

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 Bank Holding Company Act (12 U.S.C. 1844) and Section 225.5(b) of Regulation Y (12 C.F.R. § 225.5(b)) and Section 10 of the Home Owners Loan Act (12 U.S.C. § 1467a(b)).

This report form is to be filed by holding companies with total consolidated assets of \$500 million or more. In addition, holding companies meeting certain criteria must file this report (FR Y-9C)

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

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

Date of Report: March 31, 2017
Month / Date / Year (BHCK 9999)

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

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

The Bank of New York Mellon Corporation
Legal Title of Holding Company (TEXT 9010)

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

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

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

City (TEXT 9130) State (TEXT 9200) Zip Code (TEXT 9220)

Person to whom questions about this report should be directed:

Name / Title (TEXT 8901)

Area Code / Phone Number (BHTX 8902)

Area Code / FAX Number (BHTX 9116)

E-mail Address of Contact (BHTX 4086)

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

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

Public reporting burden for this information collection is estimated to vary from 2 to 13.5 hours per response, with an average of 5.25 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Comments regarding this burden estimate or any other aspect of this information collection, including suggestions for reducing the burden, may be sent to Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0128), Washington, DC 20503.

Report of Income for Holding Companies

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

Schedule HI—Consolidated Income Statement

Dollar Amounts in Thousands

	BHCK	Amount	
1. Interest income			
a. Interest and fee income on loans:			
(1) In domestic offices:			
(a) Loans secured by 1–4 family residential properties.....	4435	70,000	1.a.(1)(a)
(b) All other loans secured by real estate.....	4436	20,000	1.a.(1)(b)
(c) All other loans.....	F821	135,000	1.a.(1)(c)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs.....	4059	80,000	1.a.(2)
b. Income from lease financing receivables.....	4065	14,000	1.b.
c. Interest income on balances due from depository institutions ¹	4115	78,000	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	122,000	1.d.(1)
(2) Mortgage-backed securities.....	B489	251,000	1.d.(2)
(3) All other securities.....	4060	104,000	1.d.(3)
e. Interest income from trading assets.....	4069	17,000	1.e.
f. Interest income on federal funds sold and securities purchased under agreements to resell.....	4020	67,000	1.f.
g. Other interest income.....	4518	5,000	1.g.
h. Total interest income (sum of items 1.a through 1.g.).....	4107	963,000	1.h.
2. Interest expense			
a. Interest on deposits:			
(1) In domestic offices:			
(a) Time deposits of \$250,000 or less.....	HK03	0	2.a.(1)(a)
(b) Time deposits of more than \$250,000.....	HK04	9,000	2.a.(1)(b)
(c) Other deposits.....	6761	6,000	2.a.(1)(c)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs.....	4172	(6,000)	2.a.(2)
b. Expense on federal funds purchased and securities sold under agreements to repurchase.....	4180	24,000	2.b.
c. Interest on trading liabilities and other borrowed money (excluding subordinated notes and debentures).....	4185	124,000	2.c.
d. Interest on subordinated notes and debentures and on mandatory convertible securities.....	4397	4,000	2.d.
e. Other interest expense.....	4398	7,000	2.e.
f. Total interest expense (sum of items 2.a through 2.e.).....	4073	168,000	2.f.
3. Net interest income (item 1.h minus item 2.f.).....	4074	795,000	3.
4. Provision for loan and lease losses (from Schedule HI-B, part II, item 5).....	4230	(6,000)	4.
5. Noninterest income:			
a. Income from fiduciary activities.....	4070	2,231,000	5.a.
b. Service charges on deposit accounts in domestic offices.....	4483	109,000	5.b.
c. Trading revenue ²	A220	164,000	5.c.
d. (1) Fees and commissions from securities brokerage.....	C886	341,000	5.d.(1)
(2) Investment banking, advisory, and underwriting fees and commissions.....	C888	0	5.d.(2)
(3) Fees and commissions from annuity sales.....	C887	1,000	5.d.(3)
(4) Underwriting income from insurance and reinsurance activities.....	C386	0	5.d.(4)
(5) Income from other insurance activities.....	C387	0	5.d.(5)
e. Venture capital revenue.....	B491	2,000	5.e.
f. Net servicing fees.....	B492	0	5.f.
g. Net securitization income.....	B493	0	5.g.

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

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

Schedule HI—Continued

		Dollar Amounts in Thousands		
		BHCK	Amount	
5.	h. Not applicable			
	i. Net gains (losses) on sales of loans and leases.....	8560	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 ³	B496	0	5.k.
	l. Other noninterest income ⁴	B497	190,000	5.l.
	m. Total noninterest income (sum of items 5.a through 5.l).....	4079	3,038,000	5.m.
6.	a. Realized gains (losses) on held-to-maturity securities.....	3521	0	6.a.
	b. Realized gains (losses) on available-for-sale securities.....	3196	10,000	6.b.
7.	Noninterest expense:			
	a. Salaries and employee benefits.....	4135	1,472,000	7.a.
	b. Expenses of premises and fixed assets (net of rental income (excluding salaries and employee benefits and mortgage interest)).....	4217	193,000	7.b.
	c. (1) Goodwill impairment losses.....	C216	0	7.c.(1)
	(2) Amortization expense and impairment losses for other intangible assets.....	C232	52,000	7.c.(2)
	d. Other noninterest expense ⁵	4092	925,000	7.d.
	e. Total noninterest expense (sum of items 7.a through 7.d).....	4093	2,642,000	7.e.
8.	Income (loss) before applicable income taxes and discontinued operations (sum of items 3, 5.m, 6.a, and 6.b minus items 4 and 7.e).....	4301	1,207,000	8.
9.	Applicable income taxes (foreign and domestic).....	4302	270,000	9.
10.	Income (loss) before discontinued operations (item 8 minus item 9).....	4300	937,000	10.
11.	Discontinued operations, net of applicable income taxes ⁶	FT28	0	11.
12.	Net income (loss) attributable to holding company and noncontrolling (minority) interests (sum of items 10 and 11).....	G104	937,000	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	15,000	13.
14.	Net income (loss) attributable to holding company (item 12 minus item 13).....	4340	922,000	14.

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

4. See Schedule HI, memoranda item 6.

5. See Schedule HI, memoranda item 7.

6. Describe on Schedule HI, memoranda item 8.

Memoranda

		Dollar Amounts in Thousands		
		BHCK	Amount	
1.	Net interest income (item 3 above) on a fully taxable equivalent basis.....	4519	807,000	M.1.
2.	Net income before applicable income taxes, and discontinued operations (item 8 above) on a fully taxable equivalent basis.....	4592	1,257,000	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	17,000	M.4.
5.	Number of full-time equivalent employees at end of current period (round to nearest whole number).....	BHCK	Number	M.5.
		4150	52,600	
6.	Other noninterest income (from Schedule HI, item 5.l, above) (only report amounts greater than \$100,000 that exceed 3% of Schedule HI, item 5.l):	BHCK	Amount	
	a. Income and fees from the printing and sale of checks.....	C013	0	M.6.a.
	b. Earnings on/increase in value of cash surrender value of life insurance.....	C014	30,000	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. Net change in the fair values of financial instruments accounted for under a fair value option...	F229	0	M.6.f.

NOTE: The concept of extraordinary items has been eliminated from U.S. generally accepted accounting principles for fiscal years, and interim periods within those fiscal years, beginning after December 15, 2015. References to extraordinary items in the captions for Schedule HI, items 8, 10, and 11 and HI memo item 2 will be removed at a later date.

Schedule HI—Continued

Memoranda—Continued

		Dollar Amounts in Thousands		
		BHCK	Amount	
6. g.	Bank card and credit card interchange fees.....	F555	0	M.6.g.
h.	Gains on bargain purchases.....	J447	0	M.6.h.
i.	Income and fees from wire transfer.....	T047	0	M.6.i.
	TEXT			
j.	8562 Funds Transfer Fees	8562	26,000	M.6.j.
	TEXT			
k.	8563 Standby L/C Fees	8563	8,000	M.6.k.
	TEXT			
l.	8564 Investment Income	8564	35,000	M.6.l.
7.	Other noninterest expense (from Schedule HI, item 7.d, above) (only report amounts greater than \$100,000 that exceed 3 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	34,000	M.7.f.
g.	FDIC deposit insurance assessments.....	4146		M.7.g.
h.	Accounting and auditing expenses.....	F556	0	M.7.h.
i.	Consulting and advisory expenses.....	F557	85,000	M.7.i.
j.	Automated teller machine (ATM) and interchange expenses.....	F558	0	M.7.j.
k.	Telecommunications expenses.....	F559	0	M.7.k.
l.	Other real estate owned expenses.....	Y923	0	M.7.l.
m.	Insurance expenses (not included in employee expenses, premises and fixed assets expenses, and other real estate owned expenses.).....	Y924	0	M.7.m.
	TEXT			
n.	8565 Software	8565	166,000	M.7.n.
	TEXT			
o.	8566 Purchased Services and Systems	8566	201,000	M.7.o.
	TEXT			
p.	8567 Sub Custodian Charges	8567	64,000	M.7.p.
8.	Discontinued operations and applicable income tax effect (from Schedule HI, item 11) (itemize and describe each discontinued operation):			
	TEXT			
a. (1)	FT29	FT29	0	M.8.a.(1)
(2)	Applicable income tax effect..... BHCK FT30			M.8.a.(2)
	TEXT			
b. (1)	FT31	FT31	0	M.8.b.(1)
(2)	Applicable income tax effect..... BHCK FT32			M.8.b.(2)
9.	Trading revenue (from cash instruments and derivative instruments) (Sum of items 9.a through 9.e must equal Schedule HI, item 5.c.)			
<i>Memorandum items 9.a through 9.e are to be completed by holding companies that reported average trading assets (Schedule HC-K, item 4.a) of \$2 million or more for any quarter of the preceding calendar year:</i>				
a.	Interest rate exposures.....	8757	17,000	M.9.a.
b.	Foreign exchange exposures.....	8758	154,000	M.9.b.
c.	Equity security and index exposures.....	8759	(6,000)	M.9.c.
d.	Commodity and other exposures.....	8760	0	M.9.d.
e.	Credit exposures.....	F186	(1,000)	M.9.e.

NOTE: The concept of extraordinary items has been eliminated from U.S. generally accepted accounting principles for fiscal years, and interim periods within those fiscal years, beginning after December 15, 2015. References to extraordinary items in the captions for Schedule HI, memo item 8 will be removed at a later date.

Schedule HI—Continued

Memoranda—Continued

	Dollar Amounts in Thousands	BHC	Amount	
<i>Memoranda items 9.f and 9.g are to be completed by holding companies with \$100 billion or more in total assets that are required to complete Schedule HI, Memorandum items 9.a through 9.e, above.¹</i>				
9. f. Impact on trading revenue of changes in the creditworthiness of the holding company's derivatives counterparties on the holding company's derivative assets (included in Memorandum items 9.a through 9.e above).....		K090	2,000	M.9.f.
9. g. Impact on trading revenue of changes in the creditworthiness of the holding company on the holding company's derivative liabilities (included in Memorandum items 9.a through 9.e. above).....		K094	0	M.9.g.
10. Net gains (losses) recognized in earnings on credit derivatives that economically hedge credit exposures held outside the trading account:				
a. Net gains (losses) on credit derivatives held for trading.....		C889	0	M.10.a.
b. Net gains (losses) on credit derivatives held for purposes other than trading.....		C890	0	M.10.b.
11. Credit losses on derivatives (see instructions).....		A251	0	M.11.
<i>Memorandum item 12.a is to be completed by holding companies with \$1 billion or more in total assets.¹</i>				
12. a. Income from the sale and servicing of mutual funds and annuities (in domestic offices).....		8431	248,000	M.12.a.
b. (1) Premiums on insurance related to the extension of credit.....		C242	0	M.12.b.(1)
(2) All other insurance premiums.....		C243	0	M.12.b.(2)
c. Benefits, losses, and expenses from insurance-related activities.....		B983	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 BHCK 1=Yes A530	0	M.13.

	Dollar Amounts in Thousands	BHCK	Amount	
<i>Memorandum item 14 is to be completed by bank companies that have elected to account for assets and liabilities under a fair value option.</i>				
14. Net gains (losses) recognized in earnings on assets and liabilities that are reported at fair value under a fair value option:				
a. Net gains (losses) on assets.....		F551	0	M.14.a.
(1) Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk.....		F552	0	M.14.a.(1)
b. Net gains (losses) on liabilities.....		F553	0	M.14.b.
(1) Estimated net gains (losses) on liabilities attributable to changes in instrument-specific credit risk.....		F554	0	M.14.b.(1)
15. Stock-based employee compensation expense (net of tax effects) calculated for all awards under the fair value method.....		C409	88,000	M.15.

	Year-to-date			
	BHCK	Amount		
<i>Memorandum item 16 is to be completed by holding companies that are required to complete Schedule HC-C, Memorandum items 6.b and 6.c.</i>				
16. Noncash income from negative amortization on closed-end loans secured by 1-4 family residential properties (included in Schedule HI, item 1.a.(1)(a)).....	F228	0		M.16.
17. Other-than-temporary impairment losses on held-to-maturity and available-for-sale debt securities recognized in earnings (included in Schedule HI, item 6a and 6b)	J321	1,000		M.17.

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

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	38,811,000	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	38,811,000	3.
	BHCT		
4. Net income (loss) attributable to holding company (must equal Schedule HI, item 14).....	4340	922,000	4.
5. Sale of perpetual preferred stock (excluding treasury stock transactions):	BHCK		
a. Sale of perpetual preferred stock, gross.....	3577	0	5.a.
b. Conversion or retirement of perpetual preferred stock.....	3578	0	5.b.
6. Sale of common stock:			
a. Sale of common stock, gross.....	3579	292,000	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	879,000	8.
9. Changes incident to business combinations, net.....	4356	0	9.
10. LESS: Cash dividends declared on preferred stock.....	4598	42,000	10.
11. LESS: Cash dividends declared on common stock.....	4460	201,000	11.
12. Other comprehensive income ¹	B511	241,000	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	(6,000)	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	39,138,000	15.

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

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

	(Column A) Charge-offs ¹		(Column B) Recoveries		
	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands					
I. Charge-offs and Recoveries on Loans and Leases (Fully Consolidated)					
1. Loans secured by real estate:					
a. Construction, land development, and other land loans in domestic offices:					
(1) 1–4 family residential construction loans.....	C891	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	1,000	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	0	C898	0	1.e.(2)
f. In foreign offices.....	B512	0	B513	0	1.f.
2. Loans to depository institutions and acceptances of other banks:					
a. To U.S. banks and other U.S. depository institutions.....	4653	0	4663	0	2.a.
b. To foreign banks.....	4654	0	4664	0	2.b.
3. Loans to finance agricultural production and other loans to farmers.....	4655	0	4665	0	3.
4. Commercial and industrial loans:					
a. To U.S. addressees (domicile).....	4645	0	4617	0	4.a.
b. To non-U.S. addressees (domicile).....	4646	0	4618	0	4.b.
5. Loans to individuals for household, family, and other personal expenditures:					
a. Credit cards.....	B514	0	B515	0	5.a.
b. Automobile loans.....	K129	0	K133	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	1,000	5.c.
6. Loans to foreign governments and official institutions.....	4643	0	4627	0	6.
7. All other loans.....	4644	0	4628	0	7.
8. Lease financing receivables:					
a. Leases to individuals for household, family, and other personal expenditures.....	F185	0	F187	0	8.a.
b. All other leases.....	C880	0	F188	0	8.b.
9. Total (sum of items 1 through 8).....	4635	1,000	4605	2,000	9.

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

Schedule HI-B—Continued

Memoranda

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

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

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

	Dollar Amounts in Thousands		
	BHCK	Amount	
II. Changes in allowance for loan and lease losses			
1. Balance <i>most recently</i> reported at end of previous year (i.e., after adjustments from amended Reports of Income).....	B522	169,000	1.
2. Recoveries (must equal Schedule HI-B, part I, item 9, column B, above).....	BHCT	2,000	2.
3. LESS: Charge-offs (must equal Schedule HI-B, part I, item 9, column A above less Schedule HI-B, part II, item 4).....	BHCK	1,000	3.
4. Less: Write-downs arising from transfers of loans to a held-for sale account.....	C079	0	4.
5. Provision for loan and lease losses (must equal Schedule HI, item 4).....	5523	0	4.
6. Adjustments (see instructions for this schedule).....	BHCT	(6,000)	5.
7. Balance at end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (must equal Schedule HC, item 4.c).....	BHCK	0	6.
	C233	0	6.
	BHCT	164,000	7.
	3123	164,000	7.

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

Memoranda

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

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

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

Dollar Amounts in Thousands	(Column A) Recorded Investment: Individually Evaluated for Impairment (ASC 310-10-35)		(Column B) Allowance Balance: Individually Evaluated for Impairment (ASC 310-10-35)		(Column C) Recorded Investment: Collectively Evaluated for Impairment (ASC 450-20)		(Column D) Allowance Balance: Collectively Evaluated for Impairment (ASC 450-20)		(Column E) Recorded Investment: Purchased Credit- Impaired Loans (ASC 310-30)		(Column F) Allowance Balance: Purchased Credit- Impaired Loans (ASC 310-30)	
	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount
	1. Real estate loans:											
a. Construction loans.....	M708	0	M709	0	M710	556,000	M711	5,000	M712	0	M713	0
b. Commercial real estate loans.....	M714	0	M715	0	M716	2,653,000	M717	24,000	M719	0	M720	0
c. Residential real estate loans.....	M721	3,000	M722	0	M723	9,381,000	M724	41,000	M725	0	M726	0
2. Commercial loans ²	M727	0	M728	0	M729	45,209,000	M730	90,000	M731	0	M732	0
3. Credit cards.....	M733	0	M734	0	M735	0	M736	0	M737	0	M738	0
4. Other consumer loans.....	M739	2,000	M740	2,000	M741	2,974,000	M742	2,000	M743	0	M744	0
5. Unallocated, if any.....							M745	0				
6. Total (sum of items 1.a. through 5.).....	M746	5,000	M747	2,000	M748	60,773,000	M749	162,000	M750	0	M751	0

1.a.
1.b.
1.c.
2.
3.
4.
5.
6.

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

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

Notes to the Income Statement—Predecessor Financial Items

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

	Dollar Amounts in Thousands	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 loan and lease losses.....	4230		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.....	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.
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.

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 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)

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

Notes to the Income Statement (Other) — Continued

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

Consolidated Financial Statements for Holding Companies

Report at the close of business March 31, 2017
Month / Day / Year

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	5,405,000	1.a.
b.	Interest-bearing balances: ²			
(1)	In U.S. offices.....	0395	31,833,000	1.b.(1)
(2)	In foreign offices, Edge and Agreement subsidiaries, and IBFs.....	0397	47,369,000	1.b.(2)
2.	Securities:			
a.	Held-to-maturity securities (from Schedule HC-B, column A).....	1754	40,254,000	2.a.
b.	Available-for-sale securities (from Schedule HC-B, column D).....	1773	75,580,000	2.b.
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 ³	BHCK B989	25,776,000	3.b.
4.	Loans and lease financing receivables:			
a.	Loans and leases held for sale.....	5369	0	4.a.
b.	Loans and leases, net of unearned income.....	B528	60,849,000	4.b.
c.	LESS: Allowance for loan and lease losses.....	3123	164,000	4.c.
d.	Loans and leases, net of unearned income and allowance for loan and lease losses (item 4.b minus 4.c).....	B529	60,685,000	4.d.
5.	Trading assets (from Schedule HC-D).....	3545	5,724,000	5.
6.	Premises and fixed assets (including capitalized leases).....	2145	1,307,000	6.
7.	Other real estate owned (from Schedule HC-M).....	2150	8,000	7.
8.	Investments in unconsolidated subsidiaries and associated companies.....	2130	862,000	8.
9.	Direct and indirect investments in real estate ventures.....	3656	0	9.
10.	Intangible assets:			
a.	Goodwill.....	3163	17,355,000	10.a.
b.	Other intangible assets (from Schedule HC-M).....	0426	3,549,000	10.b.
11.	Other assets (from Schedule HC-F).....	2160	21,829,000	11.
12.	Total assets (sum of items 1 through 11).....	2170	337,536,000	12.

1. Includes cash items in process of collection and unposted debits.
2. Includes time certificates of deposit not held for trading.
3. Includes all securities resale agreements in domestic and foreign offices, regardless of maturity

Schedule HC—Continued

	Dollar Amounts in Thousands		
	BHDM	Amount	
Liabilities			
13. Deposits:			
a. In domestic offices (from Schedule HC-E):			
(1) Noninterest-bearing ¹	6631	72,308,000	13.a.(1)
(2) Interest-bearing.....	6636	50,991,000	13.a.(2)
b. In foreign offices, Edge and Agreement subsidiaries, and IBFs:			
(1) Noninterest-bearing.....	BHFN	7,458,000	13.b.(1)
(2) Interest-bearing.....	6636	90,529,000	13.b.(2)
14. Federal funds purchased and securities sold under agreements to repurchase:			
a. Federal funds purchased in domestic offices ²	BHDM	373,000	14.a.
b. Securities sold under agreements to repurchase ³	BHCK	10,776,000	14.b.
15. Trading liabilities (from Schedule HC-D).....	B995	2,816,000	15.
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule HC-M).....	3548	38,555,000	16.
17. Not applicable			
18. Not applicable			
19. a. Subordinated notes and debentures ⁴	3190	999,000	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	22,900,000	20.
21. Total liabilities (sum of items 13 through 20).....	2948	297,705,000	21.
22. Not applicable			
Equity Capital			
Holding Company Equity Capital			
23. Perpetual preferred stock and related surplus.....	3283	3,542,000	23.
24. Common stock (par value).....	3230	13,000	24.
25. Surplus (exclude all surplus related to preferred stock).....	3240	26,248,000	25.
26. a. Retained earnings.....	3247	23,300,000	26.a.
b. Accumulated other comprehensive income ⁵	B530	(3,524,000)	26.b.
c. Other equity capital components ⁶	A130	(10,441,000)	26.c.
27. a. Total holding company equity capital (sum of items 23 through 26.c).....	3210	39,138,000	27.a.
b. Noncontrolling (minority) interests in consolidated subsidiaries.....	3000	693,000	27.b.
28. Total equity capital (sum of items 27.a and 27.b).....	G105	39,831,000	28.
29. Total liabilities and equity capital (sum of items 21 and 28).....	3300	337,536,000	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)

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

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. _____

b. _____

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

(1) Name of Engagement Partner (TEXT C704)

(2) City (TEXT C708)

(2) E-mail Address (TEXT C705)

(3) State Abbrev. (TEXT C714)

(4) Zip Code (TEXT C715)

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

Schedule HC-B—Securities

	Held-to-Maturity				Available-for-Sale				
	(Column A)		(Column B)		(Column C)		(Column D)		
	Amortized Cost		Fair Value		Amortized Cost		Fair Value		
Dollar Amounts in Thousands	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
1. U.S. Treasury securities.....	0211	10,596,000	0213	10,579,000	1286	15,693,000	1287	15,668,000	1.
2. U.S. government agency obligations (exclude mortgage-backed securities):									
a. Issued by U.S. government agencies ¹	1289	0	1290	0	1291	0	1293	0	2.a.
b. Issued by U.S. government-sponsored agencies ²	1294	1,614,000	1295	1,608,000	1297	356,000	1298	351,000	2.b.
3. Securities issued by states and political subdivisions in the U.S.	8496	18,000	8497	18,000	8498	3,293,000	8499	3,304,000	3.
4. Mortgage-backed securities (MBS)									
a. Residential pass-through securities:									
(1) Guaranteed by GNMA.....	G300	1,735,000	G301	1,723,000	G302	343,000	G303	343,000	4.a.(1)
(2) Issued by FNMA and FHLMC.....	G304	19,518,000	G305	19,380,000	G306	11,193,000	G307	11,173,000	4.a.(2)
(3) Other pass-through securities.....	G308	0	G309	0	G310	0	G311	0	4.a.(3)
b. Other residential mortgage-backed securities (include CMOs, REMICs, and stripped MBS):									
(1) Issued or guaranteed by U.S. Government agencies or sponsored agencies ³	G312	3,880,000	G313	3,843,000	G314	11,247,000	G315	11,218,000	4.b.(1)
(2) Collateralized by MBS issued or guaranteed by U.S. Government agencies or sponsored agencies ³	G316	0	G317	0	G318	0	G319	0	4.b.(2)
(3) All other residential mortgage-backed securities.....	G320	206,000	G321	206,000	G322	2,044,000	G323	2,345,000	4.b.(3)
c. Commercial MBS:									
(1) Commercial pass-through securities:									
(a) Issued or guaranteed by FNMA, FHLMC, or GNMA.....	K142	614,000	K143	608,000	K144	2,014,000	K145	1,986,000	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 ³	K150	215,000	K151	212,000	K152	5,134,000	K153	5,126,000	4.c.(2)(a)
(b) All other commercial MBS.....	K154	7,000	K155	7,000	K156	913,000	K157	910,000	4.c.(2)(b)

1. Includes Small Business Administration "Guaranteed Loan Pool Certificates," U.S. Maritime Administration obligations, and Export-Import Bank participation certificates.

2. Includes obligations (other than mortgage-backed securities) issued by the Farm Credit System, the Federal Home Loan Bank System, the Federal Home Loan Mortgage Corporation, the Federal National Mortgage Association, the Financing Corporation, Resolution Funding Corporation, the Student Loan Marketing Association, and the Tennessee Valley Authority.

3. U.S. Government agencies include, but are not limited to, such agencies as the Government National Mortgage Association (GNMA), the Federal Deposit Insurance Corporation (FDIC) and the National Credit Union 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-B—Continued

	Held-to-Maturity				Available-for-Sale				
	(Column A)		(Column B)		(Column C)		(Column D)		
	Amortized Cost		Fair Value		Amortized Cost		Fair Value		
Dollar Amounts in Thousands	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
5. Asset-backed securities and structured financial products:									
a. Asset-backed Securities (ABS).....	C026	0	C988	0	C989	1,455,000	C027	1,457,000	5.a.
b. Structured financial products:									
(1) Cash.....	G336	0	G337	0	G338	2,561,000	G339	2,569,000	5.b.(1)
(2) Synthetic.....	G340	0	G341	0	G342	0	G343	0	5.b.(2)
(3) Hybrid.....	G344	0	G345	0	G346	0	G347	0	5.b.(3)
6. Other debt securities:									
a. Other domestic debt securities.....	1737	0	1738	0	1739	1,095,000	1741	1,100,000	6.a.
b. Other foreign debt securities.....	1742	1,851,000	1743	1,883,000	1744	16,965,000	1746	17,174,000	6.b.
7. Investments in mutual funds and other equity securities with readily determinable fair values.....					A510	855,000	A511	856,000	7.
8. Total (sum of 1 through 7) (total of column A must equal Schedule HC, item 2.a) (total of column D must equal Schedule HC, item 2.b).....	BHCT		BHCT						
	1754	40,254,000	1771	40,067,000	1772	75,161,000	1773	75,580,000	8.

Memoranda

	Dollar Amounts in Thousands		
	BHCK	Amount	
1. Pledged securities ¹	0416	85,171,000	M.1.
2. Remaining maturity or next repricing date of debt securities ^{2,3} (Schedule HC-B, items 1 through 6.b in columns A and D above):			
a. 1 year and less.....	0383	35,178,000	M.2.a.
b. Over 1 year to 5 years.....	0384	27,025,000	M.2.b.
c. Over 5 years.....	0387	52,775,000	M.2.c.
3. Amortized cost of held-to-maturity securities sold or transferred to available-for-sale or trading securities during the calendar year-to-date (report the amortized cost at date of sale or transfer).....	1778	0	M.3.
4. Structured notes (included in the held-to-maturity and available-for-sale accounts in Schedule HC-B, items 2, 3, 5, and 6):			
a. Amortized cost.....	8782	0	M.4.a.
b. Fair value.....	8783	0	M.4.b.

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

Schedule HC-B—Continued

Memoranda—Continued

	Held-to-Maturity				Available-for-Sale				
	(Column A) Amortized Cost		(Column B) Fair Value		(Column C) Amortized Cost		(Column D) Fair Value		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands									
<i>Memorandum item 5 is to be completed by holding companies with total assets over \$1 billion or with foreign offices. ¹</i>									
5. Asset-backed securities (ABS) (sum of Memorandum items 5.a through 5.f must equal Schedule HC-B, item 5.a):									
a. Credit card receivables.....	B838	0	B839	0	B840	581,000	B841	583,000	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	163,000	B849	163,000	M.5.c.
d. Other consumer loans.....	B850	0	B851	0	B852	518,000	B853	517,000	M.5.d.
e. Commercial and industrial loans.....	B854	0	B855	0	B856	193,000	B857	194,000	M.5.e.
f. Other.....	B858	0	B859	0	B860	0	B861	0	M.5.f.
6. Structured financial products by underlying collateral or reference assets (for each column, sum of Memorandum items 6.a through 6.g must equal Schedule HC-B, sum of items 5.b.(1) through (3)):									
a. Trust preferred securities issued by financial institutions.....	G348	0	G349	0	G350	0	G351	0	M.6.a.
b. Trust preferred securities issued by real estate investment trusts.....	G352	0	G353	0	G354	0	G355	0	M.6.b.
c. Corporate and similar loans.....	G356	0	G357	0	G358	2,561,000	G359	2,569,000	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	0	G373	0	G374	0	G375	0	M.6.g.

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

Schedule HC-C—Loans and Lease Financing Receivables

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

Dollar Amounts in Thousands	(Column A) Consolidated		(Column B) In Domestic Offices		
	BHCK	Amount	BHDM	Amount	
	1. Loans secured by real estate.....				
a. Construction, land development and other land loans:			BHCK		
(1) 1-4 family residential construction loans.....			F158	83,000	1.a.(1)
(2) Other construction loans and all land development and other land loans.....			F159	556,000	1.a.(2)
b. Secured by farmland.....			BHDM		
			1420	0	1.b.
c. Secured by 1-4 family residential properties:					
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....			1797	78,000	1.c.(1)
(2) Closed-end loans secured by 1-4 family residential properties:					
(a) Secured by first liens.....			5367	9,220,000	1.c.(2)(a)
(b) Secured by junior liens.....			5368	3,000	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties.....			1460	793,000	1.d.
e. Secured by nonfarm nonresidential properties:					
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....			BHCK		
			F160	0	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties.....			F161	1,860,000	1.e.(2)
			BHDM		
2. Loans to depository institutions and acceptances of other banks.....			1288	758,000	2.
a. To U.S. banks and other U.S. depository institutions.....	1292	227,000			2.a.
b. To foreign banks.....	1296	7,503,000			2.b.
3. Loans to finance agricultural production and other loans to farmers.....	1590	4,000	1590	4,000	3.
4. Commercial and industrial loans.....			1766	1,100,000	4.
a. To U.S. addressees (domicile).....	1763	3,882,000			4.a.
b. To non-U.S. addressees (domicile).....	1764	552,000			4.b.
5. Not applicable					
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....			1975	2,976,000	6.
a. Credit cards.....	B538	0			6.a.
b. Other revolving credit plans.....	B539	1,000			6.b.
c. Automobile loans.....	K137	0			6.c.
d. Other consumer loans (includes single payment, installment, and all student loans).....	K207	2,975,000			6.d.
7. Loans to foreign governments and official institutions (including foreign central banks).....	2081	193,000	2081	99,000	7.
8. Not applicable					
9. Loans to nondepository financial institutions and other loans:					
a. Loans to nondepository financial institutions.....	J454	3,179,000	J454	1,229,000	9.a.
b. Other loans					
(1) Loans for purchasing or carrying securities (secured or unsecured).....	1545	19,487,000	1545	19,404,000	9.b.(1)
(2) All other loans (exclude consumer loans).....	J451	8,686,000	J451	7,110,000	9.b.(2)
10. Lease financing receivables (net of unearned income).....			2165	1,585,000	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	1,585,000			10.b.
11. LESS: Any unearned income on loans reflected in items 1-9 above.....	2123	18,000	2123	16,000	11.
12. Total (sum of items 1 through 10 minus item 11) (total of column A must equal Schedule HC, sum of items 4.a and 4.b).....	2122	60,849,000	2122	46,842,000	12.

Schedule HC-C—Continued

Memoranda

	Dollar Amounts in Thousands	BHDM	Amount	
1. Loans restructured in troubled debt restructurings that are in compliance with their modified terms (included in Schedule HC-C, and not reported as past due or nonaccrual in Schedule HC-N, Memorandum item 1):				
a. Construction, land development, and other land loans in domestic offices:				
(1) 1–4 family residential construction loans.....		K158	0	M.1.a.(1)
(2) All other construction loans and all land development and other land loans.....		K159	0	M.1.a.(2)
b. Loans secured by 1–4 family residential properties in domestic offices.....		F576	43,000	M.1.b.
c. Secured by multifamily (5 or more) residential properties in domestic offices.....		K160	0	M.1.c.
d. Secured by nonfarm nonresidential properties in domestic offices:				
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....		K161	0	M.1.d.(1)
(2) Loans secured by other nonfarm nonresidential properties.....		K162	0	M.1.d.(2)
e. Commercial and industrial loans:		BHCK		
(1) To U.S. addressees (domicile).....	K163		0	M.1.e.(1)
(2) To non-U.S. addressees (domicile).....	K164		0	M.1.e.(2)
f. All other loans (include loans to individuals for household, family, and other personal expenditures).....		K165	0	M.1.f.
<i>Itemize and describe loan categories included in Memorandum item 1.f, above that exceed 10 percent of total loans restructured in troubled debt restructurings that are in compliance with their modified terms (sum of Memorandum items 1.a through 1.f):</i>		BHDM		
(1) Loans secured by farmland in domestic offices.....		K166	0	M.1.f.(1)
(2) Loans to finance agricultural production and other loans to farmers.....		BHCK		
(2) Loans to finance agricultural production and other loans to farmers.....		K168	0	M.1.f.(2)
(3) Loans to individuals for household, family, and other personal expenditures:				
(a) Credit cards.....		K098	0	M.1.f.(3)(a)
(b) Automobile loans.....		K203	0	M.1.f.(3)(b)
(c) Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....		K204	0	M.1.f.(3)(c)
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HC-C, items 4 and 9, column A, above.....		2746	896,000	M.2.
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 that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).</i>				
4. Outstanding credit card fees and finance charges (included in Schedule HC-C, item 6.a, column A).....		C391	0	M.4.
<i>Memorandum item 5 is to be completed by all holding companies.</i>				
5. Purchased credit-impaired loans held for investment accounted for in accordance with AICPA Statement of Position 03-3 (exclude loans held for sale):				
a. Outstanding balance.....		C779	0	M.5.a.
b. Amount included in Schedule HC-C, items 1 through 9.....		C780	0	M.5.b.
6. Closed-end loans with negative amortization features secured by 1–4 family residential properties in domestic offices:				
a. Total amount of closed-end loans with negative amortization features secured by 1–4 family residential properties (included in Schedule HC-C, items 1.c.(2)(a) and (b)).....		F230	0	M.6.a.

Schedule HC-C—Continued

Memoranda—Continued

	Dollar Amounts in Thousands		
	BHCK	Amount	
<i>Memorandum items 6.b and 6.c are to be completed by holding companies that had closed-end loans with negative amortization features secured by 1-4 family residential properties (as reported in Schedule HC-C, Memorandum item 6.a) as of December 31, 2014, that exceeded the lesser of \$100 million or 5 percent of total loans and leases, net of unearned income, in domestic offices (as reported in Schedule HC-C, item 12, column B).</i>			
6. b. Total maximum remaining amount of negative amortization contractually permitted on closed-end loans secured by 1-4 family residential properties.....	F231	0	M.6.b.
c. Total amount of negative amortization on closed-end loans secured by 1- 4 family residential properties included in the amount reported in Memorandum item 6.a above.....	F232	0	M.6.c.
7. -8. Not applicable.			
9. Loans secured by 1-4 family residential properties in domestic offices in process of foreclosure (included in Schedule HC-C, items 1.c.(1), 1.c.(2)(a), and 1.c.(2)(b)).....	BHDM F577	23,000	M.9.
10. -11. Not applicable.			

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

	Dollar Amounts in Thousands		
	BHCK	Amount	
13. Not applicable			
14. Pledged loans and leases.....	G378	8,103,000	M.14.

Schedule HC-D—Trading Assets and Liabilities

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

	(Column A) Consolidated		(Column B) Domestic Offices		
	BHCM	Amount	BHCK	Amount	
Dollar Amounts in Thousands					
Assets					
1. U.S. Treasury securities.....	3531	250,000	3531	248,000	1.
2. U.S. government agency obligations (exclude mortgage-backed securities).....	3532	263,000	3532	263,000	2.
3. Securities issued by states and political subdivisions in the U.S.	3533	184,000	3533	184,000	3.
4. Mortgage-backed securities (MBS):					
a. Residential pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA.....	BHCK G379	854,000	BHDM G379	854,000	4.a.
b. Other residential mortgage-backed securities issued or guaran- teed by U.S. Government agencies or sponsored agencies ¹ (include CMOs, REMICs, and stripped MBS).....	G380	0	G380	0	4.b.
c. All other residential mortgage-backed securities.....	G381	0	G381	0	4.c.
d. Commercial MBS issued or guaranteed by U.S. Government agencies or sponsored agencies ¹	K197	0	K197	0	4.d.
e. All other commercial MBS.....	K198	0	K198	0	4.e.
5. Other debt securities					
a. Structured financial products:					
(1) Cash.....	G383	0	G383	0	5.a.(1)
(2) Synthetic.....	G384	0	G384	0	5.a.(2)
(3) Hybrid.....	G385	0	G385	0	5.a.(3)
b. All other debt securities.....	G386	761,000	G386	761,000	5.b.
6. Loans:					
a. Loans secured by real estate.....	F610	0			6.a.
(1) Construction, land development, and other land loans.....			F604	0	6.a.(1)
(2) Secured by farmland (including farm residential and other improvements).....			F605	0	6.a.(2)
(3) Secured by 1–4 family residential properties:					
(a) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit.....			F606	0	6.a.(3)(a)
(b) Closed-end loans secured by 1–4 family residential properties:					
(i) Secured by first liens.....			F607	0	6.a.(3)(b)(i)
(ii) Secured by junior liens.....			F611	0	6.a.(3)(b)(ii)
(4) Secured by multifamily (5 or more) residential properties.....			F612	0	6.a.(4)
(5) Secured by nonfarm nonresidential properties.....			F613	0	6.a.(5)
b. Commercial and industrial loans.....	F614	276,000	F614	276,000	6.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):					
(1) Credit cards.....	F615	0	F615	0	6.c.(1)
(2) Other revolving credit plans.....	F616	0	F616	0	6.c.(2)
(3) Automobile loans.....	K199	0	K199	0	6.c.(3)
(4) Other consumer loans (includes single payment, installment, and all student loans).....	K210	0	K210	0	6.c.(4)
d. Other loans.....	F618	0	F618	0	6.d.

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

Dollar Amounts in Thousands

7.-8. Not applicable					
9. Other trading assets.....	3541	672,000	3541	229,000	9.
10. Not applicable					
11. Derivatives with a positive fair value.....	3543	2,464,000	3543	1,431,000	11.
12. Total trading assets (sum of items 1 through 11) (total of column A must equal Schedule HC, item 5).....	BHCT 3545		BHDM 3545	4,246,000	12.
Liabilities					
13. a. Liability for short positions:	BHCK		BHDM		
(1) Equity securities.....	G209	71,000	G209	71,000	13.a.(1)
(2) Debt securities.....	G210	896,000	G210	896,000	13.a.(2)
(3) All other assets.....	G211	0	G211	0	13.a.(3)
b. All other trading liabilities.....	F624	0	F624	0	13.b.
14. Derivatives with a negative fair value.....	3547	1,849,000	3547	813,000	14.
15. Total trading liabilities (sum of items 13.a through 14) (total of column A must equal Schedule HC, item 15).....	BHCT 3548		BHDM 3548	1,780,000	15.

Memoranda

Dollar Amounts in Thousands

	BHCK	Amount	BHDM	Amount	
1. Unpaid principal balance of loans measured at fair value (reported in Schedule HC-D, items 6.a. through 6.d.):					
a. Loans secured by real estate.....	F790	0			M.1.a.
(1) Construction, land development, and other land loans.....			F625	0	M.1.a.(1)
(2) Secured by farmland (including farm residential and other improvements).....			F626	0	M.1.a.(2)
(3) Secured by 1-4 family residential properties:					
(a) Revolving, open-end land secured by 1-4 family residential properties and extended under lines of credit.....			F627	0	M.1.a.(3)(a)
(b) Closed-end loans secured by 1-4 family residential properties:					
(i) Secured by first liens.....			F628	0	M.1.a.(3)(b)(i)
(ii) Secured by junior liens.....			F629	0	M.1.a.(3)(b)(ii)
(4) Secured by multifamily (5 or more) residential properties.....			F630	0	M.1.a.(4)
(5) Secured by nonfarm nonresidential properties.....			F631	0	M.1.a.(5)
b. Commercial and industrial loans.....	F632	276,000	F632	276,000	M.1.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):					
(1) Credit cards.....	F633	0	F633	0	M.1.c.(1)
(2) Other revolving credit plans.....	F634	0	F634	0	M.1.c.(2)
(3) Automobile loans.....	K200	0	K200	0	M.1.c.(3)
(4) Other consumer loans (includes single payment, installment, and all student loans).....	K211	0	K211	0	M.1.c.(4)
d. Other loans.....	F636	0	F636	0	M.1.d.
2. Loans measured at fair value that are past due 90 days or more:					
a. Fair value.....	F639	0	F639	0	M.2.a.
b. Unpaid principal balance.....	F640	0	F640	0	M.2.b.

Schedule HC-D—Continued

Memoranda — Continued

	(Column A) Consolidated		(Column B) Domestic Offices		
	BHCK	Amount	BHDM	Amount	
Dollar Amounts in Thousands					
3. Structured financial products by underlying collateral or reference assets (for each column, sum of Memorandum items 3.a through 3.g must equal Schedule HC-D, sum of items 5.a.(1) through (3)):					
a. Trust preferred securities issued by financial institutions.....	G299	0	G299	0	M.3.a.
b. Trust preferred securities issued by real estate investment trusts.....	G332	0	G332	0	M.3.b.
c. Corporate and similar loans.....	G333	0	G333	0	M.3.c.
d. 1-4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs).....	G334	0	G334	0	M.3.d.
e. 1-4 family residential MBS not issued or guaranteed by GSEs.....	G335	0	G335	0	M.3.e.
f. Diversified (mixed) pools of structured financial products.....	G651	0	G651	0	M.3.f.
g. Other collateral or reference assets.....	G652	0	G652	0	M.3.g.
4. Pledged trading assets:					
a. Pledged securities.....	G387	2,377,000	G387	2,375,000	M.4.a.
b. Pledged loans.....	G388	0	G388	0	M.4.b.
Dollar Amounts in Thousands					
			BHCK	Amount	
<i>Memoranda items 5 through 10 are to be completed by holding companies that reported average trading assets (Schedule HC-K, item 4.a.) of \$1 billion or more in any of the four preceding quarters.</i>					
5. Asset-backed securities:					
a. Credit card receivables.....			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. Retained beneficial interests in securitizations (first-loss or equity tranches)			F651	0	M.6.
7. Equity securities:					
a. Readily determinable fair values.....			F652	101,000	M.7.a.
b. Other.....			F653	0	M.7.b.
8. Loans pending securitization.....			F654	0	M.8.
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% of item 9 less Memoranda items 9.a.(1) and 9.a.(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% 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.

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	63,137,000	1.a.
b.	Interest-bearing demand deposits, NOW, ATS, and other transaction accounts.....	3187	5,739,000	1.b.
c.	Money market deposit accounts and other savings accounts.....	2389	17,344,000	1.c.
d.	Time deposits of \$250,000 or less.....	HK29	1,588,000	1.d.
e.	Time deposits of more than \$250,000	J474	35,491,000	1.e.
2.	Deposits held in domestic offices of other depository institutions that are subsidiaries of the reporting holding company:	BHOD		
a.	Noninterest-bearing balances ²	3189	0	2.a.
b.	Interest-bearing demand deposits, NOW, ATS, and other transaction accounts.....	3187	0	2.b.
c.	Money market deposit accounts and other savings accounts.....	2389	0	2.c.
d.	Time deposits of \$250,000 or less.....	HK29	0	2.d.
e.	Time deposits of more than \$250,000	J474	0	2.e.

Memoranda

		Dollar Amounts in Thousands		
		BHDM	Amount	
1.	Brokered deposits \$250,000 or less with a remaining maturity of one year or less.....	HK06	5,120,000	M.1.
2.	Brokered deposits \$250,000 or less with a remaining maturity of more than one year.....	HK31	0	M.2.
3.	Time deposits of more than \$250,000 with a remaining maturity of one year or less.....	HK32	35,488,000	M.3.
		BHFN		
4.	Foreign office time deposits with a remaining maturity of one year or less.....	A245	74,000	M.4.

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

Schedule HC-F—Other Assets

		Dollar Amounts in Thousands		
		BHCK	Amount	
1.	Accrued interest receivable ¹	B556	550,000	1.
2.	Net deferred tax assets ²	2148	101,000	2.
3.	Interest-only strips receivable (not in the form of a security) ³ on:			
a.	Mortgage Loans.....	A519	0	3.a.
b.	Other financial assets.....	A520	0	3.b.
4.	Equity securities that DO NOT have readily determinable fair values ⁴	1752	2,687,000	4.
5.	Life insurance assets:			
a.	General account life insurance assets.....	K201	1,960,000	5.a.
b.	Separate account life insurance assets.....	K202	1,669,000	5.b.
c.	Hybrid account life insurance assets.....	K270	1,177,000	5.c.
6.	Other.....	2168	13,685,000	6.
		BHCT		
7.	Total (sum of items 1 through 6) (must equal Schedule HC, item 11).....	2160	21,829,000	7.

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

Schedule HC-G—Other Liabilities

	Dollar Amounts in Thousands	BHCK	Amount	
1. Not applicable				
2. Net deferred tax liabilities ¹		3049	3,137,000	2.
3. Allowance for credit losses on off-balance sheet credit exposures		B557	112,000	3.
4. Other		B984	19,651,000	4.
		BHCT		
5. Total (sum for items 2 through 4) (must equal Schedule HC, item 20)		2750	22,900,000	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 repricable within one year or mature within one year		3197	196,333,000	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	141,516,000	2.
3. Long-term debt that reprices within one year included in items 16 and 19.a on Schedule HC, Balance Sheet		3298	2,800,000	3.
4. Variable-rate preferred stock (includes both limited-life and perpetual preferred stock)		3408	0	4.
5. Long-term debt reported in Schedule HC, item 19.a on the Balance Sheet that is scheduled to mature within one year		3409	0	5.

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

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

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

I. Property and Casualty Underwriting

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

	Dollar Amounts in Thousands	BHCK	Amount	
Assets				
1. Reinsurance recoverables.....		B988		1.
2. Total assets.....		C244	107,000	2.
Liabilities				
3. Claims and claims adjustment expense reserves.....		B990	0	3.
4. Unearned premiums.....		B991	2,000	4.
5. Total equity.....		C245	105,000	5.
6. Net income.....		C246	0	6.

II. Life and Health Underwriting

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

	Dollar Amounts in Thousands	BHCK	Amount	
Assets				
1. Reinsurance recoverables.....		C247		1.
2. Separate account assets.....		B992	0	2.
3. Total assets.....		C248	24,000	3.
Liabilities				
4. Policyholder benefits and contractholder funds.....		B994	0	4.
5. Separate account liabilities.....		B996	0	5.
6. Total equity.....		C249	23,000	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).....						
		B558	28,288,000			1.a.
b. Mortgage-backed securities.....						
		B559	58,263,000			1.b.
c. All other securities						
(included securities issued by states and political subdivisions in the U.S.).....						
		B560	27,886,000			1.c.
2. Federal funds sold and securities purchased under agreements to resell.....						
		3365	25,312,000			2.
BHDM						
3. a. Total loans and leases in domestic offices.....						
		3516	46,473,000			3.a.
(1) Loans secured by 1-4 family residential properties.....						
		3465	9,284,000			3.a.(1)
(2) All other loans secured by real estate.....						
		3466	3,183,000			3.a.(2)
(3) Loans to finance agricultural production and other loans to farmers.....						
		3386	4,000			3.a.(3)
(4) Commercial and industrial loans.....						
		3387	632,000			3.a.(4)
(5) Loans to individuals for household, family, and other personal expenditures:						
(a) Credits 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	2,941,000			3.a.(5)(b)
BHFN						
b. Total loans and leases in foreign offices, Edge and agreement subsidiaries, and IBFs.....						
		3360	13,596,000			3.b.
BHCK						
4. a. Trading assets.....						
		3401	6,089,000			4.a.
b. Other earning assets.....						
		B985	80,418,000			4.b.
5. Total consolidated assets.....						
		3368	335,852,000			5.
Liabilities						
6. Interest-bearing deposits (domestic) ¹						
		3517	49,403,000			6.
7. Interest-bearing deposits (foreign) ¹						
		3404	90,416,000			7.
8. Federal funds purchased and securities sold under agreements to repurchase.....						
		3353	18,995,000			8.
9. All other borrowed money.....						
		2635	51,120,000			9.
10. Not applicable						
Equity Capital						
11. Total equity capital (excludes limited-life preferred stock).....						
		3519	38,507,000			11.

1. Includes interest-bearing demand deposits.

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

(Report only transactions with nonrelated institutions)

Dollar Amounts in Thousands		BHCK	Amount		
1. Unused commitments (report only the unused portions of commitments that are fee paid or otherwise legally binding):					
a.	Revolving, open-end loans secured by 1–4 family residential properties, (e.g., home equity lines).....	3814	105,000	1.a.	
b.	(1) Unused consumer credit card lines.....	J455	0	1.b.(1)	
	(2) Other unused credit card lines.....	J456	0	1.b.(2)	
c.	(1) Commitments to fund commercial real estate, construction, and land development loans secured by real estate (sum of items 1.c.(1)(a) and (b) must equal item 1.c.(1)).....	3816	862,000	1.c.(1)	
	(a) 1–4 family residential construction loan commitments.....	F164	64,000	1.c.(1)(a)	
	(b) Commercial real estate, other construction loan, and land development loan commitments.....	F165	798,000	1.c.(1)(b)	
	(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate.....	6550	1,000	1.c.(2)	
d.	Securities underwriting.....	3817	0	1.d.	
e.	Other unused commitments:				
	(1) Commercial and industrial loans.....	J457	14,661,000	1.e.(1)	
	(2) Loans to financial institutions.....	J458	6,408,000	1.e.(2)	
	(3) All other unused commitments.....	J459	29,256,000	1.e.(3)	
2. Financial standby letters of credit and foreign office guarantees.....					
<i>Item 2.a is to be completed by holding companies with \$1 billion or more in total assets. ¹</i>					
a.	Amount of financial standby letters of credit conveyed to others.....	3820	682,000	2.a.	
3. Performance standby letters of credit and foreign office guarantees.....					
<i>Item 3.a is to be completed by holding companies with \$1 billion or more in total assets. ¹</i>					
a.	Amount of performance standby letters of credit conveyed to others.....	3822	3,000	3.a.	
4. Commercial and similar letters of credit.....					
		3411	286,000	4.	
5. Not applicable					
6. Securities					
a.	Securities lent	3433	403,177,000	6.a.	
b.	Securities borrowed	3432	7,292,000	6.b.	
7. Credit derivatives:					
a. Notional amounts:					
		(Column A) Sold Protection		(Column B) Purchased Protection	
		BHCK	Amount	BHCK	Amount
(1)	Credit default swaps.....	C968	0	C969	160,000
(2)	Total return swaps.....	C970	0	C971	0
(3)	Credit options.....	C972	0	C973	0
(4)	Other credit derivatives.....	C974	0	C975	0
b. Gross fair values:					
(1)	Gross positive fair value.....	C219	0	C221	0
(2)	Gross negative fair value.....	C220	0	C222	3,000
c. Notional amounts by regulatory capital treatment:					
(1) Positions covered under the Market Risk Rule:					
	(a) Sold protection.....	G401	0		7.c.(1)(a)
	(b) Purchased protection.....	G402	160,000		7.c.(1)(b)
(2) All other positions:					
	(a) Sold protection.....	G403	0		7.c.(2)(a)
	(b) Purchased protections that is recognized as a guarantee for regulatory capital purposes.....	G404	0		7.c.(2)(b)
	(c) Purchased protection that is not recognized as a guarantee for regulatory capital purposes.....	G405	0		7.c.(2)(c)

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

Schedule HC-L—Continued

(Report only transactions with nonrelated institutions)

		Remaining Maturity of:						
		(Column A) One year or less		(Column B) Over One Year Through Five Years		(Column C) Over Five Years		
Dollar Amounts in Thousands		BHCK	Amount	BHCK	Amount	BHCK	Amount	
7. d. Notional amounts by remaining maturity:								
(1) Sold credit protection:								
(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:								
(a)	Investment grade.....	G412	0	G413	160,000	G414	0	7.d.(2)(a)
(b)	Subinvestment grade.....	G415	0	G416	0	G417	0	7.d.(2)(b)
						BHCK	Amount	
8. Spot foreign exchange contracts.....						8765	54,901,000	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% 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								

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	
11. Gross amounts (e.g., notional amounts) (for each column, sum of items 11.a through 11.e must equal sum of items 12 and 13):					
	BHCK 8693	BHCK 8694	BHCK 8695	BHCK 8696	
a. Futures contracts.....	17,615,000	0	284,000	0	11.a.
	BHCK 8697	BHCK 8698	BHCK 8699	BHCK 8700	
b. Forward contracts.....	73,361,000	429,212,000	0	0	11.b.
c. Exchange-traded option contracts:					
(1) Written options.....	BHCK 8701	BHCK 8702	BHCK 8703	BHCK 8704	
	0	0	1,000	0	11.c.(1)
(2) Purchased options.....	BHCK 8705	BHCK 8706	BHCK 8707	BHCK 8708	
	2,150,000	0	22,000	0	11.c.(2)
d. Over-the-counter option contracts:					
(1) Written options.....	BHCK 8709	BHCK 8710	BHCK 8711	BHCK 8712	
	13,854,000	388,000	359,000	0	11.d.(1)
(2) Purchased options.....	BHCK 8713	BHCK 8714	BHCK 8715	BHCK 8716	
	12,810,000	419,000	372,000	0	11.d.(2)
e. Swaps.....	BHCK 3450	BHCK 3826	BHCK 8719	BHCK 8720	
	204,653,000	87,285,000	198,000	0	11.e.
12. Total gross notional amount of derivative contracts held for trading.....	BHCK A126	BHCK A127	BHCK 8723	BHCK 8724	
	291,694,000	509,699,000	1,236,000	0	12.
13. Total gross notional amount of derivative contracts held for purposes other than trading.....	BHCK 8725	BHCK 8726	BHCK 8727	BHCK 8728	
	32,749,000	7,605,000	0	0	13.
14. Gross fair values of derivative contracts:					
a. Contracts held for trading:					
(1) Gross positive fair value.....	BHCK 8733	BHCK 8734	BHCK 8735	BHCK 8736	
	6,600,000	3,272,000	52,000	0	14.a.(1)
(2) Gross negative fair value.....	BHCK 8737	BHCK 8738	BHCK 8739	BHCK 8740	
	6,592,000	3,200,000	118,000	0	14.a.(2)
b. Contracts held for purposes other than trading:					
(1) Gross positive fair value.....	BHCK 8741	BHCK 8742	BHCK 8743	BHCK 8744	
	326,000	155,000	0	0	14.b.(1)
(2) Gross negative fair value.....	BHCK 8745	BHCK 8746	BHCK 8747	BHCK 8748	
	467,000	88,000	0	0	14.b.(2)

Schedule HC-L—Continued

Item 15 is to be completed only by holding companies with total assets of \$10 billion or more.¹

	(Column A) Banks and Securities Firms		(Column B) Monoline Financial Guarantors		(Column C) Hedge Funds		(Column D) Sovereign Governments		(Column E) Corporations and All Other Counterparties		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands											
15. Over-the counter derivatives:											
a. Net current credit exposure.....	G418	1,194,000	G419	2,000	G420	570,000	G421	318,000	G422	3,254,000	15.a.
b. Fair value of collateral:											
(1) Cash—U.S. dollar.....	G423	480,000	G424	0	G425	549,000	G426	81,000	G427	195,000	15.b.(1)
(2) Cash—Other currencies.....	G428	125,000	G429	0	G430	433,000	G431	0	G432	22,000	15.b.(2)
(3) U.S. Treasury securities.....	G433	94,000	G434	0	G435	14,000	G436	5,000	G437	48,000	15.b.(3)
(4) U.S. government agency and U.S. government-sponsored agency debt securities.....	G438	51,000	G439	0	G440	0	G441	0	G442	153,000	15.b.(4)
(5) Corporate bonds.....	G443	0	G444	0	G445	0	G446	0	G447	0	15.b.(5)
(6) Equity securities.....	G448	0	G449	0	G450	0	G451	0	G452	0	15.b.(6)
(7) All other collateral.....	G453	37,000	G454	0	G455	0	G456	10,000	G457	1,000	15.b.(7)
(8) Total fair value of collateral (sum of items 15.b.(1) through (7)).....	G458	787,000	G459	0	G460	996,000	G461	96,000	G462	419,000	15.b.(8)

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

Schedule HC-M—Memoranda

	Dollar Amounts in Thousands		BHCK	Amount	
	Number (Unrounded)				
1. Total number of holding company common shares outstanding.....	3459	1,039,877,020			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	3,560,000	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	31,000	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	502,000	5.
6. Assets covered by loss-sharing agreements with the FDIC:					
a. Loans and leases (included in Schedule HC, items 4.a and 4.b):					
(1) Loans secured by real estate in domestic offices:			BHDM		
(a) Construction, land development, and other land loans:					
(1) 1-4 family residential construction loans.....			K169	0	6.a.(1)(a)(1)
(2) Other construction loans and all land development and other land loans.....			K170	0	6.a.(1)(a)(2)
(b) Secured by farmland.....			K171	0	6.a.(1)(b)
(c) Secured by 1-4 family residential properties:					
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....			K172	0	6.a.(1)(c)(1)
(2) Closed-end loans secured by 1-4 family residential properties:					
(a) Secured by first liens.....			K173	0	6.a.(1)(c)(2)(a)
(b) Secured by junior liens.....			K174	0	6.a.(1)(c)(2)(b)
(d) Secured by multifamily (5 or more) residential properties.....			K175	0	6.a.(1)(d)
(e) Secured by nonfarm nonresidential properties:					
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....			K176	0	6.a.(1)(e)(1)
(2) Loans secured by other nonfarm nonresidential properties.....			K177	0	6.a.(1)(e)(2)
(2) Loans to finance agricultural production and other loans to farmers.....			K178	0	6.a.(2)
(3) Commercial and industrial loans.....			K179	0	6.a.(3)
(4) Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):					
(a) Credit cards.....			K180	0	6.a.(4)(a)
(b) Automobile loans.....			K181	0	6.a.(4)(b)
(c) Other consumer loans (includes single payment, installment, all student loans, and all revolving credit plans other than credit cards.....			K182	0	6.a.(4)(c)
(5) All other loans and leases.....			K183	0	6.a.(5)
b. Other real estate owned (included in Schedule HC, item 7):			BHDM		
(1) Construction, land development, and other land in domestic offices.....			K187	0	6.b.(1)
(2) Farmland in domestic offices.....			K188	0	6.b.(2)
(3) 1-4 family residential properties in domestic offices.....			K189	0	6.b.(3)
(4) Multifamily (5 or more) residential properties in domestic offices.....			K190	0	6.b.(4)
(5) Nonfarm nonresidential properties in domestic offices.....			K191	0	6.b.(5)

Schedule HC-M—Continued

		Dollar Amounts in Thousands	BHFN	Amount	
6.	b. (6) In foreign offices.....		K260	0	6.b.(6)
	(7) Portion of covered other real estate owned included in items 6.b.(1) through (6) above that is protected by FDIC loss-sharing agreements.....		BHCK		
			K192	0	6.b.(7)
	c. Debt securities (included in Schedule HC, items 2.a and 2.b).....		J461	0	6.c
	d. Other assets (exclude FDIC loss-sharing indemnification assets).....		J462	0	6.d.
7.	Captive insurance and reinsurance subsidiaries:				
	a. Total assets of captive insurance subsidiaries ¹		K193	1,683,000	7.a.
	b. Total assets of captive reinsurance subsidiaries ¹		K194	0	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	<input type="text" value="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	<input type="text" value="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	<input type="text" value="1"/>	11.

TEXT
6428

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

Area Code and Phone Number (TEXT 9009)

		BHCK	Amount		
12.	Intangible assets other than goodwill:				
	a. Mortgage servicing assets.....	3164	0	12.a.	
	(1) Estimated fair value of mortgage servicing assets.....	6438	<input type="text" value="0"/>	12.a.(1)	
	b. Purchased credit card relationships and nonmortgage servicing assets.....	B026	0	12.b.	
	c. All other identifiable intangible assets.....	5507	3,549,000	12.c.	
	d. Total (sum of items 12.a, 12.b, and 12.c) (must equal Schedule HC, item 10.b).....	BHCT 0426	3,549,000	12.d.	
13.	Other real estate owned.....	2150	8,000	13.	
14.	Other borrowed money:				
	a. Commercial paper.....	2309	2,543,000	14.a.	
	b. Other borrowed money with a remaining maturity of one year or less.....	2332	12,565,000	14.b.	
	c. Other borrowed money with a remaining maturity of more than one year.....	2333	23,447,000	14.c.	
	d. Total (sum of items 14.a, 14.b, and 14.c) (must equal Schedule HC, item 16).....	BHCT 3190	38,555,000	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	<input type="text" value="1"/>	15.
16.	Assets under management in proprietary mutual funds and annuities.....	BHCK	305,825,000	16.	

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

Schedule HC-M—Continued

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

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

0=No	BHCK	
1=Yes	C161	1

17.

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

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

0=No	BHCK	
1=Yes	C159	1

18.

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

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

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

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

0=No	BHCK	
1=Yes	C700	

19.a.

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

0=No		
1=Yes	C701	

19.b.

Dollar Amounts in Thousands BHCK Amount

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.

	BHCK	Amount	
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	3,518,000	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	18,000	20.b.(2)
(3) Due from nonbank subsidiaries of the holding company, gross.....	4834	55,000	20.b.(3)
c. Balances due to related institutions:			
(1) Due to holding company (parent company only), gross.....	5041	0	20.c.(1)
(2) Due to subsidiary banks of the holding company, gross.....	5043	31,000	20.c.(2)
(3) Due to nonbank subsidiaries of the holding company, gross.....	5045	717,000	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	100,000	20.d.
21. Net assets of subsidiaries engaged in insurance or reinsurance underwriting pursuant to Section 4(k)(4)(B) of the Bank Holding Company Act as amended by the Gramm-Leach-Bliley Act (12 U.S.C. § 1843(k)(4)(B)) ¹	C253	36,000	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.bnymellon.com 22.

		Dollar Amounts in Thousands		
		BHCK	Amount	
<i>Memoranda items 23 and 24 are to be completed by all holding companies.</i>				
23.	Secured liabilities:			
	a. Amount of "Federal funds purchased in domestic offices" that are secured (included in Schedule HC, item 14.a).....	F064	0	23.a.
	b. Amount of "Other borrowings" that are secured (included in Schedule HC-M, item 14.d).....	F065	9,457,000	23.b.
24.	Issuances associated with the U.S. Department of Treasury Capital Purchase Program:			
	a. Senior perpetual preferred stock or similar items.....	G234	0	24.a.
	b. Warrants to purchase common stock or similar items.....	G235	0	24.b.

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

	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands							
1. Loans secured by real estate:							
a. Construction, land development, and other land loans in domestic offices:							
(1) 1–4 family residential construction loans.....	F172	0	F174	0	F176	0	1.a.(1)
(2) Other construction loans and all land development and other land loans.....	F173	17,000	F175	0	F177	1,000	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	0	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties:							
(a) Secured by first liens.....	C236	23,000	C237	4,000	C229	95,000	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	0	3500	0	3501	0	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:							
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....	F178	0	F180	0	F182	0	1.e.(1)
(2) Loans secured by other nonfarm non-residential properties.....	F179	0	F181	0	F183	0	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	0	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	6,000	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	18,000	5460	0	5461	2,000	7.
8. Lease financing receivables:							
a. Leases to individuals for household, family, and other personal expenditures.....	F166	0	F167	0	F168	0	8.a.
b. All other leases.....	F169	0	F170	0	F171	0	8.b.

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

Schedule HC-N—Continued

	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
	Dollar Amounts in Thousands						
9. Debt securities and other assets (exclude other real estate owned and other repossessed assets).....	3505	4,000	3506	9,000	3507	0	9.
10. TOTAL (sum of items 1 through 9).....	5524	68,000	5525	13,000	5526	98,000	10.
11. Loans and leases reported in items 1 through 8 above which are wholly or partially guaranteed by the U.S. Government (excluding loans and leases covered by loss-sharing agreements with the FDIC).....	K036	0	K037	0	K038	0	11.
a. Guaranteed portion of loans and leases (exclude rebooked "GNMA loans") included in item 11 above.....	K039	0	K040	0	K041	0	11.a.
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 11 above.....	K042	0	K043	0	K044	0	11.b.
12. Loans and leases in items 1 through 8 above which are covered by loss-sharing agreements with the FDIC:							
a. Loans secured by real estate in domestic offices:							
(1) Construction, land development, and other land loans:							
(a) 1-4 family residential construction loans.....	BHDM K045	0	BHDM K046	0	BHDM K047	0	12.a.(1)(a)
(b) Other construction loans and all land development and other land loans.....	K048	0	K049	0	K050	0	12.a.(1)(b)
(2) Secured by farmland.....	K051	0	K052	0	K053	0	12.a.(2)
(3) Secured by 1-4 family residential properties:							
(a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....	K054	0	K055	0	K056	0	12.a.(3)(a)
(b) Closed-end loans secured by 1-4 family residential properties:							
(1) Secured by first liens.....	K057	0	K058	0	K059	0	12.a.(3)(b)(1)
(2) Secured by junior liens.....	K060	0	K061	0	K062	0	12.a.(3)(b)(2)
(4) Secured by multifamily (5 or more) residential properties.....	K063	0	K064	0	K065	0	12.a.(4)
(5) Secured by nonfarm nonresidential properties:							
(a) Loans secured by owner-occupied nonfarm nonresidential properties.....	K066	0	K067	0	K068	0	12.a.(5)(a)
(b) Loans secured by other nonfarm nonresidential properties.....	K069	0	K070	0	K071	0	12.a.(5)(b)
b. Loans to finance agricultural production and other loans to farmers.....	BHCK K072	0	BHCK K073	0	BHCK K074	0	12.b.
c. Commercial and industrial loans.....	K075	0	K076	0	K077	0	12.c.

Schedule HC-N—Continued

	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands							
12. d. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):							
(1) Credit cards.....	K078	0	K079	0	K080	0	12.d.(1)
(2) Automobile loans.....	K081	0	K082	0	K083	0	12.d.(2)
(3) Other consumer loans.....	K084	0	K085	0	K086	0	12.d.(3)
e. All other loans and leases.....	K087	0	K088	0	K089	0	12.e.
f. Portion of covered loans and leases included in items 12.a through 12.e above that is protected by FDIC loss-sharing agreements.....	K102	0	K103	0	K104	0	12.f.

Memoranda

	BHDM		BHDM		BHDM		
	Amount	Amount	Amount	Amount	Amount		
Dollar Amounts in Thousands							
1. Loans restructured in troubled debt restructurings included in Schedule HC-N, items 1 through 7, above (and not reported in Schedule HC-C, Memorandum item 1):							
a. Construction, land development, and other land loans in domestic offices:							
(1) 1-4 family residential construction loans.....	K105	0	K106	0	K107	0	M.1.a.(1)
(2) Other construction loans and all land development and other land loans.....	K108	0	K109	0	K110	0	M.1.a.(2)
b. Loans secured by 1-4 family residential properties in domestic offices.....	BHCK		BHCK		BHCK		
	F661	0	F662	0	F663	62,000	M.1.b.
c. Secured by multifamily (5 or more) residential properties in domestic offices.....	BHDM		BHDM		BHDM		
	K111	0	K112	0	K113	0	M.1.c.
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)

Schedule HC-N—Continued
Memoranda—Continued

	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands							
1. e. Commercial and industrial loans:							
(1) To U.S. addressees (domicile).....	K120	0	K121	0	K122	0	M.1.e.(1)
(2) To non-U.S. addressees (domicile).....	K123	0	K124	0	K125	0	M.1.e.(2)
f. All other loans (include loans to individuals for household, family, and other personal expenditures).....	K126	0	K127	0	K128	2,000	M.1.f.
<i>Itemize and describe loan categories included in item 1.f, above that exceed 10 percent of total loans restructured in troubled debt restructurings that are past due 30 days or more or in non-accrual status (sum of Memorandum items 1.a through 1.f, columns A through C):</i>							
(1) Loans secured by farmland in domestic offices.....	BHDM	0	BHDM	0	BHDM	0	M.1.f.(1)
(2) Loans to finance agricultural production and other loans to farmers.....	BHCK	0	BHCK	0	BHCK	0	M.1.f.(2)
(3) Loans to individuals for household, family, and other personal expenditures:							
(a) Credit cards.....	K274	0	K275	0	K276	0	M.1.f.(3)(a)
(b) Automobile loans.....	K277	0	K278	0	K279	0	M.1.f.(3)(b)
(c) Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....	K280	0	K281	0	K282	0	M.1.f.(3)(c)
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HC-N, items 4 and 7 above.....	6558	0	6559	0	6560	0	M.2.
3. Loans and leases included in Schedule HC-N, items 1, 2, 4, 5, 6, 7, and 8 extended to non-U.S. addressees.....	3508	0	1912	0	1913	0	M.3.
4. Not applicable							
5. Loans and leases held-for-sale and loans measured at fair value (included in Schedule HC-N, items 1 through 8 above)							
a. Loans and leases held for sale.....	C240	0	C241	0	C226	0	M.5.a
b. Loans measured at fair value:							
(1) Fair value.....	F664	0	F665	0	F666	0	M.5.b.(1)
(2) Unpaid principal balance.....	F667	0	F668	0	F669	0	M.5.b.(2)

Schedule HC-N—Continued

Memoranda—Continued

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

	(Column A) Past due 30 through 89 days		(Column B) Past due 90 days or more		
	Dollar Amounts in Thousands		Dollar Amounts in Thousands		
	BHCK	Amount	BHCK	Amount	
6. Derivative contracts:					
Fair value of amounts carried as assets.....	3529	1,000	3530	0	M.6.

	BHCK	Amount	
Dollar Amounts in Thousands		Dollar Amounts in Thousands	
7. Additions to nonaccrual assets during the quarter.....	C410	5,000	M.7.
8. Nonaccrual assets sold during the quarter.....	C411	1,000	M.8.

	(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		Dollar Amounts in Thousands		Dollar Amounts in Thousands		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
9. Purchased credit-impaired loans accounted for in accordance with FASB ASC 310-30 (former AICPA Statement of Position 03-3) :							
a. Outstanding balance.....	L183	0	L184	0	L185	0	M.9.a.
b. Amount included in Schedule HC-N, items 1 through 7, above.....	L186	0	L187	0	L188	0	M.9.b.

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

Schedule HC-P is to be completed by (1) all holding companies with \$1 billion or more in total assets¹ and (2) holding companies with less than \$1 billion in total assets at which either 1-4 family residential mortgage loan originations and purchases for resale² from all sources, loan sales, or quarter-end loans held for sale or trading in domestic offices exceed \$10 million for two consecutive quarters.

	Dollar Amounts in Thousands	BHCK	Amount	
1. Retail originations during the quarter of 1-4 family residential mortgage loans for sale: ²				
a. Closed-end first liens.....		F066	0	1.a.
b. Closed-end junior liens.....		F067	0	1.b.
c. Open-end loans extended under lines of credit:		BHDM		
(1) Total commitment under the lines of credit.....		F670	0	1.c.(1)
(2) Principal amount funded under the lines of credit		F671	0	1.c.(2)
2. Wholesale originations and purchases during the quarter of 1-4 family residential mortgage loans for sale: ²		BHCK		
a. Closed-end first liens.....		F068	0	2.a.
b. Closed-end junior liens.....		F069	0	2.b.
c. Open-end loans extended under lines of credit:		BHDM		
(1) Total commitment under the lines of credit.....		F672	0	2.c.(1)
(2) Principal amount funded under the lines of credit.....		F673	0	2.c.(2)
3. 1-4 family residential mortgages sold during the quarter:		BHCK		
a. Closed-end first liens.....		F070	0	3.a.
b. Closed-end junior liens.....		F071	0	3.b.
c. Open-end loans extended under lines of credit:		BHDM		
(1) Total commitment under the lines of credit.....		F674	0	3.c.(1)
(2) Principal amount funded under the lines of credit.....		F675	0	3.c.(2)
4. 1-4 family residential mortgages held for sale or trading at quarter-end (included in Schedule HC, items 4.a and 5):		BHCK		
a. Closed-end first liens.....		F072	0	4.a.
b. Closed-end junior liens.....		F073	0	4.b.
c. Open-end loans extended under lines of credit:		BHDM		
(1) Total commitment under the lines of credit.....		F676	0	4.c.(1)
(2) Principal amount funded under the lines of credit.....		F677	0	4.c.(2)
5. Noninterest income for the quarter from the sale, securitization, and servicing of 1-4 family residential mortgage loans (included in Schedule HI, items 5.c, 5.f, 5.g, and 5.i):		BHCK		
a. Closed-end 1-4 family residential mortgage loans.....		F184	0	5.a.
b. Open-end 1-4 family residential mortgage loans extended under lines of credit.....		BHDM		
F560		F560	0	5.b.
6. Repurchases and indemnifications of 1-4 family residential mortgage loans during the quarter:				
a. Closed-end first liens.....		F678	0	6.a.
b. Closed-end junior liens.....		F679	0	6.b.
c. Open-end loans extended under lines of credit:				
(1) Total commitment under the lines of credit.....		F680	0	6.c.(1)
(2) Principal amount funded under the lines of credit.....		F681	0	6.c.(2)
7. Representation and warranty reserves for 1 - 4 family residential mortgage loans sold:		BHCK		
a. For representations and warranties made to U.S. government agencies and government-sponsored agencies.....		L191		7.a.
b. For representations and warranties made to other parties.....		L192		7.b.
c. Total representation and warranty reserves (sum of items 7.a and 7.b).....		M288	0	7.c.

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

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

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

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

	(Column A) Total Fair Value Reported on Schedule HC		(Column B) LESS: Amounts Netted in the Determination of Total Fair Value		(Column C) Level 1 Fair Value Measurements		(Column D) Level 2 Fair Value Measurements		(Column E) Level 3 Fair Value Measurements		
	BHCY	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
	Dollar Amounts in Thousands										
Assets											
1. Available-for-sale securities.....	1773	75,580,000	G474	0	G475	18,488,000	G476	57,092,000	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	71,000	G489	0	G490	0	G491	71,000	G492	0	4.
5. Trading assets:	BHCT										
a. Derivative assets.....	3543	2,464,000	G493	7,595,000	G494	3,000	G495	10,056,000	G496	0	5.a.
	BHCK										
b. Other trading assets.....	G497	3,260,000	G498	0	G499	662,000	G500	2,598,000	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	1,100,000	G392	(150,000)	G395	324,000	G396	626,000	G804	0	6.
7. Total assets measured at fair value on a recurring basis.....	G502	82,475,000	G503	7,445,000	G504	19,477,000	G505	70,443,000	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	1,849,000	G512	8,228,000	G513	2,000	G514	10,075,000	G515	0	10.a.
	BHCK										
b. Other trading liabilities.....	G516	967,000	G517	0	G518	777,000	G519	190,000	G520	0	10.b.
11. Other borrowed money.....	G521	364,000	G522	0	G523	0	G524	364,000	G525	0	11.
12. Subordinated notes and debentures.....	G526	0	G527	0	G528	0	G529	0	G530	0	12.
13. All other liabilities.....	G805	764,000	G806	0	G807	1,000	G808	763,000	G809	0	13.
14. Total liabilities measured at fair value on a recurring basis.....	G531	3,944,000	G532	8,228,000	G533	780,000	G534	11,392,000	G535	0	14.

Schedule HC-Q—Continued

Memoranda

	(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	
Dollar Amounts in Thousands											
1. All other assets (itemize and describe amounts included in Schedule HC-Q, item 6 that are greater than \$100,000 and exceed 25% of item 6):											
a. Mortgage servicing assets.....	G536	0	G537	0	G538	0	G539	0	G540	0	M.1.a.
b. Nontrading derivative assets.....	G541	482,000	G542	0	G543	0	G544	482,000	G545	0	M.1.b.
c. BHTX G546	G546	0	G547	0	G548	0	G549	0	G550	0	M.1.c.
d. BHTX G551	G551	0	G552	0	G553	0	G554	0	G555	0	M.1.d.
e. BHTX G556	G556	0	G557	0	G558	0	G559	0	G560	0	M.1.e.
f. BHTX G561	G561	0	G562	0	G563	0	G564	0	G565	0	M.1.f.
2. All other liabilities (itemize and describe amounts included in Schedule HC-Q, item 13 that are greater than \$100,000 and exceed 25 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	555,000	G567	0	G568	0	G569	555,000	G570	0	M.2.b.
c. BHTX G571 VIE Obligations	G571	208,000	G572	0	G573	0	G574	208,000	G575	0	M.2.c.
d. BHTX G576	G576	0	G577	0	G578	0	G579	0	G580	0	M.2.d.
e. BHTX G581	G581	0	G582	0	G583	0	G584	0	G585	0	M.2.e.
f. BHTX G586	G586	0	G587	0	G588	0	G589	0	G590	0	M.2.f.

RSSD ID:

Schedule HC-Q—Continued

Dollar Amounts in Thousands

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

3 Loans measured at fair value:

a. Loans secured by real estate.....	F608	0			M.3.a.
(1) Construction, land development, and other land loans.....			F578	0	M.3.a.(1)
(2) Secured by farmland (including farm residential and other improvements).....			F579	0	M.3.a.(2)
(3) Secured by 1-4 family residential properties:					
(a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....			F580	0	M.3.a.(3)(a)
(b) Closed-end loans secured by 1-4 family residential properties:					
(i) Secured by first liens.....			F581	0	M.3.a.(3)(b)(i)
(ii) Secured by junior liens.....			F582	0	M.3.a.(3)(b)(ii)
(4) Secured by multifamily (5 or more) residential properties.....			F583	0	M.3.a.(4)
(5) Secured by nonfarm nonresidential properties.....			F584	0	M.3.a.(5)
b. Commercial and industrial loans.....	F585	71,000	F585	0	M.3.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):					
(1) Credit cards.....	F586	0	F586	0	M.3.c.(1)
(2) Other revolving credit plans.....	F587	0	F587	0	M.3.c.(2)
(3) Automobile loans.....	K196	0	K196	0	M.3.c.(3)
(4) Other consumer loans (includes single payment, installment, and all student loans).....	K208	0	K208	0	M.3.c.(4)
d. Other loans.....	F589	0	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.....	F609	0			M.4.a.
(1) Construction, land development, and other land loans.....			F590	0	M.4.a.(1)
(2) Secured by farmland (including farm residential and other improvements).....			F591	0	M.4.a.(2)
(3) Secured by 1-4 family residential properties:					
(a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....			F592	0	M.4.a.(3)(a)
(b) Closed-end loans secured by 1-4 family residential properties:					
(i) Secured by first liens.....			F593	0	M.4.a.(3)(b)(i)
(ii) Secured by junior liens.....			F594	0	M.4.a.(3)(b)(ii)
(4) Secured by multifamily (5 or more) residential properties.....			F595	0	M.4.a.(4)
(5) Secured by nonfarm nonresidential properties.....			F596	0	M.4.a.(5)
b. Commercial and industrial loans.....	F597	71,000	F597	0	M.4.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):					
(1) Credit cards.....	F598	0	F598	0	M.4.c.(1)
(2) Other revolving credit plans.....	F599	0	F599	0	M.4.c.(2)
(3) Automobile loans.....	K195	0	K195	0	M.4.c.(3)
(4) Other consumer loans (includes single payment, installment, and all student loans).....	K209	0	K209	0	M.4.c.(4)
d. Other loans.....	F601	0	F601	0	M.4.d.

Schedule HC-R— Regulatory Capital

Part I. Regulatory Capital Components and Ratios

		Dollar Amounts in Thousands		
		BHCA	Amount	
Common Equity Tier 1 Capital				
1.	Common stock plus related surplus, net of treasury stock and unearned employee stock ownership plan (ESOP) shares.....	P742	15,820,000	1.
		BHCT		
2.	Retained earnings.....	3247	23,300,000	2.
		BHCA		
3.	Accumulated other comprehensive income (AOCI).....	B530	(3,283,000)	3.
		0=No 1=Yes	BHCA	
a.	AOCI opt-out election (enter "1" for Yes; enter "0" for No.) (Advanced approaches institutions must enter "0" for No.).....	P838	0	3.a.
		BHCA	Amount	
4.	Common equity tier 1 minority interest includable in common equity tier 1 capital.....	P839	0	4.
5.	Common equity tier 1 capital before adjustments and deductions (sum of items 1 through 4).....	P840	35,837,000	5.
Common Equity Tier 1 Capital: Adjustments and Deductions				
6.	LESS: Goodwill net of associated deferred tax liabilities (DTLs).....	P841	16,102,000	6.
7.	LESS: Intangible assets (other than goodwill and mortgage servicing assets (MSAs)), net of associated DTLs.....	P842	2,020,000	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	27,000	8.
9.	AOCI-related adjustments (items 9.a through 9.e are effective January 1, 2015) (if entered "1" for Yes in item 3.a, complete only items 9.a through 9.e; if entered "0" for No in item 3.a, complete only item 9.f):			
a.	LESS: Net unrealized gains (losses) on available-for-sale securities (if a gain, report as a positive value; if a loss, report as a negative value).....	P844		9.a.
b.	LESS: Net unrealized loss on available-for-sale preferred stock classified as an equity security under GAAP and available-for-sale equity exposures (report loss as a positive value).....	P845		9.b.
c.	LESS: Accumulated net gains (losses) on cash flow hedges (if a gain, report as a positive value; if a loss, report as a negative value).....	P846		9.c.
d.	LESS: Amounts recorded in AOCI attributed to defined benefit postretirement plans resulting from the initial and subsequent application of the relevant GAAP standards that pertain to such plans (if a gain, report as a positive value; if a loss, report as a negative value)	P847		9.d.
e.	LESS: Net unrealized gains (losses) on held-to-maturity securities that are included in AOCI (if a gain, report as a positive value; if a loss, report as a negative value).....	P848		9.e.
f.	To be completed only by holding companies that entered "0" for No in 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	8,000	9.f.
10.	Other deductions from (additions to) common equity Tier 1 capital before threshold-based deductions:			
a.	LESS: Unrealized net gain (loss) related to changes in the fair value of liabilities that are due to changes in own credit risk (if a gain, report as a positive value; if a loss, report as a negative value).....	Q258	2,000	10.a.
b.	LESS: All other deductions from (additions to) common equity Tier 1 capital before threshold-based deductions.....	P850	72,000	10.b.
11.	LESS: Non-significant investments in the capital of unconsolidated financial institutions in the form of common stock that exceed the 10 percent threshold for non-significant investments.....	P851	0	11.
12.	Subtotal (item 5 minus items 6 through 11).....	P852	17,606,000	12.

Schedule HC-R – Continued

Part I.—Continued

		Dollar Amounts in Thousands	BHCA	Amount	
13.	LESS: Significant investments in the capital of unconsolidated financial institutions in the form of common stock, net of associated DTLs, that exceed the 10 percent common equity Tier 1 capital deduction threshold.....		P853	0	13.
14.	LESS: MSAs, net of associated DTLs, that exceed the 10 percent common equity Tier 1 capital deduction threshold.....		P854	0	14.
15.	LESS: DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs, that exceed the 10 percent common equity Tier 1 capital deduction threshold.....		P855	0	15.
16.	LESS: Amount of significant investments in the capital of unconsolidated financial institutions in the form of common stock, net of associated DTLs; MSAs, net of associated DTLs; and DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs; that exceeds the 15 percent common equity Tier 1 capital deduction threshold.....		P856	0	16.
17.	LESS: Deductions applied to common equity tier 1 capital due to insufficient amounts of additional Tier 1 capital and Tier 2 capital to cover deductions.....		P857	0	17.
18.	Total adjustments and deductions for common equity tier 1 capital (sum of items 13 through 17).....		P858	0	18.
19.	Common equity Tier 1 capital (item 12 minus item 18).....		P859	17,606,000	19.
Additional Tier 1 Capital					
20.	Additional Tier 1 capital instruments plus related surplus.....		P860	3,542,000	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	3,542,000	23.
24.	LESS: Additional Tier 1 capital deductions.....		P864	39,000	24.
25.	Additional Tier 1 capital (greater of item 23 minus item 24 or zero).....		P865	3,503,000	25.
Tier 1 Capital					
26.	Tier 1 capital (sum of items 19 and 25)		8274	21,109,000	26.
Tier 2 Capital					
27.	Tier 2 capital instruments plus related surplus.....		P866	550,000	27.
28.	Non-qualifying capital instruments subject to phase out from Tier 2 capital.....		P867	0	28.
29.	Total capital minority interest that is not included in Tier 1 capital.....		P868	0	29.
30.	a. Allowance for loan and lease losses includable in Tier 2 capital.....		5310	276,000	30.a.
	b. (Advanced approaches holding companies that exit parallel run only): eligible credit reserves includable in Tier 2 capital.....		BHCW 5310	51,000	30.b.
31.	Unrealized gains on available-for-sale preferred stock classified as an equity security under GAAP and available-for-sale equity exposures includable in Tier 2 capital.....		BHCA Q257	0	31.
32.	a. Tier 2 capital before deductions (sum of items 27 through 30.a, plus item 31).....		P870	826,000	32.a.
	b. (Advanced approaches holding companies that exit parallel run only): Tier 2 capital before deductions (sum of items 27 through 29, plus items 30.b and 31).....		BHCW P870	601,000	32.b.
			BHCA		
33.	LESS: Tier 2 capital deductions.....		P872	2,000	33.
34.	a. Tier 2 capital (greater of item 32.a minus item 33, or zero).....		5311	824,000	34.a.
	b. Advanced approaches holding companies that exit parallel run only): Tier 2 capital (greater of item 32.b minus item 33, or zero).....		BHCW 5311	599,000	34.b.
Total Capital					
35.	a. Total capital (sum of items 26 and 34.a).....		BHCA 3792	21,933,000	35.a.
	b. (Advanced approaches holding companies that exit parallel run only): Total capital (sum of items 26 and 34.b).....		BHCW 3792	21,708,000	35.b.

Schedule HC-R – Continued

Part I.—Continued

		Dollar Amounts in Thousands		BHCX	Amount	
Total Assets for the Leverage Ratio						
36.	Average total consolidated assets.....			3368	335,852,000	36.
37.	LESS: Deductions from common equity tier 1 capital and additional tier 1 capital (sum of items 6, 7, 8, 10.b, 11, 13 through 17, and certain elements of item 24 - see instructions).....			BHCA		
				P875	18,258,000	37.
38.	LESS: Other deductions from (additions to) assets for leverage ratio purposes.....			B596	(590,000)	38.
39.	Total assets for the leverage ratio (item 36 minus items 37 and 38).....			A224	318,184,000	39.
Total Risk-Weighted Assets						
40.	a. Total risk-weighted assets (from Schedule HC-R, Part II, item 31).....			A223	146,747,260	40.a.
	b. (Advanced approaches holding companies that exit parallel run only): Total risk-weighted assets using advanced approaches rule (from FFIEC 101 Schedule A, item 60).....			BHCW		
				A223	169,195,320	40.b.

		Column A		Column B		
		BHCA	Percentage	BHCW	Percentage	
Risk-Based Capital ratios						
41.	Common equity Tier 1 capital ratio (Column A: item 19 divided by item 40.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 19 divided by item 40.b).....	P793	11.9975%	P793	10.4057%	41.
42.	Tier 1 capital ratio (Column A: item 26 divided by item 40.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 26 divided by item 40.b).....	7206	14.3846%	7206	12.4761%	42.
43.	Total capital ratio (Column A: item 35.a divided by item 40.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 35.b divided by item 40.b).....	7205	14.9461%	7205	12.8301%	43.

		BHCA	Percentage	
Leverage Capital Ratios				
44.	Tier 1 leverage ratio (item 26 divided by item 39).....	7204	6.6342%	44.
45.	Advanced approaches holding companies only: supplementary leverage ratio (FFIEC 101 Schedule A, Table 2, item 2.22).....	H036	6.0742%	45.

		BHCA	Percentage	
Capital Buffer				
46.	Institution-specific capital buffer necessary to avoid limitations on distributions and discretionary bonus payments :			
	a. Capital conservation buffer.....	H311	4.8301%	46.a.
	b. (Advanced approaches holding companies that exit parallel run only): Total applicable capital buffer.....	H312	6.5000%	46.b.

		Dollar Amounts in Thousands		BHCA	Amount	
Institutions must complete items 47 and 48 if the amount in item 46.a is less than or equal to the applicable minimum capital conservation buffer:						
47.	Eligible retained income.....			H313	0	47.
48.	Distributions and discretionary bonus payments during the quarter.....			H314	0	48.

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets

This schedule is to be submitted on a consolidated basis.

Holding companies (HC) are required to assign a 100 percent risk-weight to all assets not specifically assigned a risk-weight under Subpart D of the Federal Reserve's regulatory capital rules¹ and not deducted from tier 1 or tier 2 capital.

Dollar Amounts in Thousands	(Column A)	(Column B)	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)	
	Totals From Schedule HC	Adjustments to Totals Reported in Column A	Allocation by Risk Weight Category								
			0%	2%	4%	10%	20%	50%	100%	150%	
Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	
Balance Sheet Asset Categories²											
1. Cash and balances due from depository institutions.....	BHCK D957	BHCK S396	BHCK D958				BHCK D959	BHCK S397	BHCK D960	BHCK S398	1.
	84,607,000	0	65,987,000				16,340,000	799,000	1,136,000	345,000	
2. Securities:											
a. Held-to-maturity securities.....	BHCK D961	BHCK S399	BHCK D962	BHCK HJ74	BHCK HJ75		BHCK D963	BHCK D964	BHCK D965	BHCK S400	2.a.
	40,040,000	0	14,647,000	0	0		25,378,000	15,000	0	0	
b. Available-for-sale securities.....	BHCK D966	BHCK S402	BHCK D967	BHCK HJ76	BHCK HJ77		BHCK D968	BHCK D969	BHCK D970	BHCK S403	2.b.
	68,300,000	0	32,589,000	0	0		29,895,000	2,402,000	2,947,000	67,000	
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	3.a.
	0		0				0	0	0	0	
b. Securities purchased under agreements to resell.....	BHCK H171	BHCK H172									3.b.
	25,776,000	25,776,000									
4. Loans and leases held for sale:											
a. Residential mortgage exposures.....	BHCK S413	BHCK S414	BHCK H173				BHCK S415	BHCK S416	BHCK S417		4.a.
	0	0	0				0	0	0		
b. High volatility commercial real estate exposures.....	BHCK S419	BHCK S420	BHCK H174				BHCK H175	BHCK H176	BHCK H177	BHCK S421	4.b.
	0	0	0				0	0	0	0	
c. Exposures past due 90 days or more or on nonaccrual ³	BHCK S423	BHCK S424	BHCK S425	BHCK HJ78	BHCK HJ79		BHCK S426	BHCK S427	BHCK S428	BHCK S429	4.c.
	0	0	0	0	0		0	0	0	0	

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

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

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)	
	Allocation by Risk-Weight Category							Application of Other Risk-Weighting Approaches ⁴		
	250% ⁵ Amount	300% Amount	400% Amount	600% Amount	625% Amount	937.5% Amount	1250% Amount	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 securities.....	BHCK S405		BHCK S406					BHCK H271	BHCK H272	2.a.
	0		0					400,000	243,000	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.
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 ⁶								BHCK H277	BHCK H278	4.c.
								0	0	

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

5 Column K - 250% risk weight is not applicable until the March 31, 2018, report date

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column A)	(Column B)	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)	
	Totals From Schedule HC	Adjustments to Totals Reported in Column A	Allocation by Risk-Weight Category								
			0%	2%	4%	10%	20%	50%	100%	150%	
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
4. Loans and leases held for sale (continued):											
d. All other exposures.....	BHCK S431	BHCK S432	BHCK S433	BHCK HJ80	BHCK HJ81		BHCK S434	BHCK S435	BHCK S436	BHCK S437	4.d.
	0	0	0	0	0		0	0	0	0	
5. Loans and leases, net of unearned income:											
a. Residential mortgage exposures.....	BHCK S439	BHCK S440	BHCK H178				BHCK S441	BHCK S442	BHCK S443		5.a.
	895,000	0	0				0	0	895,000		
b. High volatility commercial real estate exposures.....	BHCK S445	BHCK S446	BHCK H179				BHCK H180	BHCK H181	BHCK H182	BHCK S447	5.b.
	329,000	0	0				0	0	0	329,000	
c. Exposures past due 90 days or more or on nonaccrual ⁷	BHCK S449	BHCK S450	BHCK S451	BHCK HJ82	BHCK HJ83		BHCK S452	BHCK S453	BHCK S454	BHCK S455	5.c.
	51,000	0	0	0	0		0	0	0	51,000	
d. All other exposures.....	BHCK S457	BHCK S458	BHCK S459	BHCK HJ84	BHCK HJ85		BHCK S460	BHCK S461	BHCK S462	BHCK S463	5.d.
	59,252,000	0	12,955,000	0	0		2,947,000	837,000	40,051,000	2,462,000	
6. LESS: Allowance for loan and lease losses.....	BHCK D976	BHCK S466	BHCK D977	BHCK HJ86	BHCK HJ87		BHCK D978	BHCK D979	BHCK D980	BHCK S467	6.
	164,000	164,000									
7. Trading assets.....	BHCK D981	BHCK S469	BHCK D982	BHCK HJ88	BHCK HJ89		BHCK D983	BHCK D984	BHCK D985	BHCK H185	7.
	5,724,000	4,799,000	26,000	0	0		31,000	15,000	853,000	0	
8. All other assets ⁸											8.
a. Separate account bank-owned life insurance.....											8.a.
b. Default fund contributions to central counterparties.....											8.b.
	44,736,000	22,111,000	2,089,000	0	0		407,000	103,000	16,856,000	32,000	

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

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)	
	Allocation by Risk-Weight Category							Application of Other Risk-Weighting Approaches ⁹		
	250% ¹⁰ Amount	300% Amount	400% Amount	600% Amount	625% Amount	937.5% Amount	1250% Amount	Exposure Amount	Risk-Weighted Asset Amount	
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	
4. Loans and leases held for sale (continued):										
d. All other exposures.....								BHCK H279	BHCK H280	4.d.
								0	0	
5. Loans and leases, net of unearned income:										
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 loan and lease losses.....										6.
								BHCK H291	BHCK H292	
								0	0	
7. Trading assets.....										7.
								BHCK H294	BHCK H295	
								139,000	339,000	
8. All other assets ¹² :										8.
a. Separate account bank-owned life insurance.....								BHCK H296	BHCK H297	8.a.
								2,846,000	1,366,000	
b. Default fund contributions to central counterparties.....								BHCK H298	BHCK H299	8.b.
								92,000	215,000	

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

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

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

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

Dollar Amounts in Thousands

	(Column A)	(Column B)	(Column Q)	(Column T)	(Column U)	
	Totals	Adjustments to Totals Reported in Column A	Allocation by Risk-Weight Category	Total Risk-Weighted Asset Amount by Calculation Methodology		
	Amount	Amount	Amount	1250%	SSFA ¹³	
	Amount	Amount	Amount	Amount	Amount	
Securitization Exposures: On-and Off-Balance Sheet						
9. On-balance sheet securitization exposures:						
a. Held-to-maturity securities.....	BHCK S475	BHCK S476	BHCK S477	BHCK S478	BHCK S479	9.a.
	214,000	213,000	1,000	93,000	0	
b. Available-for-sale securities.....	BHCK S480	BHCK S481	BHCK S482	BHCK S483	BHCK S484	9.b.
	7,280,000	7,280,000	0	4,949,000	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.
	496,000	490,000	6,000	459,000	0	
10. Off-balance sheet securitization exposures.....	BHCK S495	BHCK S496	BHCK S497	BHCK S498	BHCK S499	10.
	651,000	649,000	2,000	239,000	0	

Dollar Amounts in Thousands

	(Column A)	(Column B)	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)	
	Totals From Schedule HC	Adjustments to Totals Reported in Column A	Allocation by Risk-Weight Category								
	Amount	Amount	0%	2%	4%	10%	20%	50%	100%	150%	
	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	
11. Total balance sheet assets ¹⁴	BHCT 2170	BHCK S500	BHCK D987	BHCK HJ90	BHCK HJ91		BHCK D988	BHCK D989	BHCK D990	BHCK S503	11.
	337,536,000	60,505,000	128,293,000	0	0		74,998,000	4,171,000	62,738,000	3,286,000	

Dollar Amounts in Thousands

	(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% ¹⁵	300%	400%	600%	625%	937.5%	1250%	Exposure Amount	
	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	
11. Total balance sheet assets ¹⁴		BHCK S505	BHCK S506	BHCK S507			BHCK S510	BHCK H300	11.
		0	0	61,000			7,000	3,477,000	

13. Simplified Supervisory Formula Approach.

14. 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.

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column A)	CCF ¹⁶	(Column B)	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)		
	Face, Notional or Other Amount		Credit Equivalent Amount ¹⁷	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)¹⁶													
12. Financial standby letters of credit.....	BHCK D991		BHCK D992	BHCK D993	BHCK HJ92	BHCK HJ93		BHCK D994	BHCK D995	BHCK D996	BHCK S511	12.	
	4,515,000	1.0	4,515,000	0	0	0		897,000	157,000	3,071,000	390,000		
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	13.	
	100,000	0.5	50,000	0				6,000	0	44,000	0		
14. Commercial and similar letters of credit with an original maturity of one year or less.....	BHCK G606		BHCK G607	BHCK G608	BHCK HJ94	BHCK HJ95		BHCK G609	BHCK G610	BHCK G611	BHCK S513	14.	
	280,000	0.2	56,000	0	0	0		4,000	25,000	10,000	17,000		
15. Retained recourse obligations sold with recourse.....	BHCK G612		BHCK G613	BHCK G614				BHCK G615	BHCK G616	BHCK G617	BHCK S514	15.	
	0	1.0	0	0				0	0	0	0		

16. Credit conversion factor.

17. 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.

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column A)	CCF ¹⁹	(Column B)	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)		
	Face, Notional or Other Amount		Credit Equivalent Amount ²⁰	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 ²¹	BHCK S515		BHCK S516	BHCK S517	BHCK S518	BHCK S519		BHCK S520	BHCK S521	BHCK S522	BHCK S523	16.	
	30,827,000	1.0	30,827,000	0	0	0		9,194,000	81,000	21,552,000	0		
17. All other off-balance sheet liabilities.....	BHCK G618		BHCK G619	BHCK G620				BHCK G621	BHCK G622	BHCK G623	BHCK S524	17.	
	0	1.0	0	0				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.	
	26,815,000	0.2	5,363,000	0	0	0		136,000	8,000	5,152,000	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.	
	24,468,000	0.5	12,234,000	0	0	0		263,000	198,000	11,705,000	68,000		
19. Unconditionally cancelable commitments.....	BHCK S540		BHCK S541									19.	
	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.	
			8,508,000	1,418,000	0	0	0	1,760,000	672,000	4,650,000	8,000		
21. Centrally cleared derivatives.....			BHCK S549	BHCK S550	BHCK S551	BHCK S552		BHCK S554	BHCK S555	BHCK S556	BHCK S557	21.	
			1,542,000	0	1,526,000	16,000		0	0	0	0		
22. Unsettled transactions (failed trades) ²²	BHCK H191			BHCK H193				BHCK H194	BHCK H195	BHCK H196	BHCK H197	22.	
	221,000			171,000				0	0	47,000	0		

19. Credit conversion factor.

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

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

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	Dollar Amounts in Thousands				
	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)
	Allocation by Risk-Weight Category			Application of Other Risk-Weighting Approaches ²³	
	625%	937.5%	1250%	Credit Equivalent Amount	Risk-Weighted Asset Amount
Amount	Amount	Amount	Amount	Amount	
16. Repo-style transactions ²⁴				BHCK H301	BHCK H302
				0	0
17. All other off-balance sheet liabilities.....					
18. Unused commitments: (exclude unused commitments to asset-backed commercial paper conduits):					
a. Original maturity of one year or less.....				BHCK H303	BHCK H304
				67,000	1,000
b. Original maturity exceeding one year.....				BHCK H307	BHCK H308
				0	0
19. Unconditionally cancelable commitments.....					
20. Over-the-counter derivatives.....				BHCK H309	BHCK H310
				0	0
21. Centrally cleared derivatives.....					
22. Unsettled transactions (failed trades) ²⁵	BHCK H198	BHCK H199	BHCK H200		
	0	0	3,000		

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

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

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)	
	Allocation by Risk-Weight Category								
	0%	2%	4%	10%	20%	50%	100%	150%	
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	
23. Total assets, derivatives, off-balance sheet items, and other items subject to risk weighting by risk-weight category (for each of columns C through P, sum of items 11 through 22; for column Q, sum of items 10 through 22).....	BHCK G630	BHCK S558	BHCK S559	BHCK S560	BHCK G631	BHCK G632	BHCK G633	BHCK S561	23.
	129,882,000	1,526,000	16,000	0	87,258,000	5,312,000	108,969,000	3,769,000	
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	25.
	0	30,520	640	0	17,451,600	2,656,000	108,969,000	5,653,500	

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	
	Allocation by Risk-Weight Category							
	250% ²⁵	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 S563	BHCK S564	BHCK S565	BHCK S566	BHCK S567	BHCK S568	
		0	0	61,000	0	0	12,000	23.
24. Risk weight factor.....	X 250% ²⁶	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 S574	BHCK S575	BHCK S576	BHCK S577	BHCK S578	BHCK S579	
		0	0	366,000	0	0	150,000	25.

	Totals		
Dollar Amounts in Thousands	BHCK	Amount	
26. Risk-weighted assets for purposes of calculating the allowance for loan and lease losses 1.25 percent threshold.....	S580	143,209,260	26.
27. Standardized market-risk weighted assets (applicable only to holding companies that are covered by the market risk capital rules).....	S581	3,566,000	27.
28. Risk-weighted assets before deductions for excess allowance of loan and lease losses and allocated risk transfer risk reserve ²⁷	B704	146,747,260	28.
29. LESS: Excess allowance for loan and lease losses.....	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	146,747,260	31.

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

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

Memoranda

		Dollar Amounts in Thousands		BHCK	Amount	
1.	Current credit exposure across all derivative contracts covered by the regulatory capital rules.....			G642	4,033,000	M.1.

		With a remaining maturity of						
		(Column A) One year or less		(Column B) Over one year through five years		(Column C) Over five 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	34,184,000	S583	44,824,000	S584	53,438,000	M.2.a.
b.	Foreign exchange rate and gold.....	S585	507,876,000	S586	4,763,000	S587	2,914,000	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	327,000	S595	241,000	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	69,005,000	S604	50,015,000	S605	54,816,000	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	0	S610	160,000	S611	0	M.3.c.
d.	Credit (non-investment grade reference asset).....	S612	0	S613	0	S614	0	M.3.d.
e.	Equity.....	S615	183,000	S616	30,000	S617	0	M.3.e.
f.	Precious metals (except gold).....	S618	0	S619	0	S620	0	M.3.f.
g.	Other.....	S621	0	S622	0	S623	0	M.3.g.

		Dollar Amounts in Thousands		BHCK	Amount	
4.	Standardized market risk-weighted assets attributable to specific risk (included in Schedule HC-R, item 27).....			S624	1,207,000	M.4.

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

							C000
							(Column G) All Other Loans, All Leases, and All Other Assets
(Column A) 1-4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans, All Leases, and All Other Assets	Amount
Dollar Amounts in Thousands							Amount
Securitization Activities							
1. Outstanding principal balance of assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements.....							
BHCK B705	BHCK B706	BHCK B707	BHCK B708	BHCK B709	BHCK B710	BHCK B711	BHCK B711
103,000	0	0	0	0	0	0	0
2. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to structures reported in item 1 in the form of:							
a. Credit enhancing interest-only strips (included in HC-B, HC-D, or HC-F).....							
BHCK B712	BHCK B713	BHCK B714	BHCK B715	BHCK B716	BHCK B717	BHCK B718	BHCK B718
0	0	0	0	0	0	0	0
b. Subordinated securities and other residual interests.....							
BHCK C393	BHCK C394	BHCK C395	BHCK C396	BHCK C397	BHCK C398	BHCK C399	BHCK C399
0	0	0	0	0	0	0	0
c. Standby letters of credit and other enhancements.....							
BHCK C400	BHCK C401	BHCK C402	BHCK C403	BHCK C404	BHCK C405	BHCK C406	BHCK C406
0	0	0	0	0	0	0	0
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	BHCK B732
0	0	0	0	0	0	0	0
4. Past due loan amounts included in item 1:							
a. 30-89 days past due.....							
BHCK B733	BHCK B734	BHCK B735	BHCK B736	BHCK B737	BHCK B738	BHCK B739	BHCK B739
2,000	0	0	0	0	0	0	0
b. 90 days or more past due.....							
BHCK B740	BHCK B741	BHCK B742	BHCK B743	BHCK B744	BHCK B745	BHCK B746	BHCK B746
1,000	0	0	0	0	0	0	0
5. Charge-offs and recoveries on assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements (calendar year-to-date)							
a. Charge-offs.....							
BHCK B747	BHCK B748	BHCK B749	BHCK B750	BHCK B751	BHCK B752	BHCK B753	BHCK B753
0	0	0	0	0	0	0	0
b. Recoveries.....							
BHCK B754	BHCK B755	BHCK B756	BHCK B757	BHCK B758	BHCK B759	BHCK B760	BHCK B760
0	0	0	0	0	0	0	0

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		
6. Amount of ownership (or seller's) interests carried as:									
a. Securities (included in HC-B).....		BHCK B761 0	BHCK B762 0			BHCK B763 0		6.a.	
b. Loans (included in HC-C).....		BHCK B500 0	BHCK B501 0			BHCK B502 0		6.b.	
7. Past due loan amounts included in interests reported in item 6.a:									
a. 30-89 days past due.....		BHCK B764 0	BHCK B765 0			BHCK B766 0		7.a.	
b. 90 days or more past due.....		BHCK B767 0	BHCK B768 0			BHCK B769 0		7.b.	
8. Charge-offs and recoveries on loan amounts included in interests reported in item 6.a (calendar year-to-date):									
a. Charge-offs.....		BHCK B770 0	BHCK B771 0			BHCK B772 0		8.a.	
b. Recoveries.....		BHCK B773 0	BHCK B774 0			BHCK B775 0		8.b.	
For Securitization Facilities Sponsored By or Otherwise Established By Other Institutions									
9. Maximum amount of credit exposure arising from credit enhancements provided by the reporting institution to other institutions' securitization structures in the form of standby letters of credit, purchased subordinated securities, and other enhancements.....		BHCK B776 0	BHCK B777 0	BHCK B778 0	BHCK B779 0	BHCK B780 0	BHCK B781 0	BHCK B782 0	9.
10. Reporting institution's unused commitments to provide liquidity to other institutions' securitization structures.....		BHCK B783 0	BHCK B784 0	BHCK B785 0	BHCK B786 0	BHCK B787 0	BHCK B788 0	BHCK B789 346,000	10.
Asset Sales									
11. Assets sold with recourse or other seller-provided credit enhancements and not securitized.....		BHCK B790 0	BHCK B791 0	BHCK B792 0	BHCK B793 0	BHCK B794 0	BHCK B795 0	BHCK B796 0	11.
12. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to assets reported in item 11.....		BHCK B797 0	BHCK B798 0	BHCK B799 0	BHCK B800 0	BHCK B801 0	BHCK B802 0	BHCK B803 0	12.

Schedule HC-S—Continued

Memoranda

	Dollar Amounts in Thousands	BHCK	Amount	
1. Small business obligations transferred with recourse under Section 208 of the Riegle Community Development and Regulatory Improvement Act of 1994:				
a. Outstanding principal balance.....		A249	0	M.1.a.
b. Amount of retained recourse on these obligations as of the report date.....		A250	0	M.1.b.
2. Outstanding principal balance of assets serviced for others (includes participations serviced for others):				
a. 1–4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements.....		B804	0	M.2.a.
b. 1–4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements.....		B805	142,000	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.
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.....		B806	0	M.3.a.(1)
(2) Conduits sponsored by other unrelated institutions.....		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	209,000	M.3.b.(2)
4. Outstanding credit card fees and finance charges (included in Schedule HC-S, item 1, column C) ²		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. Memorandum item 4 is to be completed by (1) holding companies that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions)

Schedule HC-V—Variable Interest Entities

	(Column A) Securitization Vehicles		(Column B) ABCP Conduits		(Column C) Other VIEs		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands							
1. Assets of consolidated variable interest entities (VIEs) that can be used only to settle obligations of consolidated VIEs:							
a. Cash and balances due from depository institutions.....	J981	0	J982	0	J983	40,000	1.a.
b. Held-to-maturity securities.....	J984	0	J985	0	J986	0	1.b.
c. Available-for-sale securities.....	J987	400,000	J988	0	J989	0	1.c.
d. Securities purchased under agreements to resell.....	J990	0	J991	0	J992	0	1.d.
e. Loans and leases held for sale.....	J993	0	J994	0	J995	0	1.e.
f. Loans and leases, net of unearned income.....	J996	0	J997	0	J998	0	1.f.
g. Less: Allowance for loan and lease losses.....	J999	0	K001	0	K002	0	1.g.
h. Trading assets (other than derivatives).....	K003	0	K004	0	K005	883,000	1.h.
i. Derivative trading assets.....	K006	0	K007	0	K008	0	1.i.
j. Other real estate owned.....	K009	0	K010	0	K011	0	1.j.
k. Other assets.....	K012	0	K013	0	K014	104,000	1.k.
2. Liabilities of consolidated VIEs for which creditors do not have recourse to the general credit of the reporting holding company:							
a. Securities sold under agreements to repurchase.....	K015	0	K016	0	K017	0	2.a.
b. Derivative trading liabilities.....	K018	0	K019	0	K020	0	2.b.
c. Commercial paper.....	K021	0	K022	0	K023	0	2.c.
d. Other borrowed money (exclude commercial paper).....	K024	364,000	K025	0	K026	0	2.d.
e. Other liabilities.....	K027	0	K028	0	K029	209,000	2.e.
3. All other assets of consolidated VIEs (not included in items 1.a through 1.k above).....	K030	0	K031	0	K032	0	3.
4. All other liabilities of consolidated VIEs (not included in items 2.a through 2.e above).....	K033	0	K034	0	K035	0	4.

Notes to the Balance Sheet—Predecessor Financial Items

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

	Dollar Amounts in Thousands	BHBC	Amount	
1. Average loans and leases (net of unearned income).....		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). Also include any transactions which previously would have appeared as footnotes to Schedules HC through HC-S.

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

Example

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

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

Notes to the Balance Sheet—Other

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

Notes to the Balance Sheet—Other, Continued

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