

Board of Governors of the Federal Reserve System



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

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

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

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

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

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

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

Dermot McDonogh

Date of Report: **March 31, 2025**

Month / Day / Year (BHCK 9999)

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

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

05/08/2025

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

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) ☐
2. a letter justifying this request has been provided separately (BHCK KY38) ☐

For Federal Reserve Bank Use Only

RSSD ID _____
C.I. _____ S.F. _____

BANK OF NEW YORK MELLON CORPORATION, THE

Legal Title of Holding Company (RSSD 9017)

240 GREENWICH STREET

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

NEW YORK

NY

10286

City (RSSD 9130)

State (RSSD 9200)

Zip Code (RSSD 9220)

Person to whom questions about this report should be directed:

Tiffany Hatcher

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

Public reporting burden for this information collection is estimated to vary from 5 to 1,250 hours per response, with an average of 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

Name (BHCK FT42)

Area Code / Phone Number / Extension (BHCK FT43)

E-mail Address (BHCK FT44)

For Federal Reserve Bank Use Only

RSSD ID _____

S.F. _____

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Report of Income for Holding Companies

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

Schedule HI—Consolidated Income Statement

	Dollar Amounts in Thousands	BHCK	Amount	
1. Interest income				
a. Interest and fee income on loans:				
(1) In domestic offices:				
(a) Loans secured by 1–4 family residential properties	4435	94,000	1.a.(1)(a)	
(b) All other loans secured by real estate	4436	89,000	1.a.(1)(b)	
(c) All other loans	F821	737,000	1.a.(1)(c)	
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs	4059	67,000	1.a.(2)	
b. Income from lease financing receivables	4065	7,000	1.b.	
c. Interest income on balances due from depository institutions ¹	4115	898,000	1.c.	
d. Interest and dividend income on securities:				
(1) U.S. Treasury securities and U.S. government agency obligations				
(excluding mortgage-backed securities)	B488	267,000	1.d.(1)	
(2) Mortgage-backed securities	B489	523,000	1.d.(2)	
(3) All other securities	4060	422,000	1.d.(3)	
e. Interest income from trading assets ²	4069	81,000	1.e.	
f. Interest income on federal funds sold and securities purchased under agreements				
to resell	4020	2,922,000	1.f.	
g. Other interest income	4518	23,000	1.g.	
h. Total interest income (sum of items 1.a through 1.g)	4107	6,130,000	1.h.	
2. Interest expense				
a. Interest on deposits:				
(1) In domestic offices:				
(a) Time deposits of \$250,000 or less	HK03	48,000	2.a.(1)(a)	
(b) Time deposits of more than \$250,000	HK04	11,000	2.a.(1)(b)	
(c) Other deposits	6761	1,112,000	2.a.(1)(c)	
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs	4172	553,000	2.a.(2)	
b. Expense on federal funds purchased and securities sold under agreements to repurchase ...	4180	2,610,000	2.b.	
c. Interest on trading liabilities and other borrowed money ²				
(excluding subordinated notes and debentures)	4185	449,000	2.c.	
d. Interest on subordinated notes and debentures and on mandatory convertible				
securities ²	4397	25,000	2.d.	
e. Other interest expense	4398	158,000	2.e.	
f. Total interest expense (sum of items 2.a through 2.e)	4073	4,966,000	2.f.	
3. Net interest income (item 1.h minus item 2.f)	4074	1,164,000	3.	
4. Provision for credit losses ³	JJ33	18,000	4.	
5. Noninterest income:				
a. Income from fiduciary activities	4070	2,670,000	5.a.	
b. Service charges on deposit accounts in domestic offices	4483	137,000	5.b.	
c. Trading revenue ^{2, 4}	A220	227,000	5.c.	

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

2. To be completed by holding companies with \$5 billion or more in total assets. (Asset-size test is based on the prior year June 30 report date). Income and or expenses pertaining to these items should be reported in the "other" categories 1.g, 2.e, and 5.i, respectively by holding companies with less than \$5 billion in total assets.

3. **Holding companies** should report in item 4, the provisions for credit losses for all financial assets and off-balance sheet credit exposures.

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

Schedule HI—Continued

	Dollar Amounts in Thousands		
	BHCK	Amount	
<i>Holding companies with less than \$5 billion in total assets should report data items 5.d.(6) and 5.d.(7) only and leave 5.d.(1) through 5.d.(5) blank.</i>			
5. d. Income from securities-related and insurance activities:			
(1) Fees and commissions from securities brokerage	C886	340,000	5.d.(1)
(2) Investment banking, advisory, and underwriting fees and commissions.....	C888	19,000	5.d.(2)
(3) Fees and commissions from annuity sales	C887	1,000	5.d.(3)
(4) Underwriting income from insurance and reinsurance activities	C386	1,000	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		5.d.(6)
(7) Income from insurance activities ⁵	KX47		5.d.(7)
e. Venture capital revenue ⁶	B491	5,000	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	0	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	0	5.k.
l. Other noninterest income ⁸	B497	228,000	5.l.
m. Total noninterest income (sum of items 5.a through 5.l).....	4079	3,628,000	5.m.
6. a. Realized gains (losses) on held-to-maturity securities.....	3521	0	6.a.
b. Realized gains (losses) on available-for-sale debt securities	3196	0	6.b.
7. Noninterest expense:			
a. Salaries and employee benefits	4135	1,834,000	7.a.
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest)	4217	246,000	7.b.
c. (1) Goodwill impairment losses	C216	0	7.c.(1)
(2) Amortization expense and impairment losses for other intangible assets	C232	11,000	7.c.(2)
d. Other noninterest expense ⁹	4092	1,161,000	7.d.
e. Total noninterest expense (sum of items 7.a through 7.d)	4093	3,252,000	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	1,522,000	8.a.
b. Change in net unrealized holding gains (losses) on equity securities not held for trading ¹⁰	HT70	0	8.b.
c. Income (loss) before applicable income taxes and discontinued operations (sum of items 8.a and 8.b)	4301	1,522,000	8.c.
9. Applicable income taxes (on item 8.c).....	4302	300,000	9.
10. Income (loss) before discontinued operations (item 8.c minus item 9)	4300	1,222,000	10.
11. Discontinued operations, net of applicable income taxes ¹¹	FT28	0	11.
12. Net income (loss) attributable to holding company and noncontrolling (minority) interests (sum of items 10 and 11)	G104	1,222,000	12.
13. LESS: Net income (loss) attributable to noncontrolling (minority) interests (if net income, report as a positive value; if net loss, report as a negative value)	G103	2,000	13.
14. Net income (loss) attributable to holding company (item 12 minus item 13)	4340	1,220,000	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	1,164,000	M.1.
2. Net income before applicable income taxes, and discontinued operations (item 8.c above) on a fully taxable equivalent basis.....					4592	1,522,000	M.2.
3. Income on tax-exempt loans and leases to states and political subdivisions in the U.S. (included in Schedule HI, items 1.a and 1.b, above)					4313	0	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	0	M.4.
5. Number of full-time equivalent employees at end of current period (round to nearest whole number)					BHCK	Number	
					4150	51,000	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	38,000	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	37,000	M.6.g.
h.	TEXT 8562	Loan Commitment Fees					
					8562	36,000	M.6.h.
i.	TEXT 8563	CIBC Joint Venture Income					
					8563	28,000	M.6.i.
j.	TEXT 8564						
					8564	0	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		M.7.g.
h. Accounting and auditing expenses					F556	0	M.7.h.
i. Consulting and advisory expenses					F557	0	M.7. i.
j. Automated teller machine (ATM) and interchange expenses					F558	0	M.7. j.
k. Telecommunications expenses					F559	0	M.7.k.
l. Other real estate owned expenses					Y923	0	M.7. l.

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

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.
n.	TEXT 8565	Software				
				8565	403,000	M.7.n.
o.	TEXT 8566	Purchased Services				
				8566	263,000	M.7.o.
p.	TEXT 8567	Distribution, Clearing, Subcustodian Charges				
				8567	196,000	M.7.p.
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						
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.)						
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:						
a. Interest rate exposures				8757	-8,000	M.9.a.
b. Foreign exchange exposures				8758	157,000	M.9.b.
c. Equity security and index exposures				8759	17,000	M.9.c.
d. Commodity and other exposures				8760	61,000	M.9.d.
e. Credit exposures				F186	0	M.9.e.
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						
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	1,000	M.9.g.
Memorandum items 10.a and 10.b are to be completed by holding companies with \$10 billion or more in total consolidated assets. ¹						
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.
Memorandum item 11 is to be completed by holding companies with \$5 billion or more in total assets. ¹						
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	291,000	M.12.a.
b. (1) Premiums on insurance related to the extension of credit.....	C242	0	M.12.b.(1)
(2) All other insurance premiums	C243	1,000	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	0	M.14.a.
(1) Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk	F552	0	M.14.a.(1)
b. Net gains (losses) on liabilities.....	F553	0	M.14.b.
(1) Estimated net gains (losses) on liabilities attributable to changes in instrument-specific credit risk.....	F554	0	M.14.b.(1)
<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	148,000	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	41,318,000	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	41,318,000	3.
	BHCT		
4. Net income (loss) attributable to holding company (must equal Schedule HI, item 14)	4340	1,220,000	4.
5. Sale of perpetual preferred stock (excluding treasury stock transactions):	BHCK		
a. Sale of perpetual preferred stock, gross	3577	988,000	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	211,000	6.a.
b. Conversion or retirement of common stock	3580	0	6.b.
7. Sale of treasury stock	4782	0	7.
8. LESS: Purchase of treasury stock	4783	748,000	8.
9. Changes incident to business combinations, net	4356	0	9.
10. LESS: Cash dividends declared on preferred stock	4598	71,000	10.
11. LESS: Cash dividends declared on common stock	4460	343,000	11.
12. Other comprehensive income ¹	B511	541,000	12.
13. Change in the offsetting debit to the liability for Employee Stock Ownership Plan (ESOP) debt guaranteed by the holding company	4591	0	13.
14. Other adjustments to equity capital (not included above)	3581	3,000	14.
15. Total holding company equity capital end of current period (sum of items 3, 4, 5, 6, 7, 9, 12, 13, and 14, less items 8, 10, and 11) (must equal item 27.a on Schedule HC)	BHCT		
	3210	43,119,000	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	0	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	0	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties in domestic offices:					
(a) Secured by first liens	C234	0	C217	1,000	1.c.(2)(a)
(b) Secured by junior liens	C235	0	C218	0	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices	3588	0	3589	0	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:					
(1) Loans secured by owner-occupied nonfarm nonresidential properties	C895	0	C896	0	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties	C897	10,000	C898	0	1.e.(2)
f. In foreign offices	B512	0	B513	0	1.f.
2. Not applicable.					
3. Loans to finance agricultural production and other loans to farmers	4655	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	0	4617	0	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		KX49		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	0	K206	0	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	0	4628	0	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		KX51		8.c.
9. Total (sum of items 1 through 8.b) ³	4635	10,000	4605	1,000	9.

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

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

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

Memoranda

Dollar Amounts in Thousands	(Column A) Charge-offs ¹		(Column B) Recoveries		
	BHCK	Amount	BHCK	Amount	
1. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HI-B, part I, items 4 and 7 above	5409	0	5410	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	0	M.2.

Memorandum item 3 is to be completed by (1) holding companies with \$5 billion or more in total assets² 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	0	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	294,000	JH88	0	JH94	0	1.
2. Recoveries (column A must equal Part I, item 9, column B, above)	BHCT						
	4605	1,000	JH89	0	JH95	0	2.
3. LESS: Charge-offs (column A must equal Part I, item 9, column A, above less Schedule HI-B, Part II, item 4, Column A)	BHCK						
	C079	10,000	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	10,000	JH90	0	JH96	0	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	295,000	JH93	0	JH99	0	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	0	M.2.
3. Amount of allowance for credit losses on loans and leases attributable to retail credit card fees and finance charges		C390	0	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	5,000	M.5.
6. Allowance for credit losses on other financial assets measured at amortized cost (not included in item 7, above)		JJ03	31,000	M.6.
7. Provisions for credit losses on off-balance-sheet credit exposures		MG93	3,000	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) Amortized Cost		(Column B) Allowance Balance	
	BHCK	Amount	BHCK	Amount
Dollar Amounts in Thousands				
Loans and Leases Held for Investment:				
1. Real estate loans:				
a. Construction loans	JJ04	1,447,000	JJ12	62,000
b. Commercial real estate loans	JJ05	4,360,000	JJ13	203,000
c. Residential real estate loans.....	JJ06	10,156,000	JJ14	8,000
2. Commercial loans ²	JJ07	49,301,000	JJ15	22,000
3. Credit cards	JJ08	0	JJ16	0
4. Other consumer loans	JJ09	5,566,000	JJ17	0
5. Unallocated, if any			JJ18	0
6. Total (sum of items 1.a through 5) ³	JJ11	70,830,000	JJ19	295,000

		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	0	7.
8.	Total mortgage-backed securities (MBS) (including CMOs, REMICs and stripped MBS)	JJ21	0	8.
9.	Asset-backed securities and structured financial products.....	JJ23	0	9.
10.	Other debt securities	JJ24	0	10.
11.	Total (sum of items 7 through 10) ⁴	JJ25	0	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	0	1.
a. Interest income on loans and leases		4094	0	1.a.
b. Interest income on investment securities		4218	0	1.b.
2. Total interest expense		4073	0	2.
a. Interest expense on deposits		4421	0	2.a.
3. Net interest income		4074	0	3.
4. Provision for credit losses		JJ33	0	4.
5. Total noninterest income		4079	0	5.
a. Income from fiduciary activities		4070	0	5.a.
b. Trading revenue		A220	0	5.b.
c. Investment banking, advisory, brokerage, and underwriting fees and commissions		B490	0	5.c.
d. Venture capital revenue		B491	0	5.d.
e. Net securitization income		B493	0	5.e.
f. Insurance commissions and fees		B494	0	5.f.
6. Realized gains (losses) on held-to-maturity and available-for-sale securities ¹		4091	0	6.
7. Total noninterest expense		4093	0	7.
a. Salaries and employee benefits		4135	0	7.a.
b. Goodwill impairment losses		C216	0	7.b.
8. Income (loss) before applicable income taxes and discontinued operations		4301	0	8.
9. Applicable income taxes		4302	0	9.
10. Noncontrolling (minority) interest		4484	0	10.
		BHCK		
11. Discontinued operations, net of applicable income taxes and noncontrolling (minority) interest		FT41	0	11.
		BHBC		
12. Net income (loss)		4340	0	12.
13. Cash dividends declared		4475	0	13.
14. Net charge-offs		6061	0	14.
15. Net interest income (item 3 above) on a fully taxable equivalent basis		4519	0	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 March 31, 2025
Date

Schedule HC—Consolidated Balance Sheet

Dollar Amounts in Thousands			BHCK	Amount	
Assets					
1. Cash and balances due from depository institutions:					
a. Noninterest-bearing balances and currency and coin ¹			0081	5,387,000	1.a.
b. Interest-bearing balances: ²					
(1) In U.S. offices			0395	72,283,000	1.b.(1)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs.....			0397	41,265,000	1.b.(2)
2. Securities:					
a. Held-to-maturity securities (from Schedule HC-B, column A) ³			JJ34	48,493,000	2.a.
b. Available-for-sale debt securities (from Schedule HC-B, column D)			1773	96,892,000	2.b.
c. Equity securities with readily determinable fair values not held for trading ⁴			JA22	1,047,000	2.c.
3. Federal funds sold and securities purchased under agreements to resell:					
a. Federal funds sold in domestic offices			BHDM B987	0	3.a.
b. Securities purchased under agreements to resell ^{5, 6}			BHCK B989	41,316,000	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	70,830,000	4.b.
c. LESS: Allowance for credit losses on loans and leases			3123	295,000	4.c.
d. Loans and leases, held for investment, net of allowance (item 4.b minus 4.c)			B529	70,535,000	4.d.
5. Trading assets (from Schedule HC-D)			3545	11,829,000	5.
6. Premises and fixed assets (including right-of-use assets)			2145	3,257,000	6.
7. Other real estate owned (from Schedule HC-M).....			2150	2,000	7.
8. Investments in unconsolidated subsidiaries and associated companies			2130	2,843,000	8.
9. Direct and indirect investments in real estate ventures			3656	0	9.
10. Intangible assets (from Schedule HC-M)			2143	19,507,000	10.
11. Other assets (from Schedule HC-F) ⁶			2160	26,042,000	11.
12. Total assets (sum of items 1 through 11)			2170	440,698,000	12.

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

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

3. 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.

4. 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.

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

6. 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	47,729,000	13.a.(1)
(2) Interest-bearing.....			6636	154,524,000	13.a.(2)
b. In foreign offices, Edge and Agreement subsidiaries, and IBFs:					
(1) Noninterest-bearing			BHFN		
(2) Interest-bearing.....			6631	3,762,000	13.b.(1)
			6636	102,631,000	13.b.(2)
14. Federal funds purchased and securities sold under agreements to repurchase:					
a. Federal funds purchased in domestic offices ²					
			BHDM		
			B993	0	14.a.
			BHCK		
b. Securities sold under agreements to repurchase ³			B995	15,663,000	14.b.
15. Trading liabilities (from Schedule HC-D).....			3548	4,580,000	15.
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule HC-M)					
			3190	42,813,000	16.
17. and 18. Not applicable.					
19. a. Subordinated notes and debentures ⁴			4062	1,655,000	19.a.
b. Subordinated notes payable to unconsolidated trusts issuing trust preferred securities, and trust preferred securities issued by consolidated special purpose entities					
			C699	0	19.b.
20. Other liabilities (from Schedule HC-G)			2750	23,718,000	20.
21. Total liabilities (sum of items 13 through 20).....			2948	397,075,000	21.
22. Not applicable.					
Equity Capital					
Holding Company Equity Capital					
23. Perpetual preferred stock and related surplus			3283	5,331,000	23.
24. Common stock (par value)			3230	14,000	24.
25. Surplus (exclude all surplus related to preferred stock).....			3240	29,535,000	25.
26. a. Retained earnings.....			3247	43,343,000	26.a.
b. Accumulated other comprehensive income ⁵			B530	-4,115,000	26.b.
c. Other equity capital components ⁶			A130	-30,989,000	26.c.
27. a. Total holding company equity capital (sum of items 23 through 26.c).....			3210	43,119,000	27.a.
b. Noncontrolling (minority) interests in consolidated subsidiaries			3000	504,000	27.b.
28. Total equity capital (sum of items 27.a and 27.b).....			G105	43,623,000	28.
29. Total liabilities and equity capital (sum of items 21 and 28).....			3300	440,698,000	29.

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

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

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

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

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

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

Schedule HC—Continued**Memoranda (to be completed annually by holding companies for the December 31 report date)**

- | | | |
|-------|------|--|
| 0=No | BHCK | |
| 1=Yes | C884 | |
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.) M.1.
2. If response to Memoranda item 1 is yes, indicate below the name and address of the holding company's independent external auditing firm (see instructions), and the name and e-mail address of the auditing firm's engagement partner.⁷

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

(2) City (TEXT C708)

NY

(3) State Abbreviation (TEXT C714)

(4) Zip Code (TEXT C715)

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

(2) E-mail Address (TEXT C705)

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

Schedule HC-B—Securities

Dollar Amounts in Thousands	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	8,852,000	0213	8,522,000	1286	19,443,000	1287	19,376,000	1.
2. U.S. government agency and sponsored agency obligations (exclude mortgage-backed securities) ¹	HT50	3,582,000	HT51	3,316,000	HT52	2,074,000	HT53	2,074,000	2.
3. Securities issued by states and political subdivisions in the U.S.	8496	11,000	8497	10,000	8498	0	8499	0	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	899,000	G301	802,000	G302	3,369,000	G303	3,327,000	4.a.(1)
(2) Issued by FNMA and FHLMC	G304	23,493,000	G305	20,609,000	G306	11,086,000	G307	10,978,000	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		KX53		KX54		KX55		4.a.(4)
b. Other residential mortgage-backed securities (include CMOs, REMICs, and stripped MBS):									
(1) Issued or guaranteed by U.S. Government agencies or sponsored agencies ²	G312	537,000	G313	478,000	G314	8,878,000	G315	8,719,000	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	14,000	G321	14,000	G322	1,574,000	G323	1,431,000	4.b.(3)
c. Commercial MBS:									
(1) Commercial pass-through securities:									
(a) Issued or guaranteed by FNMA, FHLMC, or GNMA	K142	2,449,000	K143	2,298,000	K144	2,262,000	K145	2,255,000	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	0	K151	0	K152	0	K153	0	4.c.(2)(a)
(b) All other commercial MBS	K154	0	K155	0	K156	2,594,000	K157	2,458,000	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	0	C988	0	C989	532,000	C027	498,000	5.a.
b. Structured financial products	HT58	2,507,000	HT59	2,461,000	HT60	11,223,000	HT61	11,027,000	5.b.
6. Other debt securities:									
a. Other domestic debt securities.....	1737	0	1738	0	1739	0	1741	0	6.a.
b. Other foreign debt securities	1742	6,149,000	1743	6,133,000	1744	35,010,000	1746	34,749,000	6.b.
7. Unallocated portfolio layer fair value hedge basis adjustments ¹					MG95	13,000	BHCT		7.
8. Total (sum of items 1 through 7) ²	1754	48,493,000	1771	44,643,000	1772	98,058,000	1773	96,892,000	8.

Memoranda

Dollar Amounts in Thousands		BHCK	Amount	
1. Pledged securities ³		0416	121,470,000	
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	33,504,000	M.2.a.
b. Over 1 year to 5 years		0384	58,000,000	M.2.b.
c. Over 5 years		0387	53,881,000	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		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.

1. This item is to be completed by institutions that have adopted ASU 2022-01, as applicable.

2. 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.

3. 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.

4. 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	
Memorandum items 5.a through 5.f are to be completed by holding companies with \$10 billion or more in total assets. ¹									
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	1,000	B841	1,000	M.5.a.
b. Home equity lines	B842	0	B843	0	B844	0	B845	0	M.5.b.
c. Automobile loans.....	B846	0	B847	0	B848	73,000	B849	71,000	M.5.c.
d. Other consumer loans.....	B850	0	B851	0	B852	456,000	B853	424,000	M.5.d.
e. Commercial and industrial loans	B854	0	B855	0	B856	1,000	B857	1,000	M.5.e.
f. Other.....	B858	0	B859	0	B860	1,000	B861	1,000	M.5.f.
Memorandum items 6.a through 6.g are to be completed by holding companies with \$10 billion or more in total assets. ¹									
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	1,718,000	G357	1,713,000	G358	6,138,000	G359	6,131,000	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	789,000	G373	748,000	G374	5,085,000	G375	4,896,000	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	15,963,000			1.
a. Construction, land development, and other land loans:			BHCK		
(1) 1–4 family residential construction loans			F158	81,000	1.a.(1)
(2) Other construction loans and all land development and other land loans			F159	1,447,000	1.a.(2)
b. Secured by farmland			BHDM		
c. Secured by 1–4 family residential properties:			1420	0	1.b.
(1) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit			1797	17,000	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties:					
(a) Secured by first liens			5367	9,939,000	1.c.(2)(a)
(b) Secured by junior liens			5368	119,000	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties			1460	1,570,000	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	26,000	1.e.(1)
			F161	2,764,000	1.e.(2)
			BHDM		
2. Loans to depository institutions and acceptances of other banks			1288	5,309,000	2.
a. To U.S. banks and other U.S. depository institutions	1292	125,000			2.a.
b. To foreign banks	1296	8,173,000			2.b.
3. Loans to finance agricultural production and other loans to farmers	1590	11,000	1590	11,000	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	1,435,000	4.
a. To U.S. addressees (domicile)	1763	1,521,000			4.a.
b. To non-U.S. addressees (domicile)	1764	248,000			4.b.
c. To U.S. addressees (domicile) and non-U.S. addressees (domicile) ..	KX56				4.c.
5. Not applicable.					
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper)			1975	5,566,000	6.
a. Credit cards	B538	0			6.a.
b. Other revolving credit plans	B539	0			6.b.
c. Automobile loans	K137	0			6.c.
d. Other consumer loans (includes single payment, installment, and all student loans)	K207	5,566,000			6.d.
7. Loans to foreign governments and official institutions (including foreign central banks)	2081	69,000	2081	5,000	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

	(Column A) Consolidated		(Column B) In Domestic Offices		
Dollar Amounts in Thousands	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	7,402,000	J454	7,402,000	9.a.
b. Other loans					
(1) Loans for purchasing or carrying securities (secured or unsecured)	1545	24,371,000	1545	24,108,000	9.b.(1)
(2) All other loans (exclude consumer loans).....	J451	6,846,000	J451	5,884,000	9.b.(2)
(3) Loans for purchasing or carrying securities (secured and unsecured) and all other loans	KX57		KX57		9.b.(3)
<i>Holding companies with less than \$5 billion in total assets should report data item 10.c. and should leave data items 10.a. and 10.b. blank.¹</i>					
10. Lease financing receivables (net of unearned income)			2165	605,000	10.
a. Leases to individuals for household, family, and other personal expenditures (i.e., consumer leases).....	F162	0			10.a.
b. All other leases	F163	605,000			10.b.
c. Lease finance receivables.....	KX58				10.c.
11. LESS: Any unearned income on loans reflected in items 1–9 above....	2123	70,000	2123	66,000	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	70,830,000	2122	66,222,000	12.

Memoranda

Dollar Amounts in Thousands		BHDM	Amount	
<i>HC-C memoranda items 1.a.(1) through 1.f.(3)(c) are to be completed semiannually in June and December by holding companies with less than \$5 billion total assets. These items are to be completed quarterly by holding companies with \$5 billion or more in total assets.¹</i>				
1. Loan modifications to borrowers experiencing financial difficulty 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	28,000		M.1.a.(2)
b. Loans secured by 1–4 family residential properties in domestic offices	F576	0		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	67,000		M.1.d.(2)
<i>Holding companies with less than \$5 billion in total assets should report Memo item 1.e.(3) (semiannually in June and December), and should leave data item 1.e.(1) and 1.e.(2) blank.¹</i>				
e. Commercial and Industrial loans:				
(1) To U.S. addressees (domicile)	K163	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			M.1.e.(3)

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

Schedule HC-C—Continued

Memoranda—Continued

Dollar Amounts in Thousands		(Column B) In Domestic Offices		
		BHCK	Amount	
f. All other loans (<i>include</i> loans to individuals for household, family, and other personal expenditures)		K165	0	M.1.f.
<i>Itemize and describe loan categories included in Memorandum item 1.f, above that exceed 10 percent of total loan modifications to borrowers experiencing financial difficulty that are in compliance with their modified terms (sum of Memorandum items 1.a through 1.f):</i>				
(1) Loans secured by farmland in domestic offices		BHDM		
		K166	0	M.1.f.(1)
(2) Loans to finance agricultural production and other loans to farmers		BHCK		
(3) Loans to individuals for household, family, and other personal expenditures:		K168	0	M.1.f.(2)
(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 loan modifications to borrowers experiencing financial difficulty that are in compliance with their modified terms (sum of Memorandum items 1.a.(1) through 1.f)		HK25	95,000	M.1.g.
2. Loans to finance commercial real estate, construction, and land development activities (<i>not secured by real estate</i>) included in Schedule HC-C, items 4 and 9, column A, above.....		2746	786,000	M.2.
<i>To be completed by holding companies with \$5 billion or more in total assets.¹</i>				
3. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HC-C, item 1, column A)		B837	0	M.3.
<i>Memorandum item 4 is to be completed by (1) holding companies with \$5 billion or more in total assets¹ that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).</i>				
4. Outstanding credit card fees and finance charges (included in Schedule HC-C, item 6.a, column A)		C391	0	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		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		M.6.b.
c. Total amount of negative amortization on closed-end loans secured by 1–4 family residential properties included in the amount reported in Memorandum item 6.a above		F232		M.6.c.
7. 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		
10. and 11. Not applicable.		F577	3,000	M.9.

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	
Dollar Amounts in Thousands	BHCK	Amount	BHCK	Amount	BHCK	Amount
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						
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:						
a. Loans secured by real estate.....	G091		G092		G093	
b. Commercial and industrial loans	G094		G095		G096	
c. Loans to individuals for household, family, and other personal expenditures.....	G097		G098		G099	
d. All other loans and all leases	G100		G101		G102	
e. Loans and leases.....	KX60		KX61		KX62	

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 assets¹ that reported total trading assets of \$10 million or more in any of the four preceding calendar quarters.

Dollar Amounts in Thousands		BHCM	Amount	
Assets				
1. U.S. Treasury securities.....		3531	1,442,000	1.
2. U.S. government agency obligations (exclude mortgage-backed securities)		3532	69,000	2.
3. Securities issued by states and political subdivisions in the U.S.		3533	133,000	3.
4. Mortgage-backed securities (MBS):		BHCK		
a. Residential pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA		G379	2,415,000	4.a.
b. Other residential mortgage-backed securities issued or guaranteed by U.S. Government agencies or sponsored agencies ² (include CMOs, REMICs, and stripped MBS)		G380	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	189,000	5.b.
6. Loans:				
a. Loans secured by real estate:				
(1) Loans secured by 1–4 family residential properties		HT63	0	6.a.(1)
(2) All other loans secured by real estate		HT64	0	6.a.(2)
b. Commercial and industrial loans		F614	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	5,648,000	9.
10. Not applicable.				
11. Derivatives with a positive fair value		3543	1,933,000	11.
12. Total trading assets (sum of items 1 through 11)		BHCT		
(total of column A must equal Schedule HC, item 5)		3545	11,829,000	12.
Liabilities				
13. a. Liability for short positions:		BHCK		
(1) Equity securities		G209	173,000	13.a.(1)
(2) Debt securities		G210	2,627,000	13.a.(2)
(3) All other assets		G211	0	13.a.(3)
b. All other trading liabilities		F624	0	13.b.
14. Derivatives with a negative fair value		3547	1,780,000	14.
15. Total trading liabilities (sum of items 13.a through 14)		BHCT		
(total of column A must equal Schedule HC, item 15)		3548	4,580,000	15.

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

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

Schedule HC-D—Continued**Memoranda**

	Dollar Amounts in Thousands	BHCK	Amount	
1. Unpaid principal balance of loans measured at fair value (reported in Schedule HC-D, items 6.a.(1) through 6.d.)				
a. Loans secured by real estate:				
(1) Loans secured by 1–4 family residential properties	HT66	0		M.1.a.(1)
(2) All other loans secured by real estate	HT67	0		M.1.a.(2)
b. Commercial and industrial loans	F632	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	0		M.2.a.
b. Unpaid principal balance	F640	0		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	0		M.3.a.
b. Trust preferred securities issued by real estate investment trusts	G332	0		M.3.b.
c. Corporate and similar loans	G333	0		M.3.c.
d. 1–4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs)	G334	0		M.3.d.
e. 1–4 family residential MBS not issued or guaranteed by GSEs	G335	0		M.3.e.
f. Diversified (mixed) pools of structured financial products	G651	0		M.3.f.
g. Other collateral or reference assets	G652	0		M.3.g.
4. Pledged trading assets:				
a. Pledged securities	G387	4,530,000		M.4.a.
b. Pledged loans	G388	0		M.4.b.
5. Asset-backed securities:				
a. Credit card receivables	F643	0		M.5.a.
b. Home equity lines	F644	0		M.5.b.
c. Automobile loans	F645	0		M.5.c.
d. Other consumer loans	F646	0		M.5.d.
e. Commercial and industrial loans	F647	0		M.5.e.
f. Other	F648	0		M.5.f.
6. Not applicable.				
7. Equity securities:				
a. Readily determinable fair values	F652	4,750,000		M.7.a.
b. Other	F653	0		M.7.b.
8. Loans pending securitization	F654	0		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		0	M.9.a.(1)
(2)	Gross fair value of physical commodities held in inventory		G213		0	M.9.a.(2)
b.	Other trading assets (itemize and describe amounts included in Schedule HC-D, item 9, column A (other than amounts included in Memoranda items 9.a.(1) and 9.a.(2) above) that are greater than \$1,000,000 and exceed 25 percent of item 9 less Memoranda items 9.a.(1) and 9. a. (2)): ²					
(1)	BHTX F655		F655		0	M.9.b.(1)
(2)	BHTX F656		F656		0	M.9.b.(2)
(3)	BHTX F657		F657		0	M.9.b.(3)
10.	Other trading liabilities (itemize and describe amounts included in Schedule HC-D, item 13.b that are greater than \$1,000,000 and exceed 25 percent of the item)					
a.	BHTX F658		F658		0	M.10.a.
b.	BHTX F659		F659		0	M.10.b.
c.	BHTX F660		F660		0	M.10.c.

2. Exclude equity securities.

Schedule HC-E—Deposit Liabilities¹

Dollar Amounts in Thousands		BHCB	Amount	
1. Deposits held in domestic offices of commercial bank subsidiaries of the reporting holding company:				
a. Noninterest-bearing balances ²		2210	47,729,000	1.a.
b. Interest-bearing demand deposits, NOW, ATS, and other transaction accounts.....		3187	138,857,000	1.b.
c. Money market deposit accounts and other savings accounts		2389	7,928,000	1.c.
d. Time deposits of \$250,000 or less		HK29	6,755,000	1.d.
e. Time deposits of more than \$250,000		J474	984,000	1.e.
2. Deposits held in domestic offices of other depository institutions that are subsidiaries of the reporting holding company:				
a. Noninterest-bearing balances ²		BHOD		
b. Interest-bearing demand deposits, NOW, ATS, and other transaction accounts.....		3189		2.a.
c. Money market deposit accounts and other savings accounts		3187		2.b.
d. Time deposits of \$250,000 or less		2389		2.c.
e. Time deposits of more than \$250,000		HK29		2.d.
		J474		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	16,471,000	M.1.
2. Brokered deposits \$250,000 or less with a remaining maturity of more than one year		HK31	1,716,000	M.2.
3. Time deposits of more than \$250,000 with a remaining maturity of one year or less		HK32	984,000	M.3.
		BHFN		
4. Foreign office time deposits with a remaining maturity of one year or less		A245	1,223,000	M.4.

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

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

Schedule HC-F—Other Assets¹

	Dollar Amounts in Thousands	BHCK	Amount	
1. Accrued interest receivable ²		B556	1,301,000	1.
2. Net deferred tax assets ³		2148	79,000	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	1,871,000	4.
5. Life insurance assets:				
a. General account life insurance assets		K201	2,186,000	5.a.
b. Separate account life insurance assets		K202	1,983,000	5.b.
c. Hybrid account life insurance assets		K270	1,399,000	5.c.
6. Other		2168	17,223,000	6.
		BHCT		
7. Total (sum of items 1 through 6) (must equal Schedule HC, item 11)		2160	26,042,000	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	1,828,000	2.
3. Allowance for credit losses on off-balance-sheet credit exposures		B557	75,000	3.
4. Other		B984	21,815,000	4.
		BHCT		
5. Total (sum of items 2 through 4) (must equal Schedule HC, item 20)		2750	23,718,000	5.

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

Schedule HC-H—Interest Sensitivity¹

	Dollar Amounts in Thousands	BHCK	Amount	
1. Earning assets that are repriceable within one year or mature within one year		3197	254,749,000	1.
2. Interest-bearing deposit liabilities that reprice within one year or mature within one year included in item 13.a.(2) and 13.b.(2) on Schedule HC, Balance Sheet		3296	255,441,000	2.
3. Long-term debt that reprices within one year included in items 16 and 19.a on Schedule HC, Balance Sheet		3298	2,077,000	3.
4. Variable-rate preferred stock (includes both limited-life and perpetual preferred stock)		3408	5,331,000	4.
5. Long-term debt reported in Schedule HC, item 19.a on the Balance Sheet that is scheduled to mature within one year		3409	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		1.
2. Total assets		C244	117,000	2.
Liabilities				
3. Claims and claims adjustment expense reserves		B990	0	3.
4. Unearned premiums		B991	2,000	4.
5. Total equity		C245	115,000	5.
6. Net income		C246	1,000	6.

II. Life and Health Underwriting

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

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

Schedule HC-K—Quarterly Averages

	Dollar Amounts in Thousands	BHCK	Amount	
Assets				
1. Securities:				
a. U.S. Treasury securities and U.S. government agency obligations (excluding mortgage-backed securities) ¹		B558	32,627,000	1.a.
b. Mortgage-backed securities ¹		B559	61,591,000	1.b.
c. All other debt securities ¹ and equity securities with readily determinable fair values not held for trading ²		B560	49,642,000	1.c.
2. Federal funds sold and securities purchased under agreements to resell		3365	41,166,000	2.
		BHDM		
3. a. Total loans and leases in domestic offices		3516	63,688,000	3.a.
(1) Loans secured by 1–4 family residential properties		3465	9,982,000	3.a.(1)
(2) All other loans secured by real estate		3466	5,894,000	3.a.(2)
(3) Loans to finance agricultural production and other loans to farmers		3386	3,000	3.a.(3)
(4) Commercial and industrial loans		3387	1,535,000	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	5,334,000	3.a.(5)(b)
		BHFN		
b. Total loans and leases in foreign offices, Edge and agreement subsidiaries, and IBFs		3360	5,538,000	3.b.
<i>Item 4(a) is to be completed by holding companies with \$5 billion or more in total assets and total trading assets of \$10 million or more in any of the four preceding calendar quarters.³</i>				
		BHCK		
4. a. Trading assets		3401	12,439,000	4.a.
b. Other earning assets		B985	96,565,000	4.b.
5. Total consolidated assets ⁴		3368	417,357,000	5.
Liabilities				
6. Interest-bearing deposits (domestic) ⁵		3517	141,687,000	6.
7. Interest-bearing deposits (foreign) ⁵		3404	92,707,000	7.
8. Federal funds purchased and securities sold under agreements to repurchase		3353	17,566,000	8.
9. All other borrowed money		2635	42,447,000	9.
10. Not applicable.				
Equity Capital				
11. Total equity capital (excludes limited-life preferred stock)		3519	41,542,000	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.

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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	20,000	1.a.
<i>1.b.(1) and 1.b.(2) are to be completed by holding companies with \$5 billion or more in total assets¹ semiannually in the June and December reports only.</i>			
b. (1) Unused consumer credit card lines	J455		1.b.(1)
(2) Other unused credit card lines	J456		1.b.(2)
c. (1) Commitments to fund commercial real estate, construction, and land development loans secured by real estate (sum of items 1.c.(1)(a) and (b) must equal item 1.c.(1))	3816	778,000	1.c.(1)
(a) 1–4 family residential construction loan commitments	F164	28,000	1.c.(1)(a)
(b) Commercial real estate, other construction loan, and land development loan commitments	F165	750,000	1.c.(1)(b)
(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate	6550	0	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	11,536,000	1.e.(1)
(2) Loans to financial institutions	J458	11,772,000	1.e.(2)
(3) All other unused commitments	J459	122,143,000	1.e.(3)
2. Financial standby letters of credit and foreign office guarantees	6566	1,809,000	2.
<i>Item 2.a is to be completed by holding companies with \$5 billion or more in total assets.¹</i>			
a. Amount of financial standby letters of credit conveyed to others	3820	176,000	2.a.
3. Performance standby letters of credit and foreign office guarantees	6570	52,000	3.
<i>Item 3.a is to be completed by holding companies with \$5 billion or more in total assets.¹</i>			
a. Amount of performance standby letters of credit conveyed to others	3822	1,000	3.a.
4. Commercial and similar letters of credit	3411	50,000	4.
5. Not applicable.			
6. Securities:			
a. Securities lent	3433	635,343,000	6.a.
b. Securities borrowed	3432	22,257,000	6.b.

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

	(Column A) Sold Protection		(Column B) Purchased Protection		
	BHCK	Amount	BHCK	Amount	
7. Credit derivatives:					
a. Notional amounts:					
(1) Credit default swaps	C968	0	C969	324,000	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	14,000	7.b.(2)

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

Schedule HC-L—Continued

Report only transactions with nonrelated institutions

Dollar Amounts in Thousands		BHCK	Amount	
7. c. Notional amounts by regulatory capital treatment: ¹				
(1) Positions covered under the Market Risk Rule:				
(a) Sold protection	G401	0	7.c.(1)(a)	
(b) Purchased protection	G402	0	7.c.(1)(b)	
(2) All other positions:				
(a) Sold protection	G403	0	7.c.(2)(a)	
(b) Purchased protection that is recognized as a guarantee for regulatory capital purposes.....	G404	0	7.c.(2)(b)	
(c) Purchased protection that is not recognized as a guarantee for regulatory capital purposes.....	G405	324,000	7.c.(2)(c)	

		Remaining Maturity of:						
		(Column A) One year or less		(Column B) Over One Year Through Five Years		(Column C) Over Five Years		
Dollar Amounts in Thousands		BHCK	Amount	BHCK	Amount	BHCK	Amount	
d. Notional amounts by remaining maturity:								
(1) Sold credit protection: ²								
(a) Investment grade		G406	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	110,000	G413	104,000	G414	110,000	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	94,277,000	8.
9. All other off-balance-sheet items (exclude derivatives) (include in item 9 the aggregate amount all other off-balance-sheet items that individually exceed 10 percent of Schedule HC, item 27.a, "Total holding company equity capital") (itemize and describe in items 9.a through 9.f only amounts that exceed 25 percent of Schedule HC, item 27.a)		3430	0	9.
a. Commitments to purchase when-issued securities		3434	0	9.a.
b. Commitments to sell when-issued securities		3435	0	9.b.
c. TEXT 6561		6561	0	9.c.
d. TEXT 6562		6562	0	9.d.
e. TEXT 6568		6568	0	9.e.
f. TEXT 6586		6586	0	9.f.

10. Not applicable.

- 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):					
a. Futures contracts.....	BHCK 8693 5,469,000	BHCK 8694 0	BHCK 8695 173,000	BHCK 8696 0	11.a.
b. Forward contracts.....	BHCK 8697 22,157,000	BHCK 8698 344,384,000	BHCK 8699 151,000	BHCK 8700 0	11.b.
c. Exchange-traded option contracts:					
(1) Written options.....	BHCK 8701 0	BHCK 8702 0	BHCK 8703 10,000	BHCK 8704 0	11.c.(1)
(2) Purchased options..	BHCK 8705 0	BHCK 8706 0	BHCK 8707 10,000	BHCK 8708 0	11.c.(2)
d. Over-the-counter option contracts:					
(1) Written options.....	BHCK 8709 25,531,000	BHCK 8710 6,010,000	BHCK 8711 0	BHCK 8712 0	11.d.(1)
(2) Purchased options..	BHCK 8713 17,059,000	BHCK 8714 5,965,000	BHCK 8715 0	BHCK 8716 0	11.d.(2)
e. Swaps	BHCK 3450 161,525,000	BHCK 3826 541,481,000	BHCK 8719 4,717,000	BHCK 8720 0	11.e.
12. Total gross notional amount of derivative contracts held for trading.....	BHCK A126 169,298,000	BHCK A127 885,309,000	BHCK 8723 5,061,000	BHCK 8724 0	12.
13. Total gross notional amount of derivative contracts held for purposes other than trading	BHCK 8725 62,443,000	BHCK 8726 12,531,000	BHCK 8727 0	BHCK 8728 0	13.
14. Gross fair values of derivative contracts:					
a. Contracts held for trading:					
(1) Gross positive fair value	BHCK 8733 735,000	BHCK 8734 5,125,000	BHCK 8735 190,000	BHCK 8736 0	14.a.(1)
(2) Gross negative fair value	BHCK 8737 1,042,000	BHCK 8738 4,722,000	BHCK 8739 14,000	BHCK 8740 0	14.a.(2)
b. Contracts held for purposes other than trading:					
(1) Gross positive fair value	BHCK 8741 286,000	BHCK 8742 118,000	BHCK 8743 0	BHCK 8744 0	14.b.(1)
(2) Gross negative fair value	BHCK 8745 0	BHCK 8746 151,000	BHCK 8747 0	BHCK 8748 0	14.b.(2)

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

Schedule HC-L—Continued

	(Column A) Banks and Securities Firms		(Column B) Not applicable	(Column C) Hedge Funds		(Column D) Sovereign Governments		(Column E) Corporations and All Other Counterparties	
Dollar Amounts in Thousands	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	940,000		G420	1,712,000	G421	210,000	G422	10,669,000
b. Fair value of collateral:									
(1) Cash—U.S. dollar	G423	1,861,000		G425	920,000	G426	57,000	G427	156,000
(2) Cash—Other currencies	G428	50,000		G430	356,000	G431	0	G432	30,000
(3) U.S. Treasury securities	G433	410,000		G435	62,000	G436	0	G437	50,000
(4) U.S. government agency and U.S. government-sponsored agency debt securities	G438	214,000		G440	226,000	G441	13,000	G442	13,000
(5) Corporate bonds	G443	0		G445	0	G446	0	G447	0
(6) Equity securities	G448	0		G450	0	G451	0	G452	0
(7) All other collateral	G453	0		G455	0	G456	0	G457	0
(8) Total fair value of collateral (sum of items 15.b.(1) through (7))	G458	2,535,000		G460	1,564,000	G461	70,000	G462	249,000

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

Schedule HC-M—Memoranda

		Dollar Amounts in Thousands		BHCK	Amount	
		Number (Unrounded)				
1.	Total number of holding company common shares outstanding	3459	715,434,285			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	1,855,000			2.
3.	Debt maturing in more than one year (included in Schedule HC, items 16 and 19.a) that is issued to unrelated third parties by bank subsidiaries	6556	526,000			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	228,212,000			5.
<i>Item 6 is only completed by holding companies with \$5 billion or more in assets.¹</i>						
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				7.a.
b.	Total assets of captive reinsurance subsidiaries ²	K194				7.b.
8.	Has the holding company entered into a business combination during the calendar year that was accounted for by the purchase method of accounting? (Enter "1" for Yes; enter "0" for No.)	0=No 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.
<div>TEXT</div> <div>6428 Nicholas Wachnowsky</div>		412-236-1324				
Name of Holding Company Official Verifying FR Y-10 Reporting (Please Type or Print)		Area Code / Phone Number (TEXT 9009)				
12.	Intangible assets:	BHCK	Amount			
a.	Mortgage servicing assets	3164	0			12.a.
	(1) Estimated fair value of mortgage servicing assets	6438	0			12.a.(1)
b.	Goodwill	3163	16,661,000			12.b.
c.	All other intangible assets	JF76	2,846,000			12.c.
		BHCT				
d.	Total (sum of items 12.a, 12.b, and 12.c) (must equal Schedule HC, item 10)	2143	19,507,000			12.d.
13.	Other real estate owned	2150	2,000			13.
14.	Other borrowed money:	BHCK				
a.	Commercial paper	2309	1,662,000			14.a.
b.	Other borrowed money with a remaining maturity of one year or less	2332	14,748,000			14.b.
c.	Other borrowed money with a remaining maturity of more than one year	2333	26,403,000			14.c.
		BHCT				
d.	Total (sum of items 14.a, 14.b, and 14.c) (must equal Schedule HC, item 16)	3190	42,813,000			14.d.
15.	Does the holding company sell private label or third-party mutual funds and annuities? (Enter "1" for Yes; enter "0" for No.)	0=No 1=Yes	BHCK B569		1	15.

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

2. 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	426,524,000	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	1	17.
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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	1	18.
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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		19.a.
b. Does the holding company manage any nonfinancial equity investments for the benefit of others? (Enter "1" for Yes; enter "0" for No.)	0=No 1=Yes	C701		19.b.

	Dollar Amounts in Thousands		
	BHCK	Amount	
<i>Memoranda items 20 and 21 are to be completed only by holding companies who have made an effective election to become a financial holding company. See the line item instructions for further details.</i>			
20. Balances of broker-dealer subsidiaries engaged in underwriting or dealing securities pursuant to Section 4(k)(4)(E) of the Bank Holding Company Act as amended by the Gramm-Leach-Bliley Act:			
a. Net assets	C252	6,777,000	20.a.
b. Balances due from related institutions:			
(1) Due from the holding company (parent company only), gross.....	4832	0	20.b.(1)
(2) Due from subsidiary banks of the holding company, gross	4833	48,000	20.b.(2)
(3) Due from nonbank subsidiaries of the holding company, gross	4834	26,000	20.b.(3)
c. Balances due to related institutions:			
(1) Due to holding company (parent company only), gross	5041	3,000	20.c.(1)
(2) Due to subsidiary banks of the holding company, gross.....	5043	24,000	20.c.(2)
(3) Due to nonbank subsidiaries of the holding company, gross	5045	157,000	20.c.(3)
d. Intercompany liabilities reported in items 20.c.(1), 20.c.(2), and 20.c.(3) above that qualify as liabilities subordinated to claims of general creditors	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	20,000	21.

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

Schedule HC-M—Continued

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

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

TEXT
C497 [http:// www.bny.com](http://www.bny.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	11,489,000	23.b.
24. Issuances associated with the U.S. Department of Treasury Capital Purchase Program:				
a. Senior perpetual preferred stock or similar items		G234	0	24.a.
b. Warrants to purchase common stock or similar items		G235	0	24.b.

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**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	0	5399	0	5400	1,000	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties:							
(a) Secured by first liens	C236	41,000	C237	0	C229	28,000	1.c.(2)(a)
(b) Secured by junior liens.....	C238	0	C239	0	C230	0	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices..	3499	2,000	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	0	F180	0	F182	0	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties.....	F179	16,000	F181	0	F183	182,000	1.e.(2)
f. In foreign offices.....	B572	0	B573	0	B574	0	1.f.
2. Loans to depository institutions and acceptances of other banks:							
a. U.S. banks and other U.S. depository institutions	5377	0	5378	0	5379	0	2.a.
b. Foreign banks	5380	0	5381	0	5382	0	2.b.
3. Loans to finance agricultural production and other loans to farmers	1594	0	1597	0	1583	0	3.
4. Commercial and industrial loans	1606	2,000	1607	0	1608	0	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	2,000	K217	0	K218	0	5.c.
6. Loans to foreign governments and official institutions	5389	0	5390	0	5391	0	6.
7. All other loans.....	5459	19,000	5460	0	5461	0	7.

Schedule HC-N—Continued

	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual	
Dollar Amounts in Thousands	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
b. All other leases	F169	0	F170	0	F171	0
c. Lease finance receivables	KX63		KX64		KX65	
9. Total loans and leases (sum of items 1 through 8.b) ²	1406	82,000	1407	0	1403	211,000
10. Debt securities and other assets (exclude other real estate owned and other repossessed assets)	3505	8,000	3506	15,000	3507	0
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
a. Guaranteed portion of loans and leases (exclude rebooked "GNMA loans") included in item 11 above.....	K039	0	K040	0	K041	0
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 11 above ..	K042	0	K043	0	K044	0
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

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. Loan modifications to borrowers experiencing financial difficulty							
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	3,000	
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	0	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	0	K122	0	M.1.e.(1)
(2) To non-U.S. addressees (domicile)...	K123	0	K124	0	K125	0	M.1.e.(2)
(3) To U.S. addressees (domicile) and non-U.S. addresses (domicile)	KX66		KX67		KX68		M.1.e.(3)
f. All other loans (<i>include</i> loans to individuals for household, family, and other personal expenditures)	K126	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 loan modifications to borrowers experiencing financial difficulty 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 loan modifications to borrowers experiencing financial difficulty 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	0	HK28	3,000
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
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
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.1.g.

M.2.

M.3.

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 assets² 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		
8. Nonaccrual assets sold during the previous six months	C411		
9. Not applicable.			

M.7.

M.8.

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 resale¹ from all sources, loan sales, or quarter-end loans held for sale or trading in domestic offices that exceed \$10 million for two consecutive quarters.

Dollar Amounts in Thousands		BHCK	Amount	
1. Retail originations during the quarter of 1–4 family residential mortgage loans for sale: ¹	HT81		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			7.a.
b. For representations and warranties made to other parties ³	L192			7.b.
c. Total representation and warranty reserves (sum of items 7.a and 7.b)	M288		0	7.c.

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

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	97,939,000	G474	0	G475	25,852,000	G476	72,087,000	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	1,933,000	G493	4,207,000	G494	7,000	G495	6,133,000	G496	0	5.a.
	BHCK										
b. Other trading assets	G497	9,896,000	G498	0	G499	7,103,000	G500	2,793,000	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	928,000	G392	-155,000	G395	216,000	G396	557,000	G804	0	6.
7. Total assets measured at fair value on a recurring basis	G502	110,696,000	G503	4,052,000	G504	33,178,000	G505	81,570,000	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	1,780,000	G512	4,092,000	G513	3,000	G514	5,869,000	G515	0	10.a.
	BHCK										
b. Other trading liabilities	G516	2,800,000	G517	0	G518	2,758,000	G519	42,000	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	584,000	G806	0	G807	415,000	G808	169,000	G809	0	13.
14. Total liabilities measured at fair value on a recurring basis.....	G531	5,164,000	G532	4,092,000	G533	3,176,000	G534	6,080,000	G535	0	14.

Memoranda

Dollar Amounts in Thousands		BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
1. All other assets (itemize and describe amounts included in Schedule HC-Q, item 6 that are greater than \$100,000 and exceed 25 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	404,000	G542	0	G543	0	G544	404,000	G545	0	M.1.b.
c. <table border="1" data-bbox="176 889 235 922">BHTX G546</table>		G546	0	G547	0	G548	0	G549	0	G550	0	M.1.c.
d. <table border="1" data-bbox="176 922 235 954">BHTX G551</table>		G551	0	G552	0	G553	0	G554	0	G555	0	M.1.d.
e. <table border="1" data-bbox="176 954 235 987">BHTX G556</table>		G556	0	G557	0	G558	0	G559	0	G560	0	M.1.e.
f. <table border="1" data-bbox="176 987 235 1019">BHTX G561</table>		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	151,000	G567	0	G568	0	G569	151,000	G570	0	M.2.b.
c. <table border="1" data-bbox="176 1247 235 1279">BHTX G571</table>		G571	0	G572	0	G573	0	G574	0	G575	0	M.2.c.
d. <table border="1" data-bbox="176 1279 235 1312">BHTX G576</table>		G576	0	G577	0	G578	0	G579	0	G580	0	M.2.d.
e. <table border="1" data-bbox="176 1312 235 1344">BHTX G581</table>		G581	0	G582	0	G583	0	G584	0	G585	0	M.2.e.
f. <table border="1" data-bbox="176 1344 235 1377">BHTX G586</table>		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	F585	0		M.3.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....	HT89	0		M.3.c.
d. Other loans.....	F589	0		M.3.d.
4. Unpaid principal balances of loans measured at fair value (reported in memorandum item 3):				
a. Loans secured by real estate:				
(1) Secured by 1–4 family residential properties	HT91	0		M.4.a.(1)
(2) All other loans secured by real estate	HT92	0		M.4.a.(2)
b. Commercial and industrial loans	F597	0		M.4.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper)	HT93	0		M.4.c.
d. Other loans.....	F601	0		M.4.d.

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C.I. _____

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	-1,440,000	1.
2. Retained earnings ¹		KW00	43,343,000	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	Amount	
		B530	-4,115,000	3.
a. AOCI opt-out election (enter "1" for Yes; enter "0" for No.) (Advanced approaches institutions must enter "0" for No.)				
		0=No	BHCA	
		1=Yes	P838	0
				3.a.
4. Common equity tier 1 minority interest includable in common equity tier 1 capital				
5. Common equity tier 1 capital before adjustments and deductions (sum of items 1 through 4)				
		BHCA	Amount	
		P839	0	4.
		P840	37,788,000	5.
Common Equity Tier 1 Capital: Adjustments and Deductions				
6. LESS: Goodwill net of associated deferred tax liabilities (DTLs)		P841	15,676,000	6.
7. LESS: Intangible assets (other than goodwill and mortgage servicing assets (MSAs)), net of associated DTLs		P842	2,193,000	7.
8. LESS: Deferred tax assets (DTAs) that arise from net operating loss and tax credit carryforwards, net of any related valuation allowances and net of DTLs		P843	58,000	8.
9. AOCI-related adjustments (if entered "1" for Yes in item 3.a, complete only items 9.a through 9.e; if entered "0" for No in item 3.a, complete only item 9.f):				
a. LESS: Net unrealized gains (losses) on available-for-sale debt securities (if a gain, report as a positive value; if a loss, report as a negative value)		P844		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		9.c.
d. LESS: Amounts recorded in AOCI attributed to defined benefit postretirement plans resulting from the initial and subsequent application of the relevant GAAP standards that pertain to such plans (if a gain, report as a positive value; if a loss, report as a negative value)		P847		9.d.
e. LESS: Net unrealized gains (losses) on held-to-maturity securities that are included in AOCI (if a gain, report as a positive value; if a loss, report as a negative value)		P848		9.e.
f. To be completed only by holding companies that entered "0" for No in item 3.a: LESS: Accumulated net gain (loss) on cash flow hedges included in AOCI, net of applicable income taxes, that relate to the hedging of items that are not recognized at fair value on the balance sheet (if a gain, report as a positive value; if a loss, report as a negative value)				
		P849	-1,000	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	6,000	10.a.
b.	LESS: All other deductions from (additions to) common equity tier 1 capital before threshold-based deductions	P850	351,000	10.b.

Dollar Amounts in Thousands		(Column A) Non-advanced Approaches Holding Companies ¹		(Column B) Advanced Approaches Holding Companies ¹		
		BHCA	Amount	BHCW	Amount	
11.	LESS: Non-significant investments in the capital of unconsolidated financial institutions in the form of common stock that exceed the 10 percent threshold for non-significant investments			P851	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		P852	19,505,000	12.
13.	a. LESS: Investments in the capital of unconsolidated financial institutions, net of associated DTLs, that exceed 25 percent of item 12.....	LB58				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				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				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		P857	0	17.
18.	Total adjustments and deductions for common equity tier 1 capital ³	P858		P858	0	18.
19.	Common equity tier 1 capital (item 12 minus item 18)	P859		P859	19,505,000	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	5,331,000	20.
21. Non-qualifying capital instruments subject to phase out from additional tier 1 capital		P861	0	21.
22. Tier 1 minority interest not included in common equity tier 1 capital		P862	0	22.
23. Additional tier 1 capital before deductions (sum of items 20, 21, and 22)		P863	5,331,000	23.
24. LESS: Additional tier 1 capital deductions		P864	53,000	24.
25. Additional tier 1 capital (greater of item 23 minus item 24, or zero)		P865	5,278,000	25.
Tier 1 Capital				
26. Tier 1 capital ¹		8274	24,783,000	26.
Total Assets for the Leverage Ratio				
27. Average total consolidated assets ²		KW03	417,357,000	27.
28. LESS: Deductions from common equity tier 1 capital and additional tier 1 capital ³		P875	18,331,000	28.
29. LESS: Other deductions from (additions to) assets for leverage ratio purposes		B596	1,513,000	29.
30. Total assets for the leverage ratio (item 27 minus items 28 and 29)		A224	397,513,000	30.
Leverage Ratio*				
31. Leverage ratio (item 26 divided by item 30)		7204	6.2345	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: <ul style="list-style-type: none"> • Complete items 32 through 36 • Do <u>not</u> complete items 37 through 53 • Do <u>not</u> complete Part II of Schedule HC-R. 				
If your holding company entered "0" for No in item 31.a: <ul style="list-style-type: none"> • Skip (do not complete) items 32 through 36, • Complete items 37 through 53 as applicable, and • Complete Part II of Schedule HC-R. 				
<i>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.</i>				
b. Standardized Approach for Counterparty Credit Risk opt-in election (enter "1" for Yes; leave blank for No)				
		1=Yes	BHCA	
			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*

Dollar Amounts in Thousands	(Column A)		(Column B)		
	BHCA	Amount	BHCA	Percentage	
32. Total assets (Schedule HC, item 12); (must be less than \$10 billion)	2170				32.
33. Trading assets and trading liabilities (Schedule HC, sum of items 5 and 15). Report as a dollar amount in column A and as a percentage of total assets (5% limit) in column B	KX77		KX78		33.
34. Off-balance sheet exposures:					
a. Unused portion of conditionally cancellable commitments	KX79				34.a.
b. Securities lent and borrowed (Schedule HC-L, sum of items 6.a and 6.b)	KX80				34.b.
c. Other off-balance sheet exposures	KX81				34.c.
d. Total off-balance sheet exposures (sum of items 34.a through 34.c). Report as a dollar amount in column A and as a percentage of total assets (25% limit) in column B	KX82		KX83		34.d.
	Dollar Amounts in Thousands		BHCA	Amount	
35. Unconditionally cancellable commitments			S540		35.
36. Investments in the tier 2 capital of unconsolidated financial institutions			LB61		36.

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

Dollar Amounts in Thousands		BHCA	Amount	
Tier 2 Capital¹				
37. Tier 2 capital instruments plus related surplus	P866		1,398,000	37.
38. Non-qualifying capital instruments subject to phase out from tier 2 capital	P867		0	38.
39. Total capital minority interest that is not included in tier 1 capital	P868		0	39.
40. a. Adjusted allowances for credit losses(AACL) includable in tier 2 capital ²	5310		401,000	40.a.
b. (Advanced approaches holding companies that exit parallel run only): Eligible credit reserves includable in tier 2 capital	BHCW			
	5310		66,000	40.b.
41. Not applicable.	BHCA			
42. a. Tier 2 capital before deductions (sum of items 37 through 40.a)	P870		1,799,000	42.a.
b. (Advanced approaches holding companies that exit parallel run only): Tier 2 capital before deductions (sum of items 37 through 39, plus item 40.b)	BHCW			
	P870		1,464,000	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	1,000	43.
44. a. Tier 2 capital (greater of item 42.a minus item 43, or zero)		5311	1,798,000	44.a.
b. (Advanced approaches holding companies that exit parallel run only): Tier 2 capital (greater of item 42.b minus item 43, or zero)		BHCW		
		5311	1,463,000	44.b.
Total Capital		BHCA		
45. a. Total capital (sum of items 26 and 44.a)		3792	26,581,000	45.a.
b. (Advanced approaches holding companies that exit parallel run only): Total capital (sum of items 26 and 44.b)		BHCW		
		3792	26,246,000	45.b.
Total Risk-Weighted Assets		BHCA		
46. a. Total risk-weighted assets (from Schedule HC-R, Part II item 31)		A223	169,262,000	46.a.
b. (Advanced approaches holding companies that exit parallel run only): Total risk-weighted assets using advanced approaches rule (from FFIEC 101 Schedule A, item 60)		BHCW		
		A223	162,234,000	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	11.5236	P793	12.0228	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	14.6418	7206	15.2761	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	15.7041	7205	16.1779	49.

	BHCA	Percentage	
Capital Buffer* for Holding Companies not Subject to the Capital Plan Rule (items 50-52)			
50. Capital conservation buffer	H311		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		51.
52. Distributions and discretionary bonus payments during the quarter ²		H314		52.

	BHCA	Percentage	
Supplementary Leverage Ratio*			
53. Advanced approaches holding companies and holding companies subject to category III capital standards only: Supplementary leverage ratio (From FFIEC 101 Schedule A, Table 2, item 2.22)	H036	6.8906	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	26,110,000	54.
55. Total loss absorbing capacity		LF22	52,943,000	55.

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

1. 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.

2. 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	15.4258	LF23	31.2787
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	16.0940	MK66	32.6337
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		LF24	
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	7.2595	LF25	14.7200

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

	(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
Balance Sheet Asset Categories²										
<i>Items 1 through 25, (columns A through U as applicable) are to be reported semiannually in June and December by holding companies with less than \$5 billion in total consolidated assets.^{3, 4}</i>										
1. Cash and balances due from depository institutions.....	BHCK D957	BHCK S396	BHCK D958				BHCK D959	BHCK S397	BHCK D960	BHCK S398
	118,935,000	0	102,938,000				11,817,000	1,984,000	1,169,000	1,027,000
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
	46,762,000	0	15,262,000	0	0		31,489,000	11,000	0	0
b. Available-for-sale debt securities and equity securities with readily determinable fair values not held for trading	BHCK JA21	BHCK S402	BHCK D967	BHCK HJ76	BHCK HJ77		BHCK D968	BHCK D969	BHCK D970	BHCK S403
	87,420,000	0	54,010,000	0	0		31,120,000	506,000	737,000	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								
	41,316,000	41,316,000								

1. For bank holding companies, 12 CFR Part 217 and 225; and for covered savings and loan holding companies, 12 CFR Part 217. 2. All securitization exposures held as on-balance sheet assets of the reporting institution are to be excluded from items 1 through 8 and are to be reported instead in item 9. 3. Asset-size test is based on the total assets reported as of prior year June 30 report date. 4. **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				1,047,000	622,000	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			
	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			
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
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
	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			
	11,177,000	0	0				0	11,023,000	154,000			
b. High volatility commercial real estate exposures.....												
BHCK S445	BHCK S446	BHCK H179	BHCK H180				BHCK H181	BHCK H182	BHCK S447			
35,000	0	0	0				0	0	35,000			
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
185,000	0	0	0				0	0	185,000			
BHCK S457	BHCK S458	BHCK S459	BHCK HJ84				BHCK HJ85	BHCK S460	BHCK S461		BHCK S462	BHCK S463
d. All other exposures	59,392,000	0	16,778,000	0	0	4,138,000	2,533,000	34,595,000	1,348,000			
6. LESS: Allowance for credit losses on loans and leases												
	BHCX 3123	BHCY 3123										
	295,000	295,000										

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	4.a.
								0	0	
b. High volatility commercial real estate exposures.....								BHCK H275	BHCK H276	4.b.
								0	0	
c. Exposures past due 90 days or more or on nonaccrual ¹⁰								BHCK H277	BHCK H278	4.c.
								0	0	
d. All other exposures.....								BHCK H279	BHCK H280	4.d.
								0	0	
5. Loans and leases held for investment:										
a. Residential mortgage exposures.....								BHCK H281	BHCK H282	5.a.
								0	0	
b. High volatility commercial real estate exposures.....								BHCK H283	BHCK H284	5.b.
								0	0	
c. Exposures past due 90 days or more or on nonaccrual ¹¹								BHCK H285	BHCK H286	5.c.
								0	0	
d. All other exposures								BHCK H287	BHCK H288	5.d.
								0	0	
6. LESS: Allowance for credit losses on loans and leases										6.

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

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	
7. Trading Assets	BHCK D976	BHCK S466	BHCK D977	BHCK HJ86	BHCK HJ87		BHCK D978	BHCK D979	BHCK D980	BHCK S467	7.
	11,829,000	10,975,000	67,000	0	0		5,000	28,000	754,000	0	
	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}	51,540,000	17,433,000	1,357,000	0	0		524,000	447,000	20,747,000	38,000	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				
	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount				
Dollar Amounts in Thousands													
7. Trading Assets	BHCK H289	BHCK H186	BHCK H290	BHCK H187				BHCK H291	BHCK H292	7.			
	0	0	0	0				0	0				
	BHCK H293	BHCK H188	BHCK S470	BHCK S471				BHCK H294	BHCK H295				
8. All other assets ¹⁶	751,000	0	0	1,000				109,000	194,000	8.			
a. Separate account bank-owned life insurance										8.a.			
b. Default fund contributions to central counterparties								BHCK H296	BHCK H297				
								3,315,000	2,123,000				
										8.b.			
								BHCK H298	BHCK H299				
								6,818,000	1,628,000				

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) Allocation by Risk-Weight Category	(Column T) Total Risk-Weighted Asset Amount by Calculation Methodology	(Column U) Gross-Up	
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	
Securitization Exposures: On-and Off-Balance Sheet						
9. On-balance sheet securitization exposures:						
a. Held-to-maturity securities ¹⁸	BHCK S475	BHCK S476	BHCK S477	BHCK S478	BHCK S479	9.a.
	1,731,000	1,731,000	0	346,000	0	
b. Available-for-sale securities	BHCK S480	BHCK S481	BHCK S482	BHCK S483	BHCK S484	9.b.
	10,519,000	10,519,000	0	2,205,000	0	
c. Trading assets	BHCK S485	BHCK S486	BHCK S487	BHCK S488	BHCK S489	9.c.
	0	0	0	0	0	
d. All other on-balance sheet securitization exposures.....	BHCK S490	BHCK S491	BHCK S492	BHCK S493	BHCK S494	9.d.
	152,000	111,000	41,000	23,000	0	
10. Off-balance sheet securitization exposures	BHCK S495	BHCK S496	BHCK S497	BHCK S498	BHCK S499	10.
	673,000	665,000	8,000	32,000	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	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
11. Total balance sheet	BHCT 2170	BHCK S500	BHCK D987	BHCK HJ90	BHCK HJ91		BHCK D988	BHCK D989	BHCK D990	BHCK S503
assets ¹⁹	440,698,000	81,790,000	190,412,000	0	0		79,093,000	16,532,000	58,156,000	2,633,000

		(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)
		Allocation by Risk-Weight Category							Application of Other Risk-Weighting Approaches
		250%	300%	400%	600%	625%	937.5%	1250%	Exposure Amount
Dollar Amounts in Thousands		Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
11. Total balance sheet assets ¹⁹		BHCK S504	BHCK S505	BHCK S506	BHCK S507			BHCK S510	BHCK H300
		751,000	0	0	1,000			41,000	11,289,000

11.

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
	1,809,000	1.0	1,809,000	8,000	0	0		262,000	0	1,511,000	28,000
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
	52,000	0.5	26,000	0				12,000	2,000	9,000	3,000
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
	50,000	0.2	10,000	0	0	0		1,000	6,000	2,000	1,000
15. Retained recourse on small business obligations sold with recourse	BHCK G612		BHCK G613	BHCK G614				BHCK G615	BHCK G616	BHCK G617	BHCK S514
	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	16.	
	65,379,000	1.0	65,379,000	1,062,000	5,441,000	0		20,683,000	3,096,000	34,758,000	339,000		
17. All other off-balance sheet liabilities	BHCK G618		BHCK G619	BHCK G620				BHCK G621	BHCK G622	BHCK G623	BHCK S524	17.	
	480,000	1.0	480,000	480,000				0	0	0	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	18.a.	
	29,920,000	0.2	5,984,000	0	1,344,000	0		240,000	0	4,400,000	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	18.b.	
	22,590,000	0.5	11,295,000	75,000	0	0		79,000	130,000	11,011,000	0		
19. Unconditionally cancelable commitments													19.
	BHCK S540		BHCK S541										
	0	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	20.	
			14,532,000	246,000	0	0	0	3,650,000	1,294,000	9,339,000	3,000		
21. Centrally cleared derivatives			BHCK S549	BHCK S550	BHCK S551	BHCK S552		BHCK S554	BHCK S555	BHCK S556	BHCK S557	21.	
	13,417,000	0	13,330,000	87,000	0	0		0	0				
22. Unsettled transactions (failed trades) ²⁶	BHCK H191			BHCK H193			BHCK H194	BHCK H195	BHCK H196	BHCK H197	22.		
	750,000			604,000			0	0	126,000	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%	937.5%	1250%	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.
b. Original maturity exceeding one year								0	0		
								BHCK H307	BHCK H308		18.b.
								0	0		
19. Unconditionally cancelable commitments											19.
20. Over-the-counter derivatives								BHCK H309	BHCK H310		20.
21. Centrally cleared derivatives								0	0		
22. Unsettled transactions (failed trades) ²⁹											21.
					BHCK H198	BHCK H199	BHCK H200				22.
					15,000	0	5,000				

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		
		192,887,000	20,115,000	87,000	0	104,020,000	21,060,000	119,312,000	3,007,000	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	402,000	3,000	0	20,804,000	10,530,000	119,312,000	4,511,000	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%	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	
	751,000	0	0	1,000	15,000	0	54,000	23.
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	
	1,878,000	0	0	6,000	94,000	0	675,000	25.

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

	Totals		
Dollar Amounts in Thousands	BHCK	Amount	
26. Risk-weighted assets for purposes of calculating the adjusted allowance for credit losses (AACL) 1.25 percent threshold	S580	165,442,000	26.
27. Standardized market-risk weighted assets (applicable only to holding companies that are covered by the market risk capital rules)	S581	3,874,000	27.
28. Risk-weighted assets before deductions for excess AACL ³⁰ and allocated risk transfer risk reserve ³¹	B704	169,262,000	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	169,262,000	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 assets¹.

Dollar Amounts in Thousands						BHCK	Amount					
1. Current credit exposure across all derivative contracts covered by the regulatory capital rules						G642	13,510,000	M.1.				
						With a remaining maturity of						
						(Column A) One year or less		(Column B) Over one year through five years	(Column C) Over 5 years			
Dollar Amounts in Thousands						BHCK	Amount	BHCK	Amount	BHCK	Amount	
2. Notional principal amounts of over-the-counter derivative contracts:												
a. Interest rate						S582	21,872,000	S583	17,338,000	S584	31,806,000	M.2.a.
b. Foreign exchange rate and gold						S585	887,609,000	S586	2,726,000	S587	1,089,000	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	5,040,000	S595	10,000	S596	0	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	29,026,000	S604	50,855,000	S605	55,313,000	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	110,000	S610	104,000	S611	110,000	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						
4. Standardized market risk-weighted assets attributable to specific risk (included in Schedule HC-R, item 27)						S624	1,068,000					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.

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C.I. _____

Schedule HC-S—Servicing, Securitization, and Asset Sale Activities*To be completed by holding companies with \$5 billion or more in total assets.¹*

	(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.
	11,000	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	1,000	0	0	0	0	0	0	4.a.
	BHCK B740	BHCK B741	BHCK B742	BHCK B743	BHCK B744	BHCK B745	BHCK B746	
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	
	BHCK B754	BHCK B755	BHCK B756	BHCK B757	BHCK B758	BHCK B759	BHCK B760	
b. Recoveries	0	0	0	0	0	0	0	5.b.

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	BHCK HU17			BHCK HU18		6.
7. and 8. Not applicable.	0	0				0		
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			BHCK B779	BHCK B780	BHCK B781	BHCK B782	
	0			0	0	0	0	9.
10. Reporting institution's unused commitments to provide liquidity to other institutions' securitization structures	BHCK B783			BHCK B786	BHCK B787	BHCK B788	BHCK B789	
	0			0	0	0	1,000	10.
Asset Sales								
11. Assets sold with recourse or other seller-provided credit enhancements and not securitized	BHCK B790						BHCK B796	
	0						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						BHCK B803	
	0						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	90,000		M.2.b.
c. Other financial assets ¹	A591	0		M.2.c.
d. 1–4 family residential mortgages serviced for others that are in process of foreclosure at quarter-end (includes closed-end and open-end loans)	F699	0		M.2.d.
<i>Memorandum item 3 is to be completed by holding companies with \$10 billion or more in total assets.²</i>				
3. Asset-backed commercial paper conduits:				
a. Maximum amount of credit exposure arising from credit enhancements provided to conduit structures in the form of standby letters of credit, subordinated securities, and other enhancements:				
(1) Conduits sponsored by the bank, a bank affiliate, or the holding company ²	B806	0		M.3.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	0		M.4.

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

2. The \$10 billion asset-size 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 assets.¹*

	(Column A) Securitization Vehicles		(Column B) Other VIEs		
Dollar Amounts in Thousands	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	32,000	1.a.
b. Securities not held for trading	HU20	0	HU21	0	1.b.
c. Loans and leases held for investment, net of allowance, and held for sale ..	HU22	0	HU23	0	1.c.
d. Other real estate owned	K009	0	JF89	0	1.d.
e. Other assets	JF91	0	JF90	12,000	1.e.
2. Liabilities of consolidated VIEs for which creditors do not have recourse to the general credit of the reporting holding company:					
a. Other borrowed money	JF92	0	JF85	0	2.a.
b. Other liabilities	JF93	0	JF86	13,000	2.b.
3. All other assets of consolidated VIEs (not included in items 1.a through 1.e above)	K030	0	JF87	898,000	3.
4. All other liabilities of consolidated VIEs (not included in items 2.a through 2.b above)	K033	0	JF88	0	4.
Dollar Amounts in Thousands					
5. Total assets of asset-backed commercial paper (ABCP) conduit VIEs	JF77	0			5.
6. Total liabilities of ABCP conduit VIEs	JF78	0			6.

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	0	1.
2.	Average earning assets	3402	0	2.
3.	Average total consolidated assets	3368	0	3.
4.	Average equity capital	3519	0	4.

Notes to the Balance Sheet (Other)

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

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

Example

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

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

Notes to the Balance Sheet (Other)

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

Notes to the Balance Sheet (Other)—Continued

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