999)

TRUIST FINANCIAL CORPORATION

Legal Title of Holding Company (RSSD 9017)

214 N. TRYON STREET

(Mailing Address of the Holding Company) Street / PO Box (RSSD 9110)

CHARLOTTE

NC

28202

City (RSSD 9130)

State (RSSD 9200)

Zip Code (RSSD 9220)

Person to whom questions about this report should be directed:

Clarice Penn, Senior Reporting Analyst

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RSSD ID _____

C.I. _____

S.F. _____

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

Public reporting burden for this information collection is estimated to vary from 5 to 1,250 hours per response, with an average of 46.34 hours per response for non-Advanced Approaches holding companies with \$5 billion or more and an average of 40.48 hours per response for non-Advanced Approaches holding companies with less than \$5 billion in total assets and 47.59 hours for Advanced Approaches holding companies, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Comments regarding this burden estimate or any other aspect of this information collection, including suggestions for reducing the burden, may be sent to Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0128), Washington, DC 20503.

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S.F. _____

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	856,000	1.a.(1)(a)
(b) All other loans secured by real estate.....	4436	611,000	1.a.(1)(b)
(c) All other loans.....	F821	2,242,000	1.a.(1)(c)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs.....	4059	4,000	1.a.(2)
b. Income from lease financing receivables.....	4065	63,000	1.b.
c. Interest income on balances due from depository institutions ¹	4115	58,000	1.c.
d. Interest and dividend income on securities:			
(1) U.S. Treasury securities and U.S. government agency obligations (excluding mortgage-backed securities).....	B488	21,000	1.d.(1)
(2) Mortgage-backed securities.....	B489	469,000	1.d.(2)
(3) All other securities.....	4060	19,000	1.d.(3)
e. Interest income from trading assets ²	4069	64,000	1.e.
f. Interest income on federal funds sold and securities purchased under agreements to resell.....	4020	4,000	1.f.
g. Other interest income.....	4518	15,000	1.g.
h. Total interest income (sum of items 1.a through 1.g).....	4107	4,426,000	1.h.
2. Interest expense			
a. Interest on deposits:			
(1) In domestic offices:			
(a) Time deposits of \$250,000 or less.....	HK03	82,000	2.a.(1)(a)
(b) Time deposits of more than \$250,000.....	HK04	32,000	2.a.(1)(b)
(c) Other deposits.....	6761	307,000	2.a.(1)(c)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs.....	4172	0	2.a.(2)
b. Expense on federal funds purchased and securities sold under agreements to repurchase ...	4180	14,000	2.b.
c. Interest on trading liabilities and other borrowed money ² (excluding subordinated notes and debentures).....	4185	300,000	2.c.
d. Interest on subordinated notes and debentures and on mandatory convertible securities ²	4397	37,000	2.d.
e. Other interest expense.....	4398	4,000	2.e.
f. Total interest expense (sum of items 2.a through 2.e).....	4073	776,000	2.f.
3. Net interest income (item 1.h minus item 2.f).....	4074	3,650,000	3.
4. Provision for loan and lease losses ³	JJ33	866,000	4.
5. Noninterest income:			
a. Income from fiduciary activities.....	4070	117,000	5.a.
b. Service charges on deposit accounts in domestic offices.....	4483	305,000	5.b.
c. Trading revenue ^{2,4}	A220	-53,000	5.c.

1. Includes interest income on time certificates of deposit not held for trading.
 2. To be completed by holding companies with \$5 billion or more in total assets (Asset-size test is based on the prior year June 30 report date). Income and or expenses pertaining to these items should be reported in the "other" categories 1.g, 2.e, and 5.I, respectively by holding companies with less than \$5 billion in total assets.
 3. Institutions that have adopted ASU 2016-13 should report in item 4, the provisions for credit losses for all financial assets that fall within the scope of the standard.
 4. For holding companies required to complete Schedule HI, memoranda item 9, trading revenue reported in Schedule HI, item 5.c must equal the sum of memoranda items 9.a through 9.e.

Schedule HI—Continued

Dollar Amounts in Thousands		BHCK	Amount	
<i>Holding companies with less than \$5 billion in total assets should report data items 5.d.(6) and 5.d.(7) only and leave 5.d.(1) through 5.d.(5) blank.</i>				
5. d. (1) Fees and commissions from securities brokerage	C886		179,000	5.d.(1)
(2) Investment banking, advisory, and underwriting fees and commissions.....	C888		183,000	5.d.(2)
(3) Fees and commissions from annuity sales.....	C887		32,000	5.d.(3)
(4) Underwriting income from insurance and reinsurance activities.....	C386		0	5.d.(4)
(5) Income from other insurance activities	C387		541,000	5.d.(5)
(6) Fees and commissions from securities brokerage, investment banking, advisory, and underwriting fees and commissions	KX46			5.d.(6)
(7) Income from insurance activities ⁵	KX47			5.d.(7)
e. Venture capital revenue ⁶	B491		0	5.e.
f. Net servicing fees	B492		-428,000	5.f.
g. Net securitization income ⁶	B493		0	5.g.
h. Not applicable.				
i. Net gains (losses) on sales of loans and lease	8560		185,000	5.i.
j. Net gains (losses) on sales of other real estate owned.....	8561		1,000	5.j.
k. Net gains (losses) on sales of other assets ⁷	B496		0	5.k.
l. Other noninterest income ⁸	B497		944,000	5.l.
m. Total noninterest income (sum of items 5.a through 5.l).....	4079		2,006,000	5.m.
6. a. Realized gains (losses) on held-to-maturity securities.....	3521		0	6.a.
b. Realized gains (losses) on available-for-sale securities.....	3196		-2,000	6.b.
7. Noninterest expense:				
a. Salaries and employee benefits	4135		1,972,000	7.a.
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest)	4217		337,000	7.b.
c. (1) Goodwill impairment losses	C216		0	7.c.(1)
(2) Amortization expense and impairment losses for other intangible assets	C232		165,000	7.c.(2)
d. Other noninterest expense ⁹	4092		985,000	7.d.
e. Total noninterest expense (sum of items 7.a through 7.d)	4093		3,459,000	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		1,329,000	8.a.
b. Unrealized holding gains (losses) on equity securities not held for trading ¹⁰	HT70		-42,000	8.b.
c. Income (loss) before applicable income taxes and discontinued operations (sum of items 8.a and 8.b)	4301		1,287,000	8.c.
9. Applicable income taxes (on item 8.c).....	4302		224,000	9.
10. Income (loss) before discontinued operations (item 8.c minus item 9)	4300		1,063,000	10.
11. Discontinued operations, net of applicable income taxes ¹¹	FT28		0	11.
12. Net income (loss) attributable to holding company and noncontrolling (minority) interests (sum of items 10 and 11)	G104		1,063,000	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		3,000	13.
14. Net income (loss) attributable to holding company (item 12 minus item 13)	4340		1,060,000	14.

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

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

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

8. See Schedule HI, memoranda item 6.

9. See Schedule HI, memoranda item 7.

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

11. Describe on Schedule HI, memoranda item 8.

Schedule HI—Continued

Memoranda

		Dollar Amounts in Thousands	BHCK	Amount	
<i>Memo Items 1 and 2 are to be reported by holding companies with \$5 billion or more in total assets.¹</i>					
1.	Net interest income (item 3 above) on a fully taxable equivalent basis		4519	3,687,000	M.1.
2.	Net income before applicable income taxes, and discontinued operations (item 8.c above) on a fully taxable equivalent basis		4592	1,324,000	M.2.
3.	Income on tax-exempt loans and leases to states and political subdivisions in the U.S. (included in Schedule HI, items 1.a and 1.b, above)		4313	96,000	M.3.
4.	Income on tax-exempt securities issued by states and political subdivisions in the U.S. (included in Schedule HI, item 1.d.(3), above)		4507	3,000	M.4.
5.	Number of full-time equivalent employees at end of current period (round to nearest whole number)		BHCK	Number	
			4150	56,504	M.5.
<i>Memo Items 6.a through 6.j are to be completed annually on a calendar year-to-date basis in the December report only by holding companies with less than \$5 billion in total assets. Holding companies with \$5 billion or more in total assets should report these items on a quarterly basis.¹</i>					
6.	Other noninterest income (from Schedule HI, item 5.I, above) (only report amounts greater than \$100,000 that exceed 7 percent of Schedule HI, item 5.I):		BHCK	Amount	
a.	Income and fees from the printing and sale of checks		C013	0	M.6.a.
b.	Earnings on/increase in value of cash surrender value of life insurance		C014	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.
f.	Bank card and credit card interchange fees		F555	180,000	M.6.f.
g.	Income and fees from wire transfers		T047	0	M.6.g.
h.	TEXT <u>Operating Lease Income</u> 8562		8562	77,000	M.6.h.
i.	TEXT 8563		8563	0	M.6.i.
j.	TEXT <u>Gain Loss Nonhedging Mortgage Servicing Rights</u> 8564		8564	514,000	M.6.j.
<i>Memo Items 7.a through 7.p are to be completed annually on a calendar year-to-date basis in the December report only by holding companies with less than \$5 billion in total assets. Holding companies with \$5 billion or more in total assets should report these items on a quarterly basis.¹</i>					
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	228,000	M.7.a.
b.	Advertising and marketing expenses		0497	84,000	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		M.7.g.
h.	Accounting and auditing expenses		F556	0	M.7.h.
i.	Consulting and advisory expenses		F557	0	M.7. i.
j.	Automated teller machine (ATM) and interchange expenses		F558	0	M.7. j.
k.	Telecommunications expenses		F559	0	M.7.k.
l.	Other real estate owned expenses		Y923	0	M.7. l.

1. Asset-size test is based on the total assets reported as of prior year June 30 report date.

Schedule HI—Continued

Memoranda—Continued

		Dollar Amounts in Thousands		BHCK	Amount	
7. m.	Insurance expenses (not included in employee expenses, premises and fixed assets expenses, and other real estate owned expenses)			Y924	0	M.7.m.
n.	TEXT 8565	Merger-Related and Restructuring Charges		8565	107,000	M.7.n.
o.	TEXT 8566	Nonservice related pension expense		8566	-119,000	M.7.o.
p.	TEXT 8567	Outside IT services		8567	167,000	M.7.p.
<i>Memo items 8.a.(1) through Memo item 8.b.(2) is reported by holding companies with \$5 billion or more in total assets.¹</i>						
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.)					
<i>Memorandum items 9.a through 9.e are to be completed by holding companies with \$5 billion or more in total assets¹ that reported total trading assets of \$10 million or more for any quarter of the preceding calendar year:</i>						
a.	Interest rate exposures			8757	-46,000	M.9.a.
b.	Foreign exchange exposures			8758	13,000	M.9.b.
c.	Equity security and index exposures			8759	-9,000	M.9.c.
d.	Commodity and other exposures.....			8760	3,000	M.9.d.
e.	Credit exposures			F186	-14,000	M.9.e.
<i>Memoranda items 9.f and 9.g are to be completed by holding companies with \$100 billion or more in total assets that are required to complete Schedule HI, Memorandum items 9.a through 9.e, above.¹</i>						
f.	Impact on trading revenue of changes in the creditworthiness of the holding company's derivatives counterparties on the holding company's derivative assets (included in Memorandum items 9.a through 9.e above).....			K090	-92,000	M.9.f.
g.	Impact on trading revenue of changes in the creditworthiness of the holding company on the holding company's derivative liabilities (included in Memorandum items 9.a through 9.e above)			K094	1,000	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	25,000	M.10.b.
<i>Memorandum item 11 is to be completed by holding companies with \$5 billion or more in total assets.¹</i>						
11.	Credit losses on derivatives (see instructions)			A251	0	M.11.

1. Asset-size test is based on the total assets reported as of prior year June 30 report date.

Schedule HI—Continued

Memoranda—Continued

Dollar Amounts in Thousands		BHCK	Amount		
<i>Memorandum items 12.a through 12.c are to be completed by holding companies with \$5 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		62,000	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		3,000	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 items 14(a) through 14(b)(1) are to be completed by holding companies with \$5 billion or more in total assets that have elected to account for assets and liabilities under a fair value option.¹</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		-336,000	M.14.a.
(1) Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk	F552		-13,000	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)
<i>Memorandum item 15 is to be completed by holding companies with \$5 billion or more in total assets.¹</i>				
15. Stock-based employee compensation expense (net of tax effects) calculated for all awards under the fair value method	C409		54,000	M.15.

		Year-to-date		
		BHCK	Amount	
<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 by holding companies with \$5 billion or more in total assets and annually on a year-to-date basis in the December report by holding companies with less than \$5 billion in total assets.¹</i>				
16. Noncash income from negative amortization on closed-end loans secured by 1–4 family residential properties (included in Schedule HI, item 1.a.(1)(a)).....	F228			M.16.
<i>Memorandum item 17 is to be completed semiannually in June and December by holding companies with less than \$5 billion in total assets. (Holding companies with more than \$5 billion will continue to report quarterly).¹</i>				
17. Other-than-temporary impairment losses on held-to-maturity and available-for-sale debt securities recognized in earnings (included in Schedule HI, items 6.a and 6.b) ²	J321			M.17.

1. The asset-size test is based on the total assets reported as of prior year June 30 report date.
2. Memorandum item 17 is to be completed only by institutions that have not adopted ASU 2016-13.

Schedule HI-A—Changes in Holding Company Equity Capital

	Dollar Amounts in Thousands		
	BHCK	Amount	
1. Total holding company equity capital <i>most recently reported</i> for the end of previous calendar year (i.e., after adjustments from amended Reports of Income)	3217	66,384,000	1.
2. Cumulative effect of changes in accounting principles and corrections of material accounting errors	B507	-2,109,000	2.
3. Balance end of previous calendar year as restated (sum of items 1 and 2)	B508	64,275,000	3.
	BHCT		
4. Net income (loss) attributable to holding company (must equal Schedule HI, item 14)	4340	1,060,000	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	-503,000	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	-1,000	6.b.
7. Sale of treasury stock	4782	0	7.
8. LESS: Purchase of treasury stock	4783	0	8.
9. Changes incident to business combinations, net	4356	0	9.
10. LESS: Cash dividends declared on preferred stock	4598	74,000	10.
11. LESS: Cash dividends declared on common stock	4460	605,000	11.
12. Other comprehensive income ¹	B511	1,742,000	12.
13. Change in the offsetting debit to the liability for Employee Stock Ownership Plan (ESOP) debt guaranteed by the holding company	4591	0	13.
14. Other adjustments to equity capital (not included above)	3581	0	14.
15. Total holding company equity capital end of current period (sum of items 3, 4, 5, 6, 7, 9, 12, 13, and 14, less items 8, 10, and 11) (must equal item 27.a on Schedule HC)	BHCT		
	3210	65,894,000	15.

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

Schedule HI-B—Charge-Offs and Recoveries on Loans and Leases and Changes in Allowances for Credit Losses

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

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

Dollar Amounts in Thousands	(Column A) Charge-offs ¹		(Column B) Recoveries		
	BHCK	Amount	BHCK	Amount	
1. Loans secured by real estate:					
a. Construction, land development, and other land loans in domestic offices:					
(1) 1–4 family residential construction loans	C891	1,000	C892	0	1.a.(1)
(2) Other construction loans and all land development and other land loans	C893	6,000	C894	4,000	1.a.(2)
b. Secured by farmland in domestic offices	3584	1,000	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	8,000	5412	6,000	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties in domestic offices:					
(a) Secured by first liens	C234	5,000	C217	2,000	1.c.(2)(a)
(b) Secured by junior liens	C235	3,000	C218	1,000	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices	3588	0	3589	0	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:					
(1) Loans secured by owner-occupied nonfarm nonresidential properties	C895	5,000	C896	2,000	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties	C897	1,000	C898	0	1.e.(2)
f. In foreign offices	B512	0	B513	0	1.f.
2. Not applicable.					
3. Loans to finance agricultural production and other loans to farmers	4655	2,000	4665	0	3.
<i>Holding companies with less than \$5 billion should report Item 4.c only and leave 4.a and 4.b blank.²</i>					
4. Commercial and industrial loans:					
a. To U.S. addressees (domicile)	4645	30,000	4617	12,000	4.a.
b. To non-U.S. addressees (domicile)	4646	12,000	4618	0	4.b.
c. To U.S. addressees (domicile) and non-U.S. addressees (domicile)	KX48		KX49		4.c.
5. Loans to individuals for household, family, and other personal expenditures:					
a. Credit cards	B514	43,000	B515	6,000	5.a.
b. Automobile loans	K129	137,000	K133	22,000	5.b.
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	K205	87,000	K206	16,000	5.c.
<i>Item 6 is to be completed by holding companies with \$5 billion or more in total consolidated assets.²</i>					
6. Loans to foreign governments and official institutions	4643	0	4627	0	6.
7. All other loans	4644	3,000	4628	2,000	7.

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

2. Asset-size test is based on the total assets reported as of prior year June 30 report date.

Schedule HI-B—Continued

Part I.—Continued

Dollar Amounts in Thousands	(Column A) Charge-offs ¹		(Column B) Recoveries		
	BHCK	Amount	BHCK	Amount	
<i>Holding companies with less than \$5 billion in total assets should report data item Item 8.c and leave item 8.a and 8.b blank.²</i>					
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	1,000	F188	0	8.b.
c. Leases to individuals for household, family, and other personal expenditures and all other leases	KX50		KX51		8.c.
9. Total (sum of items 1 through 8.b) ³	4635	345,000	4605	73,000	9.

1. Include write-downs arising from transfers of loans to a held-for-sale account.
2. Asset-size test is based on the total assets reported as of prior year June 30 report date.
3. For holding companies with less than \$5 billion in total assets, Total loans and leases (sum of items 1 through 7 plus 8c.)

Memoranda

Dollar Amounts in Thousands	(Column A) Charge-offs ¹		(Column B) Recoveries		
	BHCK	Amount	BHCK	Amount	
1. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HI-B, part I, items 4 and 7 above	5409	0	5410	14,000	M.1.
<i>Memorandum item 2 is to be completed by holding companies with \$5 billion or more in total assets.³</i>					
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.
<i>Memorandum item 3 is to be completed by (1) holding companies with \$5 billion or more in total assets³ that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).</i>					
3. Uncollectible retail credit card fees and finance charges reversed against income (i.e., not included in charge-offs against the allowance for loan and lease losses) ²					
			Year-to-date		
	BHCK	Amount			
	C388	5,000			M.3.

1. Include write-downs arising from transfers of loans to a held-for-sale account.
2. Institutions that have adopted ASU 2016-13 should report in Memorandum item 3 uncollectible retail credit card fees and finance charges reversed against income (i.e., not included in charge-offs against the allowance for credit losses on loans and leases).
3. Asset-size test is based on the total assets reported as of prior year June 30 report date.

Schedule HI-B—Continued

Part II. Changes in Allowances for Credit Losses¹

Dollar Amounts in Thousands	(Column A) Loans and leases held for investment		(Column B) Held-to-maturity debt securities ²		(Column C) Available-for-sale debt securities ²		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
1. Balance <i>most recently reported</i> at end of previous year (i.e., after adjustments from amended Reports of Income)	B522	1,549,000	JH88	0	JH94	0	1.
2. Recoveries (column A must equal Part I, item 9, column B, above)	BHCT						
	4605	73,000	JH89	0	JH95	0	2.
3. LESS: Charge-offs (column A must equal Part I, item 9, column A, above less Schedule HI-B, Part II, item 4, Column A)	BHCK						
	C079	345,000	JH92	0	JH98	0	3.
4. LESS: Write-downs arising from transfers of financial assets ³	5523	0	JJ00	0	JJ01	0	4.
5. Provisions for credit losses ^{4, 5}	4230	866,000	JH90	0	JH96	0	5.
6. Adjustments (see instructions for this schedule)	C233	3,068,000	JH91	0	JH97	0	6.
7. Balance end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (column A must equal Schedule HC, item 4.c)	BHCT						
	3123	5,211,000	JH93	0	JH99	0	7.

1. Institutions that have not adopted ASU 2016-13 should report changes in allowance for loan and lease losses in column A.
2. Columns B and C are to be completed only by institutions that have adopted ASU 2016-13.
3. Institutions that have not adopted ASU 2016-13, should report write-downs arising from transfers of loans to a held-for-sale account in item 4, column A.
4. Institutions that have not yet adopted ASU 2016-13 should report the provision for loan and lease losses in item 5, column A, and the amount reported must equal Schedule HI, item 4.
5. For institutions that have adopted ASU 2016-13, the sum of item 5, columns A through C, plus schedule HI-B, Part II, Memorandum item 5, below, must equal Schedule HI, item 4.

Memoranda

Dollar Amounts in Thousands	BHCK	Amount	
<i>Memoranda Items 1, 2, 3 and 4 are to be completed by holding companies with \$5 billion or more in total assets.¹</i>			
1. Allocated transfer risk reserve included in Schedule HI-B, part II, item 7, column A, above	C435	0	M.1.
<i>Memoranda items 2 and 3 are to be completed by (1) holding companies that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).</i>			
2. Separate valuation allowance for uncollectible retail credit card fees and finance charges	C389	0	M.2.
3. Amount of allowance for loan and lease losses attributable to retail credit card fees and finance charges ²	C390	1,000	M.3.
4. Amount of allowance for post-acquisition credit losses on purchased credit-impaired loans accounted for in accordance with AICPA Statement of Position 03-3 (included in Schedule HI-B, part II, item 7, column A, above) ³	C781		M.4.
5. Provisions for credit losses on other financial assets measured at amortized cost (not included in item 5, above) ⁴	JJ02	0	M.5.
6. Allowance for credit losses on other financial assets measured at amortized cost (not included in item 7, above) ⁴	JJ03	0	M.6.

1. Asset-size test is based on the total assets reported as of prior year June 30 report date.
2. Institutions that have adopted ASU 2016-13 should report in Memorandum item 3 the amount of allowance for credit losses on loans and leases attributable to retail credit card fees and finance charges.
3. Memorandum item 4 is to be completed only by institutions that have not yet adopted ASU 2016-13.
4. Memorandum items 5 and 6 are to be completed only by institutions that have adopted ASU 2016-13.

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

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

	(Column A) Recorded Investment: Individually Evaluated for Impairment (ASC 310-10-35)		(Column B) Allowance Balance: Individually Evaluated for Impairment (ASC 310-10-35)		(Column C) Recorded Investment: Collectively Evaluated for Impairment (ASC 450-20)		(Column D) Allowance Balance: Collectively Evaluated for Impairment (ASC 450-20)		(Column E) Recorded Investment: Purchased Credit-Impaired Loans (ASC 310-30)		(Column F) Allowance Balance: Purchased Credit-Impaired Loans (ASC 310-30)	
	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount
Dollar Amounts in Thousands												
1. Real estate loans:												
a. Construction loans	M708		M709		M710		M711		M712		M713	
b. Commercial real estate loans	M714		M715		M716		M717		M719		M720	
c. Residential real estate loans	M721		M722		M723		M724		M725		M726	
Commercial loans ³	M727		M728		M729		M730		M731		M732	
3. Credit cards	M733		M734		M735		M736		M737		M738	
4. Other consumer loans	M739		M740		M741		M742		M743		M744	
5. Unallocated, if any							M745					
6. Total (sum of items 1.a. through 5.) ⁴	M746		M747		M748		M749		M750		M751	

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

2. The asset-size test is based on the total assets reported as of prior year June 30 report date.

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

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

Schedule HI-C—Continued

Part II. Disaggregated Data on the Allowances for Credit Losses^{1, 2}

Dollar Amounts in Thousands	(Column A) Amortized Cost		(Column B) Allowance Balance		
	BHCK	Amount	BHCK	Amount	
Loans and Leases Held for Investment:¹					
1. Real estate loans:					
a. Construction loans	JJ04	6,630,000	JJ12	88,000	1.a.
b. Commercial real estate loans	JJ05	27,532,000	JJ13	299,000	1.b.
c. Residential real estate loans	JJ06	68,147,000	JJ14	580,000	1.c.
2. Commercial loans ³	JJ07	155,145,000	JJ15	1,892,000	2.
3. Credit cards	JJ08	5,300,000	JJ16	347,000	3.
4. Other consumer loans	JJ09	56,475,000	JJ17	2,005,000	4.
5. Unallocated, if any			JJ18	0	5.
6. Total (sum of items 1.a through 5) ⁴	JJ11	319,229,000	JJ19	5,211,000	6.

Dollar Amounts in Thousands	Allowance Balance		
	BHCK	Amount	
Held-to-Maturity Securities:⁵			
7. Securities issued by states and political subdivisions in the U.S.	JJ20	0	7.
8. Total mortgage-backed securities (MBS) (including CMOs, REMICs and stripped MBS)	JJ21	0	8.
9. Asset-backed securities and structured financial products	JJ23	0	9.
10. Other debt securities	JJ24	0	10.
11. Total (sum of items 7 through 10) ⁶	JJ25	0	11.

1. Data items 1-6 are to be completed by holding companies that have adopted ASU 2016-13 and holding companies with less than \$5 billion that have *not* adopted ASU 2016-13 (and chose not to report on HI-C Part I). Holding companies that have less than \$5 billion in total assets and have not adopted ASU 2016-13 should report the recorded investment instead of the amortized cost in column A and report items 1-6 semiannually in June and December.
2. The asset size test is based on the total assets reported as of prior year June 30 report date.
3. Include all loans and leases not reported as real estate loans, credit cards, or other consumer loans in items 1, 3, or 4 of Schedule HI-C, Part II.
4. Item 6, column B, must equal schedule HC, item 4.c.
5. Only institutions that have adopted ASU 2016-13 are to complete Schedule HI-C, Part II line items 7 through 11. Institutions with less than \$5 billion in total assets should report items 7 through 11 semiannually in the June and December reports only.
6. Item 11 must equal Schedule HI-B, Part II item 7, column B.

Notes to the Income Statement—Predecessor Financial Items

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

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

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

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

Notes to the Income Statement (Other)

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

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

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

Example

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

TEXT	BHCK	Amount
0000 Sch. HI, item 1.a(1), Recognition of interest payments on nonaccrual loans to XYZ country		
	0000	1350

Notes to the Income Statement (Other)

		Dollar Amounts in Thousands		
	TEXT	BHCK	Amount	
1.	Effect of adoption of Current Expected Credit Losses Methodology - ASU 2016-13 ^{1,2}	JJ26	2,109,000	1.
2.	Initial allowances for credit losses recognized upon the acquisition of purchased credit-deteriorated assets on or after the effective date of ASU 2016-13 ¹	JJ27	381,000	2.
3.	Effect of adoption of current expected credit losses methodology on allowances for credit losses on loans and leases held for investment and held-to-maturity debt securities ^{1,2}	JJ28	3,140,000	3.
4.				
	5351			
		5351	0	4.
5.				
	5352			
		5352	0	5.
6.				
	5353			
		5353	0	6.
7.				
	5354			
		5354	0	7.
8.				
	5355			
		5355	0	8.
9.				
	B042			
		B042	0	9.
10.				
	B043			
		B043	0	10.

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

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

Notes to the Income Statement (Other)—Continued

	TEXT	Dollar Amounts in Thousands	BHCK	Amount	
11.	B044				
			B044	0	11.
12.	B045				
			B045	0	12.
13.	B046				
			B046	0	13.
14.	B047				
			B047	0	14.
15.	B048				
			B048	0	15.
16.	B049				
			B049	0	16.
17.	B050				
			B050	0	17.
18.	B051				
			B051	0	18.
19.	B052				
			B052	0	19.
20.	B053				
			B053	0	20.
21.	B054				
			B054	0	21.
22.	B055				
			B055	0	22.
23.	B056				
			B056	0	23.

Consolidated Financial Statements for Holding Companies

Report at the close of business March 31, 2020

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	5,295,000	1.a.
b. Interest-bearing balances: ²					
(1) In U.S. offices.....			0395	30,896,000	1.b.(1)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs.....			0397	59,000	1.b.(2)
2. Securities:					
a. Held-to-maturity securities (from Schedule HC-B, column A) ³			JJ34	0	2.a.
b. Available-for-sale securities (from Schedule HC-B, column D).....			1773	78,398,000	2.b.
c. Equity securities with readily determinable fair values not held for trading ⁴			JA22	641,000	2.c.
3. Federal funds sold and securities purchased under agreements to resell:					
a. Federal funds sold in domestic offices.....			BHDM B987	0	3.a.
b. Securities purchased under agreements to resell ^{5, 6}			BHCK B989	1,796,000	3.b.
4. Loans and lease financing receivables:					
a. Loans and leases held for sale.....			5369	4,810,000	4.a.
b. Loans and leases, held for investment.....	B528	319,229,000			4.b.
c. LESS: Allowance for loan and lease losses ⁷	3123	5,211,000			4.c.
d. Loans and leases, held for investment, net of allowance for loan and lease losses (item 4.b minus 4.c).....	B529	314,018,000			4.d.
5. Trading assets (from Schedule HC-D).....			3545	7,711,000	5.
6. Premises and fixed assets (including capitalized leases).....			2145	5,772,000	6.
7. Other real estate owned (from Schedule HC-M).....			2150	82,000	7.
8. Investments in unconsolidated subsidiaries and associated companies.....			2130	4,981,000	8.
9. Direct and indirect investments in real estate ventures.....			3656	5,000	9.
10. Intangible assets (from Schedule HC-M).....			2143	29,245,000	10.
11. Other assets (from Schedule HC-F) ⁶			2160	22,520,000	11.
12. Total assets (sum of items 1 through 11).....			2170	506,229,000	12.

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

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

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

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

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

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

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

Schedule HC—Continued

	Dollar Amounts in Thousands		BHDM	Amount	
Liabilities					
13. Deposits:					
a. In domestic offices (from Schedule HC-E):					
(1) Noninterest-bearing ¹	6631	97,618,000			13.a.(1)
(2) Interest-bearing	6636	252,561,000			13.a.(2)
b. In foreign offices, Edge and Agreement subsidiaries, and IBFs:			BHFN		
(1) Noninterest-bearing	6631	0			13.b.(1)
(2) Interest-bearing	6636	0			13.b.(2)
14. Federal funds purchased and securities sold under agreements to repurchase:			BHDM		
a. Federal funds purchased in domestic offices ²	B993	107,000			14.a.
b. Securities sold under agreements to repurchase ³	BHCK				
b. Securities sold under agreements to repurchase ³	B995	1,529,000			14.b.
15. Trading liabilities (from Schedule HC-D)	3548	1,785,000			15.
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule HC-M)	3190	68,249,000			16.
17. Not applicable.					
18. Not applicable.					
19. a. Subordinated notes and debentures ⁴	4062	6,636,000			19.a.
b. Subordinated notes payable to unconsolidated trusts issuing trust preferred securities, and trust preferred securities issued by consolidated special purpose entities	C699	612,000			19.b.
20. Other liabilities (from Schedule HC-G)	2750	11,071,000			20.
21. Total liabilities (sum of items 13 through 20)	2948	440,168,000			21.
22. Not applicable.					
Equity Capital					
Holding Company Equity Capital					
23. Perpetual preferred stock and related surplus	3283	4,599,000			23.
24. Common stock (par value)	3230	6,737,000			24.
25. Surplus (exclude all surplus related to preferred stock)	3240	35,584,000			25.
26. a. Retained earnings	3247	18,076,000			26.a.
b. Accumulated other comprehensive income ⁵	B530	898,000			26.b.
c. Other equity capital components ⁶	A130	0			26.c.
27. a. Total holding company equity capital (sum of items 23 through 26.c)	3210	65,894,000			27.a.
b. Noncontrolling (minority) interests in consolidated subsidiaries	3000	167,000			27.b.
28. Total equity capital (sum of items 27.a and 27.b)	G105	66,061,000			28.
29. Total liabilities and equity capital (sum of items 21 and 28)	3300	506,229,000			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)

- | | | |
|-------|------|--|
| 0=No | BHCK | |
| 1=Yes | C884 | |
- M.1.
1. Has the holding company engaged in a full-scope independent external audit at any time during the calendar year? (Enter "1" for Yes, enter "0" for No.)
 2. If response to Memoranda item 1 is yes, indicate below the name and address of the holding company's independent external auditing firm (see instructions), and the name and e-mail address of the auditing firm's engagement partner.⁷

a. _____
(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 Abbreviation (TEXT C714)

(4) Zip Code (TEXT C715)

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

Schedule HC-B—Securities

	Held-to-Maturity				Available-for-Sale			
	(Column A) Amortized Cost		(Column B) Fair Value		(Column C) Amortized Cost		(Column D) Fair Value	
	BHCK Amount	BHCK Amount	BHCK Amount	BHCK Amount	BHCK Amount	BHCK Amount	BHCK Amount	BHCK Amount
Dollar Amounts in Thousands								
1. U.S. Treasury securities.....	0	0	0	0	2,272,000	1,287	2,319,000	1.
2. U.S. government agency and sponsored agency obligations (exclude mortgage-backed securities) ¹	0	0	0	0	1,846,000	HT53	1,933,000	2.
3. Securities issued by states and political subdivisions in the U.S.	0	0	0	0	513,000	8499	539,000	3.
<i>Holding companies with less than \$5 billion should report data item 4.a.(4) and should leave 4.a.(1) through 4.a.(3) blank.³</i>								
4. Mortgage-backed securities (MBS)								
a. Residential pass-through securities:								
(1) Guaranteed by GNMA	0	0	0	0	20,183,000	G303	20,895,000	4.a.(1)
(2) Issued by FNMA and FHLMC	0	0	0	0	22,749,000	G307	23,581,000	4.a.(2)
(3) Other pass-through securities.....	0	0	0	0	0	G311	0	4.a.(3)
(4) Guaranteed by GNMA, issued by FNMA and FHLMC and other pass-through securities						KX55		4.a.(4)
b. Other residential mortgage-backed securities (include CMOs, REMICs, and stripped MBS):								
(1) Issued or guaranteed by U.S. Government agencies or sponsored agencies ²	0	0	0	0	26,375,000	G315	27,277,000	4.b.(1)
(2) Collateralized by MBS issued or guaranteed by U.S. Government agencies or sponsored agencies ²	0	0	0	0	0	G319	0	4.b.(2)
(3) All other residential mortgage-backed securities.....	0	0	0	0	185,000	G323	298,000	4.b.(3)
c. Commercial MBS:								
(1) Commercial pass-through securities:								
(a) Issued or guaranteed by FNMA, FHLMC, or GNMA	0	0	0	0	2,000	K145	2,000	4.c.(1)(a)
(b) Other pass-through securities	0	0	0	0	0	K149	0	4.c.(1)(b)
(2) Other commercial MBS:								
(a) Issued or guaranteed by U.S. Government agencies or sponsored agencies ²	0	0	0	0	1,487,000	K153	1,517,000	4.c.(2)(a)
(b) All other commercial MBS	0	0	0	0	0	K157	0	4.c.(2)(b)

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 Administration (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).

3. Asset-size test is based on the total assets reported as of prior year June 30 report date.

Schedule HC-B—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								
5. Asset-backed securities and structured financial products:								
a. Asset-backed Securities (ABS)	C026	0	C988	0	C989	29,000	C027	28,000
b. Structured financial products	HT58	0	HT59	0	HT60	0	HT61	0
6. Other debt securities:								
a. Other domestic debt securities	1737	0	1738	0	1739	3,000	1741	3,000
b. Other foreign debt securities	1742	0	1743	0	1744	6,000	1746	6,000
7. Investments in mutual funds and other equity securities with readily determinable fair values ¹					A510		A511	
							BHCT	
8. Total (sum of items 1 through 7) ²	1754	0	1771	0	1772	75,650,000	1773	78,398,000

Memoranda

	Dollar Amounts in Thousands	
	BHCK	Amount
1. Pledged securities ³	0416	8,946,000
2. Remaining maturity or next repricing date of debt securities ^{4, 5} (Schedule HC-B, items 1 through 6.b in columns A and D above):		
a. 1 year and less	0383	4,202,000
b. Over 1 year to 5 years	0384	2,880,000
c. Over 5 years	0387	71,316,000
<i>Memorandum item 3 is to be completed semiannually in the June and December reports only.</i>		
3. Amortized cost of held-to-maturity securities sold or transferred to available-for-sale or trading securities during the calendar year-to-date (report the amortized cost at date of sale or transfer)	1778	
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. For institutions that have adopted ASU 2016-13, the total reported in column A must equal Schedule HC, item 2.a, plus Schedule HI-B, Part II, item 7, column B. For institutions that have not adopted ASU 2016-13, the total reported in column A must equal Schedule HC, item 2.a. For all institutions, the total reported in column D must equal Schedule HC, item 2.b.

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

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

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

Schedule HC-B—Continued
Memoranda—Continued

	Dollar Amounts in Thousands							
	Held-to-Maturity		Available-for-Sale					
	(Column A) Amortized Cost	(Column B) Fair Value	(Column C) Amortized Cost	(Column D) Fair Value				
BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
<i>Memorandum items 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	0	B839	0	B840	0	B841	0	M.5.a.
b. Home equity lines	0	B843	0	B844	0	B845	0	M.5.b.
c. Automobile loans	0	B847	0	B848	0	B849	0	M.5.c.
d. Other consumer loans	0	B851	0	B852	29,000	B853	28,000	M.5.d.
e. Commercial and industrial loans	0	B855	0	B856	0	B857	0	M.5.e.
f. Other	0	B859	0	B860	0	B861	0	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	0	G349	0	G350	0	G351	0	M.6.a.
b. Trust preferred securities issued by real estate investment trusts	0	G353	0	G354	0	G355	0	M.6.b.
c. Corporate and similar loans	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)	0	G361	0	G362	0	G363	0	M.6.d.
e. 1–4 family residential MBS not issued or guaranteed by GSEs	0	G365	0	G366	0	G367	0	M.6.e.
f. Diversified (mixed) pools of structured financial products	0	G369	0	G370	0	G371	0	M.6.f.
g. Other collateral or reference assets	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 prior year June 30 report date.

Schedule HC-C—Loans and Lease Financing Receivables

Do not deduct the allowance for loan and lease losses¹ from amounts reported in this schedule. Report (1) loans and leases held for sale at the lower of cost or fair value, (2) loans and leases held for investment, net of unearned income, and (3) loans and leases accounted for at fair value under a fair value option. Exclude assets held for trading and commercial paper.

Dollar Amounts in Thousands	(Column A) Consolidated		(Column B) In Domestic Offices		
	BHCK	Amount	BHDM	Amount	
1. Loans secured by real estate	1410	131,647,000			1.
a. Construction, land development, and other land loans:			BHCK		
(1) 1–4 family residential construction loans			F158	1,415,000	1.a.(1)
(2) Other construction loans and all land development and other land loans			F159	8,260,000	1.a.(2)
b. Secured by farmland			BHDM		
c. Secured by 1–4 family residential properties:			1420	581,000	1.b.
(1) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit			1797	15,099,000	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties:					
(a) Secured by first liens			5367	56,640,000	1.c.(2)(a)
(b) Secured by junior liens			5368	945,000	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties.....			1460	5,087,000	1.d.
e. Secured by nonfarm nonresidential properties:			BHCK		
(1) Loans secured by owner-occupied nonfarm nonresidential properties			F160	21,357,000	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties.....			F161	22,263,000	1.e.(2)
2. Loans to depository institutions and acceptances of other banks			BHDM		
a. To U.S. banks and other U.S. depository institutions.....	1292	125,000	1288	130,000	2.
b. To foreign banks	1296	5,000			2.a.
3. Loans to finance agricultural production and other loans to farmers	1590	264,000	1590	264,000	2.b.
<i>Holding companies with less than \$5 billion in total assets should report data item 4.c and leave data items 4.a and 4.b blank.²</i>					
4. Commercial and industrial loans			1766	85,966,000	3.
a. To U.S. addressees (domicile)	1763	83,751,000			4.
b. To non-U.S. addressees (domicile)	1764	2,531,000			4.a.
c. To U.S. addressees (domicile) and non-U.S. addressees (domicile)..	KX56				4.b.
5. Not applicable.					4.c.
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper)			1975	58,932,000	6.
a. Credit cards	B538	3,865,000			6.a.
b. Other revolving credit plans.....	B539	2,539,000			6.b.
c. Automobile loans	K137	27,605,000			6.c.
d. Other consumer loans (includes single payment, installment, and all student loans)	K207	24,923,000			6.d.
7. Loans to foreign governments and official institutions (including foreign central banks)	2081	0	2081	0	7.
8. Not applicable.					

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

2. Asset-size test is based on the total assets reported as of prior year June 30 report date.

Schedule HC-C—Continued

Dollar Amounts in Thousands	(Column A) Consolidated		(Column B) In Domestic Offices		
	BHCK	Amount	BHDM	Amount	
<i>Holding companies with less than \$5 billion in total assets should report data item 9.b.(3) and leave data items 9.b.(1) and 9.b.(2) blank.¹</i>					
9. Loans to nondepository financial institutions and other loans:					
a. Loans to nondepository financial institutions	J454	18,498,000	J454	18,498,000	9.a.
b. Other loans					
(1) Loans for purchasing or carrying securities (secured or unsecured)	1545	297,000	1545	297,000	9.b.(1)
(2) All other loans (exclude consumer loans).....	J451	21,965,000	J451	21,965,000	9.b.(2)
(3) Loans for purchasing or carrying securities (secured and unsecured) and all other loans	KX57		KX57		9.b.(3)
<i>Holding companies with less than \$5 billion in total assets should report data item 10.c. and should leave data items 10.a. and 10.b. blank.¹</i>					
10. Lease financing receivables (net of unearned income)			2165	6,024,000	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	6,024,000			10.b.
c. Lease finance receivables.....	KX58				10.c.
11. LESS: Any unearned income on loans reflected in items 1–9 above....	2123	0	2123	0	11.
12. Total loans and leases held for investment and held for sale (sum of items 1 through 10 minus item 11) (total of column A must equal Schedule HC, sum of items 4.a and 4.b)...	2122	324,039,000	2122	323,723,000	12.

Memoranda

Dollar Amounts in Thousands	BHDM	Amount	
<i>HC-C memoranda items 1.a.(1) through 1.f.(3)(c) are to be completed semiannually in June and December by holding companies with less than \$5 billion total assets. These items are to be completed quarterly by holding companies with \$5 billion or more in total assets.¹</i>			
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	54,000	M.1.a.(2)
b. Loans secured by 1–4 family residential properties in domestic offices	F576	317,000	M.1.b.
c. Secured by multifamily (5 or more) residential properties in domestic offices	K160	2,000	M.1.c.
d. Secured by nonfarm nonresidential properties in domestic offices:			
(1) Loans secured by owner-occupied nonfarm nonresidential properties	K161	12,000	M.1.d.(1)
(2) Loans secured by other nonfarm nonresidential properties	K162	4,000	M.1.d.(2)
<i>Holding companies with less than \$5 billion in total assets should report Memo item 1.e.(3) (semiannually in June and December), and should leave data item 1.e.(1) and 1.e.(2) blank.¹</i>			
e. Commercial and Industrial loans:			
(1) To U.S. addressees (domicile).....	K163	56,000	M.1.e.(1)
(2) To non-U.S. addressees (domicile).....	K164	0	M.1.e.(2)
(3) To U.S. addressees (domicile) and non-U.S. addressees (domicile)	KX59		M.1.e.(3)

1. Asset-size test is based on the total assets reported as of prior year June 30 report date.

Schedule HC-C—Continued

Memoranda—Continued

	Dollar Amounts in Thousands		
	BHCK	Amount	
f. All other loans (<i>include</i> loans to individuals for household, family, and other personal expenditures)	K165	329,000	M.1.f.
<i>Itemize and describe loan categories included in Memorandum item 1.f, above that exceed 10 percent of total loans restructured in troubled debt restructurings that are in compliance with their modified terms (sum of Memorandum items 1.a through 1.f):</i>			
(1) Loans secured by farmland in domestic offices	K166	0	M.1.f.(1)
(2) Loans to finance agricultural production and other loans to farmers	K168	0	M.1.f.(2)
(3) Loans to individuals for household, family, and other personal expenditures:			
(a) Credit cards	K098	0	M.1.f.(3)(a)
(b) Automobile loans	K203	296,000	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	774,000	M.1.g.
2. Loans to finance commercial real estate, construction, and land development activities (<i>not secured by real estate</i>) included in Schedule HC-C, items 4 and 9, Column A, above	2746	8,278,000	M.2.
<i>To be completed by holding companies with \$5 billion or more in total assets.¹</i>			
3. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HC-C, item 1, column A)	B837	30,000	M.3.
<i>Memorandum item 4 is to be completed by (1) holding companies with \$5 billion or more in total assets¹ that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).</i>			
4. Outstanding credit card fees and finance charges (included in Schedule HC-C, item 6.a, Column A)	C391	32,000	M.4.

1. Asset-size test is based on the total assets reported as of prior year June 30 report date.

Schedule HC-C—Continued

Memoranda—Continued

Dollar Amounts in Thousands	BHCK	Amount	
<i>Memorandum item 5 is to be completed by all holding companies. Memorandum item 5.a and 5.b are to be completed semiannually in the June and December reports only.¹</i>			
5. Purchased credit-impaired loans held for investment accounted for in accordance with FASB ASC 310-30 (former AICPA Statement of Position 03-3) (exclude loans held for sale):			
a. Outstanding balance.....	C779		M.5.a.
b. Amount included in Schedule HC-C, items 1 through 9	C780		M.5.b.
<i>Memorandum item 6.a, 6.b, and 6.c are to be completed semiannually in the June and December reports only.</i>			
6. Closed-end loans with negative amortization features secured by 1–4 family residential properties in domestic offices:			
a. Total amount of closed-end loans with negative amortization features secured by 1–4 family residential properties (included in Schedule HC-C, items 1.c.(2)(a) and (b)) ..	F230		M.6.a.
<i>Memorandum items 6.b and 6.c are to be completed by holding companies that had closed-end loans with negative amortization features secured by 1–4 family residential properties (as reported in Schedule HC-C, Memorandum item 6.a) as of December 31, 2018, that exceeded the lesser of \$100 million or 5 percent of total loans and leases held for investment and held for sale in domestic offices (as reported in Schedule HC-C, item 12, column B).</i>			
b. Total maximum remaining amount of negative amortization contractually permitted on closed-end loans secured by 1–4 family residential properties	F231		M.6.b.
c. Total amount of negative amortization on closed-end loans secured by 1–4 family residential properties included in the amount reported in Memorandum item 6.a above	F232		M.6.c.
7.–8. Not applicable.			
9. Loans secured by 1–4 family residential properties in domestic offices in process of foreclosure (included in Schedule HC-C, items 1.c.(1), 1.c.(2)(a), and 1.c.(2)(b))	BHDM F577	300,000	M.9.
10.–11. Not applicable.			

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

Schedule HC-C—Continued

Memoranda—Continued

	(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 con- tractual cash flows not expected to be collected		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands							
<p><i>Memorandum item 12.a, 12.b, 12.c, and 12.d are to be completed semiannually in the June and December reports only. Holding companies with less than \$5 billion in total assets should report Memorandum item 12.e semiannually in June and December and should leave 12.a, 12.b, 12.c, and 12.d blank.¹</i></p>							
<p>12. Loans (not subject to the requirements of FASB ASC 310-30 (former AICPA Statement of Position 03-3))² and leases held for investment that are acquired in business combinations with acquisition dates in the current calendar year:</p>							
a. Loans secured by real estate.....	G091		G092		G093		M.12.a.
b. Commercial and industrial loans	G094		G095		G096		M.12.b.
c. Loans to individuals for household, family, and other personal expenditures.....	G097		G098		G099		M.12.c.
d. All other loans and all leases	G100		G101		G102		M.12.d.
e. Loans and leases.....	KX60		KX61		KX62		M.12.e.
Dollar Amounts in Thousands							
13. Not applicable.							
14. Pledged loans and leases	G378	150,795,000					M.14.

1. Asset-size test is based on the total assets reported as of prior year June 30 report date.

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

Schedule HC-D—Trading Assets and Liabilities

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

	Dollar Amounts in Thousands		
	BHCM	Amount	
Assets			
1. U.S. Treasury securities.....	3531	630,000	1.
2. U.S. government agency obligations (exclude mortgage-backed securities)	3532	343,000	2.
3. Securities issued by states and political subdivisions in the U.S.	3533	43,000	3.
4. Mortgage-backed securities (MBS):	BHCK		
a. Residential pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA	G379	335,000	4.a.
b. Other residential mortgage-backed securities issued or guaranteed by U.S. Government agencies or sponsored agencies ² (include CMOs, REMICs, and stripped MBS)	G380	266,000	4.b.
c. All other residential mortgage-backed securities	G381	0	4.c.
d. Commercial MBS issued or guaranteed by U.S. Government agencies or sponsored agencies ²	K197	58,000	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	535,000	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	207,000	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	1,362,000	6.d.
7.-8. Not applicable.	BHCM		
9. Other trading assets	3541	84,000	9.
10. Not applicable.			
11. Derivatives with a positive fair value	3543	3,848,000	11.
12. Total trading assets (sum of items 1 through 11) (total of Column A must equal Schedule HC, item 5)	BHCT		
	3545	7,711,000	12.
Liabilities			
13. a. Liability for short positions:	BHCK		
(1) Equity securities.....	G209	8,000	13.a.(1)
(2) Debt securities.....	G210	1,077,000	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	700,000	14.
15. Total trading liabilities (sum of items 13.a through 14) (total of column A must equal Schedule HC, item 15)	BHCT		
	3548	1,785,000	15.

1. Asset-size test is based on the total assets reported as of prior year June 30 report date.

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 Administration (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	202,000	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	1,689,000	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:			
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 prior year June 30 report date.

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 percent of item 9 less Memoranda items 9.a.(1) and 9. a. (2)): ²			
(1)	BHTX F655		F655		M.9.b.(1)
(2)	BHTX F656		F656		M.9.b.(2)
(3)	BHTX F657		F657		M.9.b.(3)
10.		Other trading liabilities (itemize and describe amounts included in Schedule HC-D, item 13.b that are greater than \$1,000,000 and exceed 25 percent of the item)			
a.	BHTX F658		F658		M.10.a.
b.	BHTX F659		F659		M.10.b.
c.	BHTX F660		F660		M.10.c.

2. Exclude equity securities.

Schedule HC-E—Deposit Liabilities¹

		Dollar Amounts in Thousands	BHCB	Amount	
1.		Deposits held in domestic offices of commercial bank subsidiaries of the reporting holding company:			
a.		Noninterest-bearing balances ²	2210	97,618,000	1.a.
b.		Interest-bearing demand deposits, NOW, ATS, and other transaction accounts.....	3187	19,426,000	1.b.
c.		Money market deposit accounts and other savings accounts	2389	198,048,000	1.c.
d.		Time deposits of \$250,000 or less	HK29	27,038,000	1.d.
e.		Time deposits of more than \$250,000	J474	8,049,000	1.e.
2.		Deposits held in domestic offices of other depository institutions that are subsidiaries of the reporting holding company:			
a.		Noninterest-bearing balances ²	BHOD 3189	0	2.a.
b.		Interest-bearing demand deposits, NOW, ATS, and other transaction accounts.....	3187	0	2.b.
c.		Money market deposit accounts and other savings accounts	2389	0	2.c.
d.		Time deposits of \$250,000 or less	HK29	0	2.d.
e.		Time deposits of more than \$250,000	J474	0	2.e.

Memoranda

		Dollar Amounts in Thousands	BHDM	Amount	
1.		Brokered deposits \$250,000 or less with a remaining maturity of one year or less	HK06	13,618,000	M.1.
2.		Brokered deposits \$250,000 or less with a remaining maturity of more than one year.....	HK31	719,000	M.2.
3.		Time deposits of more than \$250,000 with a remaining maturity of one year or less	HK32	7,496,000	M.3.
4.		Foreign office time deposits with a remaining maturity of one year or less	BHFN A245	0	M.4.

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

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

Schedule HC-F—Other Assets¹

	Dollar Amounts in Thousands		
	BHCK	Amount	
1. Accrued interest receivable ²	B556	1,141,000	1.
2. Net deferred tax assets ³	2148	0	2.
3. Interest-only strips receivable (not in the form of a security) ⁴	HT80	0	3.
4. Equity investments without readily determinable fair values ⁵	1752	1,503,000	4.
5. Life insurance assets:			
a. General account life insurance assets	K201	4,292,000	5.a.
b. Separate account life insurance assets.....	K202	1,538,000	5.b.
c. Hybrid account life insurance assets	K270	583,000	5.c.
6. Other	2168	13,463,000	6.
	BHCT		
7. Total (sum of items 1 through 6) (must equal Schedule HC, item 11)	2160	22,520,000	7.

1. Institutions that have adopted ASU 2016-13 should report asset amounts in Schedule HC-F net of any applicable allowance for credit losses.
2. Include accrued interest receivable on loans, leases, debt securities, and other interest-bearing assets. Exclude accrued interest receivables on interest-bearing assets that are reported elsewhere on the balance sheet.
3. See discussion of deferred income taxes in Glossary entry on "income taxes."
4. Report interest-only strips receivable in the form of a security as available-for-sale securities in Schedule HC, item 2.b, or as trading assets in Schedule HC, item 5, as appropriate.
5. Include Federal Reserve stock, Federal Home Loan Bank stock, and bankers' bank stock.

Schedule HC-G—Other Liabilities

	Dollar Amounts in Thousands		
	BHCK	Amount	
1. Not applicable.			
2. Net deferred tax liabilities ¹	3049	1,205,000	2.
3. Allowance for credit losses on off-balance-sheet credit exposures ²	B557	400,000	3.
4. Other	B984	9,466,000	4.
	BHCT		
5. Total (sum of items 2 through 4) (must equal Schedule HC, item 20)	2750	11,071,000	5.

1. See discussion of deferred income taxes in Glossary entry on "income taxes."
2. Holding companies that have adopted ASU 2016-13 should report in Schedule HC-G, item 3, the allowance for credit losses on those off-balance sheet credit exposures that fall within the scope of the standard.

Schedule HC-H—Interest Sensitivity¹

	Dollar Amounts in Thousands		
	BHCK	Amount	
1. Earning assets that are repricable within one year or mature within one year	3197	219,929,000	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	29,608,000	2.
3. Long-term debt that reprices within one year included in items 16 and 19.a on Schedule HC, Balance Sheet	3298	2,502,000	3.
4. Variable-rate preferred stock (includes both limited-life and perpetual preferred stock)	3408	503,000	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	176,000	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		1.
2.	Total assets	C244	63,000	2.
Liabilities				
3.	Claims and claims adjustment expense reserves	B990	29,000	3.
4.	Unearned premiums	B991	0	4.
5.	Total equity	C245	33,000	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		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	4,130,000	1.a.
b. Mortgage-backed securities ¹		B559	71,001,000	1.b.
c. All other debt securities ¹ and equity securities with readily determinable fair values not held for trading ²		B560	1,255,000	1.c.
2. Federal funds sold and securities purchased under agreements to resell		3365	1,595,000	2.
		BHDM		
3. a. Total loans and leases in domestic offices		3516	307,399,000	3.a.
(1) Loans secured by 1–4 family residential properties		3465	74,062,000	3.a.(1)
(2) All other loans secured by real estate		3466	55,884,000	3.a.(2)
(3) Loans to finance agricultural production and other loans to farmers		3386	268,000	3.a.(3)
(4) Commercial and industrial loans		3387	85,188,000	3.a.(4)
(5) Loans to individuals for household, family, and other personal expenditures:				
(a) Credit cards		B561	3,981,000	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	55,071,000	3.a.(5)(b)
		BHFN		
b. Total loans and leases in foreign offices, Edge and agreement subsidiaries, and IBFs		3360	353,000	3.b.
<i>Item 4(a) is to be completed by holding companies with \$5 billion or more in total assets and total trading assets of \$10 million or more in any of the four preceding calendar quarters.³</i>				
		BHCK		
4. a. Trading assets		3401	9,111,000	4.a.
b. Other earning assets		B985	21,470,000	4.b.
5. Total consolidated assets ⁴		3368	476,406,000	5.
Liabilities				
6. Interest-bearing deposits (domestic) ⁵		3517	241,514,000	6.
7. Interest-bearing deposits (foreign) ⁵		3404	0	7.
8. Federal funds purchased and securities sold under agreements to repurchase		3353	4,006,000	8.
9. All other borrowed money		2635	54,364,000	9.
10. Not applicable.				
Equity Capital				
11. Total equity capital (excludes limited-life preferred stock)		3519	65,238,000	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. Asset-size test is based on the total assets reported as of prior year June 30 report date.

4. The quarterly average for total assets should reflect securities not held for trading as follows:

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

5. Includes interest-bearing demand deposits.

For Federal Reserve Bank Use Only

C.I. _____

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	22,011,000	1.a.
	<i>1.b.(1) and 1.b.(2) are to be completed by holding companies with \$5 billion or more in total assets¹ semiannually in the June and December reports only.</i>					
b.	(1) Unused consumer credit card lines			J455		1.b.(1)
	(2) Other unused credit card lines			J456		1.b.(2)
c.	(1) Commitments to fund commercial real estate, construction, and land development loans secured by real estate (sum of items 1.c.(1)(a) and (b) must equal item 1.c.(1))			3816	11,739,000	1.c.(1)
	(a) 1–4 family residential construction loan commitments	F164	2,219,000			1.c.(1)(a)
	(b) Commercial real estate, other construction loan, and land development loan commitments	F165	9,520,000			1.c.(1)(b)
	(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate			6550	2,237,000	1.c.(2)
	<i>Item 1(d) is to be completed by holding companies with \$5 billion or more in total assets.¹</i>					
d.	Securities underwriting			3817	2,000	1.d.
e.	Other unused commitments:					
	(1) Commercial and industrial loans			J457	71,731,000	1.e.(1)
	(2) Loans to financial institutions			J458	11,123,000	1.e.(2)
	(3) All other unused commitments			J459	16,899,000	1.e.(3)
2.	Financial standby letters of credit and foreign office guarantees			6566	4,474,000	2.
	<i>Item 2.a is to be completed by holding companies with \$5 billion or more in total assets.¹</i>					
a.	Amount of financial standby letters of credit conveyed to others			3820	363,000	2.a.
3.	Performance standby letters of credit and foreign office guarantees			6570	537,000	3.
	<i>Item 3.a is to be completed by holding companies with \$5 billion or more in total assets.¹</i>					
a.	Amount of performance standby letters of credit conveyed to others			3822	14,000	3.a.
4.	Commercial and similar letters of credit			3411	39,000	4.
5.	Not applicable.					
6.	Securities:					
a.	Securities lent			3433	0	6.a.
b.	Securities borrowed			3432	1,000	6.b.

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

		(Column A) Sold Protection		(Column B) Purchased Protection		
		BHCK	Amount	BHCK	Amount	
7.	Credit derivatives:					
a.	Notional amounts:					
	(1) Credit default swaps	C968	486,000	C969	1,371,000	7.a.(1)
	(2) Total return swaps	C970	0	C971	1,924,000	7.a.(2)
	(3) Credit options	C972	0	C973	0	7.a.(3)
	(4) Other credit derivatives	C974	5,419,000	C975	1,410,000	7.a.(4)
b.	Gross fair values:					
	(1) Gross positive fair value	C219	0	C221	341,000	7.b.(1)
	(2) Gross negative fair value	C220	17,000	C222	13,000	7.b.(2)

1. The \$5 billion asset size test is based on the total assets reported as of prior year June 30 report date.

Schedule HC-L—Continued

Report only transactions with nonrelated institutions

		Dollar Amounts in Thousands		BHCK	Amount	
7. c. Notional amounts by regulatory capital treatment: ¹						
(1) Positions covered under the Market Risk Rule:						
(a) Sold protection		G401	339,000			7.c.(1)(a)
(b) Purchased protection		G402	1,924,000			7.c.(1)(b)
(2) All other positions:						
(a) Sold protection		G403	5,566,000			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	2,781,000			7.c.(2)(c)

		Remaining Maturity of:						
		(Column A) One year or less		(Column B) Over One Year Through Five Years		(Column C) Over Five Years		
Dollar Amounts in Thousands		BHCK	Amount	BHCK	Amount	BHCK	Amount	
d. Notional amounts by remaining maturity:								
(1) Sold credit protection: ²								
(a) Investment grade		G406	354,000	G407	1,929,000	G408	928,000	7.d.(1)(a)
(b) Subinvestment grade		G409	8,000	G410	1,927,000	G411	758,000	7.d.(1)(b)
(2) Purchased credit protection: ³								
(a) Investment grade		G412	300,000	G413	1,272,000	G414	486,000	7.d.(2)(a)
(b) Subinvestment grade		G415	166,000	G416	2,441,000	G417	39,000	7.d.(2)(b)

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

		BHCK	Amount	
8. Spot foreign exchange contracts		8765	420,000	8.
9. All other off-balance-sheet items (exclude derivatives) (include in item 9 the aggregate amount all other off-balance-sheet items that individually exceed 10 percent of Schedule HC, item 27.a, "Total holding company equity capital") (itemize and describe in items 9.a through 9.f only amounts that exceed 25 percent of Schedule HC, item 27.a)				
a. Commitments to purchase when-issued securities		3430	10,722,000	9.
b. Commitments to sell when-issued securities		3434	0	9.a.
		3435	0	9.b.
c.	TEXT 6561	6561	0	9.c.
d.	TEXT 6562	6562	0	9.d.
e.	TEXT 6568	6568	0	9.e.
f.	TEXT 6586	6586	0	9.f.

10. Not applicable.

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

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

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

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

4. The \$100 billion asset-size test is based on the total assets reported as of prior year June 30 report date.

Schedule HC-L—Continued

Dollar Amounts in Thousands	(Column A) Interest Rate Contracts	(Column B) Foreign Exchange Contracts	(Column C) Equity Derivative Contracts	(Column D) Commodity and Other Contracts	
Derivatives Position Indicators	Amount	Amount	Amount	Amount	
<i>Items 11.a. through 14.b.(2) are to be completed by holding companies with \$5 billion or more in total assets.¹</i>					
11. Gross amounts (e.g., notional amounts) (for each column, sum of items 11.a through 11.e must equal sum of items 12 and 13):					
a. Futures contracts.....	BHCK 8693 3,436,000	BHCK 8694 0	BHCK 8695 166,000	BHCK 8696 0	11.a.
b. Forward contracts.....	BHCK 8697 22,181,000	BHCK 8698 11,219,000	BHCK 8699 0	BHCK 8700 0	11.b.
c. Exchange-traded option contracts:					
(1) Written options.....	BHCK 8701 1,968,000	BHCK 8702 0	BHCK 8703 5,992,000	BHCK 8704 0	11.c.(1)
(2) Purchased options..	BHCK 8705 7,355,000	BHCK 8706 0	BHCK 8707 7,536,000	BHCK 8708 0	11.c.(2)
d. Over-the-counter option contracts:					
(1) Written options.....	BHCK 8709 17,818,000	BHCK 8710 92,000	BHCK 8711 19,120,000	BHCK 8712 795,000	11.d.(1)
(2) Purchased options..	BHCK 8713 11,807,000	BHCK 8714 96,000	BHCK 8715 6,599,000	BHCK 8716 813,000	11.d.(2)
e. Swaps.....	BHCK 3450 195,350,000	BHCK 3826 1,365,000	BHCK 8719 39,000	BHCK 8720 1,192,000	11.e.
12. Total gross notional amount of derivative contracts held for trading.....	BHCK A126 188,546,000	BHCK A127 12,772,000	BHCK 8723 39,413,000	BHCK 8724 2,800,000	12.
13. Total gross notional amount of derivative contracts held for purposes other than trading.....	BHCK 8725 71,369,000	BHCK 8726 0	BHCK 8727 39,000	BHCK 8728 0	13.
14. Gross fair values of derivative contracts:					
a. Contracts held for trading:					
(1) Gross positive fair value.....	BHCK 8733 4,229,000	BHCK 8734 242,000	BHCK 8735 1,482,000	BHCK 8736 346,000	14.a.(1)
(2) Gross negative fair value.....	BHCK 8737 1,206,000	BHCK 8738 258,000	BHCK 8739 1,769,000	BHCK 8740 342,000	14.a.(2)
b. Contracts held for purposes other than trading:					
(1) Gross positive fair value.....	BHCK 8741 831,000	BHCK 8742 0	BHCK 8743 0	BHCK 8744 0	14.b.(1)
(2) Gross negative fair value.....	BHCK 8745 325,000	BHCK 8746 0	BHCK 8747 12,000	BHCK 8748 0	14.b.(2)

1. Asset-size test is based on the total assets reported as of prior year June 30 report date.

Schedule HC-L—Continued

	(Column A) Banks and Securities Firms		(Column B) Not applicable	(Column C) Hedge Funds		(Column D) Sovereign Governments		(Column E) Corporations and All Other Counterparties	
	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	1,125,000		G420	3,000	G421	0	G422	4,182,000
b. Fair value of collateral:									
(1) Cash—U.S. dollar	G423	1,033,000		G425	782,000	G426	0	G427	131,000
(2) Cash—Other currencies	G428	0		G430	0	G431	0	G432	0
(3) U.S. Treasury securities	G433	3,000		G435	0	G436	0	G437	16,000
(4) U.S. government agency and U.S. government-sponsored agency debt securities.....	G438	4,000		G440	0	G441	0	G442	7,000
(5) Corporate bonds	G443	0		G445	0	G446	0	G447	0
(6) Equity securities	G448	0		G450	0	G451	0	G452	0
(7) All other collateral	G453	0		G455	0	G456	0	G457	0
(8) Total fair value of collateral (sum of items 15.b.(1) through (7))	G458	1,040,000		G460	782,000	G461	0	G462	154,000

1. The \$10 billion asset-size test is based on the total assets reported as of prior year June 30 report date.

Schedule HC-M—Memoranda

		Dollar Amounts in Thousands		BHCK	Amount	
1.	Total number of holding company common shares outstanding	Number (Unrounded)				1.
		3459	1,347,460,639			
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	15,853,000	2.
3.	Debt maturing in more than one year (included in Schedule HC, items 16 and 19.a) that is issued to unrelated third parties by bank subsidiaries			6556	39,627,000	3.
4.	Other assets acquired in satisfaction of debts previously contracted			6557	39,000	4.
5.	Securities purchased under agreements to resell offset against securities sold under agreements to repurchase on Schedule HC			A288	0	5.
<i>Items 6.a.(1)(a)(1) through 6.d. are to be completed by holding companies with \$5 billion or more in total assets.¹</i>						
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)(2)(a)
(b)	Secured by junior liens			K174	0	6.a.(1)(c)(2)(b)
(d)	Secured by multifamily (5 or more) residential properties			K175	0	6.a.(1)(d)
(e)	Secured by nonfarm nonresidential properties:					
(1)	Loans secured by owner-occupied nonfarm nonresidential properties			K176	0	6.a.(1)(e)(1)
(2)	Loans secured by other nonfarm nonresidential properties			K177	0	6.a.(1)(e)(2)
(2)-(4)	Not applicable.			BHCK		
(5)	All other loans and leases			K183	0	6.a.(5)
b.	Other real estate owned (included in Schedule HC, item 7):			BHDM		
(1)	Construction, land development, and other land in domestic offices			K187	0	6.b.(1)
(2)	Farmland in domestic offices			K188	0	6.b.(2)
(3)	1–4 family residential properties in domestic offices			K189	0	6.b.(3)
(4)	Multifamily (5 or more) residential properties in domestic offices			K190	0	6.b.(4)
(5)	Nonfarm nonresidential properties in domestic offices			K191	0	6.b.(5)

1. Asset-size test is based on the total assets reported as of prior year June 30 report date.

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		
c. Debt securities (included in Schedule HC, items 2.a and 2.b)		K192	0	6.b.(7)
d. Other assets (exclude FDIC loss-sharing indemnification assets)		J461	0	6.c.
		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

Sharon Smith

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

336-733-3032

Area Code / Phone Number (TEXT 9009)

	BHCK	Amount	
12. Intangible assets:			
a. Mortgage servicing assets	3164	2,150,000	12.a.
(1) Estimated fair value of mortgage servicing assets	6438	2,150,000	12.a.(1)
b. Goodwill	3163	23,927,000	12.b.
c. All other intangible assets	JF76	3,168,000	12.c.
d. Total (sum of items 12.a, 12.b, and 12.c) (must equal Schedule HC, item 10)	BHCT		
	2143	29,245,000	12.d.

13. Other real estate owned	2150	82,000	13.
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14. Other borrowed money:	BHCK		
a. Commercial paper	2309	61,000	14.a.
b. Other borrowed money with a remaining maturity of one year or less	2332	20,252,000	14.b.
c. Other borrowed money with a remaining maturity of more than one year	2333	47,936,000	14.c.
d. Total (sum of items 14.a, 14.b, and 14.c) (must equal Schedule HC, item 16)	BHCT		
	3190	68,249,000	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	5,714,000	16.

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

Schedule HC-M—Continued

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

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	1

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	

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	

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	4,432,000	20.a.
b. Balances due from related institutions:			
(1) Due from the holding company (parent company only), gross.....	4832	0	20.b.(1)
(2) Due from subsidiary banks of the holding company, gross	4833	59,000	20.b.(2)
(3) Due from nonbank subsidiaries of the holding company, gross	4834	0	20.b.(3)
c. Balances due to related institutions:			
(1) Due to holding company (parent company only), gross	5041	320,000	20.c.(1)
(2) Due to subsidiary banks of the holding company, gross.....	5043	1,000	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	100,000	20.d.
21. Net assets of subsidiaries engaged in insurance or reinsurance underwriting pursuant to Section 4(k)(4)(B) of the Bank Holding Company Act as amended by the Gramm-Leach-Bliley Act (12 U.S.C. § 1843(k)(4)(B)) ¹	C253	63,000	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:// ir.truist.com/legacy-documents](http://ir.truist.com/legacy-documents)

22.

Dollar Amounts in Thousands	BHCK	Amount	
<i>Memoranda items 23 and 24 are to be completed by all holding companies.</i>			
23. Secured liabilities:			
a. Amount of "Federal funds purchased in domestic offices" that are secured (included in Schedule HC, item 14.a)	F064	0	23.a.
b. Amount of "Other borrowings" that are secured (included in Schedule HC-M, item 14.d)	F065	35,088,000	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.

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C.I. _____

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

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.

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	
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	10,000	F174	2,000	F176	4,000	1.a.(1)
(2) Other construction loans and all land development and other land loans	F173	18,000	F175	0	F177	26,000	1.a.(2)
b. Secured by farmland in domestic offices....	3493	2,000	3494	0	3495	12,000	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	95,000	5399	4,000	5400	139,000	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties:							
(a) Secured by first liens	C236	697,000	C237	613,000	C229	250,000	1.c.(2)(a)
(b) Secured by junior liens	C238	18,000	C239	1,000	C230	16,000	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices....	3499	0	3500	0	3501	5,000	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:							
(1) Loans secured by owner-occupied nonfarm non-residential properties	F178	48,000	F180	3,000	F182	120,000	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties	F179	8,000	F181	0	F183	30,000	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	4,000	3.
4. Commercial and industrial loans	1606	174,000	1607	7,000	1608	296,000	4.
5. Loans to individuals for household, family, and other personal expenditures:							
a. Credit cards	B575	43,000	B576	37,000	B577	0	5.a.
b. Automobile loans	K213	522,000	K214	12,000	K215	126,000	5.b.
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) ..	K216	704,000	K217	1,075,000	K218	12,000	5.c.
6. Loans to foreign governments and official institutions	5389	0	5390	0	5391	0	6.
7. All other loans	5459	72,000	5460	0	5461	8,000	7.

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							
<i>Holding companies with less than \$5 billion in total assets are to report data item 8.c columns A, B and C and should leave data items 8.a and 8.b columns A, B and C blank.¹</i>							
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	8,000	F170	0	F171	27,000	8.b.
c. Lease finance receivables	KX63		KX64		KX65		8.c.
9. Total loans and leases (sum of items 1 through 8.b) ² ..	1406	2,419,000	1407	1,754,000	1403	1,075,000	9.
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)							
a. Guaranteed portion of loans and leases (exclude rebooked "GNMA loans") included in item 11 above	K036	786,000	K037	1,615,000	K038	69,000	11.
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 11 above							
	K039	612,000	K040	1,138,000	K041	47,000	11.a.
	K042	161,000	K043	472,000	K044	4,000	11.b.
12. Loans and leases in items 1 through 8 above which are covered by loss-sharing agreements with the FDIC (items 12(a)(1)(a) through 12(f) are to be reported by holding companies with \$5 billion or more in total assets): ¹							
a. Loans secured by real estate in domestic offices:							
(1) Construction, land development, and other land loans:							
(a) 1–4 family residential construction loans	BHDM		BHDM		BHDM		
	K045	0	K046	0	K047	0	12.a.(1)(a)
(b) Other construction loans and all land development and other land loans	K048	0	K049	0	K050	0	12.a.(1)(b)
(2) Secured by farmland.....	K051	0	K052	0	K053	0	12.a.(2)

1. Asset-sized test is based on the total assets of prior year June 30 report date.

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

Schedule HC-N—Continued

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	BHDM	Amount	BHDM	Amount	BHDM	Amount	
12. Loans and leases in items 1 through 8 above which are covered by loss-sharing agreements with the FDIC (items 12(a)(1)(a) through 12(f) are to be reported by holding companies with \$5 billion or more in total assets) (continued):							
(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)(b)(1)
(2) Secured by junior liens.....	K060	0	K061	0	K062	0	12.a.(3)(b)(2)
(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 non-farm nonresidential properties.....	K069	0	K070	0	K071	0	12.a.(5)(b)

b.–d. Not applicable.

Schedule HC-N—Continued

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
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

Dollar Amounts in Thousands	BHDM	Amount	BHDM	Amount	BHDM	Amount	
<i>Memoranda items 1.a.(1) through 1.d.(2) and 1.e.(3) through 1.f.(3)(c) are to be completed semi-annually in June and December by holding companies with less than \$5 billion in total assets.¹</i>							
1. Loans restructured in troubled debt restructurings included in Schedule HC-N, items 1 through 7, above (and not reported in Schedule HC-C, Memorandum item 1):							
a. Construction, land development, and other land loans in domestic offices:							
(1) 1–4 family residential construction loans ..	K105	0	K106	0	K107	0	M.1.a.(1)
(2) Other construction loans and all land development and other land loans	K108	0	K109	0	K110	0	M.1.a.(2)
b. Loans secured by 1–4 family residential properties in domestic offices	BHCK		BHCK		BHCK		
F661	F661	89,000	F662	155,000	F663	43,000	M.1.b.
c. Secured by multifamily (5 or more) residential properties in domestic offices	BHDM		BHDM		BHDM		
K111	K111	0	K112	0	K113	1,000	M.1.c.
d. Secured by nonfarm nonresidential properties in domestic offices:							
(1) Loans secured by owner-occupied nonfarm nonresidential properties	K114	1,000	K115	0	K116	14,000	M.1.d.(1)
(2) Loans secured by other nonfarm nonresidential properties	K117	0	K118	0	K119	0	M.1.d.(2)

1. Asset-size test is based on the total assets reported as of prior year June 30 report date.

Schedule HC-N—Continued

Memoranda—Continued

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
<p><i>Holding companies with less than \$5 billion in total assets are to report data item 1.e.(3) columns A, B and C and should leave Memoranda items 1.e.(1) and 1.e.(2) columns A, B and C blank.¹</i></p>							
1. e. Commercial and industrial loans:							
(1) To U.S. addressees (domicile).....	K120	1,000	K121	0	K122	25,000	M.1.e.(1)
(2) To non-U.S. addressees (domicile).....	K123	0	K124	0	K125	0	M.1.e.(2)
(3) To U.S. addressees (domicile) and non-U.S. addresses (domicile)	KX66		KX67		KX68		M.1.e.(3)
f. All other loans (<i>include</i> loans to individuals for household, family, and other personal expenditures)	K126	60,000	K127	1,000	K128	38,000	M.1.f.
<p><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></p>							
(1) Loans secured by farmland in domestic offices	BHDM K130	0	BHDM K131	0	BHDM K132	0	M.1.f.(1)
(2) Loans to finance agricultural production and other loans to farmers.....	BHCK K138	0	BHCK K139	0	BHCK 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 loan	K277	54,000	K278	0	K279	30,000	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 restructuring included in Schedule HC-N items 1 through 7, above (sum of Memorandum items 1.a.(1) through item 1.f.) ²	HK26	151,000	HK27	156,000	HK28	121,000	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	5,000	6559	0	6560	8,000	M.2.
3. Loans and leases included in Schedule HC-N, items 1, 2, 4, 5, 6, 7, and 8 extended to non-U.S. addressees	3508	15,000	1912	1,000	1913	6,000	M.3.
4. Not applicable.							
5. Loans and leases held-for-sale (included in Schedule HC-N, items 1 through 8 above) ...	C240	45,000	C241	6,000	C226	41,000	M.5.

1. Asset-size test is based on the total assets reported as of prior year June 30 report date.

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

Schedule HC-N—Continued

Memoranda—Continued

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

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

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

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

Schedule HC-P is to be completed by holding companies with \$5 billion or more in total assets^{1,2} at which either 1–4 family residential mortgage loan originations and purchases for resale¹ from all sources, loan sales, or quarter-end loans held for sale or trading in domestic offices that exceed \$10 million for two consecutive quarters.

Dollar Amounts in Thousands	BHCK	Amount	
1. Retail originations during the quarter of 1–4 family residential mortgage loans for sale: ¹	HT81	2,513,000	1.
2. Wholesale originations and purchases during the quarter of 1–4 family residential mortgage loans for sale: ¹	HT82	7,010,000	2.
3. 1–4 family residential mortgages sold during the quarter	FT04	12,674,000	3.
4. 1–4 family residential mortgages held for sale or trading at quarter-end (included in Schedule HC, items 4.a and 5)	FT05	3,660,000	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	-271,000	5.
6. Repurchases and indemnifications of 1–4 family residential mortgage loans during the quarter ..	HT86	5,000	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		7.a.
b. For representations and warranties made to other parties	L192		7.b.
c. Total representation and warranty reserves (sum of items 7.a and 7.b)	M288	66,000	7.c.

1. Exclude originations and purchases of 1–4 family residential mortgage loans that are held for investment.
2. Asset-sized test is based on total assets reported as of prior year June 30 report date.

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 with \$5 billion or more in total assets² that:

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

	(Column A) Total Fair Value Reported on Schedule HC		(Column B) LESS: Amounts Netted in the Determination of Total Fair Value		(Column C) Level 1 Fair Value Measurements		(Column D) Level 2 Fair Value Measurements		(Column E) Level 3 Fair Value Measurements	
	BHCY	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount
Dollar Amounts in Thousands										
Assets										
1. Available-for-sale debt and equity securities with readily determinable fair values not held for trading ¹	JA36	79,039,000	G474	0	G475	603,000	G476	78,138,000	G477	298,000
	BHCK									
2. Federal funds sold and securities purchased under agreements to resell	G478	0	G479	0	G480	0	G481	0	G482	0
3. Loans and leases held for sale	G483	3,655,000	G484	0	G485	0	G486	3,655,000	G487	0
4. Loans and leases held for investment	G488	0	G489	0	G490	0	G491	0	G492	0
	BHCT									
5. Trading assets:										
a. Derivative assets	3543	3,848,000	G493	2,775,000	G494	541,000	G495	6,082,000	G496	0
	BHCK									
b. Other trading assets	G497	3,863,000	G498	0	G499	78,000	G500	3,785,000	G501	0
(1) Nontrading securities at fair value with changes in fair value reported in current earnings (included in Schedule HC-Q, item 5.b, above)	F240	0	F684	0	F692	0	F241	0	F242	0
Schedule HC-Q, item 5.b, above)	G391	2,790,000	G392	656,000	G395	7,000	G396	664,000	G804	2,775,000
6. All other assets										
7. Total assets measured at fair value on a recurring basis	G502	93,195,000	G503	3,431,000	G504	1,229,000	G505	92,324,000	G506	3,073,000
Liabilities										
8. Deposits	F252	0	F686	0	F694	0	F253	0	F254	0
9. Federal funds purchased and securities sold under agreements to repurchase	G507	0	G508	0	G509	0	G510	0	G511	0
	BHCT									
10. Trading liabilities:										
a. Derivative liabilities	3547	700,000	G512	2,884,000	G513	674,000	G514	2,910,000	G515	0
	BHCK									
b. Other trading liabilities	G516	1,085,000	G517	0	G518	0	G519	1,085,000	G520	0

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

2. Asset-size test is based on the total assets reported as of prior year June 30 report.

Schedule HC-Q—Continued

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	BHCK	Amount
Liabilities (continued)											
11.	Other borrowed money	G521	0	G522	0	G523	0	G524	0	G525	0
12.	Subordinated notes and debentures	G526	0	G527	0	G528	0	G529	0	G530	0
13.	All other liabilities.....	G805	64,000	G806	294,000	G807	0	G808	324,000	G809	34,000
14.	Total liabilities measured at fair value on a recurring basis.....	G531	1,849,000	G532	3,178,000	G533	674,000	G534	4,319,000	G535	34,000

Memoranda

Dollar Amounts in Thousands		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 percent of item 6):												
a.	Mortgage servicing assets	G536	2,150,000	G537	0	G538	0	G539	0	G540	2,150,000	M.1.a.	
b.	Nontrading derivative assets	G541	0	G542	0	G543	0	G544	0	G545	0	M.1.b.	
c.		G546	0	G547	0	G548	0	G549	0	G550	0	M.1.c.	
d.		G551	0	G552	0	G553	0	G554	0	G555	0	M.1.d.	
e.		G556	0	G557	0	G558	0	G559	0	G560	0	M.1.e.	
f.		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 percent 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	64,000	G567	294,000	G568	0	G569	324,000	G570	34,000	M.2.b.	
c.		G571	0	G572	0	G573	0	G574	0	G575	0	M.2.c.	
d.		G576	0	G577	0	G578	0	G579	0	G580	0	M.2.d.	
e.		G581	0	G582	0	G583	0	G584	0	G585	0	M.2.e.	
f.		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	3,454,000	M.3.a.(1)
(2) All other loans secured by real estate	HT88	201,000	M.3.a.(2)
b. Commercial and industrial loans	F585	0	M.3.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....	HT89	0	M.3.c.
d. Other loans.....	F589	0	M.3.d.
4. Unpaid principal balances 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	3,293,000	M.4.a.(1)
(2) All other loans secured by real estate	HT92	192,000	M.4.a.(2)
b. Commercial and industrial loans	F597	0	M.4.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper)	HT93	0	M.4.c.
d. Other loans.....	F601	0	M.4.d.

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Schedule HC-R—Regulatory Capital

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	42,321,000			1.
2.	Retained earnings ¹	KW00	20,343,000			2.
a.	To be completed only by institutions that have adopted ASU 2016-13: Does your institution have a CECL transition election in effect as of the quarter-end report date? (enter "1" for Yes; enter "0" for No.)	0=No 1=Yes	BHCA JJ29		1	2.a.
3.	Accumulated other comprehensive income (AOCI)	BHCA B530	898,000			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		1	3.a.
4.	Common equity tier 1 minority interest includable in common equity tier 1 capital	BHCA P839	0			4.
5.	Common equity tier 1 capital before adjustments and deductions (sum of items 1 through 4)	P840	63,562,000			5.
Common Equity Tier 1 Capital: Adjustments and Deductions						
6.	LESS: Goodwill net of associated deferred tax liabilities (DTLs)	P841	23,767,000			6.
7.	LESS: Intangible assets (other than goodwill and mortgage servicing assets (MSAs)), net of associated DTLs	P842	2,496,000			7.
8.	LESS: Deferred tax assets (DTAs) that arise from net operating loss and tax credit carryforwards, net of any related valuation allowances and net of DTLs	P843	0			8.
9.	AOCI-related adjustments (if entered "1" for Yes in item 3.a, complete only items 9.a through 9.e; if entered "0" for No in item 3.a, complete only item 9.f):					
a.	LESS: Net unrealized gains (losses) on available-for-sale securities (if a gain, report as a positive value; if a loss, report as a negative value) ²	P844	2,100,000			9.a.
b.	LESS: Net unrealized loss on available-for-sale preferred stock classified as an equity security under GAAP and available-for-sale equity exposures (report loss as a positive value) ³	P845				9.b.
c.	LESS: Accumulated net gains (losses) on cash flow hedges (if a gain, report as a positive value; if a loss, report as a negative value)	P846	-90,000			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	-1,107,000			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	0			9.e.
f.	To be completed only by holding companies that entered "0" for No in item 3.a: LESS: Accumulated net gain (loss) on cash flow hedges included in AOCI, net of applicable income taxes, that relate to the hedging of items that are not recognized at fair value on the balance sheet (if a gain, report as a positive value; if a loss, report as a negative value)	P849				9.f.

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

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

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

Schedule HC-R—Continued

Part I.—Continued

		Dollar Amounts in Thousands		BHCA	Amount	
10.	Other deductions from (additions to) common equity tier 1 capital before threshold-based deductions:					
a.	LESS: Unrealized net gain (loss) related to changes in the fair value of liabilities that are due to changes in own credit risk (if a gain, report as a positive value; if a loss, report as a negative value).....			Q258	0	10.a.
b.	LESS: All other deductions from (additions to) common equity tier 1 capital before threshold-based deductions			P850	0	10.b.

		Dollar Amounts in Thousands				
		(Column A) Non-advanced Approaches Holding Companies ¹		(Column B) Advanced Approaches Holding Companies ¹		
		BHCA	Amount	BHCW	Amount	
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		11.
12.	Subtotal (for column A, item 5 minus items 6 through 10.b; for column B, item 5 minus items 6 through 11).....	P852	36,396,000	P852		12.
13.a.	LESS: Investments in the capital of unconsolidated financial institutions, net of associated DTLs, that exceed 25 percent of item 12.....	LB58	0			13.a.
13.b.	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		13.b.
14.a.	LESS: MSAs, net of associated DTLs, that exceed 25 percent of item 12.....	LB59	0			14.a.
14.b.	LESS: MSAs, net of associated DTLs, that exceed the 10 percent common equity tier 1 capital deduction threshold			P854		14.b.
15.a.	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 25 percent of item 12	LB60	0			15.a.
15.b.	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		15.b.
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		16.
17.	LESS: Deductions applied to common equity tier 1 capital due to insufficient amounts of additional tier 1 capital and tier 2 capital ² to cover deductions.....	P857	0	P857		17.
18.	Total adjustments and deductions for common equity tier 1 capital ³	P858	0	P858		18.
19.	Common equity tier 1 capital (item 12 minus item 18)	P859	36,396,000	P859		19.

1. For the March 31, 2020, report date, non-advanced approaches holding companies that elect to adopt the capital simplifications rule on January 1, 2020, should complete column A for items 11-19; non-advanced holding companies that elect to wait to adopt the capital simplifications rule on April 1, 2020, and all advanced approaches holding companies should complete column B for items 11-19. Beginning with the June 30, 2020, report date, all non-advanced approaches holding companies should complete column A for items 11-19; all advanced approaches holding companies should complete column B for items 11-19.

2. Qualifying holding companies that have elected to adopt the community bank leverage ratio framework are neither required to calculate tier 2 capital nor make any deductions that would have been taken from tier 2 capital.

3. For non-advanced approaches holding companies (column A), sum of items 13.a, 14.a, 15.a, and 17, column A. For advanced-approaches holding companies (column B), sum of items 13.b, 14.b, 15.b, 16, and 17, column B.

Schedule HC-R—Continued

Part I.—Continued

	Dollar Amounts in Thousands		
	BHCA	Amount	
Additional Tier 1 Capital			
20. Additional tier 1 capital instruments plus related surplus	P860	4,599,000	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	4,599,000	23.
24. LESS: Additional tier 1 capital deductions	P864	2,000	24.
25. Additional tier 1 capital (greater of item 23 minus item 24, or zero)	P865	4,597,000	25.
Tier 1 Capital			
26. Tier 1 capital (for non-advanced approaches holding companies, sum of item 19, column A and item 25; for advanced approaches holding companies, sum of item 19, column B, and item 25)	8274	40,993,000	26.
Total Assets for the Leverage Ratio			
27. Average total consolidated assets ¹	KW03	479,325,000	27.
28. LESS: Deductions from common equity tier 1 capital and additional tier 1 capital (sum of items 6, 7, 8, 10.b, 13 through 15, 17, and certain elements of item 24 - see instructions)	P875	26,265,000	28.
29. LESS: Other deductions from (additions to) assets for leverage ratio purposes	B596	-1,321,000	29.
30. Total assets for the leverage ratio (item 27 minus items 28 and 29)	A224	454,381,000	30.
Leverage Ratio*			
31. Leverage ratio (item 26 divided by item 30)	BHCA	Percentage	
	7204	9.0217	31.
a. Does your holding company have a community bank leverage ratio (CBLR) framework election in effect as of the quarter-end report date? (enter "1" for Yes; enter "0" for No)	0=No	BHCA	
	1=Yes	LE74	0
			31.a.
If your holding company entered "1" for Yes in item 31.a:			
• Complete items 32 through 36			
• Do <u>not</u> complete items 37 through 53			
• Do <u>not</u> complete Part II of Schedule HC-R.			
If your holding company entered "0" for No in item 31.a:			
• Skip (do not complete) items 32 through 36,			
• Complete items 37 through 53 as applicable, and			
• Complete Part II of Schedule HC-R.			

Qualifying Criteria and Other Information for CBLR holding company*

Dollar Amounts in Thousands	(Column A)		(Column B)		
	BHCA	Amount	BHCA	Percentage	
32. Total assets (Schedule HC, item 12); (must be less than \$10 billion)	2170				32.
33. Trading assets and trading liabilities (Schedule HC, sum of items 5 and 15). Report as a dollar amount in Column A and as a percentage of total assets (5% limit) in Column B	KX77		KX78		33.

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

1. Holding companies that have adopted ASU 2016-13 and have elected to apply the CECL transition provision include the applicable portion of the CECL transitional amount.

Schedule HC-R—Continued

Part I.—Continued

Dollar Amounts in Thousands	(Column A)		(Column B)		
	BHCA	Amount	BHCA	Percentage	
34. Off-balance sheet exposures:					
a. Unused portion of conditionally cancellable commitments	KX79				34.a.
b. Securities lent and borrowed (Schedule HC-L, sum of items 6.a and 6.b)	KX80				34.b.
c. Other off-balance sheet exposures	KX81				34.c.
d. Total off-balance sheet exposures (sum of items 34.a through 34.c). Report as a dollar amount in Column A and as a percentage of total assets (25% limit) in Column B	KX82		KX83		34.d.
		Dollar Amounts in Thousands	BHCA	Amount	
35. Unconditionally cancellable commitments			S540		35.
36. Investments in the tier 2 capital of unconsolidated financial institutions			LB61		36.

If your holding company entered "0" for No in item 31.a, complete items 37 through 53, as applicable, and Part II of Schedule HC-R. If your holding company entered "1" for Yes in item 31.a, do not complete items 37 through 53 or Part II of Schedule HC-R.

	Dollar Amounts in Thousands				
	BHCA	Amount			
Tier 2 Capital					
37. Tier 2 capital instruments plus related surplus	P866	6,427,000			37.
38. Non-qualifying capital instruments subject to phase out from tier 2 capital	P867	0			38.
39. Total capital minority interest that is not included in tier 1 capital	P868	0			39.
40. a. Allowance for loan and lease losses includable in tier 2 capital ^{1,2}	5310	2,361,000			40.a.
b. (Advanced approaches holding companies that exit parallel run only): Eligible credit reserves includable in tier 2 capital	BHCW				
	5310				40.b.
41. 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				41.
42. a. Tier 2 capital before deductions (sum of items 37 through 40.a, plus item 41)	P870	8,788,000			42.a.
b. (Advanced approaches holding companies that exit parallel run only): Tier 2 capital before deductions (sum of items 37 through 39, plus items 40.b and 41)	BHCW				
	P870				42.b.
	BHCA				
43. LESS: Tier 2 capital deductions	P872	386,000			43.
44. a. Tier 2 capital (greater of item 42.a minus item 43, or zero)	5311	8,402,000			44.a.
b. (Advanced approaches holding companies that exit parallel run only): Tier 2 capital (greater of item 42.b minus item 43, or zero)	BHCW				
	5311				44.b.
	BHCA				
Total Capital					
45. a. Total capital (sum of items 26 and 44.a)	3792	49,395,000			45.a.
b. (Advanced approaches holding companies that exit parallel run only): Total capital (sum of items 26 and 44.b)	BHCW				
	3792				45.b.

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

1. Holding companies that have adopted ASU 2016-13 should report in item 40.a the adjusted allowances for credit losses (AACL), as defined in the regulatory capital rule includable in tier 2 capital in item 40.a.
2. Holding companies that have adopted ASU 2016-13 and have elected to apply the CECL transition provision should subtract the applicable portion of the AACL transitional amount from the AACL, as defined in the regulatory capital rule, before determining the amount of AACL includable in tier 2 capital. See instructions for further detail on the CECL transition provision.
3. Item 41 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		BHCA	Amount	
Total Risk-Weighted Assets					
46. a. Total risk-weighted assets (from Schedule HC-R, Part II item 31)	A223	390,348,480			46.a.
b. (Advanced approaches holding companies that exit parallel run only): Total risk-weighted assets	BHCW				
using advanced approaches rule (from FFIEC 101 Schedule A, item 60)	A223				46.b.

	Column A		Column B		
	BHCA	Percentage	BHCW	Percentage	
Risk-Based Capital Ratios*					
47. Common equity tier 1 capital ratio (Column A: item 19 divided by item 46.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 19 divided by item 46.b).....	P793	9.3240	P793		47.
48. Tier 1 capital ratio (Column A: item 26 divided by item 46.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 26 divided by item 46.b).....	7206	10.5016	7206		48.
49. Total capital ratio (Column A: item 35.a divided by item 46.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 35.b divided by item 46.b).....	7205	12.6541	7205		49.

	BHCA	Percentage	
Capital Buffer*			
50. Institution-specific capital buffer necessary to avoid limitations on distributions and discretionary bonus payments:			
a. Capital conservation buffer	H311	4.5016	50.a.
b. (Advanced approaches holding companies and holding companies subject to category III capital standards only): Total applicable capital buffer	H312	2.5000	50.b.

	Dollar Amounts in Thousands		BHCA	Amount	
Holding companies must complete items 51 and 52 if the amount in item 50.a is less than or equal to the applicable:					
51. Eligible retained income ¹	H313				51.
52. Distributions and discretionary bonus payments during the quarter ²	H314				52.

	BHCA	Percentage	
Supplementary Leverage Ratio*			
53. Advanced approaches holding companies and holding companies subject to category III capital standards only: Supplementary leverage ratio (From FFIEC 101 Schedule A, Table 2, item 2.22)	H036	7.7977	53.

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

1. Holding companies must complete item 51 only if the amount reported in item 50.a above is less than or equal to 2.5000 percent (plus any other applicable buffer if the holding company is an advanced approaches holding company or a Category III holding company).

2. Holding companies must complete item 52 only if the amount reported in Schedule HC-R, Part I, item 50.a, in the FR Y-9C for the previous calendar quarter-end report date was less than or equal to 2.5000 percent (plus any other applicable buffer if the holding company is an advanced approaches holding company or a Category III holding company).

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 rules¹ and not deducted from tier 1 or tier 2 capital.

	(Column A)	(Column B)	Allocation by Risk-Weight Category							(Column J)
	Totals From Schedule HC	Adjustments to Totals Reported in Column A	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)
Dollar Amounts in Thousands	Amount	Amount	0%	2%	4%	10%	20%	50%	100%	150%
Balance Sheet Asset Categories²	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
<i>Items 1 through 25, (columns A through U as applicable) are to be reported semiannually in June and December by holding companies with less than \$5 billion in total consolidated assets.^{3,4}</i>										
1. Cash and balances due from depository institutions.....	BHCK D957	BHCK S396	BHCK D958				BHCK D959	BHCK S397	BHCK D960	BHCK S398
	36,251,000	0	35,495,000				754,000	0	2,000	0
2. Securities:										
a. Held-to-maturity securities ^{3,4}	BHCK D961	BHCK S399	BHCK D962	BHCK HJ74	BHCK HJ75		BHCK D963	BHCK D964	BHCK D965	BHCK S400
	0	0	0	0	0		0	0	0	0
b. Available-for-sale debt securities and equity securities with readily determinable fair values not held for trading	BHCK JA21	BHCK S402	BHCK D967	BHCK HJ76	BHCK HJ77		BHCK D968	BHCK D969	BHCK D970	BHCK S403
	78,713,000	2,635,000	46,532,000	0	0		28,576,000	266,000	317,000	0
3. Federal funds sold and securities purchased under agreements to resell:										
a. Federal funds sold (in domestic offices) ...	BHCK D971		BHCK D972							
	0		0							
b. Securities purchased under agreements to resell	BHCK H171	BHCK H172								
	1,796,000	1,796,000								

1. For bank holding companies, 12 CFR Part 217 and 225; and for covered savings and loan holding companies, 12 CFR Part 217. 2. All securitization exposures held as on-balance sheet assets of the reporting institution are to be excluded from items 1 through 8 and are to be reported instead in item 9. 3. Asset-size test is based on the total assets reported as of prior year June 30 report date. 4. Institutions that have adopted ASU 2016-13 and have reported held-to-maturity securities net of allowances or credit losses in item 2.a, column A, should report as a negative number in item 2.a, column B, those allowances for credit losses eligible for inclusion in tier 2 capital, which excludes allowances for credit losses on purchased credit-deteriorated assets.

Schedule HC-R—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)
	250%	300%	400%	600%	937.5%	1250%	Application of Other Risk-Weighting Approaches ⁵	Risk-Weighted Asset Amount
Amount	Amount	Amount	Amount	Amount	Amount	Amount	Exposure Amount	Amount
Dollar Amounts in Thousands								
Balance Sheet Asset Categories (continued)								
1. Cash and balances due from depository institutions.....								
2. Securities:								
a. Held-to-maturity securities.....								
b. Available-for-sale debt securities and equity securities with readily determinable fair values not held for trading								
3. Federal funds sold and securities purchased under agreements to resell:								
a. Federal funds sold (in domestic offices)								
b. Securities purchased under agreements to resell							BHCK H271 387,000	BHCK H272 812,000

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

Schedule HC-R—Continued
Part II. Risk-Weighted Assets—Continued

	(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reported in Column A	Allocation by Risk-Weight Category									
			(Column C) 0%	(Column D) 2%	(Column E) 4%	(Column F) 10%	(Column G) 20%	(Column H) 50%	(Column I) 100%	(Column J) 150%		
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
4. Loans and leases held for sale:												
a. Residential mortgage exposures	BHCK S413 3,738,000	BHCK S414 0	BHCK H173 0					BHCK S415 268,000	BHCK S416 2,838,000	BHCK S417 632,000		
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
c. Exposures past due 90 days or more or on nonaccrual ⁶	BHCK S423 41,000	BHCK S424 0	BHCK S425 0	BHCK HJ78	BHCK HJ79			BHCK S426 0	BHCK S427 0	BHCK S428 0		BHCK S429 41,000
d. All other exposures.....	BHCK S431 1,030,000	BHCK S432 0	BHCK S433 0	BHCK HJ80	BHCK HJ81			BHCK S434 0	BHCK S435 0	BHCK S436 1,030,000		BHCK S437 0
5. Loans and leases held for investment: ⁷												
a. Residential mortgage exposures.....	BHCK S439 69,373,000	BHCK S440 0	BHCK H178 0					BHCK S441 1,035,000	BHCK S442 49,386,000	BHCK S443 18,952,000		
b. High volatility commercial real estate exposures.....	BHCK S445 1,865,000	BHCK S446 0	BHCK H179 0					BHCK H180 0	BHCK H181 0	BHCK H182 0		BHCK S447 1,865,000
c. Exposures past due 90 days or more or on nonaccrual ⁶	BHCK S449 696,000	BHCK S450 0	BHCK S451 0	BHCK HJ82	BHCK HJ83			BHCK S452 14,000	BHCK S453 0	BHCK S454 0		BHCK S455 682,000
d. All other exposures	BHCK S457 242,991,000	BHCK S458 331,000	BHCK S459 117,000	BHCK HJ84	BHCK HJ85			BHCK S460 10,097,000	BHCK S461 7,962,000	BHCK S462 224,484,000		BHCK S463 0
6. LESS: Allowance for loan and lease losses ⁹	BHCK S463 5,211,000	BHCK S464 5,211,000										

6. For loans and leases held for sale, exclude residential mortgage exposures, high volatility commercial real estate exposures that are past due 90 days or more or on nonaccrual.
 7. Institutions that have adopted ASU 2016-13 should report as a positive number in column B of items 5.a through 5.d, as appropriate, any allowances for credit losses on purchased credit-deteriorated assets reported in column A of items 5.a through 5.d, as appropriate.
 8. For loans and leases held for investment, exclude residential mortgage exposures, high volatility commercial real estate exposures, or sovereign exposures that are past due 90 days or more or on nonaccrual.
 9. Institutions that have adopted ASU 2016-13 should report the allowance for credit losses on loans and leases in item 6, columns A and B.

Schedule HC-R—Continued
Part II. Risk-Weighted Assets—Continued

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)
	250% Amount	300% Amount	400% Amount	600% Amount	625% Amount	937.5% Amount	1250% Amount	Application of Other Risk-Weighting Approaches ¹⁰ Exposure Amount	Risk-Weighted Asset Amount
Dollar Amounts in Thousands	Allocation by Risk-Weight Category								
4. Loans and leases held for sale:									
a. Residential mortgage exposures								BHCK H273	BHCK H274
b. High volatility commercial real estate exposures.....								0	0
c. Exposures past due 90 days or more or on nonaccrual ¹¹								BHCK H275	BHCK H276
d. All other exposures.....								0	0
5. Loans and leases held for investment:									
a. Residential mortgage exposures.....								BHCK H277	BHCK H278
b. High volatility commercial real estate exposures.....								0	0
c. Exposures past due 90 days or more or on nonaccrual ¹²								BHCK H279	BHCK H280
d. All other exposures.....								0	0
6. LESS: Allowance for loan and lease losses									
								BHCK H281	BHCK H282
								0	0
								BHCK H283	BHCK H284
								0	0
								BHCK H285	BHCK H286
								0	0
								BHCK H287	BHCK H288
								0	0

10. Includes, for example, investments in mutual funds/investment funds, exposures collateralized by securitization exposures or mutual funds, separate account bank-owned life insurance, and default fund contributions to central counterparties.
 11. 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.
 12. For loans and leases held for investment, exclude residential mortgage exposures, high volatility commercial real estate exposures, or sovereign exposures that are past due 90 days or more or on nonaccrual.

Schedule HC-R—Continued
Part II. Risk-Weighted Assets—Continued

	(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reported in Column A	Allocation by Risk-Weight Category						(Column J) Amount		
			(Column C) 0%	(Column D) 2%	(Column E) 4%	(Column F) 10%	(Column G) 20%	(Column H) 50%		(Column I) 100%	(Column J) 150%
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
7. Trading Assets	BHCK D976 7,711,000	BHCK S466 7,525,000	BHCK D977 55,000	BHCK HJ86 0	BHCK HJ87 0	BHCK D978 127,000	BHCK D979 1,000	BHCK D980 3,000	BHCK D984 36,000	BHCK D985 25,845,000	BHCK S467 0
8. All other assets ^{13, 14, 15}	BHCK D981 62,602,000	BHCK S469 25,782,000	BHCK D982 705,000	BHCK HJ88 0	BHCK HJ89 0	BHCK D983 2,048,000	BHCK D984 36,000	BHCK D985 25,845,000	BHCK D984 36,000	BHCK D985 25,845,000	BHCK H185 0
a. Separate account bank-owned life insurance											
b. Default fund contributions to central counterparties											

13. 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.

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

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

Schedule HC-R—Continued
Part II. Risk-Weighted Assets—Continued

(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)		(Column S)
							Exposure Amount	Risk-Weighted Asset Amount	
Allocation by Risk-Weight Category									
250%	300%	400%	600%	625%	937.5%	1250%	Amount	Amount	
Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
BHCK H289	BHCK H186	BHCK H290	BHCK H187				BHCK H291	BHCK H292	
	0	0	0				0	0	
BHCK H293	BHCK H188	BHCK S470	BHCK S471				BHCK H294	BHCK H295	
2,150,000	0	0	0				3,915,000	4,307,000	
7. Trading Assets									
a. Separate account bank-owned life insurance									
8. All other assets ¹⁷									
a. Default fund contributions to central counterparties									
b. Default fund contributions to central counterparties									

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

17. 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

Dollar Amounts in Thousands

Securitization Exposures: On-and Off-Balance Sheet

9. On-balance sheet securitization exposures:

	(Column A) Totals	(Column B) Adjustments to Totals Reported in Column A	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column T)		(Column U)
																		Allocation by Risk-Weight Category	Total Risk-Weighted Asset Amount by Calculation Methodology	
a. Held-to-maturity securities ¹⁹	0	0																1250%	SSFA ¹⁸	Gross-Up
b. Available-for-sale securities.....	326,000	325,000																Amount	Amount	Amount
c. Trading assets	0	0																Amount	Amount	Amount
d. All other on-balance sheet securitization exposures.....	4,307,000	4,307,000																BHCK S477	BHCK S478	BHCK S479
10. Off-balance sheet securitization exposures	2,208,000	2,200,000																BHCK S482	BHCK S483	BHCK S484
																		BHCK S487	BHCK S488	BHCK S489
																		BHCK S492	BHCK S493	BHCK S494
																		BHCK S497	BHCK S498	BHCK S499
																		8,000	471,000	0

Allocation by Risk-Weight Category

Dollar Amounts in Thousands	(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reported in Column A	Allocation by Risk-Weight Category																		
			0%	2%	4%	10%	20%	50%	100%	150%											
11. Total balance sheet assets ²⁰	506,229,000	37,491,000	82,904,000	0	0	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
						BHCK D987	BHCK HJ90	BHCK HJ91		BHCK D988	BHCK D989	BHCK D990	BHCK S503								
						82,904,000	0	0	37,491,000	42,919,000	60,489,000	271,265,000	2,588,000								

Dollar Amounts in Thousands	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)
11. Total balance sheet assets ²⁰	2,150,000	0	0	0	Amount	Amount	Amount	Application of Other Risk-Weighting Approaches
					BHCK S504	BHCK S505	BHCK S506	Exposure Amount
					2,150,000	0	0	Amount
								BHCK S510
								6,423,000

18. Simplified Supervisory Formula Approach. 19. Institutions that have adopted ASU 2016-13 and have reported held-to-maturity securities net of allowances for credit losses in item 9.a, column A, should report as a negative number in item 9.a, column B, those allowances for credit losses eligible for inclusion in tier 2 capital, which excludes allowances for credit losses on purchased credit-deteriorated assets. 20. 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.

Schedule HC-R—Continued
Part II. Risk-Weighted Assets—Continued

	(Column A) Face, Notional, or Other Amount	(Column B) Credit Equivalent Amount ²²	Allocation by Risk-Weight Category										
			(Column C) 0%	(Column D) 2%	(Column E) 4%	(Column F) 10%	(Column G) 20%	(Column H) 50%	(Column I) 100%	(Column J) 150%			
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
Derivatives, Off-Balance Sheet Items, and Other Items Subject to Risk-Weighting (Excluding Securitization Exposure)²³													
12. Financial standby letters of credit	BHCK D991 4,475,000	BHCK D992 4,475,000	BHCK D993 348,000	BHCK HJ92 0	BHCK HJ93 0			BHCK D994 365,000	BHCK D995 227,000	BHCK D996 3,535,000		BHCK S511 0	
13. Performance standby letters of credit and transaction-related contingent items	BHCK D997 537,000	BHCK D998 268,500	BHCK D999 0					BHCK G603 7,000	BHCK G604 0	BHCK G605 261,500		BHCK S512 0	
14. Commercial and similar letters of credit with an original maturity of one year or less	BHCK G606 37,000	BHCK G607 7,400	BHCK G608 0	BHCK HJ94 0	BHCK HJ95 0			BHCK G609 0	BHCK G610 0	BHCK G611 7,400		BHCK S513 0	
15. Retained recourse on small business obligations sold with recourse	BHCK G612 0	BHCK G613 0	BHCK G614 0					BHCK G615 0	BHCK G616 0	BHCK G617 0		BHCK S514 0	

21. Credit conversion factor.

22. 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.

23. 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	(Column B) Credit Equivalent Amount ²⁵	(Column C)	(Column D)	(Column E)	(Column F)	Allocation by Risk-Weight Category										
							0%	2%	4%	10%	20%	50%	100%	150%			
	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount		
Dollar Amounts in Thousands	BHCK S515	BHCK S516	BHCK S517	BHCK S518	BHCK S519	BHCK S520	BHCK S521	BHCK S522	BHCK S523	BHCK S524	BHCK S525	BHCK S526	BHCK S527	BHCK S528	BHCK S529	BHCK S530	BHCK S531
16. Repo-style transactions ²⁶	3,293,000	3,293,000	1,491,000	0	0	1,295,000	0	507,000	0	0	1,069,000	0	0	0	0	0	0
17. All other off-balance sheet liabilities	BHCK G618	BHCK G619	BHCK G620			BHCK G621	BHCK G622	BHCK G623	BHCK G624								
18. Unused commitments: (exclude unused commitments to asset-backed commercial paper conduits):	2,723,000	2,723,000	0			0	1,654,000	1,069,000	0								
a. Original maturity of one year or less	BHCK S525	BHCK S526	BHCK S527	BHCK HJ96	BHCK HJ97												
b. Original maturity exceeding one year	17,530,000	3,506,000	0	0	0	12,000	25,000	3,468,000	1,000								
19. Unconditionally cancelable commitments	BHCK G624	BHCK G625	BHCK G626	BHCK HJ98	BHCK HJ99												
20. Over-the-counter derivatives	91,517,000	45,758,500	0	0	0	2,102,000	3,000	43,321,500	332,000								
21. Centrally cleared derivatives	BHCK S540	BHCK S541															
22. Unsettled transactions (failed trades) ²⁷	51,034,000	0															
	BHCK S542	BHCK S543	BHCK S544	BHCK HK00	BHCK HK01	BHCK S545	BHCK S546	BHCK S547	BHCK S548								
	7,861,000	1,442,000	0	0	0	614,000	0	5,805,000	0								
	BHCK S549	BHCK S550	BHCK S551	BHCK S552	BHCK S553	BHCK S554	BHCK S555	BHCK S556	BHCK S557								
	2,512,000	23,000	2,489,000	0	0	0	0	0	0								
	BHCK H191	BHCK H192	BHCK H193														
	10,000	5,000						1,000	0								

24. Credit conversion factor.

25. For items 18.b. and 19, column A multiplied by credit conversion factor.

26. Includes securities purchased under agreements to resell (reverse repos), securities sold under agreements to repurchase (repos), 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 O) Allocation by Risk-Weight Category		(Column P)	(Column Q)	(Column R)		(Column S)
	625% Amount	937.5% Amount	1250% Amount	Credit Equivalent Amount	Risk-Weighted Asset Amount	Application of Other Risk- Weighting Approaches ²⁸	
16. Repo-style transactions ²⁹							
17. All other off-balance sheet liabilities							
18. Unused commitments: (exclude unused commitments to asset-backed commercial paper conduits):							
a. Original maturity of one year or less							16.
b. Original maturity exceeding one year							17.
19. Unconditionally cancelable commitments.....							
20. Over-the-counter derivatives							
21. Centrally cleared derivatives							
22. Unsettled transactions (failed trades) ³⁰							
	BHCK H198	BHCK H199	BHCK H200				
	0	0	4,000				

²⁸ Includes, for example, exposures collateralized by securitization exposures or mutual funds.

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

³⁰ For item 22, the sum of columns C through Q must equal column A.

Schedule HC-R—Continued
Part II. Risk-Weighted Assets—Continued

Allocation by Risk-Weight Category										
(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)			
0%	2%	4%	10%	20%	50%	100%	150%			
Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount			
Dollar Amounts in Thousands										
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 86,213,000 X 0%	BHCK S558 2,489,000 X 2%	BHCK S559 0 X 4%	BHCK S560 0 X 10%	BHCK G631 47,314,000 X 20%	BHCK G632 62,398,000 X 50%	BHCK G633 329,240,400 X 100%	BHCK S561 2,921,000 X 150%		
24. Risk weight factor										
25. Risk-weighted assets by risk-weight category (for each column, item 23 multiplied by item 24)	BHCK G634 0	BHCK S569 49,780	BHCK S570 0	BHCK S571 0	BHCK G635 9,462,800	BHCK G636 31,199,000	BHCK G637 329,240,400	BHCK S572 4,381,500		

Schedule HC-R—Continued
Part II. Risk-Weighted Assets—Continued

	Allocation by Risk-Weight Category						
	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)
	250%	300%	400%	600%	625%	937.5%	1250%
	Amount	Amount	Amount	Amount	Amount	Amount	Amount
Dollar Amounts in Thousands							
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 2,150,000	BHCK S563 0	BHCK S564 0	BHCK S565 0	BHCK S566 0	BHCK S567 0	BHCK S568 12,000
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 5,375,000	BHCK S574 0	BHCK S575 0	BHCK S576 0	BHCK S577 0	BHCK S578 0	BHCK S579 150,000

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

	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 ³¹	S580	388,098,500
27. Standardized market-risk weighted assets (applicable only to holding companies that are covered by the market risk capital rules)	S581	2,639,000
28. Risk-weighted assets before deductions for excess allowance of loan and lease losses and allocated risk transfer risk reserve ^{32, 33}	B704	390,348,480
29. LESS: Excess allowance for loan and lease losses ^{34, 35}	A222	0
30. LESS: Allocated transfer risk reserve	3128	0
31. Total risk-weighted assets (item 28 minus items 29 and 30)	G641	390,348,480

31. For institutions that have adopted ASU 2016-13, the risk-weighted assets reported in item 26 is for purposes of calculating the adjusted allowances for credit losses (AACL) 1.25 percent threshold. 32. 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). 33. For institutions that have adopted ASU 2016-13, the risk-weighted assets reported in item 28 represents the amount of risk-weighted assets before deductions for excess AACL and allocated transfer risk reserve. 34. Institutions that have adopted ASU 2016-13 should report the excess AACL. 35. Institutions that have adopted ASU 2016-13 and have elected to apply the CECL transition provision should subtract the applicable portion of the AACL transitional amount from the AACL, as defined in the regulatory capital rule, before determining the amount of excess AACL.

Schedule HC-R—Continued
Part II. Risk-Weighted Assets—Continued
Memoranda

Memoranda items 1, 2 and 3, columns A, B and C are to be completed semiannually in June and December by holding companies with less than \$5 billion in total assets¹.

1. Current credit exposure across all derivative contracts covered by the regulatory capital rules Dollar Amounts in Thousands BHCK Amount M.1.
G642 5,859,000

	Dollar Amounts in Thousands		With a remaining maturity of		Amount	
	BHCK	Amount	(Column A) One year or less	(Column B) Over one year through five years		(Column C) Over 5 years
Dollar Amounts in Thousands						
2. Notional principal amounts of over-the-counter derivative contracts:						
a. Interest rate	S582	25,778,000	S583	53,520,000	S584	28,599,000
b. Foreign exchange rate and gold	S585	10,484,000	S586	2,008,000	S587	189,000
c. Credit (investment grade reference asset)	S588	564,000	S589	2,596,000	S590	1,264,000
d. Credit (non-investment grade reference asset)	S591	173,000	S592	3,947,000	S593	647,000
e. Equity	S594	10,499,000	S595	3,626,000	S596	50,000
f. Precious metals (except gold)	S597	0	S598	0	S599	0
g. Other	S600	1,267,000	S601	737,000	S602	0
3. Notional principal amounts of centrally cleared derivative contracts:						
a. Interest rate	S603	13,153,000	S604	104,032,000	S605	0
b. Foreign exchange rate and gold	S606	0	S607	0	S608	0
c. Credit (investment grade reference asset)	S609	90,000	S610	605,000	S611	150,000
d. Credit (non-investment grade reference asset)	S612	0	S613	421,000	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	1,011,000		M.4.
5. Amount of allowances for credit losses on purchased credit-deteriorated assets: ²				
a. Loans and leases held for investment	JJ30	331,000		M.5.a.
b. Held-to-maturity debt securities	JJ31	0		M.5.b.
c. Other financial assets measured at amortized cost	JJ32	0		M.5.c.

1. Asset-size test is based on the total assets reported as of prior year June 30 report date.
2. Memorandum items 5.a through 5.c should be completed only by institutions that have adopted ASU 2016-13.

For Federal Reserve Bank Use Only

C.I. _____

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

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

Dollar Amounts in Thousands

Securitization Activities

1. Outstanding principal balance of assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements
2. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to structures reported in item 1

Item 3 is to be completed by holding companies with \$100 billion or more in total assets.¹

3. Reporting institution's unused commitments to provide liquidity to structures reported in item 1
4. Past due loan amounts included in item 1:
 - a. 30-89 days past due
 - b. 90 days or more past due
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
 - b. Recoveries

(Column A) 1-4 Family Residential Loans Amount	(Column B) Home Equity Lines Amount	(Column C) Credit Card Receivables Amount	(Column D) Auto Loans Amount	(Column E) Other Consumer Loans Amount	(Column F) Commercial and Industrial Loans Amount	(Column G) All Other Loans, All Leases, and All Other Assets Amount
BHCK B705 36,299,000	BHCK B706 0	BHCK B707 0	BHCK B708 0	BHCK B709 0	BHCK B710 0	BHCK B711 1,689,000
BHCK HU09 0	BHCK HU10 0	BHCK HU11 0	BHCK HU12 0	BHCK HU13 0	BHCK HU14 0	BHCK HU15 0
BHCK B726 0	BHCK B727 0	BHCK B728 0	BHCK B729 0	BHCK B730 0	BHCK B731 0	BHCK B732 29,000
BHCK B733 602,000	BHCK B734 0	BHCK B735 0	BHCK B736 0	BHCK B737 0	BHCK B738 0	BHCK B739 0
BHCK B740 47,000	BHCK B741 0	BHCK B742 0	BHCK B743 0	BHCK B744 0	BHCK B745 0	BHCK B746 0
BHCK B747 0	BHCK B748 0	BHCK B749 0	BHCK B750 0	BHCK B751 0	BHCK B752 0	BHCK B753 0
BHCK B754 0	BHCK B755 0	BHCK B756 0	BHCK B757 0	BHCK B758 0	BHCK B759 0	BHCK B760 0

1. Asset-size test is based on the total assets reported as of prior year June 30 report date.

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
Amount	Amount	Amount	Amount	Amount	Amount	Amount
BHCK B776 236,000	BHCK HU16 0	BHCK HU17 0	BHCK B779 0	BHCK B780 0	BHCK B781 0	BHCK B782 0
BHCK B783 0			BHCK B786 0	BHCK B787 0	BHCK B788 0	BHCK B789 0
BHCK B790 395,000						BHCK B796 8,592,000
BHCK B797 241,000						BHCK B803 2,490,000

Dollar Amounts in Thousands
Items 6 and 10 are to be completed by holding companies with \$10 billion or more in total assets.²

6. Total amount of ownership (or seller's) interest carried as securities or loans
7.-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
10. Reporting institution's unused commitments to provide liquidity to other institutions' securitization structures

Asset Sales
11. Assets sold with recourse or other seller-provided credit enhancements and not securitized
12. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to assets reported in item 11

2. The \$10 billion asset-size tests are based on the total assets reported as of prior year June 30 report date.

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	395,000
b. 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements		B805	219,584,000
c. Other financial assets ¹		A591	70,523,000
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	108,000
<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
(2) Conduits sponsored by other unrelated institutions ²		B807	0
b. Unused commitments to provide liquidity to conduit structures:			
(1) Conduits sponsored by the bank, a bank affiliate, or the holding company		B808	0
(2) Conduits sponsored by other unrelated institutions		B809	0
4. Outstanding credit card fees and finance charges (included in Schedule HC-S, item 1, column G) ^{2,3}		C407	0

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

2. The \$10 billion asset-size test is based on the total assets reported as of prior year June 30 report date.

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

Schedule HC-V—Variable Interest Entities¹*To be completed by holding companies with \$5 billion or more in total assets.²*

	(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 consolidated VIEs:					
a. Cash and balances due from depository institutions	J981	7,000	JF84	19,000	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	123,000	HU23	0	1.c.
d. Other real estate owned	K009	0	JF89	0	1.d.
e. Other assets	JF91	3,000	JF90	2,500,000	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	127,000	JF85	133,000	2.a.
b. Other liabilities	JF93	0	JF86	157,000	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			BHCK	Amount	
			JF77	0	5.
6. Total liabilities of ABCP conduit VIEs			JF78	0	6.

1. Institutions that have adopted ASU 2016-13 should report assets net of any applicable allowance for credit losses.**2. Asset-size test is based on the total assets reported as of prior year June 30 report date.**

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

Notes to the Balance Sheet (Other)—Continued

	TEXT	Dollar Amounts in Thousands	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.