

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)).

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.

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

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

Date of Report: June 30, 2024
Month / Day / Year (BHCK 9999)

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

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

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

08/09/2024
Date of Signature (MM/DD/YYYY) (BHTX J196)

Northern Trust Corporation
Legal Title of Holding Company (RSSD 9017)

50 S. LaSalle Street
(Mailing Address of the Holding Company) Street / PO Box (RSSD 9110)

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

Is confidential treatment requested for any portion of this report submission?.....	0=No BHCK	1=Yes C447	0
In accordance with the General Instructions for this report (check only one),			
1. a letter justifying this request is being provided along with the report (BHCK KY38).....	<input type="checkbox"/>		
2. a letter justifying this request has been provided separately (BHCK KY38).....	<input type="checkbox"/>		

Person to whom questions about this report should be directed:

Confidential
Name / Title (BHTX 8901)

Confidential
Area Code / Phone Number (BHTX 8902)

Confidential
Area Code / FAX Number (BHTX 9116)

Confidential
E-mail Address of Contact (BHTX 4086)

For Federal Reserve Bank Use Only

RSSD ID _____

C.I. _____ S.F. _____

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

Public reporting burden for this information collection is estimated to vary from 5 to 1,250 hours per response, with an average of 44.79 hours per response for non-Advanced Approaches holding companies with \$5 billion or more and an average of 35.59 hours per response for non-Advanced Approaches holding companies with less than \$5 billion in total assets and 49.80 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.

Chief Executive Officer Contact Information

This information is being requested so the Board can distribute notifications about policy initiatives and other matters directly to the Chief Executive Officers of reporting institutions. Please provide contact information for the Chief Executive Officer of the reporting institution. Enter "none" for the Chief Executive Officer's email address if not available. Chief Executive Officer contact information is for the confidential use of the Board and will not be released to the public.

Chief Executive Officer

Confidential

Name (BHCK FT42)

Confidential

Area Code / Phone Number / Extension (BHCK FT43)

Confidential

E-mail Address (BHCK FT44)

Report of Income for Holding Companies

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

For Federal Reserve Bank Use Only	
RSSD ID _____	
S.F. _____	

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	119,079	1.a.(1)(a)
(b) All other loans secured by real estate.....	4436	237,178	1.a.(1)(b)
(c) All other loans.....	F821	860,210	1.a.(1)(c)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs.....	4059	85,506	1.a.(2)
b. Income from lease financing receivables.....	4065	0	1.b.
c. Interest income on balances due from depository institutions (1).....	4115	992,406	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	179,969	1.d.(1)
(2) Mortgage-backed securities.....	B489	411,092	1.d.(2)
(3) All other securities.....	4060	323,150	1.d.(3)
e. Interest income from trading assets (2).....	4069	7	1.e.
f. Interest income on federal funds sold and securities purchased under agreements to resell.....	4020	1,687,396	1.f.
g. Other interest income.....	4518	56,141	1.g.
h. Total interest income (sum of items 1.a through 1.g).....	4107	4,952,134	1.h.
2. Interest expense			
a. Interest on deposits:			
(1) In domestic offices:			
(a) Time deposits of \$250,000 or less.....	HK03	18,083	2.a.(1)(a)
(b) Time deposits of more than \$250,000.....	HK04	119,110	2.a.(1)(b)
(c) Other deposits.....	6761	510,282	2.a.(1)(c)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs.....	4172	1,132,531	2.a.(2)
b. Expense on federal funds purchased and securities sold under agreements to repurchase.....	4180	1,645,561	2.b.
c. Interest on trading liabilities and other borrowed money(2) (excluding subordinated notes and debentures).....	4185	416,033	2.c.
d. Interest on subordinated notes and debentures and on mandatory convertible securities (2).....	4397	59,500	2.d.
e. Other interest expense.....	4398	0	2.e.
f. Total interest expense (sum of items 2.a through 2.e).....	4073	3,901,100	2.f.
3. Net interest income (item 1.h minus item 2.f).....	4074	1,051,034	3.
4. Provision for credit losses (3).....	JJ33	(500)	4.
5. Noninterest income:			
a. Income from fiduciary activities.....	4070	2,309,009	5.a.
b. Service charges on deposit accounts in domestic offices.....	4483	21,388	5.b.
c. Trading revenue (2,4).....	A220	117,427	5.c.

- Includes interest income on time certificates of deposit not held for trading.
- 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.l, respectively by holding companies with less than \$5 billion in total assets.
- Holding companies** should report in item 4, the provisions for credit losses for all financial assets and off-balance sheet credit exposures.
- 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. Income from securities-related and insurance activities:			
(1) Fees and commissions from securities brokerage.....	C886	70,255	5.d.(1)
(2) Investment banking, advisory, and underwriting fees and commissions.....	C888	0	5.d.(2)
(3) Fees and commissions from annuity sales.....	C887	0	5.d.(3)
(4) Underwriting income from insurance and reinsurance activities.....	C386	0	5.d.(4)
(5) Income from other insurance activities.....	C387	0	5.d.(5)
(6) Fees and commissions from securities brokerage, investment banking, advisory, and underwriting fees and commissions.....	KX46	N/A	5.d.(6)
(7) Income from insurance activities ⁽⁵⁾	KX47	N/A	5.d.(7)
e. Venture capital revenue ⁽⁶⁾	B491	0	5.e.
f. Net servicing fees.....	B492	0	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	246	5.i.
j. Net gains (losses) on sales of other real estate owned.....	8561	0	5.j.
k. Net gains (losses) on sales of other assets ⁽⁷⁾	B496	(3,331)	5.k.
l. Other noninterest income ⁽⁸⁾	B497	91,833	5.l.
m. Total noninterest income (sum of items 5.a through 5.l).....	4079	2,606,827	5.m.
6. a. Realized gains (losses) on held-to-maturity securities.....	3521	0	6.a.
b. Realized gains (losses) on available-for-sale debt securities.....	3196	(189,307)	6.b.
7. Noninterest expense:			
a. Salaries and employee benefits.....	4135	1,460,899	7.a.
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest).....	4217	174,952	7.b.
c. (1) Goodwill impairment losses.....	C216	0	7.c.(1)
(2) Amortization expense and impairment losses for other intangible assets.....	C232	4,667	7.c.(2)
d. Other noninterest expense ⁽⁹⁾	4092	1,258,160	7.d.
e. Total noninterest expense (sum of items 7.a through 7.d).....	4093	2,898,678	7.e.
8. a. Income (loss) before change in net 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	570,376	8.a.
b. Change in net unrealized holding gains (losses) on equity securities not held for trading ⁽¹⁰⁾	HT70	893,786	8.b.
c. Income (loss) before applicable income taxes and discontinued operations (sum of items 8.a and 8.b).....	4301	1,464,162	8.c.
9. Applicable income taxes (on item 8.c).....	4302	353,399	9.
10. Income (loss) before discontinued operations (item 8.c minus item 9).....	4300	1,110,763	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	1,110,763	12.
13. LESS: Net income (loss) attributable to noncontrolling (minority) interests (if net income, report as a positive value; if net loss, report as a negative value).....	G103	0	13.
14. Net income (loss) attributable to holding company (item 12 minus item 13).....	4340	1,110,763	14.

5. Includes underwriting income 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 debt securities.

8. See Schedule HI, memoranda item 6.

9. See Schedule HI, memoranda item 7.

10. Item 8.b is to be completed by all holding companies. See the instructions for this item and the Glossary entry for "Securities Activities" for further detail on accounting for investments in equity securities.

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	1,065,229			M.1.
2.	Net income before applicable income taxes, and discontinued operations (item 8.c above) on a fully taxable equivalent basis.....	4592	1,478,356			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	16			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	585			M.4.
5.	Number of full-time equivalent employees at end of current period (round to nearest whole number).....	BHCK	Number	4150	23,036	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	41,993			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	0			M.6.f.
g.	Income and fees from wire transfers.....	T047	0			M.6.g.
h.	TEXT 8562 Lending related fees	8562	29,445			M.6.h.
i.	TEXT 8563 Banking fees	8563	23,474			M.6.i.
j.	TEXT 8564 Income from Dividends	8564	8,883			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	0			M.7.a.
b.	Advertising and marketing expenses.....	0497	0			M.7.b.
c.	Directors' fees.....	4136	0			M.7.c.
d.	Printing, stationery, and supplies.....	C018	0			M.7.d.
e.	Postage.....	8403	0			M.7.e.
f.	Legal fees and expenses.....	4141	0			M.7.f.
g.	FDIC deposit insurance assessments (2).....	4146	Confidential			M.7.g.
h.	Accounting and auditing expenses.....	F556	0			M.7.h.
i.	Consulting and advisory expenses.....	F557	100,354			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.
2. Amounts reported in Memorandum item 7.g will not be made available to the public on an individual institution basis.

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.
		TEXT					
	n.	8565	Computer and software related expenses		8565	464,122	M.7.n.
		TEXT					
	o.	8566	Technical services and market data expenses		8566	270,397	M.7.o.
		TEXT					
	p.	8567			8567	0	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 assets (1) that reported total trading assets of \$10 million or more for any quarter of the preceding calendar year:</i>						
	a.	Interest rate exposures.....			8757	1,966	M.9.a.
	b.	Foreign exchange exposures.....			8758	115,461	M.9.b.
	c.	Equity security and index exposures.....			8759	0	M.9.c.
	d.	Commodity and other exposures.....			8760	0	M.9.d.
	e.	Credit exposures.....			F186	0	M.9.e.
	<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	0	M.9.f.
	g.	Impact on trading revenue of changes in the creditworthiness of the holding company on the holding company's derivative liabilities (included in Memorandum items 9.a through 9.e above).....			K094	0	M.9.g.
	<i>Memorandum items 10.a and 10.b are to be completed by holding companies with \$10 billion or more in total consolidated assets. (1)</i>						
10.	Net gains (losses) recognized in earnings on credit derivatives that economically hedge credit exposures held outside the trading account:						
	a.	Net gains (losses) on credit derivatives held for trading.....			C889	0	M.10.a.
	b.	Net gains (losses) on credit derivatives held for purposes other than trading.....			C890	0	M.10.b.
	<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	217,675	M.12.a.	
b. (1) Premiums on insurance related to the extension of credit.....	C242	0	M.12.b.(1)	
(2) All other insurance premiums.....	C243	0	M.12.b.(2)	
c. Benefits, losses, and expenses from insurance-related activities.....	B983	0	M.12.c.	
13. Does the reporting holding company have a Subchapter S election in effect for federal income tax purposes for the current tax year? (Enter "1" for Yes; enter "0" for No.).....	0=No 1=Yes	BHCK A530	0	M.13.

Dollar Amounts in Thousands	BHCK	Amount	
<i>Memorandum 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	N/A	M.14.a.
(1) Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk.....	F552	N/A	M.14.a.(1)
b. Net gains (losses) on liabilities.....	F553	N/A	M.14.b.
(1) Estimated net gains (losses) on liabilities attributable to changes in instrument-specific credit risk.....	F554	N/A	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	83,430	M.15.
16. and 17. Not applicable.			

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

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	11,897,930	1.
2. Cumulative effect of changes in accounting principles and corrections of material accounting errors.....	B507	0	2.
3. Balance end of previous calendar year as restated (sum of items 1 and 2).....	B508	11,897,930	3.
	BHCT		
4. Net income (loss) attributable to holding company (must equal Schedule HI, item 14).....	4340	1,110,763	4.
5. Sale of perpetual preferred stock (excluding treasury stock transactions):	BHCK		
a. Sale of perpetual preferred stock, gross.....	3577	0	5.a.
b. Conversion or retirement of perpetual preferred stock.....	3578	0	5.b.
6. Sale of common stock:			
a. Sale of common stock, gross.....	3579	0	6.a.
b. Conversion or retirement of common stock.....	3580	(12,676)	6.b.
7. Sale of treasury stock.....	4782	101,182	7.
8. LESS: Purchase of treasury stock.....	4783	385,656	8.
9. Changes incident to business combinations, net.....	4356	0	9.
10. LESS: Cash dividends declared on preferred stock.....	4598	20,900	10.
11. LESS: Cash dividends declared on common stock.....	4460	307,700	11.
12. Other comprehensive income ⁽¹⁾	B511	272,868	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	12,655,811	15.

1. Includes, but is not limited to, changes in net unrealized holding gains (losses) on available-for-sale debt 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	0	C892	0	1.a.(1)
(2) Other construction loans and all land development and other land loans.....	C893	0	C894	2	1.a.(2)
b. Secured by farmland in domestic offices.....	3584	0	3585	0	1.b.
c. Secured by 1–4 family residential properties in domestic offices:					
(1) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit.....	5411	0	5412	32	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties in domestic offices:					
(a) Secured by first liens.....	C234	71	C217	829	1.c.(2)(a)
(b) Secured by junior liens.....	C235	0	C218	5	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	1,265	C896	0	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties.....	C897	2,423	C898	4	1.e.(2)
f. In foreign offices.....	B512	0	B513	0	1.f.
2. Not applicable.					
3. Loans to finance agricultural production and other loans to farmers.....	4655	0	4665	0	3.
<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	7,353	4617	26	4.a.
b. To non-U.S. addressees (domicile).....	4646	0	4618	0	4.b.
c. To U.S. addressees (domicile) and non-U.S. addressees (domicile).....	KX48	N/A	KX49	N/A	4.c.
5. Loans to individuals for household, family, and other personal expenditures:					
a. Credit cards.....	B514	0	B515	0	5.a.
b. Automobile loans.....	K129	0	K133	0	5.b.
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....	K205	1	K206	176	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	268	4628	23	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 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	0	F188	0	8.b.
c. Leases to individuals for household, family, and other personal expenditures and all other leases.....					
	KX50	N/A	KX51	N/A	8.c.
9. Total (sum of items 1 through 8.b) ⁽³⁾					
	4635	11,381	4605	1,097	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	0	M.1.
<i>Memorandum item 2 is to be completed by holding companies with \$5 billion or more in total assets. ⁽²⁾</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	6	M.2.

Memorandum item 3 is to be completed by (1) holding companies with \$5 billion or more in total assets ⁽²⁾ that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).

	Year-to-date		
	BHCK	Amount	
3. Uncollectible retail credit card fees and finance charges reversed against income (i.e., not included in charge-offs against the allowance for credit losses on loans and leases).....	C388	N/A	M.3.

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 II. Changes in Allowances for Credit Losses

Dollar Amounts in Thousands	(Column A) Loans and leases held for investment		(Column B) Held-to-maturity debt securities		(Column C) Available-for-sale debt securities		
	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	178,681	JH88	12,711	JH94	1,182	1.
2. Recoveries (column A must equal Part I, item 9, column B, above).....	BHCT						
	4605	1,097	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	11,381	JH92	0	JH98	0	3.
4. LESS: Write-downs arising from transfers of financial assets.....	5523	0	JJ00	0	JJ01	0	4.
5. Provisions for credit losses ⁽¹⁾	4230	(682)	JH90	(1,857)	JH96	(537)	5.
6. Adjustments (see instructions for this schedule).....	C233	0	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	167,715	JH93	10,854	JH99	645	7.

1. The sum of item 5, columns A through C, plus schedule HI-B, Part II, Memorandum items 5 and 7 below, must equal Schedule HI, item 4.

Schedule HI-B—Continued

Part II—Continued

Memoranda

Dollar Amounts in Thousands	BHCK	Amount	
<i>Memoranda Items 1, 2, and 8 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	N/A	M.2.
3. Amount of allowance for credit losses on loans and leases attributable to retail credit card fees and finance charges.....	C390	N/A	M.3.
4. Not applicable.			
5. Provisions for credit losses on other financial assets measured at amortized cost (not included in item 5, above).....	JJ02	68	M.5.
6. Allowance for credit losses on other financial assets measured at amortized cost (not included in item 7, above).....	JJ03	937	M.6.
7. Provisions for credit losses on off-balance-sheet credit exposures.....	MG93	2,508	M.7.
8. Estimated amount of expected recoveries of amounts previously written off included within the allowance for credit losses on loans and leases held for investment (include in item 7, column A, "Balance end of current period," above).....	MG94	0	M.8.

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

Schedule HI-C—Disaggregated Data on the Allowances for Credit Losses

Items 1 through 11 are to be completed semiannually in the June and December reports by holding companies with less than \$5 billion in total assets. ⁽¹⁾

	(Column A)		(Column B)		
	Amortized Cost		Allowance Balance		
	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands					
Loans and Leases Held for Investment:					
1. Real estate loans:					
a. Construction loans.....	JJ04	713,582	JJ12	10,356	1.a.
b. Commercial real estate loans.....	JJ05	5,778,991	JJ13	104,746	1.b.
c. Residential real estate loans.....	JJ06	6,128,299	JJ14	14,688	1.c.
2. Commercial loans ⁽²⁾	JJ07	29,135,610	JJ15	36,979	2.
3. Credit cards.....	JJ08	0	JJ16	0	3.
4. Other consumer loans.....	JJ09	378,698	JJ17	480	4.
5. Unallocated, if any.....			JJ18	466	5.
6. Total (sum of items 1.a through 5) ⁽³⁾	JJ11	42,135,180	JJ19	167,715	6.

	Allowance Balance		
	BHCK	Amount	
Dollar Amounts in Thousands			
Held-to-Maturity Securities:			
7. Securities issued by states and political subdivisions in the U.S.	JJ20	1,027	7.
8. Total mortgage-backed securities (MBS) (including CMOs, REMICs and stripped MBS).....	JJ21	4,381	8.
9. Asset-backed securities and structured financial products.....	JJ23	0	9.
10. Other debt securities.....	JJ24	5,447	10.
11. Total (sum of items 7 through 10) ⁽⁴⁾	JJ25	10,855	11.

1. Asset-size test is based on the total assets reported as of prior year June 30 report date
2. Include all loans and leases not reported as real estate loans, credit cards, or other consumer loans in items 1, 3, or 4.
3. Item 6, column B, must equal schedule HC, item 4.c.
4. 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	N/A	1.
a. Interest income on loans and leases.....		4094	N/A	1.a.
b. Interest income on investment securities.....		4218	N/A	1.b.
2. Total interest expense.....		4073	N/A	2.
a. Interest expense on deposits.....		4421	N/A	2.a.
3. Net interest income.....		4074	N/A	3.
4. Provision for credit losses		JJ33	N/A	4.
5. Total noninterest income.....		4079	N/A	5.
a. Income from fiduciary activities.....		4070	N/A	5.a.
b. Trading revenue.....		A220	N/A	5.b.
c. Investment banking, advisory, brokerage, and underwriting fees and commissions.....		B490	N/A	5.c.
d. Venture capital revenue.....		B491	N/A	5.d.
e. Net securitization income.....		B493	N/A	5.e.
f. Insurance commissions and fees.....		B494	N/A	5.f.
6. Realized gains (losses) on held-to-maturity and available-for-sale securities ⁽¹⁾		4091	N/A	6.
7. Total noninterest expense.....		4093	N/A	7.
a. Salaries and employee benefits.....		4135	N/A	7.a.
b. Goodwill impairment losses.....		C216	N/A	7.b.
8. Income (loss) before applicable income taxes and discontinued operations.....		4301	N/A	8.
9. Applicable income taxes.....		4302	N/A	9.
10. Noncontrolling (minority) interest.....		4484	N/A	10.
		BHCK		
11. Discontinued operations, net of applicable income taxes and noncontrolling (minority) interest.....		FT41	N/A	11.
		BHBC		
12. Net income (loss).....		4340	N/A	12.
13. Cash dividends declared.....		4475	N/A	13.
14. Net charge-offs.....		6061	N/A	14.
15. Net interest income (item 3 above) on a fully taxable equivalent basis.....		4519	N/A	15.

1. 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

	BHCK	Amount	
1. Not applicable.			
2. Initial allowances for credit losses recognized upon the acquisition of purchased credit-deteriorated assets. (1).....	JJ27	0	2.
3. Not applicable.			

TEXT	BHCK	Amount	
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. Institutions should report initial allowances for credit losses recognized upon the acquisition of purchased credit-deteriorated assets after the adoption of FASB ASC Topic 326

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 06/30/2024
Date

Schedule HC—Consolidated Balance Sheet

		Dollar Amounts in Thousands		BHCK	Amount	
Assets						
1.	Cash and balances due from depository institutions:					
a.	Noninterest-bearing balances and currency and coin (1)			0081	2,390,071	1.a.
b.	Interest-bearing balances: (2)					
(1)	In U.S. offices			0395	23,180,481	1.b.(1)
(2)	In foreign offices, Edge and Agreement subsidiaries, and IBFs			0397	26,008,725	1.b.(2)
2.	Securities:					
a.	Held-to-maturity securities (from Schedule HC-B, column A) (3)			JJ34	22,362,782	2.a.
b.	Available-for-sale debt securities (from Schedule HC-B, column D)			1773	26,861,685	2.b.
c.	Equity securities with readily determinable fair values not held for trading (4)			JA22	381,904	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		859,583	3.b.
4.	Loans and lease financing receivables:					
a.	Loans and leases held for sale			5369	0	4.a.
b.	Loans and leases, held for investment	B528			42,135,180	4.b.
c.	LESS: Allowance for credit losses on loans and leases	3123			167,715	4.c.
d.	Loans and leases, held for investment, net of allowance (item 4.b minus 4.c)			B529	41,967,465	4.d.
5.	Trading assets (from Schedule HC-D)			3545	470,686	5.
6.	Premises and fixed assets (including right-of-use assets)			2145	971,893	6.
7.	Other real estate owned (from Schedule HC-M)			2150	24	7.
8.	Investments in unconsolidated subsidiaries and associated companies			2130	0	8.
9.	Direct and indirect investments in real estate ventures			3656	0	9.
10.	Intangible assets (from Schedule HC-M)			2143	761,806	10.
11.	Other assets (from Schedule HC-F) (6)			2160	10,580,026	11.
12.	Total assets (sum of items 1 through 11)			2170	156,797,131	12.

- Includes cash items in process of collection and unposted debits.
- Includes time certificates of deposit not held for trading.
- Holding companies** 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.
- Item 2.c is to be completed by all holding companies. See the instructions for this item and the Glossary for "Securities Activities" for further detail on accounting for investments in equity securities.
- Includes all securities resale agreements in domestic and foreign offices, regardless of maturity.
- Holding companies** should report items 3.b and 11 amounts net of any applicable allowance for credit losses.

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	12,445,966	13.a.(1)
(2) Interest-bearing.....	6636	34,452,432	13.a.(2)
b. In foreign offices, Edge and Agreement subsidiaries, and IBFs:	BHFN		
(1) Noninterest-bearing.....	6631	8,480,221	13.b.(1)
(2) Interest-bearing.....	6636	67,612,244	13.b.(2)
14. Federal funds purchased and securities sold under agreements to repurchase:	BHDM		
a. Federal funds purchased in domestic offices ⁽²⁾	B993	2,000,200	14.a.
	BHCK		
b. Securities sold under agreements to repurchase ⁽³⁾	B995	629,198	14.b.
15. Trading liabilities (from Schedule HC-D).....	3548	806,288	15.
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule HC-M).....	3190	11,973,879	16.
17. and 18. Not applicable.			
19. a. Subordinated notes and debentures ⁽⁴⁾	4062	2,073,044	19.a.
b. Subordinated notes payable to unconsolidated trusts issuing trust preferred securities, and trust preferred securities issued by consolidated special purpose entities.....	C699	0	19.b.
20. Other liabilities (from Schedule HC-G).....	2750	3,667,848	20.
21. Total liabilities (sum of items 13 through 20).....	2948	144,141,320	21.
22. Not applicable.			
Equity Capital			
Holding Company Equity Capital			
23. Perpetual preferred stock and related surplus.....	3283	884,860	23.
24. Common stock (par value).....	3230	408,619	24.
25. Surplus (exclude all surplus related to preferred stock).....	3240	996,905	25.
26. a. Retained earnings.....	3247	15,015,986	26.a.
b. Accumulated other comprehensive income ⁽⁵⁾	B530	(865,000)	26.b.
c. Other equity capital components ⁽⁶⁾	A130	(3,785,559)	26.c.
27. a. Total holding company equity capital (sum of items 23 through 26.c).....	3210	12,655,811	27.a.
b. Noncontrolling (minority) interests in consolidated subsidiaries.....	3000	0	27.b.
28. Total equity capital (sum of items 27.a and 27.b).....	G105	12,655,811	28.
29. Total liabilities and equity capital (sum of items 21 and 28).....	3300	156,797,131	29.

1. Includes noninterest-bearing demand, time, and savings deposits.
2. Report overnight Federal Home Loan Bank advances in Schedule HC, item 16, "Other borrowed money."
3. Includes all securities repurchase agreements in domestic and foreign offices regardless of maturity.
4. Includes limited-life preferred stock and related surplus.
5. Includes, but is not limited to, net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses) on cash flow hedges, cumulative foreign currency translation adjustments, and accumulated defined benefit pension and other postretirement plan adjustments.
6. Includes treasury stock and unearned Employee Stock Ownership Plan shares.

Schedule HC—Continued

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

1. Has the holding company engaged in a full-scope independent external audit at any time during the calendar year? (Enter "1" for Yes, enter "0" for No.).....	0=No	BHCK		M.1.
	1=Yes	C884	N/A	

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. Confidential
(1) Name of External Auditing Firm (TEXT C703)

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

Confidential
(2) City (TEXT C708)

Confidential
(2) E-mail Address (TEXT C705)

Confidential
(3) State Abbreviation (TEXT C714)

Confidential
(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

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	
1. U.S. Treasury securities.....	0211	0	0213	0	1286	6,102,096	1287	6,089,925	1.
2. U.S. government agency and sponsored agency obligations (exclude mortgage-backed securities) ⁽¹⁾	HT50	90,053	HT51	78,965	HT52	2,132,198	HT53	2,093,950	2.
3. Securities issued by states and political subdivisions in the U.S.....	8496	2,557,867	8497	2,459,129	8498	308,706	8499	293,396	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.....	G300	14,810	G301	14,114	G302	0	G303	0	4.a.(1)
(2) Issued by FNMA and FHLMC.....	G304	1,967,969	G305	1,839,999	G306	493,652	G307	488,058	4.a.(2)
(3) Other pass-through securities.....	G308	0	G309	0	G310	0	G311	0	4.a.(3)
(4) Guaranteed by GNMA, issued by FNMA and FHLMC and other pass-through securities.....	KX52	N/A	KX53	N/A	KX54	N/A	KX55	N/A	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⁾	G312	3,240,010	G313	2,730,298	G314	2,966,595	G315	2,925,320	4.b.(1)
(2) Collateralized by MBS issued or guaranteed by U.S. Government agencies or sponsored agencies ⁽²⁾	G316	0	G317	0	G318	0	G319	0	4.b.(2)
(3) All other residential mortgage-backed securities.....	G320	171,471	G321	103,628	G322	0	G323	0	4.b.(3)
c. Commercial MBS:									
(1) Commercial pass-through securities:									
(a) Issued or guaranteed by FNMA, FHLMC, or GNMA	K142	241,716	K143	234,931	K144	1,946,462	K145	1,939,406	4.c.(1)(a)
(b) Other pass-through securities.....	K146	0	K147	0	K148	0	K149	0	4.c.(1)(b)
(2) Other commercial MBS:									
(a) Issued or guaranteed by U.S. Government agencies or sponsored agencies ⁽²⁾	K150	3,486,628	K151	3,021,860	K152	5,205,005	K153	5,186,374	4.c.(2)(a)
(b) All other commercial MBS.....	K154	37,588	K155	36,930	K156	655,740	K157	635,321	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

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	
5. Asset-backed securities and structured financial products:									
a. Asset-backed Securities (ABS).....	C026	115,304	C988	115,819	C989	2,646,809	C027	2,625,805	5.a.
b. Structured financial products.....	HT58	0	HT59	0	HT60	0	HT61	0	5.b.
6. Other debt securities:									
a. Other domestic debt securities.....	1737	530,503	1738	424,754	1739	8,648	1741	8,517	6.a.
b. Other foreign debt securities.....	1742	9,919,717	1743	9,456,815	1744	4,661,426	1746	4,575,613	6.b.
7. Unallocated portfolio layer fair value hedge basis adjustments ⁽¹⁾					MG95	N/A	BHCT		7.
8. Total (sum of items 1 through 7) ⁽²⁾	1754	22,373,636	1771	20,517,242	1772	27,127,337	1773	26,861,685	8.

Memoranda

	Dollar Amounts in Thousands		
	BHCK	Amount	
1. Pledged securities ⁽³⁾	0416	30,752,496	M.1.
2. Remaining maturity or next repricing date of debt securities ⁽⁴⁾ (Schedule HC-B, items 1 through 6.b in columns A and D above):			
a. 1 year and less.....	0383	21,509,021	M.2.a.
b. Over 1 year to 5 years.....	0384	14,683,052	M.2.b.
c. Over 5 years.....	0387	13,043,248	M.2.c.
<i>Memorandum item 3 is to be completed semiannually in the June and December reports only.</i>			
3. Amortized cost of held-to-maturity securities sold or transferred to available-for-sale or trading securities during the calendar year-to-date (report the amortized cost at date of sale or transfer).....	1778	0	M.3.
4. Structured notes (included in the held-to-maturity and available-for-sale accounts in Schedule HC-B, items 2, 3, 5, and 6):			
a. Amortized cost.....	8782	0	M.4.a.
b. Fair value.....	8783	0	M.4.b.

- This item is to be completed by institutions that have adopted ASU 2022-01, as applicable.**
- The** total reported in column A must equal Schedule HC, item 2.a, plus Schedule HI-B, Part II, item 7, column B.**The** total reported in column D must equal Schedule HC, item 2.b.
- Includes held-to-maturity securities at amortized cost, available-for-sale debt securities at fair value, and equity securities with readily determinable fair values not held for trading (reported in Schedule HC, item 2.c) at fair value.
- 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.....	B838	0	B839	0	B840	0	B841	0	M.5.a.
b. Home equity lines.....	B842	0	B843	0	B844	0	B845	0	M.5.b.
c. Automobile loans.....	B846	9,304	B847	9,151	B848	74,202	B849	72,353	M.5.c.
d. Other consumer loans.....	B850	0	B851	0	B852	0	B853	0	M.5.d.
e. Commercial and industrial loans.....	B854	106,000	B855	106,668	B856	1,957,754	B857	1,962,329	M.5.e.
f. Other.....	B858	0	B859	0	B860	614,853	B861	591,123	M.5.f.
<i>Memorandum items 6.a through 6.g are to be completed by holding companies with \$10 billion or more in total assets. (1)</i>									
6. Structured financial products by underlying collateral or reference assets (for each column, sum of Memorandum items 6.a through 6.g must equal Schedule HC-B, 5.b):									
a. Trust preferred securities issued by financial institutions.....	G348	0	G349	0	G350	0	G351	0	M.6.a.
b. Trust preferred securities issued by real estate investment trusts.....	G352	0	G353	0	G354	0	G355	0	M.6.b.
c. Corporate and similar loans.....	G356	0	G357	0	G358	0	G359	0	M.6.c.
d. 1-4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs).....	G360	0	G361	0	G362	0	G363	0	M.6.d.
e. 1-4 family residential MBS not issued or guaranteed by GSEs.....	G364	0	G365	0	G366	0	G367	0	M.6.e.
f. Diversified (mixed) pools of structured financial products.....	G368	0	G369	0	G370	0	G371	0	M.6.f.
g. Other collateral or reference assets.....	G372	0	G373	0	G374	0	G375	0	M.6.g.

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

Schedule HC-C—Loans and Lease Financing Receivables

Do not deduct the allowance for **credit losses on loans and leases** 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	12,623,865			1.
a. Construction, land development, and other land loans:			BHCK		
(1) 1–4 family residential construction loans.....			F158	182,227	1.a.(1)
(2) Other construction loans and all land development and other land loans.....			F159	531,355	1.a.(2)
b. Secured by farmland.....			BHDM		
c. Secured by 1–4 family residential properties:			1420	2,993	1.b.
(1) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit.....					
(2) Closed-end loans secured by 1–4 family residential properties:			1797	388,656	1.c.(1)
(a) Secured by first liens.....			5367	5,663,219	1.c.(2)(a)
(b) Secured by junior liens.....			5368	76,424	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties.....			1460	1,648,477	1.d.
e. Secured by nonfarm nonresidential properties:					
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....			BHCK		
(2) Loans secured by other nonfarm nonresidential properties.....			F160	1,156,696	1.e.(1)
			F161	2,973,818	1.e.(2)
			BHDM		
2. Loans to depository institutions and acceptances of other banks.....			1288	0	2.
a. To U.S. banks and other U.S. depository institutions.....	1292	0			2.a.
b. To foreign banks.....	1296	128			2.b.
3. Loans to finance agricultural production and other loans to farmers.....	1590	0	1590	0	3.
<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. (1)</i>					
4. Commercial and industrial loans.....			1766	4,804,639	4.
a. To U.S. addressees (domicile).....	1763	4,681,459			4.a.
b. To non-U.S. addressees (domicile).....	1764	123,180			4.b.
c. To U.S. addressees (domicile) and non-U.S. addressees (domicile).....	KX56	N/A			4.c.
5. Not applicable.					
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....			1975	378,552	6.
a. Credit cards	B538	0			6.a.
b. Other revolving credit plans.....	B539	3,623			6.b.
c. Automobile loans.....	K137	3,363			6.c.
d. Other consumer loans (includes single payment, installment, and all student loans).....	K207	371,712			6.d.
7. Loans to foreign governments and official institutions (including foreign central banks).....	2081	0	2081	0	7.
8. Not applicable.					

1. 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	162,976	J454	162,976	9.a.
b. Other loans					
(1) Loans for purchasing or carrying securities (secured or unsecured).....	1545	9,290,157	1545	7,407,589	9.b.(1)
(2) All other loans (exclude consumer loans).....	J451	14,874,717	J451	14,670,813	9.b.(2)
(3) Loans for purchasing or carrying securities (secured and unsecured) and all other loans.....	KX57	N/A	KX57	N/A	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	0	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	0			10.b.
c. Lease finance receivables.....	KX58	N/A			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	42,135,180	2122	40,048,434	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	0	M.1.a.(2)
b. Loans secured by 1-4 family residential properties in domestic offices.....	F576	53	M.1.b.
c. Secured by multifamily (5 or more) residential properties in domestic offices.....	K160	0	M.1.c.
d. Secured by nonfarm nonresidential properties in domestic offices:			
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....	K161	0	M.1.d.(1)
(2) Loans secured by other nonfarm nonresidential properties.....	K162	0	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	0	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	N/A	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

	(Column B) In Domestic Offices		
	BHCK	Amount	
Dollar Amounts in Thousands			
f. All other loans (<i>include</i> loans to individuals for household, family, and other personal expenditures).....	K165	210	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	0	M.1.f.(3)(b)
(c) Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....	K204	0	M.1.f.(3)(c)
g. Total loans restructured in troubled debt restructurings that are in compliance with their modified terms (sum of Memorandum items 1.a.(1) through 1.f).....	HK25	263	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	344,742	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	0	M.3.
<i>Memorandum item 4 is to be completed by (1) holding companies with \$5 billion or more in total assets (1) 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	N/A	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	
5. Not applicable.			
<i>Memorandum item 6.a, 6.b, and 6.c are to be completed semiannually in the June and December reports only.</i>			
6. Closed-end loans with negative amortization features secured by 1–4 family residential properties in domestic offices:			
a. Total amount of closed-end loans with negative amortization features secured by 1–4 family residential properties (included in Schedule HC-C, items 1.c.(2)(a) and (b)).....	F230	0	M.6.a.
<i>Memorandum items 6.b and 6.c are to be completed by holding companies that had closed-end loans with negative amortization features secured by 1–4 family residential properties (as reported in Schedule HC-C, Memorandum item 6.a) as of the preceding December 31 report date, 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	N/A	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	N/A	M.6.c.
7. and 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	4,812	M.9.
10. and 11. Not applicable			

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 considered purchased credit-deteriorated) 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	0	G092	0	G093	0	M.12.a.
b. Commercial and industrial loans.....	G094	0	G095	0	G096	0	M.12.b.
c. Loans to individuals for household, family, and other personal expenditures.....	G097	0	G098	0	G099	0	M.12.c.
d. All other loans and all leases.....	G100	0	G101	0	G102	0	M.12.d.
e. Loans and leases	KX60	N/A	KX61	N/A	KX62	N/A	M.12.e.
Dollar Amounts in Thousands							
13. Not applicable.							
14. Pledged loans and leases.....	G378	10,480,094					M.14.
<p><i>Memorandum item 15 is to be completed by all holding companies.</i></p>							
15. Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit in domestic offices that have converted to non-revolving closed-end status (included in item 1.c.(1) above).....	LE75	0					M.15.

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

Schedule HC-D—Trading Assets and Liabilities

Schedule HC-D is to be completed by holding companies with \$5 billion or more in total assets ⁽¹⁾ that reported total trading assets of \$10 million or more in any of the four preceding calendar quarters.

	Dollar Amounts in Thousands	BHCM	Amount	
Assets				
1. U.S. Treasury securities.....		3531	0	1.
2. U.S. government agency obligations (exclude mortgage-backed securities).....		3532	0	2.
3. Securities issued by states and political subdivisions in the U.S.		3533	0	3.
4. Mortgage-backed securities (MBS):		BHCK		
a. Residential pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA.....		G379	1	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	0	4.b.
c. All other residential mortgage-backed securities.....		G381	0	4.c.
d. Commercial MBS issued or guaranteed by U.S. Government agencies or sponsored agencies ⁽²⁾		K197	0	4.d.
e. All other commercial MBS.....		K198	0	4.e.
5. Other debt securities				
a. Structured financial products.....		HT62	0	5.a.
b. All other debt securities.....		G386	0	5.b.
6. Loans:				
a. Loans secured by real estate:				
(1) Loans secured by 1– 4 family residential properties.....		HT63	0	6.a.(1)
(2) All other loans secured by real estate.....		HT64	0	6.a.(2)
b. Commercial and industrial loans.....		F614	0	6.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....		HT65	0	6.c.
d. Other loans.....		F618	0	6.d.
7. and 8. Not applicable.		BHCM		
9. Other trading assets.....		3541	4	9.
10. Not applicable.				
11. Derivatives with a positive fair value.....		3543	470,681	11.
12. Total trading assets (sum of items 1 through 11) (total of column A must equal Schedule HC, item 5).....		BHCT		
		3545	470,686	12.
Liabilities				
13. a. Liability for short positions:		BHCK		
(1) Equity securities.....		G209	0	13.a.(1)
(2) Debt securities.....		G210	0	13.a.(2)
(3) All other assets.....		G211	0	13.a.(3)
b. All other trading liabilities.....		F624	0	13.b.
14. Derivatives with a negative fair value.....		3547	806,288	14.
15. Total trading liabilities (sum of items 13.a through 14) (total of column A must equal Schedule HC, item 15).....		BHCT		
		3548	806,288	15.

- Asset-size test is based on the total assets reported as of prior year June 30 report date.
- 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	0	M.1.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....	HT68	0	M.1.c.
d. Other loans.....	F636	0	M.1.d.
<i>Memorandum items 2 through 10 are to be completed by holding companies with \$10 billion or more in total trading assets. (1)</i>			
2. Loans measured at fair value that are past due 90 days or more:			
a. Fair value.....	F639	N/A	M.2.a.
b. Unpaid principal balance.....	F640	N/A	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	N/A	M.3.a.
b. Trust preferred securities issued by real estate investment trusts.....	G332	N/A	M.3.b.
c. Corporate and similar loans.....	G333	N/A	M.3.c.
d. 1– 4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs).....	G334	N/A	M.3.d.
e. 1–4 family residential MBS not issued or guaranteed by GSEs.....	G335	N/A	M.3.e.
f. Diversified (mixed) pools of structured financial products.....	G651	N/A	M.3.f.
g. Other collateral or reference assets.....	G652	N/A	M.3.g.
4. Pledged trading assets:			
a. Pledged securities.....	G387	N/A	M.4.a.
b. Pledged loans.....	G388	N/A	M.4.b.
5. Asset-backed securities:			
a. Credit card receivables.....	F643	N/A	M.5.a.
b. Home equity lines.....	F644	N/A	M.5.b.
c. Automobile loans.....	F645	N/A	M.5.c.
d. Other consumer loans.....	F646	N/A	M.5.d.
e. Commercial and industrial loans.....	F647	N/A	M.5.e.
f. Other.....	F648	N/A	M.5.f.
6. Not applicable.			
7. Equity securities:			
a. Readily determinable fair values.....	F652	N/A	M.7.a.
b. Other.....	F653	N/A	M.7.b.
8. Loans pending securitization.....	F654	N/A	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	N/A	M.9.a.(1)
		(2) Gross fair value of physical commodities held in inventory.....	G213	N/A	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 N/A	F655	N/A	M.9.b.(1)
(2)		BHTX F656 N/A	F656	N/A	M.9.b.(2)
(3)		BHTX F657 N/A	F657	N/A	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 N/A	F658	N/A	M.10.a.
b.		BHTX F659 N/A	F659	N/A	M.10.b.
c.		BHTX F660 N/A	F660	N/A	M.10.c.

2. Exclude equity securities.

Schedule HC-E—Deposit Liabilities ⁽¹⁾

		Dollar Amounts in Thousands	BHCB	Amount	
1.		Deposits held in domestic offices of commercial bank subsidiaries of the reporting holding company:			
	a.	Noninterest-bearing balances ⁽²⁾	2210	12,445,966	1.a.
	b.	Interest-bearing demand deposits, NOW, ATS, and other transaction accounts.....	3187	11,217,586	1.b.
	c.	Money market deposit accounts and other savings accounts.....	2389	16,856,420	1.c.
	d.	Time deposits of \$250,000 or less.....	HK29	761,690	1.d.
	e.	Time deposits of more than \$250,000.....	J474	5,616,736	1.e.
2.		Deposits held in domestic offices of other depository institutions that are subsidiaries of the reporting holding company:	BHOD		
	a.	Noninterest-bearing balances ⁽²⁾	3189	0	2.a.
	b.	Interest-bearing demand deposits, NOW, ATS, and other transaction accounts.....	3187	0	2.b.
	c.	Money market deposit accounts and other savings accounts.....	2389	0	2.c.
	d.	Time deposits of \$250,000 or less.....	HK29	0	2.d.
	e.	Time deposits of more than \$250,000.....	J474	0	2.e.

Memoranda

		Dollar Amounts in Thousands	BHDM	Amount	
1.		Brokered deposits \$250,000 or less with a remaining maturity of one year or less.....	HK06	0	M.1.
2.		Brokered deposits \$250,000 or less with a remaining maturity of more than one year.....	HK31	0	M.2.
3.		Time deposits of more than \$250,000 with a remaining maturity of one year or less.....	HK32	5,556,775	M.3.
			BHFN		
4.		Foreign office time deposits with a remaining maturity of one year or less.....	A245	4,758,265	M.4.

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

Schedule HC-F—Other Assets ⁽¹⁾

	Dollar Amounts in Thousands	BHCK	Amount	
1. Accrued interest receivable ⁽²⁾		B556	580,050	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	1,465,330	4.
5. Life insurance assets:				
a. General account life insurance assets.....		K201	2,273,499	5.a.
b. Separate account life insurance assets.....		K202	0	5.b.
c. Hybrid account life insurance assets.....		K270	0	5.c.
6. Other.....		2168	6,261,147	6.
		BHCT		
7. Total (sum of items 1 through 6) (must equal Schedule HC, item 11).....		2160	10,580,026	7.

1. **Holding companies** 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	111,970	2.
3. Allowance for credit losses on off-balance-sheet credit exposures.....		B557	29,413	3.
4. Other.....		B984	3,526,465	4.
		BHCT		
5. Total (sum of items 2 through 4) (must equal Schedule HC, item 20).....		2750	3,667,848	5.

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

Schedule HC-H—Interest Sensitivity ⁽¹⁾

	Dollar Amounts in Thousands	BHCK	Amount	
1. Earning assets that are repriceable within one year or mature within one year.....		3197	107,959,159	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	11,044,937	2.
3. Long-term debt that reprices within one year included in items 16 and 19.a on Schedule HC, Balance Sheet.....		3298	0	3.
4. Variable-rate preferred stock (includes both limited-life and perpetual preferred stock).....		3408	0	4.
5. Long-term debt reported in Schedule HC, item 19.a on the Balance Sheet that is scheduled to mature within one year.....		3409	0	5.

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

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

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

I. Property and Casualty Underwriting

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

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

II. Life and Health Underwriting

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

	Dollar Amounts in Thousands	BHCK	Amount	
Assets				
1. Reinsurance recoverables.....		C247	N/A	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	8,338,619			1.a.
b. Mortgage-backed securities ⁽¹⁾						
		B559	20,661,530			1.b.
c. All other debt securities ⁽¹⁾ and equity securities with readily determinable fair values not held for trading ⁽²⁾						
		B560	20,786,835			1.c.
2. Federal funds sold and securities purchased under agreements to resell.....						
		3365	732,242			2.
3. a. Total loans and leases in domestic offices.....						
		BHDM				
		3516	38,735,858			3.a.
(1) Loans secured by 1–4 family residential properties.....						
		3465	6,164,009			3.a.(1)
(2) All other loans secured by real estate.....						
		3466	6,581,244			3.a.(2)
(3) Loans to finance agricultural production and other loans to farmers.....						
		3386	0			3.a.(3)
(4) Commercial and industrial loans.....						
		3387	4,720,788			3.a.(4)
(5) Loans to individuals for household, family, and other personal expenditures:						
(a) Credit cards.....						
		B561	0			3.a.(5)(a)
(b) Other (includes single payment, installment other than auto loans, all student loans, and revolving credit plans other than credit cards).....						
		B562	379,787			3.a.(5)(b)
b. Total loans and leases in foreign offices, Edge and agreement subsidiaries, and IBFs.....						
		BHFN				
		3360	2,298,751			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	697,768			4.a.
b. Other earning assets.....						
		B985	45,092,358			4.b.
5. Total consolidated assets ⁽⁴⁾						
		3368	149,238,970			5.
Liabilities						
6. Interest-bearing deposits (domestic) ⁽⁵⁾						
		3517	33,582,300			6.
7. Interest-bearing deposits (foreign) ⁽⁵⁾						
		3404	63,216,287			7.
8. Federal funds purchased and securities sold under agreements to repurchase.....						
		3353	3,214,541			8.
9. All other borrowed money.....						
		2635	13,099,561			9.
10. Not applicable.						
Equity Capital						
11. Total equity capital (excludes limited-life preferred stock).....						
		3519	12,358,841			11.

1. Quarterly averages for all debt securities should be based on amortized cost.
2. Quarterly averages for equity securities with readily determinable fair values should be based on fair value.
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) Equity securities with readily determinable fair values should be reported at fair value.
 - c) 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).
5. Includes interest-bearing demand deposits.

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

Report only transactions with nonrelated institutions

Dollar Amounts in Thousands		BHCK	Amount	
1. Unused commitments (report only the unused portions of commitments that are fee paid or otherwise legally binding):				
a. Revolving, open-end loans secured by 1–4 family residential properties, (e.g., home equity lines).....				
		3814	534,716	1.a.
<i>1.b.(1) and 1.b.(2) are to be completed by holding companies with \$5 billion or more in total assets (1) semiannually in the June and December reports only.</i>				
b. (1) Unused consumer credit card lines.....				
		J455	0	1.b.(1)
(2) Other unused credit card lines.....				
		J456	0	1.b.(2)
c. (1) Commitments to fund commercial real estate, construction, and land development loans				
secured by real estate (sum of items 1.c.(1)(a) and (b) must equal item 1.c.(1)).....				
		3816	449,963	1.c.(1)
(a) 1–4 family residential construction loan commitments.....				
	F164		120,399	1.c.(1)(a)
(b) Commercial real estate, other construction loan, and land development loan commitments.....				
	F165		329,564	1.c.(1)(b)
(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate.....				
		6550	60,722	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	0	1.d.
e. Other unused commitments:				
(1) Commercial and industrial loans.....				
		J457	13,328,799	1.e.(1)
(2) Loans to financial institutions.....				
		J458	2,084,640	1.e.(2)
(3) All other unused commitments.....				
		J459	13,714,931	1.e.(3)
2. Financial standby letters of credit and foreign office guarantees.....				
		6566	1,629,812	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	2,430	2.a.
3. Performance standby letters of credit and foreign office guarantees.....				
		6570	125,336	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	378	3.a.
4. Commercial and similar letters of credit.....				
		3411	29,359	4.
5. Not applicable.				
6. Securities:				
a. Securities lent.....				
		3433	135,526,596	6.a.
b. Securities borrowed.....				
		3432	0	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)		(Column B)		
	BHCK	Amount	BHCK	Amount	
7. Credit derivatives:					
a. Notional amounts:					
(1) Credit default swaps.....					
	C968	0	C969	0	7.a.(1)
(2) Total return swaps.....					
	C970	0	C971	0	7.a.(2)
(3) Credit options.....					
	C972	0	C973	0	7.a.(3)
(4) Other credit derivatives.....					
	C974	0	C975	0	7.a.(4)
b. Gross fair values:					
(1) Gross positive fair value.....					
	C219	0	C221	0	7.b.(1)
(2) Gross negative fair value.....					
	C220	0	C222	0	7.b.(2)

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	0		0	7.c.(1)(a)
(b)	Purchased protection.....	G402	0		0	7.c.(1)(b)
(2) All other positions:						
(a)	Sold protection.....	G403	0		0	7.c.(2)(a)
(b)	Purchased protection that is recognized as a guarantee for regulatory capital purposes.....	G404	0		0	7.c.(2)(b)
(c)	Purchased protection that is not recognized as a guarantee for regulatory capital purposes.....	G405	0		0	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	0	G407	0	G408	0	7.d.(1)(a)
(b)	Subinvestment grade.....	G409	0	G410	0	G411	0	7.d.(1)(b)
(2) Purchased credit protection: ⁽³⁾								
(a)	Investment grade.....	G412	0	G413	0	G414	0	7.d.(2)(a)
(b)	Subinvestment grade.....	G415	0	G416	0	G417	0	7.d.(2)(b)

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

		BHCK	Amount	
8. Spot foreign exchange contracts.....		8765	12,110,582	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).....		3430	100,098,820	9.
a.	Commitments to purchase when-issued securities.....	3434	0	9.a.
b.	Commitments to sell when-issued securities.....	3435	0	9.b.
c.	6561 Guarantee related to sponsored repo	6561	100,098,820	9.c.
d.	6562	6562	0	9.d.
e.	6568	6568	0	9.e.
f.	6586	6586	0	9.f.

10. Not applicable.

- 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.
- 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.
- 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.
- 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):					
	BHCK 8693	BHCK 8694	BHCK 8695	BHCK 8696	
a. Futures contracts.....	0	0	0	0	11.a.
	BHCK 8697	BHCK 8698	BHCK 8699	BHCK 8700	
b. Forward contracts.....	0	324,919,592	0	0	11.b.
c. Exchange-traded option contracts:					
(1) Written options.....	BHCK 8701	BHCK 8702	BHCK 8703	BHCK 8704	11.c.(1)
	0	0	0	0	
(2) Purchased options.....	BHCK 8705	BHCK 8706	BHCK 8707	BHCK 8708	11.c.(2)
	0	0	0	0	
d. Over-the-counter option contracts:					
(1) Written options.....	BHCK 8709	BHCK 8710	BHCK 8711	BHCK 8712	11.d.(1)
	269,537	0	0	0	
(2) Purchased options.....	BHCK 8713	BHCK 8714	BHCK 8715	BHCK 8716	11.d.(2)
	269,537	0	0	0	
e. Swaps.....	BHCK 3450	BHCK 3826	BHCK 8719	BHCK 8720	11.e.
	24,784,960	0	581,881	0	
12. Total gross notional amount of derivative contracts held for trading.....	BHCK A126	BHCK A127	BHCK 8723	BHCK 8724	12.
	15,617,181	320,639,781	0	0	
13. Total gross notional amount of derivative contracts held for purposes other than trading.....	BHCK 8725	BHCK 8726	BHCK 8727	BHCK 8728	13.
	9,706,853	4,279,811	581,881	0	
14. Gross fair values of derivative contracts:					
a. Contracts held for trading:					
(1) Gross positive fair value.....	BHCK 8733	BHCK 8734	BHCK 8735	BHCK 8736	14.a.(1)
	210,505	1,379,151	0	0	
(2) Gross negative fair value.....	BHCK 8737	BHCK 8738	BHCK 8739	BHCK 8740	14.a.(2)
	315,887	1,371,878	0	0	
b. Contracts held for purposes other than trading:					
(1) Gross positive fair value.....	BHCK 8741	BHCK 8742	BHCK 8743	BHCK 8744	14.b.(1)
	198,957	45,179	0	0	
(2) Gross negative fair value.....	BHCK 8745	BHCK 8746	BHCK 8747	BHCK 8748	14.b.(2)
	156,788	6,654	30,614	0	

1. 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) 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	
<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	716,996		G420	0	G421	0	G422	584,170	15.a.
b. Fair value of collateral:										
(1) Cash-U.S. dollar.....	G423	584,254		G425	0	G426	0	G427	58,712	15.b.(1)
(2) Cash-Other currencies.....	G428	0		G430	0	G431	0	G432	0	15.b.(2)
(3) U.S. Treasury securities.....	G433	0		G435	0	G436	0	G437	3,968	15.b.(3)
(4) U.S. government agency and U.S. government-sponsored agency debt securities.....	G438	0		G440	0	G441	0	G442	0	15.b.(4)
(5) Corporate bonds.....	G443	0		G445	0	G446	0	G447	0	15.b.(5)
(6) Equity securities.....	G448	0		G450	0	G451	0	G452	0	15.b.(6)
(7) All other collateral.....	G453	0		G455	0	G456	0	G457	0	15.b.(7)
(8) Total fair value of collateral (sum of items 15.b.(1) through (7)).....	G458	584,254		G460	0	G461	0	G462	62,680	15.b.(8)

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		
	Number (Unrounded)					
1. Total number of holding company common shares outstanding.....	3459	201,637,855			1.	
2. Debt maturing in one year or less (included in Schedule HC, items 16 and 19.a) that is issued to unrelated third parties by bank subsidiaries.....			6555	5,629,889	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	3,600,000	3.	
4. Other assets acquired in satisfaction of debts previously contracted.....			6557	0	4.	
5. Securities purchased under agreements to resell offset against securities sold under agreements to repurchase on Schedule HC.....			A288	70,210,660	5.	
Item 6 is only completed by holding companies with \$5 billion or more in assets. (1)						
6. Portion of covered other real estate owned included in Schedule HC, item 7 that is protected by FDIC loss-sharing agreements.....			K192	0	6.	
<i>Items 7.a and 7.b are to be completed annually in the December report only.</i>						
7. Captive insurance and reinsurance subsidiaries:						
a. Total assets of captive insurance subsidiaries (2).....			K193	N/A	7.a.	
b. Total assets of captive reinsurance subsidiaries (2).....			K194	N/A	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 1=Yes	BHCK 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 1=Yes	BHCK 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 1=Yes	BHCK 6416	1	11.

TEXT

6428 Deann Bogner
Name of Holding Company Official Verifying FR Y-10 Reporting (Please Type or Print)

312-630-0894
Area Code / Phone Number (TEXT 9009)

	BHCK	Amount		
12. Intangible assets:				
a. Mortgage servicing assets.....	3164	0	12.a.	
(1) Estimated fair value of mortgage servicing assets.....	6438	0	12.a.(1)	
b. Goodwill.....	3163	697,446	12.b.	
c. All other intangible assets.....	JF76	64,360	12.c.	
d. Total (sum of items 12.a, 12.b, and 12.c) (must equal Schedule HC, item 10).....	BHCT 2143	761,806	12.d.	
13. Other real estate owned.....	2150	24	13.	
14. Other borrowed money:				
a. Commercial paper.....	2309	0	14.a.	
b. Other borrowed money with a remaining maturity of one year or less.....	2332	5,629,889	14.b.	
c. Other borrowed money with a remaining maturity of more than one year.....	2333	6,343,990	14.c.	
d. Total (sum of items 14.a, 14.b, and 14.c) (must equal Schedule HC, item 16).....	BHCT 3190	11,973,879	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 1=Yes	BHCK B569	1	15.

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

	BHCK	Amount	
16. Assets under management in proprietary mutual funds and annuities.....	B570	186,100,131	16.

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 1=Yes	BHCK C161		0	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 1=Yes	BHCK C159		N/A	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 1=Yes	BHCK C700		0	19.a.
b. Does the holding company manage any nonfinancial equity investments for the benefit of others? (Enter "1" for Yes; enter "0" for No.).....	0=No 1=Yes	C701		0	19.b.

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

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

Schedule HC-M—Continued

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

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

TEXT
C497

http:// www.northerntrust.com

22.

Dollar Amounts in Thousands	BHCK	Amount	
<i>Memoranda items 23 through 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	8,500,000	23.b.
24. Issuances associated with the U.S. Department of Treasury Capital Purchase Program:			
a. Senior perpetual preferred stock or similar items.....	G234	0	24.a.
b. Warrants to purchase common stock or similar items.....	G235	0	24.b.

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

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	0	F174	0	F176	0	1.a.(1)
(2) Other construction loans and all land development and other land loans.....	F173	0	F175	0	F177	0	1.a.(2)
b. Secured by farmland in domestic offices.....	3493	0	3494	0	3495	0	1.b.
c. Secured by 1–4 family residential properties in domestic offices:							
(1) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit.....	5398	2,620	5399	0	5400	1,288	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties:							
(a) Secured by first liens.....	C236	22,968	C237	110	C229	20,711	1.c.(2)(a)
(b) Secured by junior liens.....	C238	0	C239	0	C230	1,193	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices.....	3499	0	3500	0	3501	0	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:							
(1) Loans secured by owner-occupied nonfarm non-residential properties.....	F178	16,020	F180	49,152	F182	7,250	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties.....	F179	16,831	F181	0	F183	5,741	1.e.(2)
f. In foreign offices.....	B572	0	B573	0	B574	0	1.f.
2. Loans to depository institutions and acceptances of other banks:							
a. U.S. banks and other U.S. depository institutions.....	5377	0	5378	0	5379	0	2.a.
b. Foreign banks.....	5380	0	5381	0	5382	0	2.b.
3. Loans to finance agricultural production and other loans to farmers.....	1594	0	1597	0	1583	0	3.
4. Commercial and industrial loans.....	1606	12,931	1607	5,431	1608	345	4.
5. Loans to individuals for household, family, and other personal expenditures:							
a. Credit cards.....	B575	0	B576	0	B577	0	5.a.
b. Automobile loans.....	K213	0	K214	0	K215	0	5.b.
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....	K216	3,312	K217	873	K218	0	5.c.
6. Loans to foreign governments and official institutions.....	5389	0	5390	0	5391	0	6.
7. All other loans.....	5459	189,410	5460	25,014	5461	2,000	7.

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	
<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	0	F170	0	F171	0	8.b.
c. Lease finance receivables.....	KX63	N/A	KX64	N/A	KX65	N/A	8.c.
9. Total loans and leases (sum of items 1 through 8.b) (2).....	1406	264,092	1407	80,580	1403	38,528	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).....	K036	0	K037	0	K038	0	11.
a. Guaranteed portion of loans and leases (exclude rebooked "GNMA loans") included in item 11 above.....	K039	0	K040	0	K041	0	11.a.
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 11 above.....	K042	0	K043	0	K044	0	11.b.
12. Portion of covered loans and leases reported in item 9 above that are protected by loss-sharing agreements with the FDIC.....	K102	0	K103	0	K104	0	12.

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)

1. Asset-size test is based on the total assets reported as 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

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	
1. b. Loans secured by 1–4 family residential properties in domestic offices.....	BHCK		BHCK		BHCK		M.1.b.
	F661	0	F662	0	F663	683	
c. Secured by multifamily (5 or more) residential properties in domestic offices.....	BHDM		BHDM		BHDM		M.1.c.
	K111	0	K112	0	K113	0	
d. Secured by nonfarm nonresidential properties in domestic offices:							
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....	K114	0	K115	0	K116	7,250	M.1.d.(1)
(2) Loans secured by other nonfarm nonresidential properties.....	K117	0	K118	0	K119	0	M.1.d.(2)
<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>							
1. e. Commercial and industrial loans:	BHCK		BHCK		BHCK		
(1) To U.S. addressees (domicile).....	K120	0	K121	525	K122	296	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	N/A	KX67	N/A	KX68	N/A	M.1.e.(3)
f. All other loans (include loans to individuals for household, family, and other personal expenditures).....	K126	0	K127	0	K128	0	M.1.f.
<i>Itemize and describe loan categories included in item 1.f, above that exceed 10 percent of total loans restructured in troubled debt restructurings that are past due 30 days or more or in non-accrual status (sum of Memorandum items 1.a through 1.f, columns A through C):</i>							
(1) Loans secured by farmland in domestic offices.....	BHDM		BHDM		BHDM		M.1.f.(1)
	K130	0	K131	0	K132	0	
(2) Loans to finance agricultural production and other loans to farmers.....	BHCK		BHCK		BHCK		M.1.f.(2)
	K138	0	K139	0	K140	0	
(3) Loans to individuals for household, family, and other personal expenditures:							
(a) Credit cards.....	K274	0	K275	0	K276	0	M.1.f.(3)(a)
(b) Automobile loan.....	K277	0	K278	0	K279	0	M.1.f.(3)(b)
(c) Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....	K280	0	K281	0	K282	0	M.1.f.(3)(c)

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	
1. 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) ⁽¹⁾	HK26	0	HK27	525	HK28	8,229	M.1.g.
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HC-N, items 4 and 7 above.....	6558	0	6559	0	6560	0	M.2.
3. Loans and leases included in Schedule HC-N, items 1, 2, 4, 5, 6, 7, and 8 extended to non-U.S. addressees.....	3508	0	1912	0	1913	0	M.3.
4. Not applicable.							
5. Loans and leases held-for-sale (included in Schedule HC-N, items 1 through 8 above).....	C240	0	C241	0	C226	0	M.5.

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 ⁽²⁾ 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 and 8 are to be completed semiannually in the June and December reports only.</i>			
7. Additions to nonaccrual assets during the previous six months.....	C410	3,412	M.7.
8. Nonaccrual assets sold during the previous six months.....	C411	0	M.8.
9. Not applicable.			

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

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

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 resale ⁽¹⁾ 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	0	1.
2. Wholesale originations and purchases during the quarter of 1- 4 family residential mortgage loans for sale: ⁽¹⁾		HT82	0	2.
3. 1- 4 family residential mortgages sold during the quarter.....		FT04	0	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	0	4.
5. Noninterest income for the quarter from the sale, securitization, and servicing of 1- 4 family residential mortgage loans (included in Schedule HI, items 5.c, 5.f, 5.g, and 5.i).....		HT85	0	5.
6. Repurchases and indemnifications of 1- 4 family residential mortgage loans during the quarter		HT86	0	6.
7. Representation and warranty reserves for 1- 4 family residential mortgage loans sold				
a. For representations and warranties made to U.S. government agencies and government-sponsored agencies ⁽³⁾		L191	Confidential	7.a.
b. For representations and warranties made to other parties ⁽³⁾		L192	Confidential	7.b.
c. Total representation and warranty reserves (sum of items 7.a and 7.b).....		M288	Confidential	7.c.

1. Exclude originations and purchases of 1- 4 family residential mortgage loans that are held for investment.
2. Asset-size test is based on the total assets reported as of prior year June 30 report date.
3. Amounts reported in items 7.a and 7.b will not be made available to the public on an individual institution basis.

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 assets (2) that :

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

Dollar Amounts in Thousands	(Column A) Total Fair Value Reported on Schedule HC		(Column B) LESS: Amounts Netted in the Determination of Total Fair Value		(Column C) Level 1 Fair Value Measurements		(Column D) Level 2 Fair Value Measurements		(Column E) Level 3 Fair Value Measurements		
	BHCY	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Assets											
1. Available-for-sale debt and equity securities with readily determinable fair values not held for trading. (1).....	JA36	27,243,589	G474	0	G475	6,185,021	G476	21,058,568	G477	0	1.
2. Federal funds sold and securities purchased under agreements to resell.....	BHCK										
	G478	0	G479	0	G480	0	G481	0	G482	0	2.
3. Loans and leases held for sale.....	G483	0	G484	0	G485	0	G486	0	G487	0	3.
4. Loans and leases held for investment.....	G488	0	G489	0	G490	0	G491	0	G492	0	4.
5. Trading assets:	BHCT										
a. Derivative assets.....	3543	470,681	G493	1,118,974	G494	0	G495	1,589,655	G496	0	5.a.
	BHCK										
b. Other trading assets.....	G497	5	G498	0	G499	0	G500	5	G501	0	5.b.
(1) Nontrading securities at fair value with changes in fair value reported in current earnings (included in Schedule HC-Q, item 5.b, above).....	F240	0	F684	0	F692	0	F241	0	F242	0	5.b.(1)
6. All other assets.....	G391	244,135	G392	0	G395	0	G396	244,135	G804	0	6.
7. Total assets measured at fair value on a recurring basis.....	G502	27,958,410	G503	1,118,974	G504	6,185,021	G505	22,892,363	G506	0	7.
Liabilities											
8. Deposits.....	F252	0	F686	0	F694	0	F253	0	F254	0	8.
9. Federal funds purchased and securities sold under agreements to repurchase.....	G507	0	G508	0	G509	0	G510	0	G511	0	9.
10. Trading liabilities:	BHCT										
a. Derivative liabilities.....	3547	806,288	G512	881,477	G513	0	G514	1,687,765	G515	0	10.a.
	BHCK										
b. Other trading liabilities.....	G516	0	G517	0	G518	0	G519	0	G520	0	10.b.

1. The amount reported in item 1, column A, must equal the sum of Schedule HC, item 2.b and 2.c.
2. Asset-size test is based on the total assets reported as of prior year June 30 report date.

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	
Liabilities (continued)											
11. Other borrowed money.....	G521	0	G522	0	G523	0	G524	0	G525	0	11.
12. Subordinated notes and debentures.....	G526	0	G527	0	G528	0	G529	0	G530	0	12.
13. All other liabilities.....	G805	194,056	G806	0	G807	0	G808	163,442	G809	30,614	13.
14. Total liabilities measured at fair value on a recurring basis.....	G531	1,000,344	G532	881,477	G533	0	G534	1,851,207	G535	30,614	14.

Memoranda

Dollar Amounts in Thousands	BHCK		BHCK		BHCK		BHCK		BHCK		
		Amount		Amount		Amount		Amount		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	0	G537	0	G538	0	G539	0	G540	0	M.1.a.
b. Nontrading derivative assets.....	G541	244,135	G542	0	G543	0	G544	244,135	G545	0	M.1.b.
c. <small>BHXT G546</small>	G546	0	G547	0	G548	0	G549	0	G550	0	M.1.c.
d. <small>BHXT G551</small>	G551	0	G552	0	G553	0	G554	0	G555	0	M.1.d.
e. <small>BHXT G556</small>	G556	0	G557	0	G558	0	G559	0	G560	0	M.1.e.
f. <small>BHXT G561</small>	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	194,056	G567	0	G568	0	G569	163,442	G570	30,614	M.2.b.
c. <small>BHXT G571</small>	G571	0	G572	0	G573	0	G574	0	G575	0	M.2.c.
d. <small>BHXT G576</small>	G576	0	G577	0	G578	0	G579	0	G580	0	M.2.d.
e. <small>BHXT G581</small>	G581	0	G582	0	G583	0	G584	0	G585	0	M.2.e.
f. <small>BHXT G586</small>	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	0	M.3.a.(1)
(2) All other loans secured by real estate	HT88	0	M.3.a.(2)
b. Commercial and industrial loans.....			
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.....			
	F585	0	M.3.b.
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	0	M.4.a.(1)
(2) All other loans secured by real estate.....	HT92	0	M.4.a.(2)
b. Commercial and industrial loans.....			
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....			
	HT93	0	M.4.c.
d. Other loans.....			
	F601	0	M.4.d.

Schedule HC-R—Regulatory Capital

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	(2,380,035)	1.
2. Retained earnings ⁽¹⁾	KW00	15,015,986	2.
a. Does your institution have a CECL transition election in effect as of the quarter-end report date? (enter "0" for No; enter "1" for Yes with a 3-year CECL transition election; enter "2" for Yes with a 5-year 2020 CECL transition election.).....	BHCA JJ29	 0	2.a.
3. Accumulated other comprehensive income (AOCI).....	BHCA B530	 (865,000)	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	 0
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	11,770,951	5.
Common Equity Tier 1 Capital: Adjustments and Deductions			
6. LESS: Goodwill net of associated deferred tax liabilities (DTLs).....	P841	661,479	6.
7. LESS: Intangible assets (other than goodwill and mortgage servicing assets (MSAs)), net of associated DTLs.....	P842	47,456	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 debt securities (if a gain, report as a positive value; if a loss, report as a negative value).....	P844	N/A	9.a.
b. Not applicable.			
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	N/A	9.c.
d. LESS: Amounts recorded in AOCI attributed to defined benefit postretirement plans resulting from the initial and subsequent application of the relevant GAAP standards that pertain to such plans (if a gain, report as a positive value; if a loss, report as a negative value).....	P847	N/A	9.d.
e. LESS: Net unrealized gains (losses) on held-to-maturity securities that are included in AOCI (if a gain, report as a positive value; if a loss, report as a negative value).....	P848	N/A	9.e.
f. To be completed only by holding companies that entered "0" for No in item 3.a: LESS: Accumulated net gain (loss) on cash flow hedges included in AOCI, net of applicable income taxes, that relate to the hedging of items that are not recognized at fair value on the balance sheet (if a gain, report as a positive value; if a loss, report as a negative value).....	P849	0	9.f.

1. Holding companies that have elected to apply the 3-year or the 5-year 2020 CECL transition provision should include the applicable portion of the CECL transitional amount or the modified CECL transitional amount, respectively, in this item.

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			130,432	10.b.

	(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	0	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	N/A	P852	10,931,584	12.
13. a. LESS: Investments in the capital of unconsolidated financial institutions, net of associated DTLs, that exceed 25 percent of item 12.....	LB58	N/A			13.a.
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	0	13.b.
14. a. LESS: MSAs, net of associated DTLs, that exceed 25 percent of item 12.....	LB59	N/A			14.a.
b. LESS: MSAs, net of associated DTLs, that exceed the 10 percent common equity tier 1 capital deduction threshold.....			P854	0	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	N/A			15.a.
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	0	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	0	16.
17. LESS: Deductions applied to common equity tier 1 capital due to insufficient amounts of additional tier 1 capital and tier 2 capital ⁽²⁾ to cover deductions.....	P857	N/A	P857	0	17.
18. Total adjustments and deductions for common equity tier 1 capital ⁽³⁾	P858	N/A	P858	0	18.
19. Common equity tier 1 capital (item 12 minus item 18).....	P859	N/A	P859	10,931,584	19.

1. 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. A holding company that has a CBLR framework election in effect as of the quarter-end report date is neither required to calculate tier 2 capital nor make any deductions that would have been taken from tier 2 capital as of the report date.

3. All non-advanced approaches holding companies should report in item 18, column A, the sum of items 13.a, 14.a, 15.a, and 17, column A; all advanced approaches holding companies should report in item 18, column B, the 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	884,860	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	884,860	23.
24.	LESS: Additional tier 1 capital deductions.....	P864	47,589	24.
25.	Additional tier 1 capital (greater of item 23 minus item 24, or zero).....	P865	837,271	25.
Tier 1 Capital				
26.	Tier 1 capital ⁽¹⁾	8274	11,768,855	26.
Total Assets for the Leverage Ratio				
27.	Average total consolidated assets ⁽²⁾	KW03	148,292,427	27.
28.	LESS: Deductions from common equity tier 1 capital and additional tier 1 capital ⁽³⁾	P875	886,956	28.
29.	LESS: Other deductions from (additions to) assets for leverage ratio purposes.....	B596	406,930	29.
30.	Total assets for the leverage ratio (item 27 minus items 28 and 29)	A224	146,998,541	30.
Leverage Ratio*				
31.	Leverage ratio (item 26 divided by item 30).....	BHCA	Percentage	
		7204	8.0061%	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 not complete items 37 through 53
- Do not 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.

Item 31.b is to be completed only by non-advanced approaches holding companies that elect to use the Standardized Approach for Counterparty Credit Risk (SA-CCR) for purposes of the standardized approach and supplementary leverage ratio.

b.	Standardized Approach for Counterparty Credit Risk opt-in election (enter "1" for Yes; leave blank for No)		BHCA			
		1=Yes	NC99			31.b.

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

1. All non-advanced approaches holding companies should report the sum of item 19, column A, and item 25 in item 26; all advanced approaches institutions should report the sum of item 19, column B, and item 25 in item 26.
2. Holding companies that have elected to apply the 3-year or the 5-year 2020 CECL transition provision should include the applicable portion of the CECL transitional amount or the modified CECL transitional amount, respectively, in item 27
3. All non-advanced approaches holding companies should report in item 28 the sum of items 6, 7, 8, 10.b, 13.a, 14.a, 15.a, 17 (column A), and certain elements of item 24 - see instructions; all advanced approaches holding companies should report in item 28, the sum of items 6, 7, 8, 10.b, 11, 13.b, 14.b, 15.b, 16, 17 (column B), and certain elements of item 24 - see instructions.

Schedule HC-R—Continued

Part I—Continued

Qualifying Criteria and Other Information for CBLR holding company*

	(Column A)		(Column B)		
	BHCA	Amount	BHCA	Percentage	
32. Total assets (Schedule HC, item 12); (must be less than \$10 billion).....	2170	N/A			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	N/A	KX78	N/A	33.
34. Off-balance sheet exposures:					
a. Unused portion of conditionally cancellable commitments.....	KX79	N/A			34.a.
b. Securities lent and borrowed (Schedule HC-L, sum of items 6.a and 6.b).....	KX80	N/A			34.b.
c. Other off-balance sheet exposures.....	KX81	N/A			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	N/A	KX83	N/A	34.d.
	Dollar Amounts in Thousands		BHCA	Amount	
35. Unconditionally cancellable commitments.....			S540	N/A	35.
36. Investments in the tier 2 capital of unconsolidated financial institutions.....			LB61	N/A	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 ⁽¹⁾					
37. Tier 2 capital instruments plus related surplus.....	P866	1,495,357			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. Adjusted allowances for credit losses(AACL) includable in tier 2 capital ⁽²⁾	5310	208,919			40.a.
b. (Advanced approaches holding companies that exit parallel run only): Eligible credit reserves includable in tier 2 capital.....	BHCW				
	5310	0			40.b.
41. Not applicable.	BHCA				
42. a. Tier 2 capital before deductions (sum of items 37 through 40.a).....	P870	1,704,276			42.a.
b. (Advanced approaches holding companies that exit parallel run only): Tier 2 capital before deductions (sum of items 37 through 39, plus item 40.b).....	BHCW				
	P870	1,495,357			42.b.

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

1. A holding company that has a CBLR election in effect as of the quarter-end report date is neither required to calculate tier 2 capital nor make any deductions that would have been taken from tier 2 capital as of the report date.
2. Holding companies that have elected to apply the 3-year or the 5-year 2020 CECL transition provision should subtract the applicable portion of the AACL transitional amount or the modified AACL transitional amount, respectively, 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 provisions

Schedule HC-R—Continued

Part I—Continued

		Dollar Amounts in Thousands		
		BHCA	Amount	
43.	LESS: Tier 2 capital deductions.....	P872	0	43.
44. a.	Tier 2 capital (greater of item 42.a minus item 43, or zero).....	5311	1,704,276	44. a.
	b. (Advanced approaches holding companies that exit parallel run only): Tier 2 capital	BHCW		
	(greater of item 42.b minus item 43, or zero).....	5311	1,495,357	44. b.
Total Capital				
		BHCA		
45. a.	Total capital (sum of items 26 and 44.a).....	3792	13,473,131	45. a.
	b. (Advanced approaches holding companies that exit parallel run only): Total capital	BHCW		
	(sum of items 26 and 44.b).....	3792	13,264,212	45. b.
Total Risk-Weighted Assets				
46. a.	Total risk-weighted assets (from Schedule HC-R, Part II item 31).....	A223	86,750,587	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	78,399,688	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, column A or B, as applicable, divided by item 46.a) (Advanced approaches holding companies that exit parallel run only: Column B, item 19, column B, divided by item 46.b).....	P793	12.6012%	P793	13.9434%	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	13.5663%	7206	15.0114%	48.
49.	Total capital ratio (Column A: item 45.a divided by item 46.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 45.b divided by item 46.b)....	7205	15.5309%	7205	16.9187%	49.

		BHCA	Percentage	
Capital Buffer* for Holding Companies not Subject to the Capital Plan Rule (items 50-52)				
50.	Capital conservation buffer	H311	N/A	50.

		Dollar Amounts in Thousands		
		BHCA	Amount	
Holding companies must complete items 51 and 52 if the amount in item 50 is less than or equal to the applicable:				
51.	Eligible retained income ⁽¹⁾	H313	N/A	51.
52.	Distributions and discretionary bonus payments during the quarter ⁽²⁾	H314	N/A	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	9.0851%	53.

		Dollar Amounts in Thousands		
		BHCA	Amount	
Long-Term Debt and Total Loss Absorbing Capacity				
Note: only the top-tier BHCs of U.S. GSIBs and the IHCs of foreign GSIBs must complete items 54 to 59.				
54.	Outstanding eligible long-term debt.....	LF21	N/A	54.
55.	Total loss absorbing capacity.....	LF22	N/A	55.

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

- Holding companies not subject to the capital plan rule must complete item 51 only if the amount reported in item 50 above is less than or equal to 2.5000 percent.
- Holding companies not subject to the capital plan rule must complete item 52 only if the amount reported in item 50 above for the previous calendar quarter-end report date was less than or equal to 2.5000 percent.

Schedule HC-R—Continued

Part I—Continued

	(Column A)		(Column B)		
	BHCA	Percentage	BHCW	Percentage	
Long-Term Debt and Total Loss Absorbing Capacity Ratios*					
56. LTD and TLAC total risk-weighted assets ratios (Column A: item 54 divided by item 46.a Column B: item 55 divided by item 46.a).....	LF23	N/A	LF23	N/A	56.
57. Top-tier BHCs of U.S. GSIBs only: LTD and TLAC total risk-weighted assets ratios using advanced approaches rule (Column A: item 54 divided by item 46.b) (Column B: item 55 divided by item 46.b).....	MK66	N/A	MK66	N/A	57.
58. IHCs of foreign GSIBs only: LTD and TLAC leverage ratios (Column A: item 54 divided by item 30) (Column B: item 55 divided by item 30).....	LF24	N/A	LF24	N/A	58.
59. Holding companies subject to Category I, II, or III standards: LTD and TLAC supplementary leverage ratios (Column A: item 54 divided by FFIEC 101 Schedule A, Table 2, item 2.21) (Column B: item 55 divided by FFIEC 101 Schedule A, Table 2, item 2.21).....	LF25	N/A	LF25	N/A	59.

	(Column A) Standardized Approach		(Column B) Advanced Approaches		
	BHCA	Percentage	BHCW	Percentage	
Risk-Based Capital Buffer for holding companies subject to the Board's capital plan rule only:					
60. Capital conservation buffer requirement (sum of items 60.a through 60.c)					
a. of which: Stress capital buffer or 2.500% (for advanced approaches).....	LE85	2.5000%	LE85	2.5000%	60.a.
b. of which: GSIB surcharge (if applicable).....	LE86	N/A	LE86	N/A	60.b.
c. of which: Countercyclical capital buffer amount (if applicable).....	LE87	0.0000%	LE87	0.0000%	60.c.
61. Capital conservation buffer.....	MK76	7.5309%	H311	8.9187%	61.

	BHCA	Percentage		
TLAC Buffers*				
Note: only the top-tier BHCs of U.S. GSIBs and the IHCs of foreign GSIBs must complete item 62.a. The top-tier BHCs of U.S. GSIBs must complete item 62.b.				
62. Institution-specific buffer necessary to avoid limitations on distributions and discretionary bonus payments:				
a. TLAC risk-weighted asset buffer.....	LF27	N/A		62.a.
b. TLAC leverage buffer.....	LF28	N/A		62.b.

	BHCA	Amount	
Dollar Amounts in Thousands			
Leverage buffer and requirements for holding companies subject to the capital plan rule:			
63. Total leverage exposure for the supplementary leverage ratio (SLR) (if applicable).....	LE88	129,540,148	63.
		Percentage	
64. Leverage buffer requirement (if applicable).....	LE89	0.0000%	64.
65. Leverage ratio buffer (if applicable).....	LE90	N/A	65.
Maximum payout ratios and amounts for holding companies subject to the capital plan rule:			
		Amount	
66. Eligible retained income.....	MK77	387,933	66.
		Percentage	
67. Maximum payout ratio.....	LE91	0.0000%	67.
		Amount	
68. Maximum payout amount.....	LE92	0	68.
69. Distributions and discretionary bonus payments during the quarter.....	MK78	430,563	69.

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets

Holding companies that entered "1" for Yes in Schedule HC-R, Part I, item 31.a, do not have to complete Schedule HC-R, Part II.

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

Dollar Amounts in Thousands	(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reported in Column A	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)
			Allocation by Risk-Weight Category							
			0%	2%	4%	10%	20%	50%	100%	150%
Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
Balance Sheet Asset Categories ⁽²⁾										
<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</i> ^(3,4)										
1. Cash and balances due from depository institutions.....	BHCK D957	BHCK S396	BHCK D958				BHCK D959	BHCK S397	BHCK D960	BHCK S398
	51,579,278	(617)	43,694,276				5,774,533	661,112	427,805	1,022,169
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
	22,157,851	(10,855)	11,336,640	0	0		8,948,996	671,694	1,211,376	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
	24,102,464	0	13,151,886	0	0		10,119,727	149,171	681,680	0
3. Federal funds sold and securities purchased under agreements to resell:										
a. Federal funds sold (in domestic offices).....	BHCK D971		BHCK D972				BHCK D973	BHCK S410	BHCK D974	BHCK S411
	0		0				0	0	0	0
b. Securities purchased under agreements to resell.....	BHCK H171	BHCK H172								
	859,583	859,583								

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. **Holding companies** that 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—Continued

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

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—Continued

	(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reported in Column A	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)		
			Allocation by Risk-Weight Category									
			0%	2%	4%	10%	20%	50%	100%	150%		
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount		
4. Loans and leases held for sale:												
a. Residential mortgage exposures.....	BHCK S413	BHCK S414	BHCK H173				BHCK S415	BHCK S416	BHCK S417			4. a.
	0	0	0				0	0	0			
b. High volatility commercial real estate exposures.....	BHCK S419	BHCK S420	BHCK H174				BHCK H175	BHCK H176	BHCK H177	BHCK S421		4. b.
	0	0	0				0	0	0	0		
c. Exposures past due 90 days or more or on nonaccrual (6).....	BHCK S423	BHCK S424	BHCK S425	BHCK HJ78	BHCK HJ79		BHCK S426	BHCK S427	BHCK S428	BHCK S429		4. c.
	0	0	0	0	0		0	0	0	0		
d. All other exposures.....	BHCK S431	BHCK S432	BHCK S433	BHCK HJ80	BHCK HJ81		BHCK S434	BHCK S435	BHCK S436	BHCK S437		4. d.
	0	0	0	0	0		0	0	0	0		
5. Loans and leases held for investment: (7)												
a. Residential mortgage exposures.....	BHCK S439	BHCK S440	BHCK H178				BHCK S441	BHCK S442	BHCK S443			5. a.
	6,022,626	0	0				0	4,812,798	1,209,828			
b. High volatility commercial real estate exposures.....	BHCK S445	BHCK S446	BHCK H179				BHCK H180	BHCK H181	BHCK H182	BHCK S447		5. b.
	511,202	0	0				0	0	0	511,202		
c. Exposures past due 90 days or more or on nonaccrual (8).....	BHCK S449	BHCK S450	BHCK S451	BHCK HJ82	BHCK HJ83		BHCK S452	BHCK S453	BHCK S454	BHCK S455		5. c.
	108,168	0	0	0	0		0	0	0	108,168		
d. All other exposures.....	BHCK S457	BHCK S458	BHCK S459	BHCK HJ84	BHCK HJ85		BHCK S460	BHCK S461	BHCK S462	BHCK S463		5. d.
	35,493,184	(4,675)	1,196	0	0		244,870	2,536	35,249,257	0		
6. LESS: Allowance for credit losses on loans and leases.....	BHCK 3123	BHCK 3123										6.
	167,715	167,715										

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

Schedule HC-R—Continued
Part II—Continued

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)
	Allocation by Risk-Weight Category							Application of Other Risk-Weighting Approaches ⁽⁹⁾	
	250%	300%	400%	600%	625%	937.5%	1250%	Exposure Amount	Risk-Weighted Asset Amount
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
4. Loans and leases held for sale:									
a. Residential mortgage exposures.....								BHCK H273	BHCK H274
								0	0
b. High volatility commercial real estate exposures.....								BHCK H275	BHCK H276
								0	0
c. Exposures past due 90 days or more or on nonaccrual ⁽¹⁰⁾								BHCK H277	BHCK H278
								0	0
d. All other exposures.....								BHCK H279	BHCK H280
								0	0
5. Loans and leases held for investment:									
a. Residential mortgage exposures.....								BHCK H281	BHCK H282
								0	0
b. High volatility commercial real estate exposures.....								BHCK H283	BHCK H284
								0	0
c. Exposures past due 90 days or more or on nonaccrual ⁽¹¹⁾								BHCK H285	BHCK H286
								0	0
d. All other exposures.....								BHCK H287	BHCK H288
								0	0
6. LESS: Allowance for credit losses on loans and leases.....									

9. 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.

10. 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.

11. 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—Continued

	(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reported in Column A	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)	
			Allocation by Risk-Weight Category								
			0%	2%	4%	10%	20%	50%	100%	150%	
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	
	BHCK D976	BHCK S466	BHCK D977	BHCK HJ86	BHCK HJ87		BHCK D978	BHCK D979	BHCK D980	BHCK S467	
7. Trading assets.....	470,686	470,686	0	0	0		0	0	0	0	7.
	BHCK D981	BHCK S469	BHCK D982	BHCK HJ88	BHCK HJ89		BHCK D983	BHCK D984	BHCK D985	BHCK H185	
8. All other assets (12,13,14).....	12,313,748	594,369	218,525	0	0		524,813	20,907	9,789,885	3,219	8.
a. Separate account bank-owned life insurance.....											8.a.
b. Default fund contributions to central counterparties.....											8.b.

12. Includes premises and fixed assets; other real estate owned; investments in unconsolidated subsidiaries and associated companies; direct and indirect investments in real estate ventures; intangible assets; and other assets.
13. **Holding companies** that have elected to apply the 3-year or the 5-year 2020 CECL transition provision should report as a positive number in item 8, column B, the applicable portion of the DTA transitional amount as determined in accordance with the 3-year or the 5-year 2020 CECL transition rule, respectively.
14. **Holding companies** that 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—Continued

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)
	Allocation by Risk-Weight Category							Application of Other Risk-Weighting Approaches ⁽¹⁵⁾	
	250%	300%	400%	600%	625%	937.5%	1250%	Exposure Amount	Risk-Weighted Asset Amount
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
	BHCK H289	BHCK H186	BHCK H290	BHCK H187				BHCK H291	BHCK H292
7. Trading Assets.....	0	0	0	0				0	0
	BHCK H293	BHCK H188	BHCK S470	BHCK S471				BHCK H294	BHCK H295
8. All other assets ⁽¹⁶⁾	19,452	0	0	0				718	8,978
a. Separate account bank-owned life insurance.....								BHCK H296	BHCK H297
b. Default fund contributions to central counterparties.....								0	0
								BHCK H298	BHCK H299
								1,141,860	247,526

15. 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.

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

Schedule HC-R—Continued
Part II—Continued

	(Column A) Totals	(Column B) Adjustments to Totals Reported in Column A	(Column Q)	(Column T)	(Column U)
			Allocation by Risk-Weight Category	Total Risk-Weighted Asset Amount by Calculation Methodology	
				1250% Amount	SSFA ⁽¹⁷⁾ Amount
Dollar Amounts in Thousands					
Securitization Exposures: On-and Off-Balance Sheet					
9. On-balance sheet securitization exposures:					
a. Held-to-maturity securities ⁽¹⁸⁾ :					
BHCK S475		BHCK S476	BHCK S477	BHCK S478	BHCK S479
204,931		204,931	0	48,280	0
b. Available-for-sale securities:					
BHCK S480		BHCK S481	BHCK S482	BHCK S483	BHCK S484
3,141,125		3,141,125	0	633,378	0
c. Trading assets:					
BHCK S485		BHCK S486	BHCK S487	BHCK S488	BHCK S489
0		0	0	0	0
d. All other on-balance sheet securitization exposures:					
BHCK S490		BHCK S491	BHCK S492	BHCK S493	BHCK S494
0		0	0	0	0
10. Off-balance sheet securitization exposures:					
BHCK S495		BHCK S496	BHCK S497	BHCK S498	BHCK S499
33,590		0	33,590	0	0

	(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reported in Column A	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)
			Allocation by Risk-Weight Category							
			0%	2%	4%	10%	20%	50%	100%	150%
Dollar Amounts in Thousands										
11. Total balance sheet										
assets ⁽¹⁹⁾ :										
BHCT 2170		BHCK S500	BHCK D987	BHCK HJ90	BHCK HJ91		BHCK D988	BHCK D989	BHCK D990	BHCK S503
156,797,131		5,086,832	68,402,523	0	0		25,612,939	6,318,218	48,569,831	1,644,758

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)
								Application of Other Risk- Weighting Approaches
Dollar Amounts in Thousands								
11. Total balance sheet								
assets ⁽¹⁹⁾ :								
BHCK S504		BHCK S505	BHCK S506	BHCK S507			BHCK S510	BHCK H300
19,452		0	0	0			0	1,142,578

17. Simplified Supervisory Formula Approach. 18. Holding companies that 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. 19. 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. Item 11, column A, must equal Schedule HC, item 12.

Schedule HC-R—Continued
Part II—Continued

	(Column A) Face, Notional, or Other Amount	CCF ⁽²⁰⁾	(Column B) Credit Equivalent Amount ⁽²¹⁾	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)	
	Allocation by Risk-Weight Category											
	0%		2%	4%	10%	20%	50%	100%	150%			
Dollar Amounts in Thousands	Amount		Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	
Derivatives, Off-Balance Sheet Items, and Other Items Subject to Risk-Weighting (Excluding Securitization Exposure) ⁽²²⁾												
12. Financial standby letters of credit.....	BHCK D991		BHCK D992	BHCK D993	BHCK HJ92	BHCK HJ93		BHCK D994	BHCK D995	BHCK D996	BHCK S511	12.
	1,628,018	1.0	1,628,018	0	0	0		22,066	0	1,602,349	3,603	
13. Performance standby letters of credit and transaction-related contingent items.....	BHCK D997		BHCK D998	BHCK D999				BHCK G603	BHCK G604	BHCK G605	BHCK S512	13.
	125,336	0.5	62,668	0				189	0	61,890	589	
14. Commercial and similar letters of credit with an original maturity of one year or less.....	BHCK G606		BHCK G607	BHCK G608	BHCK HJ94	BHCK HJ95		BHCK G609	BHCK G610	BHCK G611	BHCK S513	14.
	29,360	0.2	5,872	0	0	0		0	0	5,872	0	
15. Retained recourse on small business obligations sold with recourse.....	BHCK G612		BHCK G613	BHCK G614				BHCK G615	BHCK G616	BHCK G617	BHCK S514	15.
	0	1.0	0	0				0	0	0	0	

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

	(Column A) Face, Notional, or Other Amount	CCF ⁽²³⁾	(Column B) Credit Equivalent Amount ⁽²⁴⁾	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)
				Allocation by Risk-Weight Category							
				0%	2%	4%	10%	20%	50%	100%	150%
Dollar Amounts in Thousands	Amount		Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
16. Repo-style transactions ⁽²⁵⁾	BHCK S515		BHCK S516	BHCK S517	BHCK S518	BHCK S519		BHCK S520	BHCK S521	BHCK S522	BHCK S523
	14,499,748	1.0	14,499,748	0	1,710,965	0		5,777,514	0	7,011,269	0
17. All other off-balance sheet liabilities.....	BHCK G618		BHCK G619	BHCK G620				BHCK G621	BHCK G622	BHCK G623	BHCK S524
	156,528	1.0	156,528	0				0	0	156,528	0
18. Unused commitments: (exclude unused commitments to asset-backed commercial paper conduits):											
a. Original maturity of one year or less	BHCK S525		BHCK S526	BHCK S527	BHCK HJ96	BHCK HJ97		BHCK S528	BHCK S529	BHCK S530	BHCK S531
	8,602,795	0.2	1,720,559	0	0	0		10,000	0	1,617,256	0
b. Original maturity exceeding one year	BHCK G624		BHCK G625	BHCK G626	BHCK HJ98	BHCK HJ99		BHCK G627	BHCK G628	BHCK G629	BHCK S539
	21,013,790	0.5	10,506,895	0	0	0		12,500	0	10,410,182	84,213
19. Unconditionally cancelable commitments.....	BHCK S540		BHCK S541								
	529,479	0.0	0								
20. Over-the-counter derivatives			BHCK S542	BHCK S543	BHCK HK00	BHCK HK01	BHCK S544	BHCK S545	BHCK S546	BHCK S547	BHCK S548
			5,732,898	761,690	0	0	0	1,838,514	8,234	3,124,267	193
21. Centrally cleared derivatives.....			BHCK S549	BHCK S550	BHCK S551	BHCK S552		BHCK S554	BHCK S555	BHCK S556	BHCK S557
			354,893	0	0	354,893		0	0	0	0
22. Unsettled transactions (failed trades) ⁽²⁶⁾	BHCK H191			BHCK H193				BHCK H194	BHCK H195	BHCK H196	BHCK H197
	6,062			0				0	0	5,676	0

23. Credit conversion factor.

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

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

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

Schedule HC-R—Continued
Part II—Continued

	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)	
	Allocation by Risk-Weight Category			Application of Other Risk-Weighting Approaches ⁽²⁷⁾		
	625% Amount	937.5% Amount	1250% Amount	Credit Equivalent Amount	Risk-Weighted Asset Amount	
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	
16. Repo-style transactions ⁽²⁸⁾				BHCK H301	BHCK H302	16.
				0	0	
17. All other off-balance sheet liabilities.....						17.
18. Unused commitments: (exclude unused commitments to asset-backed commercial paper conduits):						
a. Original maturity of one year or less.....				BHCK H303	BHCK H304	18.a.
				93,303	32,105	
b. Original maturity exceeding one year.....				BHCK H307	BHCK H308	18.b.
				0	0	
19. Unconditionally cancelable commitments.....						19.
20. Over-the-counter derivatives.....				BHCK H309	BHCK H310	20.
				0	0	
21. Centrally cleared derivatives.....						21.
22. Unsettled transactions (failed trades) ⁽²⁹⁾	BHCK H198	BHCK H199	BHCK H200			22.
	0	0	386			

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

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

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

Schedule HC-R—Continued
Part II—Continued

		(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)	
		Allocation by Risk-Weight Category								
		0%	2%	4%	10%	20%	50%	100%	150%	
Dollar Amounts in Thousands		Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	
23.	Total assets, derivatives, off-balance sheet items, and other items subject to risk weighting by risk-weight category (for each of columns C through P, sum of items 11 through 22; for column Q, sum of items 10 through 22)									
		BHCK G630	BHCK S558	BHCK S559	BHCK S560	BHCK G631	BHCK G632	BHCK G633	BHCK S561	
		69,164,213	1,710,965	354,893	0	33,273,722	6,326,452	72,565,120	1,733,356	23.
24.	Risk weight factor.....	X 0%	X 2%	X 4%	X 10%	X 20%	X 50%	X 100%	X 150%	24.
25.	Risk-weighted assets by risk-weight category (for each column, item 23 multiplied by item 24)									
		BHCK G634	BHCK S569	BHCK S570	BHCK S571	BHCK G635	BHCK G636	BHCK G637	BHCK S572	
		0	34,219	14,196	0	6,654,744	3,163,226	72,565,120	2,600,034	25.

Schedule HC-R—Continued

Part II—Continued

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	
Allocation by Risk-Weight Category								
	250% ⁽³⁵⁾	300%	400%	600%	625%	937.5%	1250%	
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	
23. Total assets, derivatives, off-balance sheet items, and other items subject to risk weighting by risk-weight category (for each of columns C through P, sum of items 11 through 22; for column Q, sum of items 10 through 22)	BHCK S562	BHCK S563	BHCK S564	BHCK S565	BHCK S566	BHCK S567	BHCK S568	23.
	19,452	0	0	0	0	0	33,976	
24. Risk weight factor.....	X 250%	X 300%	X 400%	X 600%	X 625%	X 937.5%	X 1250%	24.
25. Risk-weighted assets by risk-weight category (for each column, item 23 multiplied by item 24)	BHCK S573	BHCK S574	BHCK S575	BHCK S576	BHCK S577	BHCK S578	BHCK S579	25.
	48,630	0	0	0	0	0	424,700	

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

Dollar Amounts in Thousands	Totals		
	BHCK	Amount	
26. Risk-weighted assets for purposes of calculating the adjusted allowance for credit losses (AACL) 1.25 percent threshold.....	S580	86,475,136	26.
27. Standardized market-risk weighted assets (applicable only to holding companies that are covered by the market risk capital rules)	S581	275,451	27.
28. Risk-weighted assets before deductions for excess AACL ⁽³⁰⁾ and allocated risk transfer risk reserve ⁽³¹⁾	B704	86,750,587	28.
29. LESS: Excess AACL ⁽³⁰⁾	A222	0	29.
30. LESS: Allocated transfer risk reserve.....	3128	0	30.
31. Total risk-weighted assets (item 28 minus items 29 and 30).....	G641	86,750,587	31.

30. Holding companies that have elected to apply the 3-year or the 5-year 2020 CECL transition provision should subtract the applicable portion of the AACL transitional amount or the modified AACL transitional amount, respectively, from the AACL, as defined in the regulatory capital rule, before determining the amount of excess AACL.

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

Schedule HC-R—Continued

Part II—Continued

Memoranda

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 assets. ⁽¹⁾

	Dollar Amounts in Thousands		
	BHCK	Amount	
1. Current credit exposure across all derivative contracts covered by the regulatory capital rules.....	G642	1,119,276	M.1.

Dollar Amounts in Thousands	With a remaining maturity of						
	(Column A) One year or less		(Column B) Over one year through five years		(Column C) Over 5 years		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
2. Notional principal amounts of over-the-counter derivative contracts:							
a. Interest rate.....	S582	1,141,889	S583	4,988,820	S584	2,136,667	M.2.a.
b. Foreign exchange rate and gold.....	S585	337,006,262	S586	23,911	S587	0	M.2.b.
c. Credit (investment grade reference asset).....	S588	0	S589	0	S590	0	M.2.c.
d. Credit (non-investment grade reference asset).....	S591	0	S592	0	S593	0	M.2.d.
e. Equity.....	S594	0	S595	0	S596	581,881	M.2.e.
f. Precious metals (except gold).....	S597	0	S598	0	S599	0	M.2.f.
g. Other.....	S600	0	S601	0	S602	0	M.2.g.
3. Notional principal amounts of centrally cleared derivative contracts:							
a. Interest rate.....	S603	448,008	S604	12,021,037	S605	4,318,075	M.3.a.
b. Foreign exchange rate and gold.....	S606	0	S607	0	S608	0	M.3.b.
c. Credit (investment grade reference asset).....	S609	0	S610	0	S611	0	M.3.c.
d. Credit (non-investment grade reference asset).....	S612	0	S613	0	S614	0	M.3.d.
e. Equity.....	S615	0	S616	0	S617	0	M.3.e.
f. Precious metals (except gold).....	S618	0	S619	0	S620	0	M.3.f.
g. Other.....	S621	0	S622	0	S623	0	M.3.g.

	Dollar Amounts in Thousands		
	BHCK	Amount	
4. Standardized market risk-weighted assets attributable to specific risk (included in Schedule HC-R, item 27).....	S624	0	M.4.
5. Amount of allowances for credit losses on purchased credit-deteriorated assets:			
a. Loans and leases held for investment.....	JJ30	0	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.

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

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

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

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

2. The \$10 billion asset-size test is 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	0	M.2.a.
b. 1– 4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements	B805	0	M.2.b.
c. Other financial assets ⁽¹⁾	A591	N/A	M.2.c.
d. 1– 4 family residential mortgages serviced for others that are in process of foreclosure at quarter-end (includes closed-end and open-end loans).....	F699	0	M.2.d.
<i>Memorandum item 3 is to be completed by holding companies with \$10 billion or more in total assets. ⁽²⁾</i>			
3. Asset-backed commercial paper conduits:			
a. Maximum amount of credit exposure arising from credit enhancements provided to conduit structures in the form of standby letters of credit, subordinated securities, and other enhancements:			
(1) Conduits sponsored by the bank, a bank affiliate, or the holding company ⁽²⁾	B806	0	M.3.a.(1)
(2) Conduits sponsored by other unrelated institutions ⁽²⁾	B807	0	M.3.a.(2)
b. Unused commitments to provide liquidity to conduit structures:			
(1) Conduits sponsored by the bank, a bank affiliate, or the holding company.....	B808	0	M.3.b.(1)
(2) Conduits sponsored by other unrelated institutions.....	B809	0	M.3.b.(2)
4. Outstanding credit card fees and finance charges (included in Schedule HC-S, item 1, column G) ^{(2),(3)}	C407	N/A	M.4.

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

2. The \$10 billion asset-size test is based on the total assets reported 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 Entities

To be completed by holding companies with \$5 billion or more in total assets¹⁾

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

1. 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	N/A	1.
2. Average earning assets		3402	N/A	2.
3. Average total consolidated assets		3368	N/A	3.
4. Average equity capital		3519	N/A	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)

	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.