

Federal Financial Institutions Examination Council

**Consolidated Reports of Condition and Income for
a Bank With Domestic Offices Only—FFIEC 041**

Report at the close of business December 31, 2013

(20131231)

This report is required by law: 12 U.S.C. §324 (State member banks); 12 U.S.C. §1817 (State nonmember banks); 12 U.S.C. §161 (National banks); and 12 U.S.C. §1464 (Savings associations).

(RCON 9999)

Unless the context indicates otherwise, the term "bank" in this report form refers to both banks and Savings associations.

This report form is to be filed by banks with domestic offices only. Banks with foreign offices (as defined in the instructions) must file FFIEC 031.

NOTE: Each bank's board of directors and senior management are responsible for establishing and maintaining an effective system of internal control, including controls over the Reports of Condition and Income. The Reports of Condition and Income are to be prepared in accordance with federal regulatory authority instructions. The Reports of Condition and Income must be signed by the Chief Financial Officer (CFO) of the reporting bank (or by the individual performing an equivalent function) and attested to by not less than two directors (trustees) for State nonmember banks and three directors for state member banks, national banks, and savings associations.

schedules) for this report date have been prepared in conformance with the instructions issued by the appropriate Federal regulatory authority and are true and correct to the best of my knowledge and belief.

I, the undersigned CFO (or equivalent) of the named bank, attest that the Reports of Condition and Income (including the supporting

We, the undersigned directors (trustees), attest to the correctness of the Reports of Condition and Income (including the supporting schedules) for this report date and declare that the Reports of Condition and Income have been examined by us and to the best of our knowledge and belief have been prepared in conformance with the instructions issued by the appropriate Federal regulatory authority and are true and correct.

Signature of Chief Financial Officer (or Equivalent)

Director (Trustee)

Director (Trustee)

Date of Signature

Director (Trustee)

Submission of Reports

Each bank must file its Reports of Condition and Income (Call Report) data by either:

To fulfill the signature and attestation requirement for the Reports of Condition and Income for this report date, attach your bank's completed signature page (or a photocopy or a computer-generated version of this page) to the hard-copy record of the data file submitted to the CDR that your bank must place in its files.

- (a) Using computer software to prepare its Call Report and then submitting the report data directly to the FFIEC's Central Data Repository (CDR), an Internet-based system for data collection (<https://cdr.ffiec.gov/cdr/>), or
- (b) Completing its Call Report in paper form and arranging with a software vendor or another party to convert the data into the electronic format that can be processed by the CDR. The software vendor or other party then must electronically submit the bank's data file to the CDR.

The appearance of your bank's hard-copy record of the submitted data file need not match exactly the appearance of the FFIEC's sample report forms, but should show at least the caption of each Call Report item and the reported amount.

For technical assistance with submissions to the CDR, please contact the CDR Help Desk by telephone at (888) CDR-3111, by fax at (703) 774-3946, or by e-mail at CDR.Help@ffiec.gov.

PROAMERICA Bank

Legal Title of Bank (RSSD 9017)

Los Angeles

City (RSSD 9130)

CA

90017

State Abbreviation (RSSD 9200)

Zip Code (RSSD 9220)

FDIC Certificate Number

58349

(RSSD 9050)

The estimated average burden associated with this information collection is 45.8 hours per respondent and is estimated to vary from 17 to 720 hours per response, depending on individual circumstances. Burden estimates include the time for reviewing instructions, gathering and maintaining data in the required form, and completing the information collection, but exclude the time for compiling and maintaining business records in the normal course of a respondent's activities. A Federal agency 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. Comments concerning the accuracy of this burden estimate and suggestions for reducing this burden should be directed to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503, and to one of the following: Secretary, Board of Governors of the Federal Reserve System, Washington, DC 20551; Legislative and Regulatory Analysis Division, Office of the Comptroller of the Currency, Washington, DC 20219; Assistant Executive Secretary, Federal Deposit Insurance Corporation, Washington, DC 20429.

Consolidated Reports of Condition and Income for A Bank With Domestic Offices Only

Table of Contents

Signature Page	1	Schedule RC-F - Other Assets	RC-22
Contact Information	3,4	Schedule RC-G - Other Liabilities	RC-22
Report of Income		Schedule RC-K - Quarterly Averages	RC-23
Schedule RI - Income Statement	RI-1, 2, 3, 4	Schedule RC-L - Derivatives and Off-Balance Sheet Items	RC-24, 25, 26, 27
Schedule RI-A - Changes in Bank Equity Capital	RI-5	Schedule RC-M - Memoranda	RC-28, 29, 30
Schedule RI-B - Charge-offs and Recoveries on Loans and Leases and Changes in Allowance for Loan and Lease Losses	RI-5, 6, 7	Schedule RC-N - Past Due and Nonaccrual Loans, Leases, and Other Assets	RC-31, 32, 33, 34, 35, 36
Schedule RI-C - Disaggregated Data on the Allowance for Loan and Lease Losses (to be completed only by selected banks)	RI-8	Schedule RC-O - Other Data for Deposit Insurance and FICO Assessments	RC-37, 38, 39, 40, 41 42
Schedule RI-E - Explanations	RI-9, 10	Schedule RC-P— 1-4 Family Residential Mortgage Banking Activities (to be completed only by selected banks)	RC-43
Report of Condition		Schedule RC-Q— Assets and Liabilities Measured at Fair Value on a Recurring Basis (to be completed only by selected banks)	RC-44, 45
Schedule RC - Balance Sheet	RC-1, 2	Schedule RC-R - Regulatory Capital	RC-46, 47, 48 49, 50, 51
Schedule RC-A - Cash and Balances Due From Depository Institutions (to be completed only by selected banks)	RC-3	Schedule RC-S - Servicing, Securitization, and Asset Sale Activities	RC- 52, 53, 54
Schedule RC-B - Securities	RC-3, 4, 5, 6, 7, 8	Schedule RC-T - Fiduciary and Related Services	RC- 55, 56, 57, 58
Schedule RC-C - Loans and Lease Financing Receivables: Part I. Loans and Leases Part II. Loans to Small Businesses and Small Farms	RC- 9, 10, 11, 12, 13, 14 RC-15, 16	Schedule RC-V - Variable Interest Entities	RC-59
Schedule RC-D - Trading Assets and Liabilities (to be completed only by selected banks)	RC-17, 18, 19	Optional Narrative Statement Concerning the Amounts Reported in the Reports of Condition and Income	RC-60
Schedule RC-E - Deposit Liabilities	RC-20, 21		

For information or assistance, national banks, state nonmember banks, and savings associations should contact the FDIC's Data Collection and Analysis Section, 550 17th Street, NW, Washington, D.C. 20429, toll free on (800) 688-FDIC(3342), Monday through Friday between 8:00 a.m. and 5:00 p.m., Eastern Time. State member banks should contact their Federal Reserve District Bank.

Contact Information for the Reports of Condition and Income

To facilitate communication between the Agencies and the bank concerning the Reports of Condition and Income, please provide contact information for (1) the Chief Financial Officer (or equivalent) of the bank signing the reports for this quarter and (2) the person at the bank - other than the Chief Financial Officer (or equivalent) - to whom questions about the reports should be directed. If the Chief Financial Officer (or equivalent) is the primary contact for questions about the reports, please provide contact information for another person at the bank who will serve as a secondary contact for communications between the Agencies and the bank concerning the Reports of Condition and Income. Enter "none" for the contact's e-mail address or fax number if not available. Contact information for the Reports of Condition and Income is for the confidential use of the Agencies and will not be released to the public.

Chief Financial Officer (or Equivalent) Signing the Reports

Frank Smith

Name (TEXT C490)

EVP & CFO

Title (TEXT C491)

frank.smith@proamericabank.com

E-mail Address (TEXT C492)

(213) 787-2804

Area Code/Phone Number/Extension (TEXT C493)

(213) 236-1102

Area Code/FAX Number (TEXT C494)

Other Person to Whom Questions about the Reports Should be Directed

Lloyd Moromisato

Name (TEXT C495)

SVP - Controller

Title (TEXT C496)

lloyd.moromisato@proamericabank.com

E-mail Address (TEXT 4086)

(213) 787-2810

Area Code/Phone Number/Extension (TEXT 8902)

(213) 236-1102

Area code/FAX Number (TEXT 9116)

Emergency Contact Information

This information is being requested so the Agencies can distribute critical, time sensitive information to emergency contacts at banks. Please provide primary contact information for a senior official of the bank who has decision-making authority. Also provide information for a secondary contact if available. Enter "none" for the contact's e-mail address or fax number if not available. Emergency contact information is for the confidential use of the Agencies and will not be released to the public.

Primary Contact

Frank Smith

Name (TEXT C366)

EVP & CFO

Title (TEXT C367)

frank.smith@proamericabank.com

E-mail Address (TEXT C368)

(213) 787-2804

Area Code/Phone Number/Extension (TEXT C369)

(213) 236-1102

Area Code/FAX Number (TEXT C370)

Secondary Contact

Gayane Avakian

Name (TEXT C371)

SVP - Operations Administrator

Title (TEXT C372)

gayane.avakian@proamericabank.com

E-mail Address (TEXT C373)

(213) 787-2806

Area Code/Phone Number/Extension (TEXT C374)

(213) 236-1102

Area Code/FAX Number (TEXT C375)

USA PATRIOT Act Section 314(a) Anti-Money Laundering Contact Information

This information is being requested to identify points-of-contact who are in charge of your bank's USA PATRIOT Act Section 314(a) information requests. Bank personnel listed could be contacted by law enforcement officers or the Financial Crimes Enforcement Network (FinCEN) for additional information related to specific Section 314(a) search requests or other anti-terrorist financing and anti-money laundering matters. Communications sent by FinCEN to the bank for purposes other than Section 314(a) notifications will state the intended purpose and should be directed to the appropriate bank personnel for review. Any disclosure of customer records to law enforcement officers or FinCEN must be done in compliance with applicable law, including the Right to Financial Privacy Act (12 U.S.C. 3401 et seq.).

Please provide information for a primary and secondary contact. Information for a third and fourth contact may be provided at the bank's option. Enter "none" for the contact's e-mail address if not available. This contact information is for the confidential use of the Agencies, FinCEN, and law enforcement officers and will not be released to the public.

Primary Contact

Gayane Avakian
Name (TEXT C437)
SVP - Operations Administrator
Title (TEXT C438)
gayane.avakian@proamericabank.com
E-mail Address (TEXT C439)
(213) 787-2806
Area Code/Phone Number/Extension (TEXT C440)

Secondary Contact

Falcon Castro
Name (TEXT C442)
VP, Branch Operations Manager
Title (TEXT C443)
Falcon.Castro@ProamericaBank.com
E-mail Address (TEXT C444)
(213) 787-2821
Area Code/Phone Number/Extension (TEXT C445)

Third Contact

Frank Smith
Name (TEXT C870)
Chief Financial Officer
Title (TEXT C871)
frank.smith@proamericabank.com
E-mail Address (TEXT C872)
(213) 787-2804
Area Code/Phone number/Extension (TEXT C873)

Fourth Contact

Kelly Escobar
Name (TEXT C875)
Branch Operations Specialist
Title (TEXT C876)
Kelly.Escobar@proamericabank.com
E-mail Address (TEXT C877)
(213) 787-2817
Area Code/Phone number/Extension (TEXT C878)

PROAMERICA Bank

Legal Title of Bank

Los Angeles

City

CA 90017

State Zip Code

FDIC Certificate Number: 58349

Printed on 1/30/2014 at 1:28 PM - Submitted to CDR on 1/30/2014 at 1:27 PM

FFIEC 041
Page 5 of 74
RI-1**Consolidated Report of Income
for the period January 1, 2013 – December 31, 2013**

All Report of Income schedules are to be reported on a calendar year-to-date basis in thousands of dollars.

Schedule RI—Income Statement

Dollar Amounts in Thousands		RIAD	Bil Mil Thou	
1. Interest Income:				
a. Interest and fee income on loans:				
(1) Loans secured by real estate:				
(a) Loans secured by 1-4 family residential properties	4435	73		1.a.1.a
(b) All other loans secured by real estate	4436	5,398		1.a.1.b
(2) Commercial and industrial loans	4012	721		1.a.2
(3) Loans to individuals for household, family, and other personal expenditures:				
(a) Credit cards	B485	0		1.a.3.a
(b) Other (includes revolving credit plans other than credit cards, automobile loans, and other consumer loans)	B486	0		1.a.3.b
(4) Loans to foreign governments and official institutions	4056	0		1.a.4
(5) All other loans (1)	4058	151		1.a.5
(6) Total interest and fee income on loans (sum of items 1.a.(1)(a) through 1.a.(5))	4010	6,343		1.a.6
b. Income from lease financing receivables	4065	0		1.b
c. Interest income on balances due from depository institutions (2)	4115	45		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	0		1.d.1
(2) Mortgage-backed securities	B489	0		1.d.2
(3) All other securities (includes securities issued by states and political subdivisions in the U.S.)	4060	0		1.d.3
e. Interest income from trading assets	4069	0		1.e
f. Interest income on federal funds sold and securities purchased under agreements to resell	4020	85		1.f
g. Other interest income	4518	34		1.g
h. Total interest income (sum of items 1.a.(6) through 1.g)	4107	6,507		1.h
2. Interest expense:				
a. Interest on deposits:				
(1) Transaction accounts (interest-bearing demand deposits, NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts)	4508	3		2.a.1
(2) Nontransaction accounts:				
(a) Savings deposits (includes MMDAs)	0093	208		2.a.2.a
(b) Time deposits of \$100,000 or more	A517	252		2.a.2.b
(c) Time deposits of less than \$100,000	A518	19		2.a.2.c
b. Expense of federal funds purchased and securities sold under agreements to repurchase	4180	0		2.b
c. Interest on trading liabilities and other borrowed money	4185	0		2.c

(1) Includes interest and fee income on "Loans to depository institutions and acceptances of other banks," "Loans to finance agricultural production and other loans to farmers," "Obligations (other than securities and leases) of states and political subdivisions in the U.S.," and "Loans to nondepository financial institutions and other loans."

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

Schedule RI—Continued

	Year-to-date		
	RIAD	Bil Mil Thou	
Dollar Amounts in Thousands			
2. Interest expense (continued):			
d. Interest on subordinated notes and debentures	4200	0	2.d
e. Total interest expense (sum of items 2.a through 2.d)	4073	482	2.e
3. Net interest income (item 1.h minus 2.e)			4074 6,025 3
4. Provision for loan and lease losses			4230 -400 4
5. Noninterest income:			
a. Income from fiduciary activities (1)	4070	0	5.a
b. Service charges on deposit accounts	4080	139	5.b
c. Trading revenue (2)	A220	0	5.c
d. (1) Fees and commissions from securities brokerage	C886	0	5.d.1
(2) Investment banking, advisory, and underwriting fees and commissions	C888	0	5.d.2
(3) Fees and commissions from annuity sales	C887	0	5.d.3
(4) Underwriting income from insurance and reinsurance activities	C386	0	5.d.4
(5) Income from other insurance activities	C387	0	5.d.5
e. Venture capital revenue	B491	0	5.e
f. Net servicing fees	B492	89	5.f
g. Net securitization income	B493	0	5.g
h. Not applicable			
i. Net gains (losses) on sales of loans and leases	5416	183	5.i
j. Net gains (losses) on sales of other real estate owned	5415	-33	5.j
k. Net gains (losses) on sales of other assets (excluding securities)	B496	0	5.k
l. Other noninterest income*	B497	822	5.l
m. Total noninterest income (sum of items 5.a through 5.l)			4079 1,200 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 0 6.b
7. Noninterest expense:			
a. Salaries and employee benefits	4135	3,927	7.a
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest)	4217	618	7.b
c. (1) Goodwill impairment losses	C216	0	7.c.1
(2) Amortization expense and impairment losses for other intangible assets	C232	0	7.c.2
d. Other noninterest expense*	4092	1,508	7.d
e. Total noninterest expense (sum of items 7.a through 7.d)			4093 6,053 7.e
8. Income (loss) before income taxes and extraordinary items and other adjustments (item 3 plus or minus items 4, 5.m, 6.a, 6.b, and 7.e)			4301 1,572 8
9. Applicable income taxes (on item 8)			4302 -2,799 9
10. Income (loss) before extraordinary items and other adjustments (item 8 minus item 9)			4300 4,371 10
11. Extraordinary items and other adjustments, net of income taxes*			4320 0 11
12. Net income (loss) attributable to bank and noncontrolling (minority) interests (sum of items 10 and 11)			G104 4,371 12
13. LESS: Net income (loss) attributable to noncontrolling (minority) interests (if net income, report as a positive value; if net loss, report as a negative value)			G103 0 13
14. Net income (loss) attributable to bank (item 12 minus item 13)			4340 4,371 14

* Describe on Schedule RI-E—Explanations

- (1) For banks required to complete Schedule RC-T, items 14 through 22, income from fiduciary activities reported in Schedule RI, item 5.a, must equal the amount reported in Schedule RC-T, item 22.
- (2) For banks required to complete Schedule RI, Memorandum item 8, trading revenue reported in Schedule RI, item 5.c, must equal the sum of Memorandum items 8.a through 8.e.

Schedule RI—Continued**Memoranda**

Dollar Amounts in Thousands

	Year-to-date			
	RIAD	Bil	Mil Thou	
1. Interest expense incurred to carry tax-exempt securities, loans, and leases acquired after August 7, 1986, that is not deductible for federal income tax purposes _____	4513		0	M.1
<i>Memorandum item 2 is to be completed by banks with \$1 billion or more in total assets. (1)</i>				
2. Income from the sale and servicing of mutual funds and annuities (included in Schedule RI, item 8) _____	8431		N/A	M.2
3. Income on tax-exempt loans and leases to states and political subdivisions in the U.S. (included in Schedule RI, items 1.a and 1.b) _____	4313		0	M.3
4. Income on tax-exempt securities issued by states and political subdivisions in the U.S. (included in Schedule RI, item 1.d.(3)) _____	4507		0	M.4
5. Number of full-time equivalent employees at end of current period (round to nearest whole number) _____	4150		32	M.5
<i>Memorandum item 6 is to be completed by: (1)</i>				
• banks with \$300 million or more in total assets, and				
• banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, part I, item 3) exceeding five percent of total loans.				
6. Interest and fee income on loans to finance agricultural production and other loans to farmers (included in Schedule RI, item 1.a.(5)) _____	4024		N/A	M.6
7. If the reporting bank has restated its balance sheet as a result of applying push down accounting this calendar year, report the date of the bank's acquisition (2) _____	RIAD	YYYY/MM/DD		M.7
9106		0		
8. Trading revenue (from cash instruments and derivative instruments) (sum of Memorandum items 8.a through 8.e must equal Schedule RI, item 5.c) _____				
<i>Memorandum items 8.a through 8.e are to be completed by banks that reported average trading assets (Schedule RC-K, item 7) of \$2 million or more for any quarter of the preceding calendar year.</i>				
a. Interest rate exposures _____	8757		N/A	M.8.a
b. Foreign exchange exposures _____	8758		N/A	M.8.b
c. Equity security and index exposures _____	8759		N/A	M.8.c
d. Commodity and other exposures _____	8760		N/A	M.8.d
e. Credit exposures _____	F186		N/A	M.8.e
<i>Memoranda Items 8.f and 8.g are to be completed by banks \$100 billion or more in total assets that are required to complete Schedule RI, Memorandum items 8.a through 8.e, above.(1)</i>				
f. Impact on trading revenue of changes in the creditworthiness of the bank's derivatives counterparties on the bank's derivative assets (included in Memorandum items 8.a. through 8.e above) _____	K090		N/A	M.8.f
g. Impact on trading revenue of changes in the creditworthiness of the bank on the bank's derivative liabilities (included in Memorandum items 8.a. through 8.e above) _____	K094		N/A	M.8.g
9. 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.9.a
b. Net gains (losses) on credit derivatives held for purposes other than trading _____	C890		0	M.9.b
10. <i>To be completed by banks with \$300 million or more in total assets:(1)</i> Credit losses on derivatives (see instructions) _____	A251		N/A	M.10
11. Does the reporting bank have a Subchapter S election in effect for federal income tax purposes for the current tax year? _____	RIAD	YES / NO		
	A530	NO		M.11
<i>Memorandum item 12 is to be completed by banks that are required to complete Schedule RC-C, part I, Memorandum items 8.b and 8.c.</i>				
12. Noncash income from negative amortization on closed-end loans secured by 1-4 family residential properties (included in Schedule RI, item 1.a.(1)(a)) _____	F228		N/A	M.12

(1) The asset size tests and the 5 percent of total loans test are generally based on the total assets and total loans reported on the June 30, 2012, Report of Condition.

(2) For example, a bank acquired on March 1, 2013, would report 20130301.

Schedule RI—Continued**Memoranda — Continued**

Dollar Amounts in Thousands

		Year-to-date		
		RIAD	Bil Mil Thou	
<i>Memorandum item 13 is to be completed by banks that have elected to account for assets and liabilities under a fair value option.</i>				
13. Net gains (losses) recognized in earnings on assets and liabilities that are reported at fair value under a fair value option:				
a. Net gains (losses) on assets		F551	N/A	M.13.a
(1) Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk		F552	N/A	M.13.a.1
b. Net gains (losses) on liabilities		F553	N/A	M.13.b
(1) Estimated net gains (losses) on liabilities attributable to changes in instrument-specific credit risk		F554	N/A	M.13.b.1
14. Other-than-temporary impairment losses on held-to-maturity and available-for-sale debt securities:				
a. Total other-than-temporary impairment losses		J319	0	M.14.a
b. Portion of losses recognized in other comprehensive income (before income taxes)		J320	0	M.14.b
c. Net impairment losses recognized in earnings (included in Schedule RI, items 6.a and 6.b)				
(Memorandum item 14.a minus Memorandum item 14.b)		J321	0	M.14.c

Schedule RI-A—Changes in Bank Equity Capital

Dollar Amounts in Thousands		RIAD	Bil Mil Thou	
1. Total bank equity capital most recently reported for the December 31, 2012, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income)		3217	22,630	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	22,630	3
4. Net income (loss) attributable to bank (must equal Schedule RI, item 14)		4340	4,371	4
5. Sale, conversion, acquisition, or retirement of capital stock, net (excluding treasury stock transactions)		B509	300	5
6. Treasury stock transactions, net		B510	0	6
7. Changes incident to business combinations, net		4356	0	7
8. LESS: Cash dividends declared on preferred stock		4470	47	8
9. LESS: Cash dividends declared on common stock		4460	0	9
10. Other comprehensive income(1)		B511	0	10
11. Other transactions with stockholders (including a parent holding company)* (not included in items 5, 6, 8, or 9 above)		4415	0	11
12. Total bank equity capital end of current period (sum of items 3 through 11)(must equal Schedule RC, item 27.a)		3210	27,254	12

* Describe on Schedule RI-E - Explanations.

(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, and pension and other postretirement plan-related changes other than net periodic benefit cost.

Schedule RI-B—Charge-offs and Recoveries on Loans and Leases and Changes in Allowance for Loan and Lease Losses**Part I. Charge-offs and Recoveries on Loans and Leases****Part I includes charge-offs and recoveries through the allocated transfer risk reserve.**

Dollar Amounts in Thousands		(Column A) Charge-offs(1)				(Column B) Recoveries				
		Calendar year-to-date								
		RIAD	Bil Mil Thou	RIAD	Bil Mil Thou					
1. Loans secured by real estate:										
a. Construction, land development, and other land loans:										
(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		3584	0	3585	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		5411	0	5412	0					1.c.1
(2) Closed-end loans secured by 1-4 family residential properties:										
(a) Secured by first liens		C234	0	C217	0					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		3588	0	3589	0					1.d
e. Secured by nonfarm nonresidential properties:										
(1) Loans secured by owner-occupied nonfarm nonresidential properties		C895	0	C896	14					1.e.1
(2) Loans secured by other nonfarm nonresidential properties		C897	0	C898	0					1.e.2
2. Loans to depository institutions and acceptances of other banks		4481	0	4482	0					2
3. Not applicable										
4. Commercial and industrial loans		4638	10	4608	17					4

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

(2) Includes charge-offs and recoveries on "Loans to finance agricultural production and other loans to farmers," "Obligations (other than securities and leases) of states and political subdivisions in the U.S.," and "Loans to nondepository financial institutions and other loans."

Schedule RI-B—Continued

Schedule RI-B—Continued

	(Column A) Charge-offs(1)				(Column B) Recoveries			
	Calendar year-to-date							
	RIAD	Bil	Mil	Thou	RIAD	Bil	Mil	Thou
Dollar Amounts in Thousands								
5. Loans to individuals for household, family, and other personal expenditures:								
a. Credit cards	B514		0		B515		0	
b. Automobile Loans	K129		0		K133		0	
c. Other (includes revolving credit plans other than credit cards and other consumer loans)	K205		0		K206		0	
6. Loans to foreign governments and official institutions	4643		0		4627		0	
7. All other loans (2)	4644		0		4628		0	
8. Lease financing receivables	4266		0		4267		0	
9. Total (sum of items 1 through 8)	4635		10		4605		31	

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

(2) The \$300 million asset size test and the five percent of total loans test are generally based on the total assets and total loans reported on the June 30, 2012, Report of Condition.

Memoranda

Memoranda	(Column A) Charge-offs(1)				(Column B) Recoveries				
	Calendar year-to-date								
	RIAD	Bil	Mil	Thou	RIAD	Bil	Mil	Thou	
Dollar Amounts in Thousands									
1. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RI-B, part I, items 4 and 7, above	5409	0			5410	0			M.1
2. Memorandum items 2.a through 2.d are to be completed by banks with \$300 million or more in total assets:(2)									
a. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RI-B, part I, item 1, above)	4652	N/A			4662	N/A			M.2.a
b. Loans to and acceptances of foreign banks (included in Schedule RI-B, part I, item 2, above)	4654	N/A			4664	N/A			M.2.b
c. Commercial and industrial loans to non-U.S. addressees (domicile) (included in Schedule RI-B, part I, item 4, above)	4646	N/A			4618	N/A			M.2.c
d. Leases to individuals for household, family, and other personal expenditures (included in Schedule RI-B, part I, item 8, above)	F185	N/A			F187	N/A			M.2.d
3. Memorandum item 3 is to be completed by:(2)									
• banks with \$300 million or more in total assets, and									
• banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, part I, item 3) exceeding five percent of total loans:									
Loans to finance agricultural production and other loans to farmers (included in Schedule RI-B, part I, item 7, above)	4655	N/A			4665	N/A			M.3

Memorandum item 4 is to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.

4. 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)

Calendar year-to-date			
RIAD	Bil	Mil	Thou
C388			N/A

M.4

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

(2) The \$300 million asset size test and the five percent of total loans test are generally based on the total assets and total loans reported on the June 30, 2012, Report of Condition.

PROAMERICA Bank

Legal Title of Bank

FDIC Certificate Number: 58349

Printed on 1/30/2014 at 1:28 PM - Submitted to CDR on 1/30/2014 at 1:27 PM

FFIEC 041
Page 11 of 74
RI-7**Schedule RI-B Continued****Part II. Changes in Allowance for Loan and Lease Losses**

	Dollar Amounts in Thousands			
	RIAD	Bil Mil Thou		
1. Balance most recently reported for the December 31, 2012, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income)	B522	2,870	1	
2. Recoveries (must equal part I, item 9, column B, above)	4605	31	2	
3. LESS: Charge-offs (must equal part I, item 9, column A, above less Schedule RI-B, part II, item 4)	C079	10	3	
4. LESS: Write-downs arising from transfers of loans to a held-for-sale account	5523	0	4	
5. Provision for loan and lease losses (must equal Schedule RI, item 4)	4230	-400	5	
6. Adjustments* (see instructions for this schedule)	C233	0	6	
7. Balance end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (must equal Schedule RC, item 4.c)	3123	2,491	7	

* Describe on Schedule RI-E—Explanations.

	Dollar Amounts in Thousands			
	RIAD	Bil Mil Thou		
Memoranda				
1. Allocated transfer risk reserve included in Schedule RI-B, part II, item 7, above	C435	0	M.1	
<i>Memorandum items 2 and 3 are to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.</i>				
2. Separate valuation allowance for uncollectible retail credit card fees and finance charges	C389	N/A	M.2	
3. Amount of allowance for loan and lease losses attributable to retail credit card fees and finance charges	C390	N/A	M.3	
<i>Memorandum item 4 is to be completed by all banks.</i>				
4. Amount of allowance for post-acquisition credit losses on purchased credit impaired loans accounted for in accordance with FASB ASC 310-30 (former AICPA Statement of Position 03-3) (included in Schedule RI-B, part II, item 7, above)	C781	0	M.4	

Schedule RI-C – Disaggregated Data on the Allowance for Loan and Lease Losses

Schedule RI-C is to be completed by institutions with \$1 billion or more in Total Assets(1)

	(Column A) Recorded Investment: Individually Evaluated for Impairment and Determined to be impaired (ASC 310-10-35)			(Column B) Allowance Balance: Individually Evaluated for Impairment and Determined to be impaired (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)									
Dollar Amounts in Thousands	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	
1. Real estate loans:																									
a. Construction loans	M708	N/A			M709	N/A			M710	N/A			M711	N/A			M712	N/A			M713	N/A			1.a
b. Commercial real estate loans	M714	N/A			M715	N/A			M716	N/A			M717	N/A			M719	N/A			M720	N/A			1.b
c. Residential real estate loans	M721	N/A			M722	N/A			M723	N/A			M724	N/A			M725	N/A			M726	N/A			1.c
2. Commercial loans(2)	M727	N/A			M728	N/A			M729	N/A			M730	N/A			M731	N/A			M732	N/A			2
3. Credit cards	M733	N/A			M734	N/A			M735	N/A			M736	N/A			M737	N/A			M738	N/A			3
4. Other consumer loans	M739	N/A			M740	N/A			M741	N/A			M742	N/A			M743	N/A			M744	N/A			4
5. Unallocated, if any										M745	N/A												5		
6. Total (sum of items 1.a through 5)(3)	M746	N/A			M747	N/A			M748	N/A			M749	N/A			M750	N/A			M751	N/A			6

1. The \$1 billion asset size test is generally based on the total assets reported on the June 30, 2012, Report of Condition.

2. Include all loans and leases not reported as real estate loans, credit cards, or other consumer loans in items 1, 3, or 4 of Schedule RI-C.

3. The sum of item 6, column B, D and F, must equal Schedule RC item 4.c. Item 6, Column E, must equal Schedule RC-C, part I,

Memorandum item 7.b. Item 6, column F must equal Schedule RI-B, part II Memorandum item 4.

Schedule RI-E—Explanations

Schedule RI-E is to be completed each quarter on a calendar year-to-date basis.

Detail all adjustments in Schedule RI-A and RI-B, all extraordinary items and other adjustments in Schedule RI, and all significant items of other noninterest income and other noninterest expense in Schedule RI.

(See instructions for details.)

Dollar Amounts in Thousands				Year-to-date	
				RIAD	Bil Mil Thou
1. Other noninterest income (from Schedule RI, item 5.I)					
Itemize and describe amounts greater than \$25,000 that exceed 3 percent of Schedule RI, item 5.I:					
a.	Income and fees from the printing and sale of checks		C013	0	1.a
b.	Earnings on/increase in value of cash surrender value of life insurance		C014	0	1.b
c.	Income and fees from automated teller machines (ATMs)		C016	0	1.c
d.	Rent and other income from other real estate owned		4042	0	1.d
e.	Safe deposit box rent		C015	0	1.e
f.	Net change in the fair values of financial instruments accounted for under a fair value option		F229	0	1.f
g.	Bank card and credit card interchange fees		F555	0	1.g
h.	Gains on bargain purchases		J447	0	1.h
TEXT					
i.	4461	Recognition of nonaccrued interest on paid-off loans	4461	447	1.i
j.	4462	Bank Enterprise Award	4462	323	1.j
k.	4463		4463	0	1.k
2. Other noninterest expense (from Schedule RI, item 7.d)					
Itemize and describe amounts greater than \$25,000 that exceed 3% of Schedule RI, item 7.d:					
a.	Data processing expenses		C017	267	2.a
b.	Advertising and marketing expenses		0497	167	2.b
c.	Directors' fees		4136	54	2.c
d.	Printing, stationery, and supplies		C018	0	2.d
e.	Postage		8403	0	2.e
f.	Legal fees and expenses		4141	0	2.f
g.	FDIC deposit insurance assessments		4146	168	2.g
h.	Accounting and auditing expenses		F556	118	2.h
i.	Consulting and advisory expenses		F557	233	2.i
j.	Automated teller machine (ATM) and interchange expenses		F558	0	2.j
k.	Telecommunications expenses		F559	73	2.k
TEXT					
l.	4464	Training and other employee expense	4464	79	2.l
m.	4467	CDARS Fee Expense	4467	50	2.m
n.	4468		4468	0	2.n
3. Extraordinary items and other adjustments and applicable income tax effect (from Schedule RI, item 11) (itemize and describe all extraordinary items and other adjustments):					
TEXT					
a.(1)	4469		4469	0	3.a.1
(2)	Applicable income tax effect		4486	0	3.a.2
b.(1)	4487		4487	0	3.b.1
(2)	Applicable income tax effect		4488	0	3.b.2
c.(1)	4489		4489	0	3.c.1
(2)	Applicable income tax effect		4491	0	3.c.2

[illegible]

Consolidated Report of Condition for Insured Banks and Savings Associations for December 31, 2013

All schedules are to be reported in thousands of dollars. Unless otherwise indicated, report the amount outstanding as of the last business day of the quarter.

Schedule RC—Balance Sheet

Dollar Amounts in Thousands				RCON	Tril Bil Mil Thou	
Assets						
1. Cash and balances due from depository institutions (from Schedule RC-A):						
a. Noninterest-bearing balances and currency and coin(1)				0081	1,678	1.a
b. Interest-bearing balances(2)				0071	7,008	1.b
2. Securities:						
a. Held-to-maturity securities (from Schedule RC-B, column A)				1754	0	2.a
b. Available-for-sale securities (from Schedule RC-B, column D)				1773	0	2.b
3. Federal funds sold and securities purchased under agreements to resell:						
a. Federal funds sold				B987	28,440	3.a
b. Securities purchased under agreements to resell(3)				B989	0	3.b
4. Loans and lease financing receivables (from Schedule RC-C):						
a. Loans and leases held for sale				5369	0	4.a
b. Loans and leases, net of unearned income	B528	111,955				4.b
c. LESS: Allowance for loan and lease losses (must equal Report of Income Schedule RI B, part II, item 7)	3123	2,491				4.c
d. Loans and leases, net of unearned income and allowance (item 4.b minus 4.c)				B529	109,464	4.d
5. Trading assets (from Schedule RC-D)				3545	0	5
6. Premises and fixed assets (including capitalized leases)				2145	939	6
7. Other real estate owned (from Schedule RC-M)				2150	0	7
8. Investments in unconsolidated subsidiaries and associated companies				2130	0	8
9. Direct and indirect investments in real estate ventures				3656	0	9
10. Intangible assets:						
a. Goodwill				3163	0	10.a
b. Other intangible assets (from Schedule RC-M)				0426	281	10.b
11. Other assets (from Schedule RC-F)				2160	4,967	11
12. Total assets (sum of items 1 through 11)				2170	152,777	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, regardless of maturity.

Schedule RC - Continued

Dollar Amounts in Thousands				RCN	Tril	Bil	Mil	Thou	
Liabilities									
13. Deposits:									
a. In domestic offices (sum of totals of columns A and C from Schedule RC-E)				2200			124,458		13.a
(4) Noninterest-bearing(4)				6631		24,352			13.a.1
(2) Interest-bearing				6636		100,106			13.a.2
b. Not Applicable									
14. Federal funds purchased and securities sold under agreements to repurchase:									
a. Federal funds purchased(5)				B993			0		14.a
b. Securities sold under agreements to repurchase(6)				B995			0		14.b
15. Trading liabilities (from Schedule RC-D)				3548			0		15
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule RC-M)				3190			0		16
17. and 18. Not Applicable									
19. Subordinated notes and debentures(7)				3200			0		19
20. Other liabilities (from Schedule RC-G)				2930			1,065		20
21. Total liabilities (sum of items 13 through 20)				2948			125,523		21
22. Not Applicable									

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

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

(6) Includes all securities repurchase agreements, regardless of maturity.

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

Schedule RC - Continued

Dollar Amounts in Thousands		RCON	Tril Bil Mil Thou	
Equity Capital				
Bank Equity Capital				
23. Perpetual preferred stock and related surplus		3838	3,750	23
24. Common stock		3230	27,308	24
25. Surplus (excludes all surplus related to preferred stock)		3839	1,910	25
26. a. Retained earnings		3632	-5,714	26.a
b. Accumulated other comprehensive income(1)		B530	0	26.b
c. Other equity capital components (2)		A130	0	26.c
27. a. Total bank equity capital (sum of items 23 through 26.c)		3210	27,254	27.a
b. Noncontrolling (minority) interests in consolidated subsidiaries		3000	0	27.b
28. Total equity capital (sum of items 27.a and 27.b)		G105	27,254	28
29. Total liabilities and equity capital (sum of items 21 and 28)		3300	152,777	29

Memoranda

To be reported with the March Report of Condition.

1. Indicate in the box at the right the number of the statement below that best describes the most comprehensive level of auditing work performed for the bank by independent external auditors as of any date during 2012

RCON	Number
6724	N/A

M.1

1 = Independent audit of the bank conducted in accordance with generally accepted auditing standards by a certified public accounting firm which submits a report on the bank

2 = Independent audit of the bank's parent holding company conducted in accordance with generally accepted auditing standards by a certified public accounting firm which submits a report on the consolidated holding company (but not on the bank separately)

3 = Attestation on bank management's assertion on the effectiveness of the bank's internal control over financial reporting by a certified public accounting firm

4 = Directors' examination of the bank conducted in accordance with generally accepted auditing standards by a certified public accounting firm (may be required by state chartering authority)

5 = Directors' examination of the bank performed by other external auditors (may be required by state chartering authority)

6 = Review of the bank's financial statements by external auditors

7 = Compilation of the bank's financial statements by external auditors

8 = Other audit procedures (excluding tax preparation work)

9 = No external audit work

To be reported with the March Report of Condition.

2. Bank's fiscal year-end date

RCON	MM / DD
8678	N/A

M.2

(1) Includes, but is not limited to, net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses) on cash flow hedges, and accumulated defined benefit pension and other post retirement plan adjustments.

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

Schedule RC-A—Cash and Balances Due From Depository Institutions

Schedule RC-A is to be completed only by banks with \$300 million or more in total assets(1).

Exclude assets held for trading.

Dollar Amounts in Thousands		RCON	Bil Mil Thou	
1. Cash items in process of collection, unposted debits, and currency and coin:				
a. Cash items in process of collection and unposted debits		0020	N/A	1.a
b. Currency and coin		0080	N/A	1.b
2. Balances due from depository institutions in the U.S.:				
a. U.S. branches and agencies of foreign banks		0083	N/A	2.a
b. Other commercial banks in the U.S. and other depository institutions in the U.S.		0085	N/A	2.b
3. Balances due from banks in foreign countries and foreign central banks:				
a. Foreign branches of other U.S. banks		0073	N/A	3.a
b. Other banks in foreign countries and foreign central banks		0074	N/A	3.b
4. Balances due from Federal Reserve Banks		0090	N/A	4
5. Total (sum of items 1 through 4) (must equal Schedule RC, sum of items 1.a and 1.b)		0010	N/A	5

(1) The \$300 million asset size test is generally based on the total assets reported on the June 30, 2012, Report of Condition.

Schedule RC-B—Securities

Exclude assets held for trading.

Dollar Amounts in Thousands	Held-to-maturity				Available-for-sale				
	(Column A) Amortized Cost		(Column B) Fair Value		(Column C) Amortized Cost		(Column D) Fair Value		
	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	
1. U.S. Treasury securities	0211	0	0213	0	1286	0	1287	0	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	0	1295	0	1297	0	1298	0	2.b
3. Securities issued by states and political subdivisions in the U.S.	8496	0	8497	0	8498	0	8499	0	3

(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.

Schedule RC-B—Continued

Dollar Amounts in Thousands	Held-to-maturity				Available-for-sale				
	(Column A) Amortized Cost		(Column B) Fair Value		(Column C) Amortized Cost		(Column D) Fair Value		
	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	
4. Mortgage-backed securities (MBS):									
a. Residential mortgage									
pass-through securities:									
(1) Guaranteed by GNMA	G300	0	G301	0	G302	0	G303	0	4.a.1
(2) Issued by FNMA and FHLMC	G304	0	G305	0	G306	0	G307	0	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.(1)	G312	0	G313	0	G314	0	G315	0	4.b.1
(2) Collateralized by MBS issued or guaranteed by U.S. Government agencies or sponsored agencies.(1)	G316	0	G317	0	G318	0	G319	0	4.b.2
(3) All other residential MBS	G320	0	G321	0	G322	0	G323	0	4.b.3
c. Commercial MBS:									
(1) Commercial mortgage pass-through securities:									
(a). Issued or guaranteed by FNMA,FHLMC or GNMA	K142	0	K143	0	K144	0	K145	0	4.c.1.a
(b). Other pass-through securities	K146	0	K147	0	K148	0	K149	0	4.c.1.b

(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 RC-B—Continued

Dollar Amounts in Thousands	Held-to-maturity				Available-for-sale			
	(Column A)		(Column B)		(Column C)		(Column D)	
	Amortized Cost		Fair Value		Amortized Cost		Fair Value	
	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou
4. c. (2) Other commercial MBS:								
(a). Issued or guaranteed by U.S. Government agencies or sponsored agencies(1)	K150	0	K151	0	K152	0	K153	0
(b). All other commercial MBS	K154	0	K155	0	K156	0	K157	0
5. Asset-backed securities and structured financial products:								
a. Asset-backed securities (ABS)	C026	0	C988	0	C989	0	C027	0
b. Structured financial products:								
(1) Cash	G336	0	G337	0	G338	0	G339	0
(2) Synthetic	G340	0	G341	0	G342	0	G343	0
(3) Hybrid	G344	0	G345	0	G346	0	G347	0
6. Other debt securities:								
a. Other domestic debt securities	1737	0	1738	0	1739	0	1741	0
b. Foreign debt securities	1742	0	1743	0	1744	0	1746	0
7. Investments in mutual funds and other equity securities with readily determinable fair values(2)								
	A510	0	A511	0				
8. Total (sum of items 1 through 7) (total of column A must equal Schedule RC, item 2.a) (total of column D must equal Schedule RC, item 2.b)	1754	0	1771	0	1772	0	1773	0

(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).

(2) Report Federal Reserve stock, Federal Home Loan Bank stock, and bankers' bank stock in Schedule RC-F, item 4.

Schedule RC-B—Continued

Memoranda

	Dollar Amounts in Thousands		
	RCON	Bil Mil Thou	
1. Pledged securities(1)_____	0416	0	M.1
2. Maturity and repricing data for debt securities(1,2) (excluding those in nonaccrual status):			
a. Securities issued by the U.S. Treasury, U.S. Government agencies, and states and political subdivisions in the U.S.; other non-mortgage debt securities; and mortgage pass-through securities other than those backed by closed-end first lien 1-4 family residential mortgages with a remaining maturity or next repricing date of:(3,4)			
(1) Three months or less_____	A549	0	M.2.a.1
(2) Over three months through 12 months_____	A550	0	M.2.a.2
(3) Over one year through three years_____	A551	0	M.2.a.3
(4) Over three years through five years_____	A552	0	M.2.a.4
(5) Over five years through 15 years_____	A553	0	M.2.a.5
(6) Over 15 years_____	A554	0	M.2.a.6
b. Mortgage pass-through securities backed by closed-end first lien 1-4 family residential mortgages with a remaining maturity or next repricing date of:(3,5)			
(1) Three months or less_____	A555	0	M.2.b.1
(2) Over three months through 12 months_____	A556	0	M.2.b.2
(3) Over one year through three years_____	A557	0	M.2.b.3
(4) Over three years through five years_____	A558	0	M.2.b.4
(5) Over five years through 15 years_____	A559	0	M.2.b.5
(6) Over 15 years_____	A560	0	M.2.b.6
c. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS; exclude mortgage pass-through securities) with an expected average life of:(6)			
(1) Three years or less_____	A561	0	M.2.c.1
(2) Over three years_____	A562	0	M.2.c.2
d. Debt securities with a REMAINING MATURITY of one year or less (included in Memorandum items 2.a through 2.c above)_____	A248	0	M.2.d
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 RC-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 rate debt securities by next repricing date.

(4) Sum of Memorandum items 2.a.(1) through 2.a.(6) plus any nonaccrual debt securities in the categories of debt securities reported in Memorandum item 2.a that are included in Schedule RC-N, item 9, column C, must equal Schedule RC-B, sum of items 1, 2, 3, 4.c.(1), 5, and 6, columns A and D, plus residential mortgage pass-through securities other than those backed by closed-end first lien 1-4 family residential mortgages included in Schedule RC-B, item 4.a, columns A and D.

(5) Sum of Memorandum items 2.b.(1) through 2.b.(6) plus any nonaccrual mortgage pass-through securities backed by closed-end first lien 1-4 family residential mortgages included in Schedule RC-N, item 9, column C, must equal Schedule RC-B, item 4.a, sum of columns A and D, less the amount of residential mortgage pass-through securities other than those backed by closed-end first lien 1-4 family residential mortgages included in Schedule RC-B, item 4.a, columns A and D.

(6) Sum of Memorandum items 2.c.(1) and 2.c.(2) plus any nonaccrual "Other mortgage-backed securities" included in Schedule RC-N, item 9, column C, must equal Schedule RC-B, sum of items 4.b and 4.c.(2), columns A and D.

Schedule RC-B—Continued

Memoranda — Continued

Dollar Amounts in Thousands	Held-to-maturity				Available-for-sale				
	(Column A) Amortized Cost		(Column B) Fair Value		(Column C) Amortized Cost		(Column D) Fair Value		
	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	
Memorandum items 5.a through 5.f are to be completed by banks with \$1 billion or more in total assets.(1)									
5. Asset-backed securities (ABS)(for each column, sum of Memorandum items 5.a through 5.f must equal Schedule RC-B, item 5.a):									
a. Credit card receivables	B838	N/A	B839	N/A	B840	N/A	B841	N/A	M.5.a
b. Home equity lines	B842	N/A	B843	N/A	B844	N/A	B845	N/A	M.5.b
c. Automobile loans	B846	N/A	B847	N/A	B848	N/A	B849	N/A	M.5.c
d. Other consumer loans	B850	N/A	B851	N/A	B852	N/A	B853	N/A	M.5.d
e. Commercial and industrial loans	B854	N/A	B855	N/A	B856	N/A	B857	N/A	M.5.e
f. Other	B858	N/A	B859	N/A	B860	N/A	B861	N/A	M.5.f

(1) The \$1 billion asset size test is generally based on the total assets reported on the June 30, 2012, Report of Condition.

Schedule RC-B—Continued

Memoranda — Continued

Dollar Amounts in Thousands

Memoranda — Continued	Held-to-maturity				Available-for-sale				
	(Column A) Amortized Cost		(Column B) Fair Value		(Column C) Amortized Cost		(Column D) Fair Value		
	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	
Dollar Amounts in Thousands									
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 RC-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	0	G359	0	M.6.c
d. 1-4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs)	G360	0	G361	0	G362	0	G363	0	M.6.d
e. 1-4 family residential MBS not issued or guaranteed by GSEs	G364	0	G365	0	G366	0	G367	0	M.6.e
f. Diversified (mixed) pools of structured financial products	G368	0	G369	0	G370	0	G371	0	M.6.f
g. Other collateral or reference assets	G372	0	G373	0	G374	0	G375	0	M.6.g

Schedule RC-C—Loans and Lease Financing Receivables

Part I. Loans and Leases

Do not deduct the allowance for loan and lease losses or the allocated transfer risk reserve 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) To Be Completed by Banks with \$300 Million or More in Total Assets(1)				(Column B) To Be Completed by All Banks			
	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou
1. Loans secured by real estate:								
a. Construction, land development, and other land loans:								
(1) 1-4 family residential construction loans					F158		0	1.a.1
(2) Other construction loans and all land development and other land loans					F159		2,451	1.a.2
b. Secured by farmland (including farm residential and other improvements)					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		351	1.c.1
(2) Closed-end loans secured by 1-4 family residential properties:								
(a) Secured by first liens					5367		2,220	1.c.2.a
(b) Secured by junior liens					5368		1,024	1.c.2.b
d. Secured by multifamily (5 or more) residential properties					1460		3,776	1.d
e. Secured by nonfarm nonresidential properties:								
(1) Loans secured by owner-occupied nonfarm nonresidential properties					F160		48,204	1.e.1
(2) Loans secured by other nonfarm nonresidential properties					F161		38,446	1.e.2
2. Loans to depository institutions and acceptances of other banks					1288		0	2
a. To commercial banks in the U.S.:								
(1) To U.S. branches and agencies of foreign banks	B532			N/A				2.a.1
(2) To other commercial banks in the U.S.	B533			N/A				2.a.2
b. To other depository institutions in the U.S.	B534			N/A				2.b
c. To banks in foreign countries:								
(1) To foreign branches of other U.S. banks	B536			N/A				2.c.1
(2) To other banks in foreign countries	B537			N/A				2.c.2
3. Loans to finance agricultural production and other loans to farmers					1590		0	3
4. Commercial and industrial loans					1766		12,805	4
a. To U.S. addressees (domicile)	1763			N/A				4.a
b. To non-U.S. addressees (domicile)	1764			N/A				4.b
5. Not applicable								
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):								
a. Credit cards					B538		0	6.a
b. Other revolving credit plans					B539		0	6.b
c. Automobile Loans					K137		0	6.c
d. Other consumer loans (includes single payment, installment, and all student loans)					K207		0	6.d
7. Loans to foreign governments and official institutions (including foreign central banks)					2081		0	7
8. Obligations (other than securities and leases) of states and political subdivisions in the U.S.					2107		0	8

(1) The \$300 million asset size test is generally based on the total assets reported on the June 30, 2012, Report of Condition.

Schedule RC-C—Continued

Part I. Continued

Dollar Amounts in Thousands	(Column A) To Be Completed by Banks with \$300 Million or More in Total Assets(1)				(Column B) To Be Completed by All Banks			
	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou
9. Loans to nondepository financial institutions and other loans:								
a. Loans to nondepository financial institutions					J454		0	9.a
b. Other loans					J464		2,678	9.b
(1) Loans for purchasing or carrying securities (secured and unsecured)	1545			N/A				9.b.1
(2) All other loans (exclude consumer loans)	J451			N/A				9.b.2
10. Lease financing receivables (net of unearned income)					2165		0	10
a. Leases to individuals for household, family, and other personal expenditures (i.e., consumer leases)	F162			N/A				10.a
b. All other leases	F163			N/A				10.b
11. LESS: Any unearned income on loans reflected in items 1-9 above					2123		0	11.
12. Total loans and leases, net of unearned income (sum of items 1 through 10 minus item 11) (must equal Schedule RC, sum of items 4.a and 4.b)					2122		111,955	12

Memoranda

Dollar Amounts in Thousands				RCON	Bil	Mil	Thou	
1.Loans restructured in troubled debt restructurings that are in compliance with their modified terms(included in Schedule RC-C, Part 1, and not reported as past due or nonaccrual in Schedule RC-N,Memorandum item 1):								
a.Construction, land development, and other land loans:								
(1)1 - 4 family residential construction loans				K158		0		M.1.a.1
(2)Other construction loans and all land development and other land loans				K159		0		M.1.a.2
b. Loans secured by 1-4 residential properties				F576		78		M.1.b
c. Secured by multifamily (5 or more) residential properties				K160		0		M.1.c
d. Secured by nonfarm nonresidential properties:								
(1) Loans secured by owner-occupied nonfarm nonresidential properties				K161		0		M.1.d.1
(2) Loans secured by other nonfarm nonresidential properties				K162		157		M.1.d.2
e. Commercial and Industrial loans:				K256		1,475		M.1.e
Memorandum items 1.e.(1) and (2) are to be completed by banks with \$300 million or more in total assets (1) (Sum of Memorandum items 1.e.(1) and (2) must equal Memorandum item 1.e):								
(1) To U.S.addressees (domicile)	K163		N/A					M.1.e.1
(2) To non-U.S. addressees (domicile)	K164		N/A					M.1.e.2
f. All other loans(include loans to individuals for household, family, and other personal expenditures)				K165		0		M.1.f
Itemize loan categories included in memorandum item 1.f, above that exceed 10 percent of total loans restructured in troubled debt restructutings that are in compliance with their modified terms(sum of memorandum items 1.a through 1.e plus 1.f):								
(1) Loans secured by farmland				K166		0		M.1.f.1
(2) Loans to depository institutions and acceptances of other banks				K167		0		M.1.f.2
(3) Not applicable								

(1) The \$300 million asset size test is generally based on the total assets reported on the June 30, 2012, Report of Condition.

Schedule RC-C—Continued

Part I. Continued

Memoranda — Continued

Dollar Amounts in Thousands

	RCN	Bil Mil Thou	
1.f. (4) Loans to individuals for household, family, and other personal expenditures:			
(a) Credit Cards	K098	0	M.1.f.4(a)
(b) Automobile Loans	K203	0	M.1.f.4(b)
(c) Other (includes revolving credit plans other than credit cards and other consumer loans)	K204	0	M.1.f.4(c)
(5) Loans to foreign governments and official institutions	K212	0	M.1.f.5
(6) Other loans(1)	K267	0	M.1.f.6
<i>Memorandum item 1.f.(6)(a) is to be completed by(2):</i>			
- Banks with \$300 million or more in total assets			
- Banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, part I, item 3) exceeding five percent of total loans			
(a) Loans to finance agricultural production and other loans to farmers included in Schedule RC-C, part I, Memorandum item 1.f.(6), above	K168	N/A	M.1.f.6(a)
2. Maturity and repricing data for loans and leases (excluding those in nonaccrual status):			
a. Closed-end loans secured by first liens on 1-4 family residential properties (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B, above) with a remaining maturity or next repricing date of:(3,4)			
(1) Three months or less	A564	84	M.2.a.1
(2) Over three months through 12 months	A565	717	M.2.a.2
(3) Over one year through three years	A566	498	M.2.a.3
(4) Over three years through five years	A567	0	M.2.a.4
(5) Over five years through 15 years	A568	921	M.2.a.5
(6) Over 15 years	A569	0	M.2.a.6
b. All loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column B, above) EXCLUDING closed-end loans secured by first liens on 1-4 family residential properties (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B, above) with a remaining maturity or next repricing date of:(3,5)			
(1) Three months or less	A570	22,614	M.2.b.1
(2) Over three months through 12 months	A571	10,868	M.2.b.2
(3) Over one year through three years	A572	17,075	M.2.b.3
(4) Over three years through five years	A573	25,648	M.2.b.4
(5) Over five years through 15 years	A574	32,375	M.2.b.5
(6) Over 15 years	A575	942	M.2.b.6
c. Loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column B, above) with a REMAINING MATURITY of one year or less (excluding those in nonaccrual status)	A247	20,567	M.2.c
3. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-C, part I, items 4 and 9, column B(6)	2746	0	M.3
4. Adjustable rate closed-end loans secured by first liens on 1-4 family residential properties (included in Schedule RC-C, part I, item 1.c.(2)(a), column B)	5370	84	M.4

(1) Includes "Loans to finance agricultural production and other loans to farmers," "Obligations (other than securities and loans) of states and political subdivisions in the US.," and "Loans to nondepository financial institutions and other loans."

(2) The \$300 million asset size test and the five percent of total loans test are generally based on the total assets and total loans reported on the June 30, 2012, Report of Condition.

(3) Report fixed rate loans and leases by remaining maturity and floating rate loans by next repricing date.

(4) Sum of Memorandum items 2.a.(1) through 2.a.(6) plus total nonaccrual closed-end loans secured by first liens on 1-4 family residential properties included in Schedule RC-N, item 1.c.(2)(a), column C, must equal total closed-end loans secured by first liens on 1-4 family residential properties from Schedule RC-C, part I, item 1.c.(2)(a), column B.

(5) Sum of Memorandum items 2.b.(1) through 2.b.(6) plus total nonaccrual loans and leases from Schedule RC-N, sum of items 1 through 8, column C, minus nonaccrual closed-end loans secured by first liens on 1-4 family residential properties included in Schedule RC-N, item 1.c.(2)(a), column C, must equal total loans and leases from Schedule RC-C, part I, sum of items 1 through 10, column B, minus total closed-end loans secured by first liens on 1-4 family residential properties from Schedule RC-C, part I, item 1.c.(2)(a), column B.

(6) Exclude loans secured by real estate that are included in Schedule RC-C, part I, items 1.a through 1.e, column B.

Schedule RC-C—Continued

Part I. Continued

Memoranda — Continued

	Dollar Amounts in Thousands		RCN	Bil	Mil	Thou	
5. To be completed by banks with \$300 million or more in total assets:(1)							
Loans secured by real estate to non-U.S. addressees (domicile)							
(included in Schedule RC-C, part I, items 1.a through 1.e, column B)	B837				N/A		M.5
Memorandum item 6 is to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.							
6. Outstanding credit card fees and finance charges included in Schedule RC-C,							
part I, item 6.a.	C391				N/A		M.6
Memorandum item 7 is to be completed by all banks.							
7. Purchased credit-impaired loans held for investment accounted for in accordance with							
FASB ASC 310-30 (former AICPA Statement of Position 03-3) (exclude loans held for sale):							
a. Outstanding balance	C779				0		M.7.a
b. Carrying amount included in Schedule RC-C, part I, items 1 through 9	C780				0		M.7.b
8. Closed-end loans with negative amortization features secured by 1–4 family residential properties:							
a. Total carrying amount of closed-end loans with negative amortization features secured							
by 1–4 family residential properties (included in Schedule RC-C, part I, items 1.c.(2)(a) and (b))	F230				0		M.8.a
Memorandum items 8.b and 8.c are to be completed by banks that had closed-end loans							
with negative amortization features secured by 1–4 family residential properties (as reported							
in Schedule RC-C, part I, Memorandum item 8.a.) as of December 31, 2012, that exceeded							
the lesser of \$100 million or 5 percent of total loans and leases, net of unearned income							
(as reported in Schedule RC-C, part I, item 12, column B).							
b. Total maximum remaining amount of negative amortization contractually permitted on							
closed-end loans secured by 1–4 family residential properties	F231				N/A		M.8.b
c. Total amount of negative amortization on closed-end loans secured by 1–4 family							
residential properties included in the carrying amount reported in Memorandum item 8.a above	F232				N/A		M.8.c
9. Loans secured by 1–4 family residential properties in process of foreclosure (included in							
Schedule RC-C, part I, items 1.c.(1), 1.c.(2)(a), and 1.c.(2)(b))	F577				0		M.9
Memorandum items 10 and 11 are to be completed by banks that have elected to measure loans							
included in Schedule RC-C, part I, items 1 through 9, at fair value under a fair value option.							
10. Loans measured at fair value (included in Schedule RC-C, part I, items 1 through 9):							
a. Loans secured by real estate:							
(1) Construction, land development, and other land loans	F578				N/A		M.10.a.1
(2) Secured by farmland (including farm residential and other improvements)	F579				N/A		M.10.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				N/A		M.10.a.3.a
(b) Closed-end loans secured by 1–4 family residential properties:							
(1) Secured by first liens	F581				N/A		M.10.a.3.b.1
(2) Secured by junior liens	F582				N/A		M.10.a.3.b.2
(4) Secured by multifamily (5 or more) residential properties	F583				N/A		M.10.a.4
(5) Secured by nonfarm nonresidential properties	F584				N/A		M.10.a.5
b. Commercial and industrial loans	F585				N/A		M.10.b
c. Loans to individuals for household, family, and other personal							
expenditures (i.e., consumer loans) (includes purchased paper):							
(1) Credit cards	F586				N/A		M.10.c.1
(2) Other revolving credit plans	F587				N/A		M.10.c.2
(3) Automobile loans	K196				N/A		M.10.c.3
(4) Other consumer loans	K208				N/A		M.10.c.4
d. Other loans	F589				N/A		M.10.d

(1) The \$300 million asset size test is generally based on the total assets reported on the June 30, 2012, Report of Condition.

Schedule RC-C—Continued

Part I. Continued

Memoranda — Continued

Dollar Amounts in Thousands		RCON	Bil Mil Thou	
11. Unpaid principal balance of loans measured at fair value (reported in Schedule RC-C, part I, Memorandum item 10):				
a. Loans secured by real estate:				
(1) Construction, land development, and other land loans	F590		N/A	M.11.a.1
(2) Secured by farmland (including farm residential and other improvements)	F591		N/A	M.11.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		N/A	M.11.a.3.a
(b) Closed-end loans secured by 1-4 family residential properties:				
(1) Secured by first liens	F593		N/A	M.11.a.3.b.1
(2) Secured by junior liens	F594		N/A	M.11.a.3.b.2
(4) Secured by multifamily (5 or more) residential properties	F595		N/A	M.11.a.4
(5) Secured by nonfarm nonresidential properties	F596		N/A	M.11.a.5
b. Commercial and industrial loans	F597		N/A	M.11.b
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):				
(1) Credit cards	F598		N/A	M.11.c.1
(2) Other revolving credit plans	F599		N/A	M.11.c.2
(3) Automobile loans	K195		N/A	M.11.c.3
(4) Other consumer loans	K209		N/A	M.11.c.4
d. Other loans	F601		N/A	M.11.d

Dollar Amounts in Thousands		(Column A) Fair value of acquired loans and leases at acquisition date		(Column B) Gross contractual amounts receivable at acquisition date		(Column C) Best estimate at acquisition date of of contractual cash flows not expected to be collected		
		RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	
12. Loans (not subject to the requirements of FASB ASC 310-30 (former AICPA Statement of Position 03-3)) and leases held for investment that were 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

Schedule RC-C—Continued

Part I. Continued

Memoranda — Continued

Dollar Amounts in Thousands		RCON	Bil Mil Thou	
<i>Memorandum item 13 is to be completed by banks that had construction, land development, and other land loans (as reported in Schedule RC-C, part I, item 1.a, column B) that exceeded 100 percent of total risk-based capital (as reported in Schedule RC-R, item 21) as of December 31, 2012.</i>				
13. Construction, land development, and other land loans with interest reserves:				
a. Amount of loans that provide for the use of interest reserves (included in Schedule RC-C, part I, item 1.a, column B)	G376		N/A	M.13.a
b. Amount of interest capitalized from interest reserves on construction, land development, and other land loans that is included in interest and fee income on loans during the quarter (included in Schedule RI, item 1a.(1)(b))	RIAD			
	G377		N/A	M.13.b
<i>Memorandum item 14 is to be completed by all banks.</i>		RCON		
14. Pledged loans and leases	G378		89,003	M.14
<i>Memorandum item 15 is to be completed for the December report only.</i>				
15. Reverse mortgages:				
a. Reverse mortgages outstanding that are held for investment (included in Schedule RC-C, item 1.c, above):	RCON			
(1) Home Equity Conversion Mortgage (HECM) reverse mortgages	J466		0	M.15.a.1
(2) Proprietary reverse mortgages	J467		0	M.15.a.2
b. Estimated number of reverse mortgage loan referrals to other lenders during the year from whom compensation has been received for services performed in connection with the origination of the reverse mortgages:	RCON		Number	
(1) Home Equity Conversion Mortgage (HECM) reverse mortgages	J468		0	M.15.b.1
(2) Proprietary reverse mortgages	J469		0	M.15.b.2
c. Principal amount of reverse mortgage originations that have been sold during the year:	RCON			
(1) Home Equity Conversion Mortgage (HECM) reverse mortgages	J470		0	M.15.c.1
(2) Proprietary reverse mortgages	J471		0	M.15.c.2

Schedule RC-C—Continued

Part II. Loans to Small Businesses and Small Farms

Report the number and amount currently outstanding as of the report date of business loans with "original amounts" of \$1,000,000 or less and farm loans with "original amounts" of \$500,000 or less. The following guidelines should be used to determine the "original amount" of a loan:

- (1) For loans drawn down under lines of credit or loan commitments, the "original amount" of the loan is the size of the line of credit or loan commitment when the line of credit or loan commitment was most recently approved, extended, or renewed prior to the report date. However, if the amount currently outstanding as of the report date exceeds this size, the "original amount" is the amount currently outstanding on the report date.
- (2) For loan participations and syndications, the "original amount" of the loan participation or syndication is the entire amount of the credit originated by the lead lender.
- (3) For all other loans, the "original amount" is the total amount of the loan at origination or the amount currently outstanding as of the report date, whichever is larger.

Loans to Small Businesses

1. Indicate in the box at the right whether all or substantially all of the dollar volume of your bank's "Loans secured by nonfarm nonresidential properties" reported in Schedule RC-C, part I, items 1.e.(1) and 1.e.(2), and all or substantially all of the dollar volume of your bank's "Commercial and industrial loans" reported in Schedule RC-C, part I, item 4, (1) have original amounts of \$ 100,000 or less (If your bank has no loans outstanding in both of these two loan categories, place the word "NO" in the box to the right.)

RCON	YES / NO
6999	NO

1

If YES, complete items 2.a and 2.b below, skip items 3 and 4, and go to item 5.

If NO, and your bank has loans outstanding in either loan category, skip items 2.a and 2.b, complete items 3 and 4 below, and go to item 5.

If NO and your bank has no loans outstanding in both loan categories, skip items 2 through 4, and go to item 5.

2. Report the total number of loans currently outstanding for each of the following
Schedule RC-C, part I, loan categories:

- a. "Loans secured by nonfarm nonresidential properties" reported in Schedule RC-C, part I, items 1.e.(1) and 1.e.(2) (Note: Sum of items 1.e.(1) and 1.e.(2) divided by the number of loans should NOT exceed \$100,000.)

Number of Loans	
RCON	
5562	N/A

2.a

- b. "Commercial and industrial loans" reported in Schedule RC-C, part I, Item 4,(1) (Note: Item 4,(1) divided by the number of loans should NOT exceed \$100,000.)

5563	N/A
------	-----

2.b

	(Column A)		(Column B)		
	Number of Loans		Amount Currently Outstanding		
Dollar Amounts in Thousands	RCON		RCON	Bil Mil Thou	
3. Number and amount currently outstanding of "Loans secured by nonfarm nonresidential properties" reported in Schedule RC-C, part I, items 1.e.(1) and 1.e.(2) (sum of items 3.a through 3.c must be less than or equal to Schedule RC-C, part I, sum of items 1.e.(1) and 1.e.(2)):					
a. With original amounts of \$100,000 or less	5564	2	5565	9	3.a
b. With original amounts of more than \$100,000 through \$250,000	5566	14	5567	1,930	3.b
c. With original amounts of more than \$250,000 through \$1,000,000	5568	43	5569	18,887	3.c
4. Number and amount currently outstanding of "Commercial and industrial loans" reported in Schedule RC-C, part I, item 4(1) (sum of items 4.a through 4.c must be less than or equal to Schedule RC-C, part I, item 4(1)):					
a. With original amounts of \$100,000 or less	5570	9	5571	311	4.a
b. With original amounts of more than \$100,000 through \$250,000	5572	19	5573	1,712	4.b
c. With original amounts of more than \$250,000 through \$1,000,000	5574	28	5575	6,710	4.c

- (1) Banks with \$300 million or more in total assets should provide the requested information for "Commercial and industrial loans" based on the loans reported in Schedule RC-C, part I item 4.a, column A, "Commercial and industrial loans to U.S. addressees."

Schedule RC-C—Continued

Part II. Continued

Agricultural Loans to Small Farms

5. Indicate in the box at the right whether all or substantially all of the dollar volume of your bank's "Loans secured by farmland (including farm residential and other improvements)" reported in Schedule RC-C, part I, item 1.b, and all or substantially all of the dollar volume of your bank's "Loans to finance agricultural production and other loans to farmers" reported in Schedule RC-C, part I, item 3, have original amounts of \$100,000 or less (If your bank has no loans outstanding in both of these two loan categories, place the word "NO" in the box to the right.)

RCN	YES / NO
6860	NO

5

If YES, complete items 6.a and 6.b below and do not complete items 7 and 8.

If NO and your bank has loans outstanding in either loan category, skip items 6.a and 6.b and complete items 7 and 8 below.

If NO and your bank has no loans outstanding in both loan categories, do not complete items 6 through 8.

6. Report the total number of loans currently outstanding for each of the following Schedule RC-C, part I, loan categories:

- a. "Loans secured by farmland (including farm residential and other improvements)" reported in Schedule RC-C, part I, item 1.b, (Note: Item 1.b divided by the number of loans should NOT exceed \$100,000.)

Number of Loans	
RCN	
5576	N/A

6.a

- b. "Loans to finance agricultural production and other loans to farmers" reported in Schedule RC-C, part I, item 3 (Note: Item 3 divided by the number of loans should NOT exceed \$100,000.)

RCN	
5577	N/A

6.b

	(Column A)		(Column B)		
	Number of Loans		Amount Currently Outstanding		
Dollar Amounts in Thousands	RCN		RCN	Bil Mil Thou	
7. Number and amount currently outstanding of "Loans secured by farmland (including farm residential and other improvements)" reported in Schedule RC-C, part I, item 1.b (sum of items 7.a through 7.c must be less than or equal to Schedule RC-C, part I, item 1.b):					
a. With original amounts of \$100,000 or less	5578	N/A	5579	N/A	7.a
b. With original amounts of more than \$100,000 through \$250,000	5580	N/A	5581	N/A	7.b
c. With original amounts of more than \$250,000 through \$500,000	5582	N/A	5583	N/A	7.c
8. Number and amount currently outstanding of "Loans to finance agricultural production and other loans to farmers" reported in Schedule RC-C, part I, item 3 (sum of items 8.a through 8.c must be less than or equal to Schedule RC-C, part I, item 3):					
a. With original amounts of \$100,000 or less	5584	N/A	5585	N/A	8.a
b. With original amounts of more than \$100,000 through \$250,000	5586	N/A	5587	N/A	8.b
c. With original amounts of more than \$250,000 through \$500,000	5588	N/A	5589	N/A	8.c

Schedule RC-D - Trading Assets and Liabilities

Schedule RC-D is to be completed by banks that reported average trading assets (Schedule RC-K, item 7) of \$2 million or more in any of the four preceding calendar quarters.

Dollar Amounts in Thousands		RCN	Bil	Mil	Thou	
Assets						
1. U.S. Treasury securities		3531		N/A		1
2. U.S. Government agency obligations (exclude mortgage-backed securities)		3532		N/A		2
3. Securities issued by states and political subdivisions in the U.S.		3533		N/A		3
4. Mortgage-backed securities (MBS):						
a. Residential mortgage pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA		G379		N/A		4.a
b. Other residential MBS issued or guaranteed by U.S. Government agencies or sponsored agencies(1)(include CMOs, REMICs, and stripped MBS)		G380		N/A		4.b
c. All other residential MBS		G381		N/A		4.c
d. Commercial MBS issued or guaranteed by U.S. Government agencies or sponsored agencies(1)		K197		N/A		4.d
e. All other commercial MBS		K198		N/A		4.e
5. Other debt securities						
a. Structured financial products:						
(1) Cash		G383		N/A		5.a.1
(2) Synthetic		G384		N/A		5.a.2
(3) Hybrid		G385		N/A		5.a.3
b. All other debt securities		G386		N/A		5.b
6. Loans:						
a. Loans secured by real estate:						
(1) Construction, land development, and other land loans		F604		N/A		6.a.1
(2) Secured by farmland (including farm residential and other improvements)		F605		N/A		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		N/A		6.a.3.a
(b) Closed-end loans secured by 1-4 family residential properties:						
(1) Secured by first liens		F607		N/A		6.a.3.b.1
(2) Secured by junior liens		F611		N/A		6.a.3.b.2
(4) Secured by multifamily (5 or more) residential properties		F612		N/A		6.a.4
(5) Secured by nonfarm nonresidential properties		F613		N/A		6.a.5
b. Commercial and industrial loans		F614		N/A		6.b
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):						
(1) Credit cards		F615		N/A		6.c.1
(2) Other revolving credit plans		F616		N/A		6.c.2
(3) Automobile Loans		K199		N/A		6.c.3
(4) Other consumer loans		K210		N/A		6.c.4
d. Other loans		F618		N/A		6.d
7. and 8. Not applicable						
9. Other trading assets		3541		N/A		9
10. Not applicable						
11. Derivatives with a positive fair value		3543		N/A		11
12. Total trading assets (sum of items 1 through 11) (must equal Schedule RC, item 5)		3545		N/A		12

Liabilities

	RCN	Bil	Mil	Thou	
13. a. Liability for short positions	3546		N/A		13.a
b. Other trading liabilities	F624		N/A		13.b
14. Derivatives with a negative fair value	3547		N/A		14
15. Total trading liabilities (sum of items 13.a through 14) (must equal Schedule RC, item 15)	3548		N/A		15

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

Memoranda

	Dollar Amounts in Thousands		
	RCON	Bil Mil Thou	
1. Unpaid principal balance of loans measured at fair value (reported in Schedule RC-D, items 6.a.(1) through 6.d):			
a. Loans secured by real estate:			
(1) Construction, land development, and other land loans	F625	N/A	M.1.a.1
(2) Secured by farmland (including farm residential and other improvements)	F626	N/A	M.1.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	F627	N/A	M.1.a.3.a
(b) Closed-end loans secured by 1-4 family residential properties:			
(1) Secured by first liens	F628	N/A	M.1.a.3.b.1
(2) Secured by junior liens	F629	N/A	M.1.a.3.b.2
(4) Secured by multifamily (5 or more) residential properties	F630	N/A	M.1.a.4
(5) Secured by nonfarm nonresidential properties	F631	N/A	M.1.a.5
b. Commercial and industrial loans	F632	N/A	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	N/A	M.1.c.1
(2) Other revolving credit plans	F634	N/A	M.1.c.2
(3) Automobile Loans	K200	N/A	M.1.c.3
(4) Other consumer loans	K211	N/A	M.1.c.4
d. Other loans	F636	N/A	M.1.d
2. Loans measured at fair value that are past due 90 days or more:			
a. Fair value	F639	N/A	M.2.a
b. Unpaid principal balance	F640	N/A	M.2.b
3. Structured financial products by underlying collateral or reference assets (sum of Memorandum items 3.a through 3.g must equal Schedule RC-D, sum of items 5.a.(1) through (3)):			
a. Trust preferred securities issued by financial institutions	G299	N/A	M.3.a
b. Trust preferred securities issued by real estate investment trusts	G332	N/A	M.3.b
c. Corporate and similar loans	G333	N/A	M.3.c
d. 1-4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs)	G334	N/A	M.3.d
e. 1-4 family residential MBS not issued or guaranteed by GSEs	G335	N/A	M.3.e
f. Diversified (mixed) pools of structured financial products	G651	N/A	M.3.f
g. Other collateral or reference assets	G652	N/A	M.3.g
4. Pledged trading assets:			
a. Pledged securities	G387	N/A	M.4.a
b. Pledged Loans	G388	N/A	M.4.b
Memorandum items 5 through 10 are to be completed by banks that reported average trading assets (Schedule RC-K, item 7) of \$1 billion or more in any of the four preceding calendar quarters.			
5. Asset-backed securities:			
a. Credit card receivables	F643	N/A	M.5.a
b. Home equity lines	F644	N/A	M.5.b
c. Automobile loans	F645	N/A	M.5.c
d. Other consumer loans	F646	N/A	M.5.d
e. Commercial and industrial loans	F647	N/A	M.5.e
f. Other	F648	N/A	M.5.f
6. Retained beneficial interests in securitizations (first-loss or equity tranches)	F651	N/A	M.6
7. Equity securities (included in Schedule RC-D, item 9, above):			
a. Readily determinable fair values	F652	N/A	M.7.a
b. Other	F653	N/A	M.7.b
8. Loans pending securitization	F654	N/A	M.8

Schedule RC-D - Continued

Memoranda - Continued

		Dollar Amounts in Thousands		RCN	Bil Mil Thou	
9. Other trading assets (itemize and describe amounts included in Schedule RC-D, item 9, that are greater than \$25,000 and exceed 25 percent of the item): (1)						
TEXT						
a.	F655 N/A			F655	N/A	M.9.a
b.	F656 N/A			F656	N/A	M.9.b
c.	F657 N/A			F657	N/A	M.9.c
10. Other trading liabilities (itemize and describe amounts included in Schedule RC-D, item 13.b, that are greater than \$25,000 and exceed 25% of the item):						
TEXT						
a.	F658 N/A			F658	N/A	M.10.a
b.	F659 N/A			F659	N/A	M.10.b
c.	F660 N/A			F660	N/A	M.10.c

(1) Exclude equity securities.

Schedule RC-E—Deposit Liabilities

Dollar Amounts in Thousands	Transaction Accounts				Nontransaction Accounts			
	(Column A) Total transaction accounts (including total demand deposits)		(Column B) Memo: Total demand deposits(1) (included in column A)		(Column C) Total nontransaction accounts (including MMDAs)			
	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou		
Deposits of:								
1. Individuals, partnerships, and corporations (include all certified and official checks)	B549	24,550			B550	78,635		1
2. U.S. Government	2202	0			2520	0		2
3. States and political subdivisions in the U.S.	2203	2,915			2530	747		3
4. Commercial banks and other depository institutions in the U.S.	B551	0			B552	17,611		4
5. Banks in foreign countries	2213	0			2236	0		5
6. Foreign governments and official institutions (including foreign central banks)	2216	0			2377	0		6
7. Total (sum of items 1 through 6) (sum of columns A and C must equal Schedule RC, item 13.a)	2215	27,465	2210	24,352	2385	96,993		7

Memoranda

Dollar Amounts in Thousands		RCON	Bil Mil Thou	
1. Selected components of total deposits (i.e., sum of item 7, columns A and C):				
a. Total Individual Retirement Accounts (IRAs) and Keogh Plan accounts	6835	707		M.1.a
b. Total brokered deposits	2365	48,653		M.1.b
c. Fully insured brokered deposits (included in Memorandum item 1.b above):(2)				
(1) Brokered deposits of less than \$100,000	2343	3,285		M.1.c.1
(2) Brokered deposits of \$100,000 through \$250,000 and certain brokered retirement deposit accounts	J472	45,368		M.1.c.2
d. Maturity data for brokered deposits:				
(1) Brokered deposits of less than \$100,000 with a remaining maturity of one year or less (included in Memorandum item 1.c.(1) above)	A243	2,546		M.1.d.1
(2) Brokered deposits of \$100,000 through \$250,000 with a remaining maturity of one year or less (included in Memorandum item 1.c.(2) above)	K219	43,319		M.1.d.2
(3) Brokered deposits of more than \$250,000 with a remaining maturity of one year or less (included in Memorandum item 1.b above)	K220	0		M.1.d.3
e. Preferred deposits (uninsured deposits of states and political subdivisions in the U.S. reported in item 3 above which are secured or collateralized as required under state law) (to be completed for the December report only)	5590	2,707		M.1.e
f. Estimated amount of deposits obtained through the use of deposit listing services that are not brokered deposits	K223	6,511		M.1.f
2. Components of total nontransaction accounts (sum of Memorandum items 2.a through 2.d must equal item 7, column C above):				
a. Savings deposits:				
(1) Money market deposit accounts (MMDAs)	6810	30,262		M.2.a.1
(2) Other savings deposits (excludes MMDAs)	0352	1,198		M.2.a.2
b. Total time deposits of less than \$100,000	6648	6,718		M.2.b
c. Total time deposits of \$100,000 through \$250,000	J473	58,564		M.2.c
d. Total time deposits of more than \$250,000	J474	250		M.2.d
e. Individual Retirement Accounts (IRAs) and Keogh Plan accounts of \$100,000 or more included in Memorandum item 2.c and 2.d above	F233	625		M.2.e

(1) Includes interest-bearing and noninterest-bearing demand deposits.

(2) The dollar amounts used as the basis for reporting in Memorandum items 1.c.(1) and (2) reflect the deposit insurance limits in effect on the report date.

Schedule RC-E—Continued

Memoranda — Continued

	Dollar Amounts in Thousands	RCON	Bil Mil Thou	
3. Maturity and repricing data for time deposits of less than \$100,000:				
a. Time deposits of less than \$100,000 with a remaining maturity or next repricing date of:(1,2)				
(1) Three months or less		A579	2,054	M.3.a.1
(2) Over three months through 12 months		A580	3,512	M.3.a.2
(3) Over one year through three years		A581	954	M.3.a.3
(4) Over three years		A582	198	M.3.a.4
b. Time deposits of less than \$100,000 with a REMAINING MATURITY of one year or less (included in Memorandum items 3.a.(1) and 3.a.(2) above)(3)		A241	5,566	M.3.b
4. Maturity and repricing data for time deposits of \$100,000 or more:				
a. Time deposits of \$100,000 or more with a remaining maturity or next repricing date of:(1,4)				
(1) Three months or less		A584	30,198	M.4.a.1
(2) Over three months through 12 months		A585	18,359	M.4.a.2
(3) Over one year through three years		A586	6,823	M.4.a.3
(4) Over three years		A587	3,434	M.4.a.4
b. Time deposits of \$100,000 through \$250,000 with a REMAINING MATURITY of one year or less (included in Memorandum items 4.a.(1) and 4.a.(2) above)(3)		K221	48,307	M.4.b
c. Time deposits of more than \$250,000 with a REMAINING MATURITY of one year or less (included in Memorandum items 4.a.(1) and 4.a.(2) above)(3)		K222	250	M.4.c

(1) Report fixed rate time deposits by remaining maturity and floating rate time deposits by next repricing date.

(2) Sum of Memorandum items 3.a.(1) through 3.a.(4) must equal Schedule RC-E, Memorandum item 2.b.

(3) Report both fixed and floating rate time deposits by remaining maturity. Exclude floating rate time deposits with a next repricing date of one year or less that have a remaining maturity of over one year.

(4) Sum of Memorandum items 4.a.(1) through 4.a.(4) must equal Schedule RC-E, sum of Memorandum items 2.c and 2.d.

Schedule RC-F—Other Assets

Dollar Amounts in Thousands				RCON	Bil Mil Thou	
1. Accrued interest receivable(1)				B556	350	1
2. Net deferred tax assets(2)				2148	2,800	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	672	4
5. Life insurance assets						
a. General account life insurance assets				K201	0	5.a
b. Separate account life insurance assets				K202	0	5.b
c. Hybrid account life insurance assets				K270	0	5.c
6. All other assets (itemize and describe amounts greater than \$25,000 that exceed 25% of this item)				2168	1,145	6
a. Prepaid expenses (excluding prepaid assessments)	2166	0				6.a
b. Repossessed personal property (including vehicles)	1578	0				6.b
c. Derivatives with a positive fair value held for purposes other than trading	C010	0				6.c
d. Retained interests in accrued interest receivable related to securitized credit cards	C436	0				6.d
e. FDIC loss-sharing indemnification assets	J448	0				6.e
f. Not Applicable						
TEXT						
g. 3549 Tenant improvements allowance receivable	3549	484				6.g
h. 3550 Bank Enterprise Award	3550	323				6.h
i. 3551	3551	0				6.i
7. Total (sum of items 1 through 6) (must equal Schedule RC, item 11)				2160	4,967	7

(1) Includes 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 RC, item 2.b, or as trading assets in Schedule RC, item 5, as appropriate.

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

Schedule RC-G—Other Liabilities

Dollar Amounts in Thousands				RCON	Bil Mil Thou	
1. a. Interest accrued and unpaid on deposits(1)				3645	22	1.a
b. Other expenses accrued and unpaid (includes accrued income taxes payable)				3646	313	1.b
2. Net deferred tax liabilities(2)				3049	0	2
3. Allowance for credit losses on off-balance sheet credit exposures				B557	27	3
4. All other liabilities (itemize and describe amounts greater than \$25,000 that exceed 25% of this item)				2938	703	4
a. Accounts Payable	3066	0				4.a
b. Deferred compensation liabilities	C011	0				4.b
c. Dividends declared but not yet payable	2932	0				4.c
d. Derivatives with a negative fair value held for purposes other than trading	C012	0				4.d
TEXT						
e. 3552 Deferred Rent	3552	593				4.e
f. 3553	3553	0				4.f
g. 3554	3554	0				4.g
5. Total (sum of items 1 through 4) (must equal Schedule RC, item 20)				2930	1,065	5

(1) For savings banks, include "dividends" accrued and unpaid on deposits.

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

Schedule RC-K—Quarterly Averages (1)

Dollar Amounts in Thousands		RCON	Bil Mil Thou	
Assets				
1. Interest-bearing balances due from depository institutions		3381	7,752	1
2. U.S. Treasury securities and U.S. Government agency obligations(2) (excluding mortgage-backed securities)		B558	0	2
3. Mortgage-backed securities(2)		B559	0	3
4. All other securities(2,3) (includes securities issued by states and political subdivisions in the U.S.)		B560	0	4
5. Federal funds sold and securities purchased under agreements to resell		3365	31,173	5
6. Loans:				
a. Total loans		3360	108,086	6.a
b. Loans secured by real estate:				
(1) Loans secured by 1-4 family residential properties		3465	1,706	6.b.1
(2) All other loans secured by real estate		3466	91,150	6.b.2
c. Commercial and industrial loans		3387	13,096	6.c
d. Loans to individuals for household, family, and other personal expenditures:				
(1) Credit cards		B561	0	6.d.1
(2) Other (includes revolving credit plans other than credit cards, automobile loans, and other consumer loans)		B562	0	6.d.2
7. To be completed by banks with \$100 million or more in total assets:(4) Trading assets		3401	0	7
8. Lease financing receivables (net of unearned income)		3484	0	8
9. Total assets(5)		3368	150,415	9
Liabilities				
10. Interest-bearing transaction accounts (interest-bearing demand deposits, NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts)		3485	3,131	10
11. Nontransaction accounts:				
a. Savings deposits (includes MMDAs)		B563	30,850	11.a
b. Time deposits of \$100,000 or more		A514	57,452	11.b
c. Time deposits of less than \$100,000		A529	6,220	11.c
12. Federal funds purchased and securities sold under agreements to repurchase		3353	0	12
13. To be completed by banks with \$100 million or more in total assets:(4) Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases)		3355	0	13

Memorandum

Dollar Amounts in Thousands		RCON	Bil Mil Thou	
Memorandum item 1 is to be completed by:(4) • banks with \$300 million or more in total assets, and • banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, part I, item 3) exceeding five percent of total loans.				
1. Loans to finance agricultural production and other loans to farmers		3386	N/A	M.1

(1) For all items, banks have the option of reporting either (1) an average of DAILY figures for the quarter, or (2) an average of WEEKLY figures (i.e., the Wednesday of each week of the quarter).

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

(3) Quarterly averages for all equity securities should be based on historical cost.

(4) The asset size tests and the five percent of total loans test are generally based on the total assets and total loans reported on the June 30, 2012, Report of Condition.

(5) The quarterly average for total assets should reflect all debt securities (not held for trading) at amortized cost, equity securities with readily determinable fair values at the lower of cost or fair value, and equity securities without readily determinable fair values at historical cost.

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

Please read carefully the instructions for the preparation of Schedule RC-L. Some of the amounts reported in Schedule RC-L are regarded as volume indicators and not necessarily as measures of risk.

Dollar Amounts in Thousands		RCON	Bil Mil Thou	
1. Unused commitments:				
a. Revolving, open-end lines secured by 1-4 family residential properties, e.g., home equity lines		3814	248	1.a
<i>Items 1.a.(1) and 1.a.(2) are to be completed for the December report only.</i>				
(1) Unused commitments for Home Equity Conversion Mortgage (HECM) reverse mortgages outstanding that are held for investment (included in item 1.a above)		J477	0	1.a.(1)
(2) Unused commitments for proprietary reverse mortgages outstanding that are held for investment (included in item 1.a above)		J478	0	1.a.(2)
b. Credit card lines		3815	0	1.b
<i>Items 1.b.(1) and 1.b.(2) are to be completed by banks with either \$300 million or more in total assets or \$300 million or more in credit card lines.(1)</i>				
(Sum of items 1.b.(1) and 1.b.(2) must equal item 1.b)				
(1) Unused consumer credit card lines		J455	N/A	1.b.(1)
(2) Other unused credit card lines		J456	N/A	1.b.(2)
c. Commitments to fund commercial real estate, construction, and land development loans:				
(1) Secured by real estate:				
(a) 1-4 family residential construction loan commitments		F164	0	1.c.1.a
(b) Commercial real estate, other construction loan, and land development loan commitments		F165	996	1.c.1.b
(2) NOT secured by real estate		6550	0	1.c.2
d. Securities underwriting		3817	0	1.d
e. Other unused commitments:				
(1) Commercial and industrial loans		J457	12,183	1.e.(1)
(2) Loans to financial institutions		J458	0	1.e.(2)
(3) All other unused commitments		J459	2,915	1.e.(3)
2. Financial standby letters of credit		3819	602	2
<i>Item 2.a is to be completed by banks with \$1 billion or more in total assets.(1)</i>				
a. Amount of financial standby letters of credit conveyed to others	3820	N/A		2.a
3. Performance standby letters of credit		3821	0	3
<i>Item 3.a is to be completed by banks with \$1 billion or more in total assets.(1)</i>				
a. Amount of performance standby letters of credit conveyed to others	3822	N/A		3.a
4. Commercial and similar letters of credit		3411	0	4
5. Not applicable				
6. Securities lent (including customers' securities lent where the customer is indemnified against loss by the reporting bank)		3433	0	6
7. Credit derivatives:				
a. Notional amounts:				
(1) Credit default swaps	RCON	Bil Mil Thou	RCON	Bil Mil Thou
(2) Total return swaps	C968	0	C969	0
(3) Credit options	C970	0	C971	0
(4) Other credit derivatives	C972	0	C973	0
	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	0

(1) The asset size tests and the \$300 million credit card lines test are generally based on the total assets and credit card lines reported in June 30, 2012, Report of Condition.

Schedule RC-L—Continued

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

Dollar Amounts in Thousands		Remaining Maturity of:												
		(Column A) One Year or Less			(Column B) Over One Year Through Five Years			(Column C) Over Five Years						
		RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	
7.d. Notional amounts by remaining maturity:														
(1) Sold credit protection:(2)														
(a) Investment grade		G406			0	G407			0	G408			0	7.d.(1)(a)
(b) Subinvestment grade		G409			0	G410			0	G411			0	7.d.(1)(b)
(2) Purchased credit protection:(3)														
(a) Investment grade		G412			0	G413			0	G414			0	7.d.(2)(a)
(b) Subinvestment grade		G415			0	G416			0	G417			0	7.d.(2)(b)

8. Spot foreign exchange contracts		RCON	Bil Mil Thou	
		8765	0	8
9. All other off-balance sheet liabilities (exclude derivatives) (itemize and describe each component of this item over 25% of Schedule RC, item 27.a, "Total bank equity capital")		3430	7,416	9
TEXT				
a. Securities borrowed	3432	0		9.a
b. Commitments to purchase when-issued securities	3434	0		9.b
c. Standby letters of credit issued by another party (e.g., a Federal Home Loan Bank) on the bank's behalf	C978	7,416		9.c
d. 3555	3555	0		9.d
e. 3556	3556	0		9.e
f. 3557	3557	0		9.f
10. All other off-balance sheet assets (exclude derivatives) (itemize and describe each component of this item over 25% of Schedule RC, item 27.a, "Total bank equity capital")		5591	0	10
TEXT				
a. Commitments to sell when-issued securities	3435	0		10.a
b. 5592	5592	0		10.b
c. 5593	5593	0		10.c
d. 5594	5594	0		10.d
e. 5595	5595	0		10.e

11. Year-to-date merchant credit card sales volume:		RCON	Tril Bil Mil Thou	
a. Sales for which the reporting bank is the acquiring bank		C223	0	11.a
b. Sales for which the reporting bank is the agent bank with risk		C224	0	11.b

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

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

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

Schedule RC-L—Continued

Dollar Amounts in Thousands	(Column A)		(Column B)		(Column C)		(Column D)
Derivatives Position Indicators	Interest Rate Contracts		Foreign Exchange Contracts		Equity Derivative Contracts		Commodity and Other Contracts
12. Gross amounts (e.g., notional amounts) (for each column, sum of items 12.a through 12.e must equal sum of items 13 and 14):	Tril Bil Mil Thou		Tril Bil Mil Thou		Tril Bil Mil Thou		Tril Bil Mil Thou
	RCON 8693		RCON 8694		RCON 8695		RCON 8696
a. Futures contracts	0		0		0		0
	RCON 8697		RCON 8698		RCON 8699		RCON 8700
b. Forward contracts	0		0		0		0
c. Exchange-traded option contracts:	RCON 8701		RCON 8702		RCON 8703		RCON 8704
(1) Written options	0		0		0		0
	RCON 8705		RCON 8706		RCON 8707		RCON 8708
(2) Purchased options	0		0		0		0
d. Over-the-counter option contracts:	RCON 8709		RCON 8710		RCON 8711		RCON 8712
(1) Written options	0		0		0		0
	RCON 8713		RCON 8714		RCON 8715		RCON 8716
(2) Purchased options	0		0		0		0
	RCON 3450		RCON 3826		RCON 8719		RCON 8720
e. Swaps	0		0		0		0
13. Total gross notional amount of derivative contracts held for trading	RCON A126		RCON A127		RCON 8723		RCON 8724
	0		0		0		0
14. Total gross notional amount of derivative contracts held for purposes other than trading	RCON 8725		RCON 8726		RCON 8727		RCON 8728
	0		0		0		0
a. Interest rate swaps where the bank has agreed to pay a fixed rate	RCON A589						
	0						
15. Gross fair values of derivative contracts:							
a. Contracts held for trading:	RCON 8733		RCON 8734		RCON 8735		RCON 8736
(1) Gross positive fair value	0		0		0		0
	RCON 8737		RCON 8738		RCON 8739		RCON 8740
(2) Gross negative fair value	0		0		0		0
b. Contracts held for purposes other than trading:	RCON 8741		RCON 8742		RCON 8743		RCON 8744
(1) Gross positive fair value	0		0		0		0
	RCON 8745		RCON 8746		RCON 8747		RCON 8748
(2) Gross negative fair value	0		0		0		0

Schedule RC-L—Continued

Item 16 is to be completed only by banks 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		
Dollar Amounts in Thousands	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou			
16. Over-the-counter derivatives:															
a. Net current credit exposure	G418	N/A	G419	N/A	G420	N/A	G421	N/A	G422	N/A					
b. Fair value of collateral:															
(1) Cash - U.S. dollar	G423	N/A	G424	N/A	G425	N/A	G426	N/A	G427	N/A					
(2) Cash - Other currencies	G428	N/A	G429	N/A	G430	N/A	G431	N/A	G432	N/A					
(3) U.S. Treasury securities	G433	N/A	G434	N/A	G435	N/A	G436	N/A	G437	N/A					
(4) U.S. Government agency and U.S. Government- sponsored agency debt securities															
	G438	N/A	G439	N/A	G440	N/A	G441	N/A	G442	N/A					
(5) Corporate bonds	G443	N/A	G444	N/A	G445	N/A	G446	N/A	G447	N/A					
(6) Equity securities	G448	N/A	G449	N/A	G450	N/A	G451	N/A	G452	N/A					
(7) All other collateral	G453	N/A	G454	N/A	G455	N/A	G456	N/A	G457	N/A					
(8) Total fair value of collateral (sum of items 16.b.(1) through (7))															
	G458	N/A	G459	N/A	G460	N/A	G461	N/A	G462	N/A					

(1) The \$10 billion asset size test is generally based on the total assets reported on the June 30, 2012, Report of Condition.

Schedule RC-M—Memoranda

Dollar Amounts in Thousands		RCON	Bil Mil Thou	
1. Extensions of credit by the reporting bank to its executive officers, directors, principal shareholders, and their related interests as of the report date:				
a. Aggregate amount of all extensions of credit to all executive officers, directors, principal shareholders, and their related interests		6164	3,484	1.a
b. Number of executive officers, directors, and principal shareholders to whom the amount of all extensions of credit by the reporting bank (including extensions of credit to related interests) equals or exceeds the lesser of \$500,000 or 5 percent of total capital as defined for this purpose in agency regulations	RCON 6165	Number 2		1.b
2. Intangible assets other than goodwill:				
a. Mortgage servicing assets		3164	218	2.a
(1) Estimated fair value of mortgage servicing assets	A590	218		2.a.1
b. Purchased credit card relationships and nonmortgage servicing assets		B026	63	2.b
c. All other identifiable intangible assets		5507	0	2.c
d. Total (sum of items 2.a, 2.b, and 2.c) (must equal Schedule RC, item 10.b)		0426	281	2.d
3. Other real estate owned:				
a. Construction, land development, and other land		5508	0	3.a
b. Farmland		5509	0	3.b
c. 1-4 family residential properties		5510	0	3.c
d. Multifamily (5 or more) residential properties		5511	0	3.d
e. Nonfarm nonresidential properties		5512	0	3.e
f. Foreclosed properties from "GNMA loans"		C979	0	3.f
g. Total (sum of items 3.a through 3.f) (must equal Schedule RC, item 7)		2150	0	3.g
4. Not Applicable				
5. Other borrowed money:				
a. Federal Home Loan Bank advances:				
(1) Advances with a remaining maturity or next repricing date of:(1)				
(a) One year or less		F055	0	5.a.1.a
(b) Over one year through three years		F056	0	5.a.1.b
(c) Over three years through five years		F057	0	5.a.1.c
(d) Over five years		F058	0	5.a.1.d
(2) Advances with a REMAINING MATURITY of one year or less (included in item 5.a.(1)(a) above)(2)		2651	0	5.a.2
(3) Structured advances (included in items 5.a.(1)(a)-(d) above)		F059	0	5.a.3
b. Other borrowings:				
(1) Other borrowings with a remaining maturity or next repricing date of:(3)				
(a) One year or less		F060	0	5.b.1.a
(b) Over one year through three years		F061	0	5.b.1.b
(c) Over three years through five years		F062	0	5.b.1.c
(d) Over five years		F063	0	5.b.1.d
(2) Other borrowings with a REMAINING MATURITY of one year or less (included in item 5.b.(1)(a) above)(4)		B571	0	5.b.2
c. Total (sum of items 5.a.(1)(a)-(d) and items 5.b.(1)(a)-(d)) (must equal Schedule RC, item 16)		3190	0	5.c

(1) Report fixed rate advances by remaining maturity and floating rate advances by next repricing date.

(2) Report both fixed and floating rate advances by remaining maturity. Exclude floating rate advances with a next repricing date of one year or less that have a remaining maturity of over one year.

(3) Report fixed rate other borrowings by remaining maturity and floating rate other borrowings by next repricing date.

(4) Report both fixed and floating rate other borrowings by remaining maturity. Exclude floating rate other borrowings with a next repricing date of one year or less that have a remaining maturity of over one year.

Schedule RC-M—Continued

	Dollar Amounts in Thousands	RC	YES / NO	
6. Does the reporting bank sell private label or third party mutual funds and annuities?		B569	NO	6
7. Assets under the reporting bank's management in proprietary mutual funds and annuities		B570	0	7
8. Primary Internet Web site address of the bank (home page), if any (Example: www.examplebank.com) (TEXT 4087) http://www.PROAMERICABank.com				8
9. Do any of the bank's Internet Web sites have transactional capability, i.e., allow the bank's customers to execute transactions on their accounts through the Web site?		4088	YES	9
10. Secured liabilities:				
a. Amount of "Federal funds purchased" that are secured (included in Schedule RC, item 14.a)		F064	0	10.a
b. Amount of "Other borrowings" that are secured (included in Schedule RC-M, items 5.b.(1)(a)-(d))		F065	0	10.b
11. Does the bank act as trustee or custodian for Individual Retirement Accounts, Health Savings Accounts, and other similar accounts?		G463	YES	11
12. Does the bank provide custody, safekeeping, or other services involving the acceptance of orders for the sale or purchase of securities?		G464	NO	12
13. Assets covered by loss-sharing agreements with the FDIC:				
a. Loans and leases (included in Schedule RC, items 4.a and 4.b):				
(1) Loans secured by real estate:				
(a) Construction, land development, and other land loans:				
(1) 1-4 family residential construction loans		K169	0	13.a.(1)(a)(1)
(2) Other construction loans and all land development and other land loans		K170	0	13.a.(1)(a)(2)
(b) Secured by farmland		K171	0	13.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	13.a.(1)(c)(1)
(2) Closed-end loans secured by 1-4 family residential properties:				
(a) Secured by first liens		K173	0	13.a.(1)(c)(2)(a)
(b) Secured by junior liens		K174	0	13.a.(1)(c)(2)(b)
(d) Secured by multifamily(5 or more) residential properties		K175	0	13.a.(1)(d)
(e) Secured by nonfarm, nonresidential properties:				
(1) Loans secured by owner-occupied nonfarm nonresidential properties		K176	0	13.a.(1)(e)(1)
(2) Loans secured by other nonfarm nonresidential properties		K177	0	13.a.(1)(e)(2)
(2) Not Applicable				
(3) Commercial and industrial loans		K179	0	13.a.(3)
(4) Loans to individuals for household, family, and other personal expenditures:				
(a) Credit cards		K180	0	13.a.(4)(a)
(b) Automobile loans		K181	0	13.a.(4)(b)
(c) Other (includes revolving credit plans other than credit cards and other consumer loans)		K182	0	13.a.(4)(c)

Schedule RC-M—Continued

Dollar Amounts in Thousands		RCON	Bil Mil Thou	
13. a. (5) All other loans and all leases		K183	0	13.a.(5)
<i>Itemize the categories of loans and leases (as defined in Schedule RC-C, part 1) included in item 13.a.(5) above that exceed 10% of total loans and leases covered by loss-sharing agreements with the FDIC (sum of items 13.a.1.(1) through (5)):</i>				
(a) Loans to depository institutions and acceptances of other banks		K184	0	13.a.(5)(a)
(b) Loans to foreign government and official institutions		K185	0	13.a.(5)(b)
(c) Other loans(1)		K186	0	13.a.(5)(c)
<i>Item 13.a.(5)(c)(1) is to be completed by:(2)</i>				
<i>- Banks with \$300 million or more in total assets</i>				
<i>- Banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, part 1, item 3) exceeding five percent of total loans</i>				
(1) Loans to finance agricultural production and other loans to farmers included in Schedule RC-M, item 13.a.(5)(c), above		K178	N/A	13.a.(5)(c)(1)
(d) Lease financing receivables		K273	0	13.a.(5)(d)
b. Other real estate owned (included in Schedule RC, item 7):				
(1) Construction, land development, and other land		K187	0	13.b.(1)
(2) Farmland		K188	0	13.b.(2)
(3) 1-4 family residential properties		K189	0	13.b.(3)
(4) Multifamily (5 or more) residential properties		K190	0	13.b.(4)
(5) Nonfarm nonresidential properties		K191	0	13.b.(5)
(6) Not applicable				
(7) Portion of covered other real estate owned included in items 13.b.(1) through (5) above that is protected by FDIC loss-sharing agreements		K192	0	13.b.(7)
c. Debt securities (included in Schedule RC, items 2.a and 2.b)		J461	0	13.c
d. Other assets (exclude FDIC loss-sharing indemnification assets)		J462	0	13.d
14. Captive insurance and reinsurance subsidiaries:				
a. Total assets of captive insurance subsidiaries(3)		K193	0	14.a
b. Total assets of captive reinsurance subsidiaries(3)		K194	0	14.b
<i>Item 15 is to be completed by institutions that are required or have elected to be treated as a Qualified Thrift Lender.</i>				
15. Qualified Thrift Lender (QTL) test:				
a. Does the institution use the Home Owners' Loan Act (HOLA) QTL test or the Internal Revenue Service Domestic Building and Loan Association (IRS DBLA) test to determine its QTL compliance? (for the HOLA QTL test, enter 1; for the IRS DBLA test, enter 2)		RCON	Number	
		L133	N/A	15.a
b. Has the institution been in compliance with the HOLA QTL test as of each month end during the quarter or the IRS DBLA test for its most recent taxable year, as applicable?		RCON	YES / NO	
		L135	N/A	15.b

(1) Includes "Loans to finance agricultural production and other loans to farmers," "Obligations (other than securities and loans) of states and political subdivisions in the U.S.," and "Loans to nondepository financial institutions and other loans"

(2) The 300 million asset size test and the 5 percent of total loans test are generally based on the total assets and total loans reported on the June 30, 2012, Report of Condition.

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

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

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing				(Column B) Past due 90 days or more and still accruing				(Column C) Nonaccrual			
	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou
1. Loans secured by real estate:												
a. Construction, land development, and other land loans:												
(1) 1-4 family residential construction loans	F172			0	F174			0	F176			0
(2) Other construction loans and all land development and other land loans	F173			0	F175			0	F177			0
b. Secured by farmland	3493			0	3494			0	3495			0
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	5398			0	5399			0	5400			0
(2) Closed-end loans secured by 1-4 family residential properties:												
(a) Secured by first liens	C236			0	C237			0	C229			0
(b) Secured by junior liens	C238			0	C239			0	C230			0
d. Secured by multifamily (5 or more) residential properties	3499			0	3500			0	3501			0
e. Secured by nonfarm nonresidential properties:												
(1) Loans secured by owner-occupied nonfarm nonresidential properties	F178			0	F180			0	F182			0
(2) Loans secured by other nonfarm nonresidential properties	F179			0	F181			0	F183			0
2. Loans to depository institutions and acceptances of other banks	B834			0	B835			0	B836			0
3. Not applicable												
4. Commercial and industrial loans	1606			0	1607			0	1608			213
5. Loans to individuals for household, family, and other personal expenditures:												
a. Credit cards	B575			0	B576			0	B577			0
b. Automobile loans	K213			0	K214			0	K215			0
c. Other (includes revolving credit plans other than credit cards and other consumer loans)	K216			0	K217			0	K218			0
6. Loans to foreign governments and official institutions	5389			0	5390			0	5391			0
7. All other loans(1)	5459			0	5460			0	5461			0
8. Lease financing receivables	1226			0	1227			0	1228			0
9. Debt securities and other assets (exclude other real estate owned and other repossessed assets)	3505			0	3506			0	3507			0

(1) Includes past due and nonaccrual "Loans to finance agricultural production and other loans to farmers," "Obligations (other than securities and leases) of states and political subdivisions in the U.S.," and "Loans to nondepository financial institutions and other loans."

Schedule RC-N—Continued

Amounts reported in Schedule RC-N, items 1 through 8, above include guaranteed and unguaranteed portions of past due and nonaccrual loans and leases. Report in item 10 and 11 below certain guaranteed loans and leases that have already been included in the amounts reported in items 1 through 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	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	
10. Loans and leases reported in items 1 through 8 above that 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			213	10
a. Guaranteed portion of loans and leases included in item 10 above, excluding rebooked "GNMA loans"	K039			0	K040			0	K041			213	10.a
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 10 above	K042			0	K043			0	K044			0	10.b
11. Loans and leases reported in items 1 through 8 above that are covered by loss-sharing agreements with the FDIC:													
a. Loans secured by real estate:													
(1) Construction, land development, and other land loans:													
(a) 1-4 family residential construction loans	K045			0	K046			0	K047			0	11.a.(1)(a)
(b) Other construction loans and all land development and other land loans	K048			0	K049			0	K050			0	11.a.(1)(b)
(2) Secured by farmland	K051			0	K052			0	K053			0	11.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	11.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	11.a.(3)(b)(1)
(2) Secured by junior liens	K060			0	K061			0	K062			0	11.a.(3)(b)(2)
(4) Secured by multifamily (5 or more) residential properties	K063			0	K064			0	K065			0	11.a.(4)
(5) Secured by nonfarm nonresidential properties:													
(a) Loans secured by owner-occupied nonfarm nonresidential properties	K066			0	K067			0	K068			0	11.a.(5)(a)
(b) Loans secured by other nonfarm nonresidential properties	K069			0	K070			0	K071			0	11.a.(5)(b)
b. Not applicable													
c. Commercial and industrial loans	K075			0	K076			0	K077			0	11.c

Schedule RC-N—Continued

	(Column A) Past due 30 through 89 days and still accruing				(Column B) Past due 90 days or more and still accruing				(Column C) Nonaccrual				
Dollar Amounts in Thousands	RCON	Bil Mil Thou			RCON	Bil Mil Thou			RCON	Bil Mil Thou			
11.d. Loans to individuals for household, family, and other personal expenditures:													
(1) Credit cards	K078	0			K079	0			K080	0			11.d.(1)
(2) Automobile loans	K081	0			K082	0			K083	0			11.d.(2)
(3) Other (includes revolving credit plans other than credit cards and other consumer loans)													
	K084	0			K085	0			K086	0			11.d.(3)
e. All other loans and all leases	K087	0			K088	0			K089	0			11.e
Itemize the past due and nonaccrual amounts included in item 11.e above for the loan and lease categories for which amounts were reported in Schedule RC-M, items 13.a.(5)(a) through (d):													
(1) Loans to depository institutions and acceptances of other banks	K091	0			K092	0			K093	0			11.e.(1)
(2) Loans to foreign governments and official institutions	K095	0			K096	0			K097	0			11.e.(2)
(3) Other loans(1)	K099	0			K100	0			K101	0			11.e.(3)
Item 11.e.(3)(a) is to be completed by:(2)													
. Banks with \$300 million or more in total assets													
. Banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, part I, item 3) exceeding five percent of total loans													
(a) Loans to finance agricultural production and other loans to farmers included in Schedule RC-N, item 11.e.(3), above	K072	N/A			K073	N/A			K074	N/A			11.e.(3)(a)
(4) Lease financing receivables	K269	0			K271	0			K272	0			11.e.(4)
f. Portion of covered loans and leases included in items 11.a through 11.e.3 above that is protected by FDIC loss-sharing agreements	K102	0			K103	0			K104	0			11.f

(1) Includes "Loans to finance agricultural prouction and other loans to farmers," "Obligations (other than securities and loans) of states and political subdivisions in the U.S.," and "Loans to nondepository financial institutions and other loans."

(2) The \$300 million asset size test and the 5 percent of total loans test are generally based on the total assets and total loans reported on the June 30, 2012, Report of Condition.

Schedule RC-N—Continued

Memoranda

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing				(Column B) Past due 90 days or more and still accruing				(Column C) Nonaccrual			
	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou
1. Loans restructured in troubled debt restructurings included in Schedule RC-N, items 1 through 7, above (and not reported in Schedule RC-C, Part 1, Memorandum item 1):												
a. Construction, land development, and other land loans:												
(1) 1-4 family residential construction loans	K105		0		K106		0		K107		0	
(2) Other construction loans and all land development and other land loans	K108		0		K109		0		K110		0	
b. Loans secured by 1-4 family residential properties	F661		0		F662		0		F663		0	
c. Secured by multifamily (5 or more) residential properties	K111		0		K112		0		K113		0	
d. Secured by nonfarm nonresidential properties:												
(1) Loans secured by owner-occupied nonfarm nonresidential properties	K114		0		K115		0		K116		0	
(2) Loans secured by other nonfarm nonresidential properties	K117		0		K118		0		K119		0	
e. Commercial and industrial loans:	K257		0		K258		0		K259		213	
<i>Memorandum items 1.e.(1) and (2) are to be completed by banks with \$300 million or more in total assets. (Sum of Memorandum items 1.e.(1) and (2) must equal Memorandum item 1.e):(1)</i>												
(1) To U.S. addressees (domicile)	K120		N/A		K121		N/A		K122		N/A	
(2) To non-U.S. addressees (domicile)	K123		N/A		K124		N/A		K125		N/A	
f. All other loans (Include loans to individuals for household, family, and other personal expenditures)	K126		0		K127		0		K128		0	
<i>Itemize loan categories included in Memorandum item 1.f, above that exceed 10% of total loans restructured in troubled debt restructurings that are past due 30 days or more or in nonaccrual status (sum of Memorandum items 1.f, above that exceed 10% of total loans restructured in troubled debt restructurings that are past due 30 days or more or in nonaccrual status (sum of Memorandum items 1.a through 1.e plus 1.f, columns A through C):</i>												
(1) Loans secured by farmland	K130		0		K131		0		K132		0	
(2) Loans to depository institutions and acceptances of other banks	K134		0		K135		0		K136		0	
(3) Not applicable												
(4) Loans to individuals for household, family, and other personal expenditures:												
(a) Credit cards	K274		0		K275		0		K276		0	
(b) Automobile loans	K277		0		K278		0		K279		0	
(c) Other (includes revolving credit plans other than credit cards and other consumer loans)	K280		0		K281		0		K282		0	

(1) The \$300 million asset size test is generally based on the total assets reported on the June 30, 2012, Report of Condition.

Schedule RC-N—Continued

Memoranda—Continued

Dollar Amounts in Thousands

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				
	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	
Dollar Amounts in Thousands													
1.f.(5) Loans to foreign governments and official institutions	K283		0		K284		0		K285		0		M.1.f.(5)
(6) Other Loans(1)	K286		0		K287		0		K288		0		M.1.f.(6)
Memorandum item 1.f.(6)(a) is to be completed by:(2) - Banks with \$300 million or more in total assets - Banks with less than \$300 milion in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, part 1, item 3) exceeding five percent of total loans (a) Loans to finance agricultural production and other loans to farmers included in Schedule RC-N, Memorandum item 1.f.(6), above	K138		N/A		K139		N/A		K140		N/A		M.1.f.(6)(a)
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-N, items 4 and 7, above	6558		0		6559		0		6560		0		M.2
3. Memorandum items 3.a through 3.d are to be completed by banks with \$300 million in total assets:(2) a. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RC-N, item 1, above)	1248		N/A		1249		N/A		1250		N/A		M.3.a
b. Loans to and acceptances of foreign banks (included in Schedule RC-N, item 2, above)	5380		N/A		5381		N/A		5382		N/A		M.3.b
c. Commercial and industrial loans to non-U.S. addressees (domicile) (included in Schedule RC-N, item 4, above)	1254		N/A		1255		N/A		1256		N/A		M.3.c
d. Leases to individuals for household, family, and other personal expenditures (included in Schedule RC-N, item 8, above)	F166		N/A		F167		N/A		F168		N/A		M.3.d

(1) Includes "Loans to finance agricultural production and other loans to farmers," "Obligations (other than securities and loans) of states and political subdivisions in the U.S.," and "Loans to nondepository financial institutions and other loans."

(2) The \$300 million asset size test and the five percent of total loans test are generally based on the total assets and total loans reported on the June 30, 2012, Report of Condition.

Schedule RC-N—Continued

Memoranda—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				
	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	
Dollar Amounts in Thousands													
Memorandum item 4 is to be completed by:(1) • banks with \$300 million or more in total assets • banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, part I, item 3) exceeding five percent of total loans:													
4. Loans to finance agricultural production and other loans to farmers (included in Schedule RC-N, item 7, above)	1594			N/A	1597			N/A	1583			N/A	M.4
5. Loans and leases held for sale and loans measured at fair value (included Schedule RC-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)

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days				(Column B) Past due 90 days or more			
<i>Memorandum item 6 is to be completed by banks with \$300 million or more in total assets:(1)</i>	RCON	Bil Mil Thou			RCON	Bil Mil Thou		
6. Derivative contracts:								
Fair value of amounts carried as assets	3529	N/A			3530	N/A		

M.6

	RCON	Bil	Mil	Thou	
7. Additions to nonaccrual assets during the quarter	C410			0	M.7
8. Nonaccrual assets sold during the quarter	C411			0	M.8

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

(1) The \$300 million asset size test and the five percent of total loans test are generally based on the total assets and total loans reported on the June 30, 2012, Report of Condition.

Schedule RC-O—Other Data for Deposit Insurance and FICO Assessments

All FDIC-insured depository institutions must complete items 1 and 2, 4 through 9, 10, and 11, Memorandum items 1 and 5, and, if applicable, item 9.a, Memorandum items 2, 3, and 6 through 18 each quarter. Unless otherwise indicated, complete items 1 through 11 and Memorandum items 1 through 5 on an "unconsolidated single FDIC certificate number basis" (see instructions) and complete Memorandum items 6 through 18 on a fully consolidated basis.

Dollar Amounts in Thousands		RCON	Bil Mil Thou	
1. Total deposit liabilities before exclusions (gross) as defined in Section 3(l) of the Federal Deposit Insurance Act and FDIC regulations		F236	124,480	1
2. Total allowable exclusions, including interest accrued and unpaid on allowable exclusions		F237	0	2
3. Not applicable				
4. Average consolidated total assets for the calendar quarter		K652	150,415	4
a. Averaging method used (for daily averaging, enter 1, for weekly averaging, enter 2)		K653	1	4.a
			Bil Mil Thou	
5. Average tangible equity for the calendar quarter(1)		K654	24,626	5
6. Holdings of long-term unsecured debt issued by other FDIC-insured depository institutions		K655	0	6
7. Unsecured "Other borrowings" with a remaining maturity of (sum of items 7.a through 7.d must be less than or equal to Schedule RC-M, items 5.b.(1)(a)-(d) minus item 10.b):				
a. One year or less		G465	0	7.a
b. Over one year through three years		G466	0	7.b
c. Over three years through five years		G467	0	7.c
d. Over five years		G468	0	7.d
8. Subordinated notes and debentures with a remaining maturity of (sum of items 8.a through 8.d must equal Schedule RC, item 19):				
a. One year or less		G469	0	8.a
b. Over one year through three years		G470	0	8.b
c. Over three years through five years		G471	0	8.c
d. Over five years		G472	0	8.d
9. Reciprocal brokered deposits (included in Schedule RC-E, Memorandum item 1.b)		G803	46,053	9
Item 9.a is to be completed on a fully consolidated basis by all institutions that own another insured depository institution.				
a. Fully consolidated reciprocal brokered deposits		L190	N/A	9.a
10. Banker's bank certification:				
Does the reporting institution meet both the statutory definition of a banker's bank and the business conduct test set forth in FDIC regulations?		K656	NO	10
If the answer to item 10 is "YES," complete items 10.a and 10.b.			Bil Mil Thou	
a. Banker's bank deduction		K657	N/A	10.a
b. Banker's bank deduction limit		K658	N/A	10.b
11. Custodial bank certification:				
Does the reporting institution meet the definition of a custodial bank set forth in FDIC regulations?		K659	NO	11
If the answer to item 11 is "YES," complete items 11.a and 11.b.			Bil Mil Thou	
a. Custodial bank deduction		K660	N/A	11.a
b. Custodial bank deduction limit		K661	N/A	11.b

(1) See instructions for averaging methods. Tangible equity is defined as Tier 1 capital as set forth in the banking agencies' regulatory capital standards and reported in Schedule RC-R, item 11.

Schedule RC-O—Continued

Memoranda

Dollar Amounts in Thousands		RCON	Bil	Mil	Thou	
1. Total deposit liabilities of the bank, including related interest accrued and unpaid, less allowable exclusions, including related interest accrued and unpaid (sum of Memorandum items 1.a.(1), 1.b.(1), 1.c.(1), and 1.d.(1) must equal Schedule RC-O, item 1 less item 2):						
a. Deposit accounts (excluding retirement accounts) of \$250,000 or less:(1)						
(1) Amount of deposit accounts (excluding retirement accounts) of \$250,000 or less						M.1.a.(1)
F049 87,074						
(2) Number of deposit accounts (excluding retirement accounts) of \$250,000 or less						M.1.a.(2)
RCON	Number					
F050	901					
b. Deposit accounts (excluding retirement accounts) of more than \$250,000:(1)						
(1) Amount of deposit accounts (excluding retirement accounts) of more than \$250,000						M.1.b.(1)
F051 36,698						
(2) Number of deposit accounts (excluding retirement accounts) of more than \$250,000						M.1.b.(2)
RCON	Number					
F052	55					
c. Retirement deposit accounts of \$250,000 or less:(1)						
(1) Amount of retirement deposit accounts of \$250,000 or less						M.1.c.(1)
F045 708						
(2) Number of retirement deposit accounts of \$250,000 or less						M.1.c.(2)
RCON	Number					
F046	7					
d. Retirement deposit accounts of more than \$250,000:(1)						
(1) Amount of retirement deposit accounts of more than \$250,000						M.1.d.(1)
F047 0						
(2) Number of retirement deposit accounts of more than \$250,000						M.1.d.(2)
RCON	Number					
F048	0					
Memorandum item 2 is to be completed by banks with \$1 billion or more in total assets.(2)						
2. Estimated amount of uninsured deposits, including related interest accrued and unpaid (see instructions):(3)						M.2
5597 N/A						
3. Has the reporting institution been consolidated with a parent bank or Savings association in that parent bank's or parent Saving association's Call Report or Thrift Financial Report? If so, report the legal title and FDIC Certificate Number of the parent bank or parent Savings association:						
TEXT						
RCON	FDIC Cert No.					
A545	0					M.3

Dollar Amounts in Thousands		RCON	Bil	Mil	Thou	
4. Not Applicable						
Memorandum items 5.a and 5.b are to be completed by all banks.						
5. Noninterest-bearing transaction accounts (as defined in Section 343 of the Dodd-Frank Act) of more than \$250,000 (see instructions):(4)						
a. Amount of noninterest-bearing transaction accounts of more than \$250,000						M.5.a
J944 13,542						
b. Number of noninterest-bearing transaction accounts of more than \$250,000						M.5.b
Number						
J945	20					

(1) The dollar amounts used as the basis for reporting in Memorandum items 1.a through 1.d reflect the deposit insurance limits in effect on the report date.

(2) The \$1 billion asset size test is generally based on the total assets reported on the June 30, 2012, Report of Condition.

(3) Uninsured deposits should be estimated based on the deposit insurance limits set forth in Memorandum items 1.a through 1.d.

(4) Excludes interest-bearing demand deposits.

Schedule RC-O—Continued

Amounts reported in Memorandum items 6 through 9, 14, and 15 will not be made available to the public on an individual institution basis

Memoranda—Continued

Dollar Amounts in Thousands		RCON	Bil	Mil	Thou	
<i>Memorandum items 6 through 12 are to be completed by "large institutions" and "highly complex institutions" as defined in FDIC regulations.</i>						
6. Criticized and classified items:						
a. Special mention		K663		N/A		M.6.a
b. Substandard		K664		N/A		M.6.b
c. Doubtful		K665		N/A		M.6.c
d. Loss		K666		N/A		M.6.d
7. "Nontraditional 1–4 family residential mortgage loans" as defined for assessment purposes only in FDIC regulations:						
a. Nontraditional 1–4 family residential mortgage loans		N025		N/A		M.7.a
b. Securitizations of nontraditional 1–4 family residential mortgage loans		N026		N/A		M.7.b
8. "Higher-risk consumer loans" as defined for assessment purposes only in FDIC regulations:						
a. Higher-risk consumer loans		N027		N/A		M.8.a
b. Securitizations of higher-risk consumer loans		N028		N/A		M.8.b
9. "Higher-risk commercial and industrial loans and securities" as defined for assessment purposes only in FDIC regulations:						
a. Higher-risk commercial and industrial loans and securities		N029		N/A		M.9.a
b. Securitizations of higher-risk commercial and industrial loans and securities		N030		N/A		M.9.b
10. Commitments to fund construction, land development, and other land loans secured by real estate :						
a. Total unfunded commitments		K676		N/A		M.10.a
b. Portion of unfunded commitments guaranteed or insured by the U.S. government (including the FDIC)		K677		N/A		M.10.b
11. Amount of other real estate owned recoverable from the U.S. government under guarantee or insurance provisions (excluding FDIC loss-sharing agreements)						
		K669		N/A		M.11
12. Nonbrokered time deposits of more than \$250,000 (included in Schedule RC-E, Memorandum item 2.d)						
		K678		N/A		M.12
<i>Memorandum item 13.a is to be completed by "large institutions" and "highly complex institutions" as defined in FDIC regulations. Memorandum items 13.b through 13.h are to be completed by "large institutions" only.</i>						
13. Portion of funded loans and securities guaranteed or insured by the U.S. government (including FDIC loss-sharing agreements):						
a. Construction, land development, and other land loans secured by real estate		N177		N/A		M.13.a
b. Loans secured by multifamily residential and nonfarm nonresidential properties		N178		N/A		M.13.b
c. Closed-end loans secured by first liens on 1–4 family residential properties		N179		N/A		M.13.c
d. Closed-end loans secured by junior liens on 1–4 family residential properties and revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit		N180		N/A		M.13.d
e. Commercial and industrial loans		N181		N/A		M.13.e
f. Credit card loans to individuals for household, family, and other personal expenditures		N182		N/A		M.13.f
g. All other loans to individuals for household, family, and other personal expenditures		N183		N/A		M.13.g
h. Non-agency residential mortgage-backed securities		M963		N/A		M.13.h
<i>Memorandum items 14 and 15 are to be completed by "highly complex institutions" as defined in FDIC regulations.</i>						
14. Amount of the institution's largest counterparty exposure		K673		N/A		M.14
15. Total amount of the institution's 20 largest counterparty exposures		K674		N/A		M.15

Schedule RC-O—Continued

Memoranda—Continued

Dollar Amounts in Thousands		RC	Bil	Mill	Thou	
Memorandum item 16 is to be completed by "large institutions" and "highly complex institutions" as defined in FDIC regulations.						
16. Portion of loans restructured in troubled debt restructurings that are in compliance with their modified terms and are guaranteed or insured by the U.S. government (including the FDIC) (included in Schedule RC-C, Part I, Memorandum item 1)		L189			N/A	M.16
Memorandum item 17 is to be completed on a fully consolidated basis by those "large institutions" and "highly complex institutions" as defined in FDIC regulations that own another insured depository institution.						
17. Selected fully consolidated data for deposit insurance assessment purposes:						
a. Total deposit liabilities before exclusions (gross) as defined in Section 3(l) of the Federal Deposit Insurance Act and FDIC regulations		L194			N/A	M.17.a
b. Total allowable exclusions, including interest accrued and unpaid on allowable exclusions		L195			N/A	M.17.b
c. Unsecured "Other borrowings" with a remaining maturity of one year or less		L196			N/A	M.17.c
d. Estimated amount of uninsured deposits, including related interest accrued and unpaid		L197			N/A	M.17.d

Schedule RC-O—Continued

Memorandum item 18 is to be completed by "large institutions" and "highly complex institutions" as defined in FDIC regulations.

Amounts reported in Memorandum item 18 will not be made available to the public on an individual institution basis.

Dollar Amounts in Thousands

Dollar Amounts in Thousands	Two-Year Probability of Default (PD)												
	(Column A)		(Column B)		(Column C)		(Column D)	(Column E)	(Column F)	(Column G)	(Column H)		
	≤ 1%		1.01–4%		4.01–7%		7.01–10%	10.01–14%	14.01–16%	16.01–18%	18.01–20%		
	Bil Mil Thou		Bil Mil Thou		Bil Mil Thou		Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou		
18. Outstanding balance of 1-4 family residential mortgage loans, consumer loans, and consumer leases by two-year probability of default: a. “Nontraditional 1-4 family residential mortgage loans” as defined for assessment purposes only in FDIC regulations b. Closed-end loans secured by first liens on 1-4 family residential properties c. Closed-end loans secured by junior liens on 1-4 family residential properties d. Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit e. Credit cards f. Automobile loans g. Student loans h. Other consumer loans and revolving credit plans other than credit cards i. Consumer leases j. Total													
	RCON M964		RCON M965		RCON M966		RCON M967	RCON M968	RCON M969	RCON M970	RCON M971	M.18.a	
	N/A		N/A		N/A		N/A	N/A	N/A	N/A	N/A		
													M.18.b
	RCON M979		RCON M980		RCON M981		RCON M982	RCON M983	RCON M984	RCON M985	RCON M986		
	N/A		N/A		N/A		N/A	N/A	N/A	N/A	N/A		
													M.18.c
	RCON M994		RCON M995		RCON M996		RCON M997	RCON M998	RCON M999	RCON N001	RCON N002		
	N/A		N/A		N/A		N/A	N/A	N/A	N/A	N/A		
													M.18.d
	RCON N010		RCON N011		RCON N012		RCON N013	RCON N014	RCON N015	RCON N016	RCON N017		
	N/A		N/A		N/A		N/A	N/A	N/A	N/A	N/A		
							RCON N043	RCON N044	RCON N045	RCON N046	RCON N047	M.18.e	
	RCON N040		RCON N041		RCON N042		N/A	N/A	N/A	N/A	N/A		
							N/A	N/A	N/A	N/A	N/A	M.18.f	
	RCON N055		RCON N056		RCON N057		RCON N058	RCON N059	RCON N060	RCON N061	RCON N062		
							N/A	N/A	N/A	N/A	N/A	M.18.g	
	RCON N070		RCON N071		RCON N072		RCON N073	RCON N074	RCON N075	RCON N076	RCON N077		
							N/A	N/A	N/A	N/A	N/A	M.18.h	
	RCON N085		RCON N086		RCON N087		RCON N088	RCON N089	RCON N090	RCON N091	RCON N092		
						N/A	N/A	N/A	N/A	N/A	M.18.i		
RCON N100		RCON N101		RCON N102		RCON N103	RCON N104	RCON N105	RCON N106	RCON N107			
						N/A	N/A	N/A	N/A	N/A	M.18.j		
RCON N115		RCON N116		RCON N117		RCON N118	RCON N119	RCON N120	RCON N121	RCON N122			
						N/A	N/A	N/A	N/A	N/A			

Schedule RC-O—Continued

Memorandum item 18 is to be completed by "large institutions" and "highly complex institutions" as defined in FDIC regulations.

Amounts reported in Memorandum item 18 will not be made available to the public on an individual institution basis.

Dollar Amounts in Thousands

Two-Year Probability of Default (PD)										(Column O) PDs were Derived Using(1)
(Column I)		(Column J)		(Column K)		(Column L)	(Column M)	(Column N)		
20.01–22%		22.01–26%		26.01–30%		> 30%	Unscoreable	Total		
Bil Mil Thou		Bil Mil Thou		Bil Mil Thou		Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Number	
18. Outstanding balance of 1-4 family residential mortgage loans, consumer loans, and consumer leases by two-year probability of default:										
a. "Nontraditional 1-4 family residential mortgage loans" as defined for assessment purposes only in FDIC regulations										
RCON M972		RCON M973		RCON M974		RCON M975	RCON M976	RCON M977	RCON M978	M.18.a
N/A		N/A		N/A		N/A	N/A	N/A	N/A	
b. Closed-end loans secured by first liens on 1-4 family residential properties										
RCON M987		RCON M988		RCON M989		RCON M990	RCON M991	RCON M992	RCON M993	M.18.b
N/A		N/A		N/A		N/A	N/A	N/A	N/A	
c. Closed-end loans secured by junior liens on 1-4 family residential properties										
RCON N003		RCON N004		RCON N005		RCON N006	RCON N007	RCON N008	RCON N009	M.18.c
N/A		N/A		N/A		N/A	N/A	N/A	N/A	
d. Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit										
RCON N018		RCON N019		RCON N020		RCON N021	RCON N022	RCON N023	RCON N024	M.18.d
N/A		N/A		N/A		N/A	N/A	N/A	N/A	
RCON N048		RCON N049		RCON N050		RCON N051	RCON N052	RCON N053	RCON N054	M.18.e
N/A		N/A		N/A		N/A	N/A	N/A	N/A	
e. Credit cards										
RCON N063		RCON N064		RCON N065		RCON N066	RCON N067	RCON N068	RCON N069	M.18.f
N/A		N/A		N/A		N/A	N/A	N/A	N/A	
f. Automobile loans										
RCON N078		RCON N079		RCON N080		RCON N081	RCON N082	RCON N083	RCON N084	M.18.g
N/A		N/A		N/A		N/A	N/A	N/A	N/A	
g. Student loans										
RCON N093		RCON N094		RCON N095		RCON N096	RCON N097	RCON N098	RCON N099	M.18.h
N/A		N/A		N/A		N/A	N/A	N/A	N/A	
h. Other consumer loans and revolving credit plans other than credit cards										
RCON N108		RCON N109		RCON N110		RCON N111	RCON N112	RCON N113	RCON N114	M.18.i
N/A		N/A		N/A		N/A	N/A	N/A	N/A	
i. Consumer leases										
RCON N123		RCON N124		RCON N125		RCON N126	RCON N127	RCON N128		M.18.j
N/A		N/A		N/A		N/A	N/A	N/A		
j. Total										

(1) For PDs derived using scores and default rate mappings provided by a third-party vendor, enter 1; for PDs derived using an internal approach, enter 2; for PDs derived using third-party vendor mappings for some loans within a product type and an internal approach for other loans within the same product type, enter 3. If the total reported in Column N for a product type is zero, enter 0.

Schedule RC-P—1-4 Family Residential Mortgage Banking Activities

Schedule RC-P is to be completed by (1) all banks with \$1 billion or more in total assets¹ and (2) banks 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 exceed \$10 million for two consecutive quarters.

Dollar Amounts in Thousands		RCON	Bil	Mil	Thou	
1. Retail originations during the quarter of 1-4 family residential mortgage loans for sale:(2)						
a. Closed-end first liens		F066		N/A		1.a
b. Closed-end junior liens		F067		N/A		1.b
c. Open-end loans extended under lines of credit:						
(1) Total commitment under the lines of credit		F670		N/A		1.c.(1)
(2) Principal amount funded under the lines of credit		F671		N/A		1.c.(2)
2. Wholesale originations and purchases during the quarter of 1-4 family residential mortgage loans for sale:(2)						
a. Closed-end first liens		F068		N/A		2.a
b. Closed-end junior liens		F069		N/A		2.b
c. Open-end loans extended under lines of credit:						
(1) Total commitment under the lines of credit		F672		N/A		2.c.(1)
(2) Principal amount funded under the lines of credit		F673		N/A		2.c.(2)
3. 1-4 family residential mortgage loans sold during the quarter:						
a. Closed-end first liens		F070		N/A		3.a
b. Closed-end junior liens		F071		N/A		3.b
c. Open-end loans extended under lines of credit:						
(1) Total commitment under the lines of credit		F674		N/A		3.c.(1)
(2) Principal amount funded under the lines of credit		F675		N/A		3.c.(2)
4. 1-4 family residential mortgage loans held for sale at quarter-end (included in Schedule RC, item 4.a and 5):						
a. Closed-end first liens		F072		N/A		4.a
b. Closed-end junior liens		F073		N/A		4.b
c. Open-end loans extended under lines of credit:						
(1) Total commitment under the lines of credit		F676		N/A		4.c.(1)
(2) Principal amount funded under the lines of credit		F677		N/A		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 RI, items 5.f, 5.g, and 5.i):		RIAD				
a. Closed-end 1-4 family residential mortgage loans		F184		N/A		5.a
b. Open-end 1-4 family residential mortgage loans extended under lines of credit		F560		N/A		5.b
6. Repurchases and indemnifications of 1-4 family residential mortgage loans during the quarter:		RCON				
a. Closed-end first liens		F678		N/A		6.a
b. Closed-end junior liens		F679		N/A		6.b
c. Open-end loans extended under line of credit:						
(1) Total commitment under the lines of credit		F680		N/A		6.c.(1)
(2) Principal amount funded under the lines of credit		F681		N/A		6.c.(2)
7. Representation and warranty reserves for 1-4 family residential mortgage loans sold:						
a. For representations and warranties made to U.S. government agencies and government-sponsored agencies		L191		N/A		7.a
b. For representations and warranties made to other parties		L192		N/A		7.b
c. Total representation and warranty reserves (sum of items 7.a and 7.b)		M288		N/A		7.c

(1) The \$1 billion asset size test is generally based on the total assets reported on the June 30, 2012, Report of Condition.

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

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

Schedule RC-Q is to be completed by banks that:

- (1) Had total assets of \$500 million or more as of the beginning of their fiscal year; or
 (2) Had total assets of less than \$500 million as of the beginning of their fiscal year and either:
 (a) Have elected to report financial instruments or servicing assets and liabilities at fair value under a fair value option with changes in fair value recognized in earnings, or
 (b) Are required to complete Schedule RC-D, Trading Assets and Liabilities.

	(Column A) Total Fair Value Reported on Schedule RC				(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				
Dollar Amounts in Thousands	RCON	Bil Mil Thou			RCON	Bil Mil Thou			RCON	Bil Mil Thou			RCON	Bil Mil Thou			RCON	Bil Mil Thou			
Assets																					
1. Available-for-sale securities _____	1773	N/A			G474	N/A			G475	N/A			G476	N/A			G477	N/A			1
2. Federal funds sold and securities purchased under agreements to resell _____	G478	N/A			G479	N/A			G480	N/A			G481	N/A			G482	N/A			2
3. Loans and leases held for sale _____	G483	N/A			G484	N/A			G485	N/A			G486	N/A			G487	N/A			3
4. Loans and leases held for investment _____	G488	N/A			G489	N/A			G490	N/A			G491	N/A			G492	N/A			4
5. Trading assets:																					
a. Derivative assets _____	3543	N/A			G493	N/A			G494	N/A			G495	N/A			G496	N/A			5.a
b. Other trading assets _____	G497	N/A			G498	N/A			G499	N/A			G500	N/A			G501	N/A			5.b
(1) Nontrading securities at fair value with changes in fair value reported in current earnings (included in Schedule RC-Q, item 5.b, above) _____	F240	N/A			F684	N/A			F692	N/A			F241	N/A			F242	N/A			5.b.1
6. All other assets _____	G391	N/A			G392	N/A			G395	N/A			G396	N/A			G804	N/A			6
7. Total assets measured at fair value on a recurring basis(sum of items 1 through 5b plus item 6.) _____	G502	N/A			G503	N/A			G504	N/A			G505	N/A			G506	N/A			7

Schedule RC-Q—Continued

	(Column A) Total Fair Value Reported on Schedule RC		(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		
Dollar Amounts in Thousands	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	
Liabilities											
8. Deposits	F252	N/A	F686	N/A	F694	N/A	F253	N/A	F254	N/A	8
9. Federal funds purchased and securities sold under agreements to repurchase	G507	N/A	G508	N/A	G509	N/A	G510	N/A	G511	N/A	9
10. Trading liabilities:											
a. Derivative liabilities	3547	N/A	G512	N/A	G513	N/A	G514	N/A	G515	N/A	10.a
b. Other trading liabilities	G516	N/A	G517	N/A	G518	N/A	G519	N/A	G520	N/A	10.b
11. Other borrowed money	G521	N/A	G522	N/A	G523	N/A	G524	N/A	G525	N/A	11
12. Subordinated notes and debentures	G526	N/A	G527	N/A	G528	N/A	G529	N/A	G530	N/A	12
13. All other liabilities	G805	N/A	G806	N/A	G807	N/A	G808	N/A	G809	N/A	13
14. Total liabilities measured at fair value on a recurring basis (sum of items 8 through 13)	G531	N/A	G532	N/A	G533	N/A	G534	N/A	G535	N/A	14

Schedule RC-Q—Continued

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

Schedule RC-R—Regulatory Capital

Dollar Amounts in Thousands		RCON	Bil Mil Thou	
Tier 1 capital				
1. Total bank equity capital (from Schedule RC, item 27.a)		3210	27,254	1
2. LESS: Net unrealized gains (losses) on available-for-sale securities(1) (if a gain, report as a positive value; if a loss, report as a negative value)		8434	0	2
3. LESS: Net unrealized loss on available-for-sale EQUITY securities(1)(report loss as a positive value)		A221	0	3
4. LESS: Accumulated net gains (losses) on cash flow hedges (1) and amounts recorded in AOCI resulting from the initial and subsequent application of FASB ASC 715-20 (former FASB Statement No. 158) to defined benefit postretirement plans (if a gain, report as a positive value; if a loss, report as a negative value)		4336	0	4
5. LESS: Nonqualifying perpetual preferred stock		B588	0	5
6. Qualifying noncontrolling (minority) interests in consolidated subsidiaries		B589	0	6
7.a. LESS: Disallowed goodwill and other disallowed intangible assets		B590	0	7.a
b. LESS: Cumulative change in fair value of all financial liabilities accounted for under a fair value option that is included in retained earnings and is attributable to changes in the bank's own creditworthiness (if a net gain, report as a positive value; if a net loss, report as a negative value)		F264	0	7.b
8. Subtotal (sum of items 1 and 6, less items 2, 3, 4, 5, 7.a, and 7.b)		C227	27,254	8
9.a. LESS: Disallowed servicing assets and purchased credit card relationships		B591	28	9.a
b. LESS: Disallowed deferred tax assets		5610	2,600	9.b
10. Other additions to (deductions from) Tier 1 capital		B592	0	10
11. Tier 1 capital (sum of items 8 and 10, less items 9.a and 9.b)		8274	24,626	11
Tier 2 capital				
12. Qualifying subordinated debt and redeemable preferred stock		5306	0	12
13. Cumulative perpetual preferred stock includible in Tier 2 capital		B593	0	13
14. Allowance for loan and lease losses includible in Tier 2 capital		5310	1,570	14
15. Unrealized gains on available-for-sale equity securities includible in Tier 2 capital		2221	0	15
16. Other Tier 2 capital components		B594	0	16
17. Tier 2 capital (sum of items 12 through 16)		5311	1,570	17
18. Allowable Tier 2 capital (lesser of item 11 or 17)		8275	1,570	18
19. Not Applicable				
20. LESS: Deductions for total risk-based capital		B595	0	20
21. Total risk-based capital (sum of items 11 and 18, less item 20)		3792	26,196	21
Total assets for leverage ratio				
22. Total assets (for banks, from Schedule RC-K, item 9; for savings associations, from Schedule RC, item 12)		L136	150,415	22
23. LESS: Disallowed goodwill and other disallowed intangible assets (from item 7.a above)		B590	0	23
24. LESS: Disallowed servicing assets and purchased credit card relationships (from item 9.a above)		B591	28	24
25. LESS: Disallowed deferred tax assets (from item 9.b above)		5610	2,600	25
26. Other additions to (deductions from) assets for leverage capital purposes		L137	0	26
27. Total assets for leverage capital purposes (sum of items 22 and 26 less items 23 through 25)		L138	147,787	27
Adjustments for financial subsidiaries				
28. a. Adjustment to Tier 1 capital reported in item 11		C228	0	28.a
b. Adjustment to total risk-based capital reported in item 21		B503	0	28.b
29. Adjustment to risk-weighted assets reported in item 62		B504	0	29
30. Adjustment to average total assets reported in item 27		B505	0	30

(1) Report amount included in Schedule RC, item 26.b, "Accumulated other comprehensive income(AOCI)."

Schedule RC-R—Regulatory Capital

Dollar Amounts in Thousands

RCN | Bil | Mil | Thou

Capital ratios

(Column B is to be completed by all banks. Column A is to be completed by banks with financial subsidiaries.)

	(Column A)		(Column B)		
	RCN	Percentage	RCN	Percentage	
31. Tier 1 leverage ratio(1)	7273	0.00%	7204	16.66%	31
32. Tier 1 risk-based capital ratio(2)	7274	0.00%	7206	19.76%	32
33. Total risk-based capital ratio(3)	7275	0.00%	7205	21.02%	33

(1) The ratio for column B is item 11 divided by item 27. The ratio for column A is item 11 minus item 28.a divided by (item 27 minus item 30).
(2) The ratio for column B is item 11 divided by item 62. The ratio for column A is item 11 minus item 28.a divided by (item 62 minus item 29).
(3) The ratio for column B is item 21 divided by item 62. The ratio for column A is item 21 minus item 28.b divided by (item 62 minus item 29).

Schedule RC-R—Continued

Banks are not required to risk-weight each on-balance sheet asset and the credit equivalent amount of each off-balance sheet item that qualifies for a risk weight of less than 100 percent (50 percent for derivatives) at its lower risk weight. When completing items 34 through 54 of Schedule RC-R, each bank should decide for itself how detailed a risk-weight analysis it wishes to perform. In other words, a bank can choose from among its assets and off-balance sheet items that have a risk weight of less than 100 percent which ones to risk-weight at an appropriate lower risk weight, or it can simply risk-weight some or all of these items at a 100 percent risk weight (50 percent for derivatives).

	(Column A) Totals (from Schedule RC)		(Column B) Items Not Subject to Risk-Weighting		(Column C)	(Column D)	(Column E)	(Column F)	
					Allocation by Risk Weight Category				
					0%	20%	50%	100%	
Dollar Amounts in Thousands	Bil Mil Thou		Bil Mil Thou		Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	
Balance Sheet Asset Categories									
34. Cash and balances due from depository institutions (Column A equals the sum of Schedule RC items 1.a and 1.b)	RCON 0010 8,686		RCON C869 0		RCON B600 156	RCON B601 8,530		RCON B602 0	34
35. Held-to-maturity securities(Column A must equal Schedule RC-B, item 8, column A)	RCON 1754 0		RCON B603 0		RCON B604 0	RCON B605 0	RCON B606 0	RCON B607 0	35
36. Available-for-sale securities(Column A must equal Schedule RC-B, item 8, column D)	RCON 1773 0		RCON B608 0		RCON B609 0	RCON B610 0	RCON B611 0	RCON B612 0	36
37. Federal funds sold and securities purchased under agreements to resell	RCON C225 28,440				RCON C063 0	RCON C064 28,440		RCON B520 0	37
38. Loans and leases held for sale(Column A must equal RC 4.a)	RCON 5369 0		RCON B617 0		RCON B618 0	RCON B619 0	RCON B620 0	RCON B621 0	38
39. Loans and leases, net of unearned income(Col A must equal RC 4.b)	RCON B528 111,955		RCON B622 0		RCON B623 0	RCON B624 827	RCON B625 83	RCON B626 111,045	39
40. LESS: Allowance for loan and lease losses	RCON 3123 2,491		RCON 3123 2,491						40
41. Trading assets (Column A must equal RC 5)	RCON 3545 0		RCON B627 0		RCON B628 0	RCON B629 0	RCON B630 0	RCON B631 0	41
42. All other assets(1)	RCON B639 6,187		RCON B640 2,600		RCON B641 0	RCON B642 496	RCON B643 0	RCON 5339 3,091	42
43. Total assets (sum of items 34 through 42)	RCON 2170 152,777		RCON B644 109		RCON 5320 156	RCON 5327 38,293	RCON 5334 83	RCON 5340 114,136	43

(1) 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 RC-R—Continued

	(Column A) Face Value or Notional Amount		Credit Conversion Factor		(Column B) Credit Equivalent Amount(1)		(Column C)	(Column D)	(Column E)	(Column F)			
	Allocation by Risk Weight Category												
	0%				20%		50%	100%					
Dollar Amounts in Thousands	Bil Mil Thou				Bil Mil Thou		Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou			
Derivatives and Off-Balance Sheet Items	RCON B546		See footnote(2)		RCON B547		RCON B548	RCON B581	RCON B582	RCON B583			
44. Financial standby letters of credit	602		1.000		602		0	0	0	602	44		
45. Performance standby letters of	RCON 3821				RCON B650		RCON B651	RCON B652	RCON B653	RCON B654			
of credit(Column A must equal RC-L.3)	0		.50		0		0	0	0	0	45		
46. Commercial and similar letters	RCON 3411				RCON B655		RCON B656	RCON B657	RCON B658	RCON B659			
of credit(Column A must equal RC-L.4)	0		.20		0		0	0	0	0	46		
47. Risk participations in bankers													
acceptances acquired by the	RCON 3429				RCON B660		RCON B661	RCON B662		RCON B663			
reporting institution	0		1.00		0		0	0		0	47		
	RCON 3433				RCON B664		RCON B665	RCON B666	RCON B667	RCON B668			
48. Securities lent (must equal RC-L.6)	0		1.00		0		0	0	0	0	48		
49. Retained recourse on small business													
obligations sold with recourse(Column A must	RCON A250				RCON B669		RCON B670	RCON B671	RCON B672	RCON B673			
equal RC-S.M.1.b)	0		1.00		0		0	0	0	0	49		
50. Recourse and direct credit													
substitutes (other than financial													
standby letters of credit) subject to													
the low-level exposure rule and													
residual interests subject to a													
dollar-for-dollar capital requirement (Column F	RCON B541		See footnote(3)		RCON B542					RCON B543			
must equal Column B)	0		12.500		0					0	50		
51. All other financial assets sold with	RCON B675				RCON B676		RCON B677	RCON B678	RCON B679	RCON B680			
recourse	0		1.00		0		0	0	0	0	51		
52. All other off-balance sheet	RCON B681				RCON B682		RCON B683	RCON B684	RCON B685	RCON B686			
liabilities	0		1.00		0		0	0	0	0	52		
53. Unused commitments:													
a. With an original maturity	RCON 3833				RCON B687		RCON B688	RCON B689	RCON B690	RCON B691			
exceeding one year	6,440		.50		3,220		0	87	0	3,133	53.a		
b. With an original maturity of one													
year or less to asset-backed	RCON G591				RCON G592		RCON G593	RCON G594	RCON G595	RCON G596			
commercial paper conduits	0		.10		0		0	0	0	0	53.b		
					RCON A167		RCON B693	RCON B694	RCON B695				
54. Derivative contracts					0		0	0	0		54		

(1) Column A multiplied by credit conversion factor.

(2) For financial standby letters of credit to which the low-level exposure rule applies, use a credit conversion factor of 12.5 or an institution-specific factor.

For other financial standby letters of credit, use a credit conversion factor of 1.00. See instructions for further information. (Entering an 'M' allows for data entry in Column B.)

(3) Or institution specific factor.

Schedule RC-R—Continued

				(Column C)	(Column D)	(Column E)	(Column F)			
				Allocation by Risk Weight Category						
				0%	20%	50%	100%			
				Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou			
Dollar Amounts in Thousands										
Totals										
55. Total assets, derivatives, and off-balance sheet items by risk weight category (for each column, sum of items 43 through 54)				RCON B696	RCON B697	RCON B698	RCON B699	55		
				156	38,380	83	117,871	56		
56. Risk weight factor				x 0%	x 20%	x 50%	x 100%			
57. Risk-weighted assets by risk weight category (for each column, item 55 multiplied by item 56)				RCON B700	RCON B701	RCON B702	RCON B703	57		
				0	7,676	42	117,871			
58. Market risk equivalent assets							RCON 1651	58		
							0			
59. Risk-weighted assets before deductions for excess allowance for loan and lease losses and allocated transfer risk reserve (sum of item 57, columns C through F, and item 58)							RCON B704	59		
							125,589			
60. LESS: Excess allowance for loan and lease losses							RCON A222	60		
							948			
61. LESS: Allocated transfer risk reserve							RCON 3128	61		
							0			
62. Total risk-weighted assets (item 59 minus items 60 and 61)				RCON A223	62					
				124,641						
Memoranda										
				Dollar Amounts in Thousands				RCON	Bil Mil Thou	
1. Current credit exposure across all derivative contracts covered by the risk-based capital standards								8764	0	M.1

Schedule RC-R—Continued

Memoranda—Continued

Memoranda—Continued		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									
2. Notional principal amounts of derivative contracts:(1)	RCON	Tril Bil Mil Thou	RCON	Tril Bil Mil Thou	RCON	Tril Bil Mil Thou			
a. Interest rate contracts	3809	0	8766	0	8767	0	M.2.a		
b. Foreign exchange contracts	3812	0	8769	0	8770	0	M.2.b		
c. Gold contracts	8771	0	8772	0	8773	0	M.2.c		
d. Other precious metals contracts	8774	0	8775	0	8776	0	M.2.d		
e. Other commodity contracts	8777	0	8778	0	8779	0	M.2.e		
f. Equity derivative contracts	A000	0	A001	0	A002	0	M.2.f		
g. Credit derivative contracts:									
Purchased credit protection that (a) is a covered position under the market risk rule or (b) is not a covered position under the market risk rule and is not recognized as a guarantee for risk-based capital purposes:									
(1) Investment grade	G597	0	G598	0	G599	0	M.2.g.1		
(2) Subinvestment grade	G600	0	G601	0	G602	0	M.2.g.2		

(1) Exclude foreign exchange contracts with an original maturity of 14 days or less and all futures contracts.

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

	(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	Bil Mil Thou		Bil Mil Thou		Bil Mil Thou		Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou
Bank Securitization Activities										
1. Outstanding principal balance of assets sold and securitized by the reporting bank with servicing retained or with recourse or other seller-provided credit enhancements										
	RCON B705		RCON B706		RCON B707		RCON B708	RCON B709	RCON B710	RCON B711
	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 Schedules RC-B or RC-F or in Schedule RC, item 5)										
	RCON B712		RCON B713		RCON B714		RCON B715	RCON B716	RCON B717	RCON B718
	0		0		0		0	0	0	0
b. Subordinated securities and other residual interests										
	RCON C393		RCON C394		RCON C395		RCON C396	RCON C397	RCON C398	RCON C399
	0		0		0		0	0	0	0
c. Standby letters of credit and other enhancements										
	RCON C400		RCON C401		RCON C402		RCON C403	RCON C404	RCON C405	RCON C406
	0		0		0		0	0	0	0
3. Reporting bank's unused commitments to provide liquidity to structures reported in item 1										
	RCON B726		RCON B727		RCON B728		RCON B729	RCON B730	RCON B731	RCON B732
	0		0		0		0	0	0	0
4. Past due loan amounts included in item 1:										
a. 30-89 days past due										
	RCON B733		RCON B734		RCON B735		RCON B736	RCON B737	RCON B738	RCON B739
	0		0		0		0	0	0	0
	RCON B740		RCON B741		RCON B742		RCON B743	RCON B744	RCON B745	RCON B746
	0		0		0		0	0	0	0
b. 90 days or more past due										
	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										
	RIAD B747		RIAD B748		RIAD B749		RIAD B750	RIAD B751	RIAD B752	RIAD B753
	0		0		0		0	0	0	0
	RIAD B754		RIAD B755		RIAD B756		RIAD B757	RIAD B758	RIAD B759	RIAD B760
b. Recoveries										
	0		0		0		0	0	0	0

Schedule RC-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	Bil Mil Thou		Bil Mil Thou		Bil Mil Thou		Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou
6. Amount of ownership (or seller's) interests carried as:										
a. Securities (included in Schedule RC-B or in Schedule RC, item 5)			RCN B761		RCN B762				RCN B763	
			0		0				0	6.a
b. Loans (included in Schedule RC-C)			RCN B500		RCN B501				RCN B502	
			0		0				0	6.b
7. Past due loan amounts included in interests reported in item 6.a:										
a. 30-89 days past due			RCN B764		RCN B765				RCN B766	
			0		0				0	7.a
b. 90 days or more past due			RCN B767		RCN B768				RCN B769	
			0		0				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			RIAD B770		RIAD B771				RIAD B772	
			0		0				0	8.a
b. Recoveries			RIAD B773		RIAD B774				RIAD B775	
			0		0				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 bank to other institutions' securitization structures in the form of standby letters of credit, purchased subordinated securities, and other enhancements										
			RCN B776		RCN B777		RCN B778		RCN B779	RCN B780
			0		0		0		0	0
10. Reporting bank's unused commitments to provide liquidity to other institutions' securitization structures										
			RCN B783		RCN B784		RCN B785		RCN B786	RCN B787
			0		0		0		0	0

9

10

Schedule RC-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	Bil Mil Thou		Bil Mil Thou		Bil Mil Thou		Bil Mil Thou	Bil Mil Thou	Bil Mil Thou	Bil Mil Thou
Bank Asset Sales										
11. Assets sold with recourse or other seller-provided credit enhancements and not securitized by the reporting bank	RCN B790		RCN B791		RCN B792		RCN B793	RCN B794	RCN B795	RCN B796
	0		0		0		0	0	0	0
12. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to assets reported in item 11	RCN B797		RCN B798		RCN B799		RCN B800	RCN B801	RCN B802	RCN B803
	0		0		0		0	0	0	0

Memoranda

	Dollar Amounts in Thousands	RCN	Bil Mil Thou	
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. Closed-end 1-4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements		B804	0	M.2.a
b. Closed-end 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements		B805	270	M.2.b
c. Other financial assets (includes home equity lines)(1)		A591	11,828	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 bank's 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 bank's holding company		B808	0	M.3.b.1
(2) Conduits sponsored by other unrelated institutions		B809	0	M.3.b.2
4. Outstanding credit card fees and finance charges included in Schedule RC-S, item 1, column C(2)		C407	N/A	M.4

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

(2) Memorandum item 4 is to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.

Schedule RC-T—Fiduciary and Related Services

	RCON	YES / NO	
1. Does the institution have fiduciary powers? (If "NO," do not complete Schedule RC-T.)	A345	NO	1
	RCON	YES / NO	
2. Does the institution exercise the fiduciary powers it has been granted?	A346	NO	2
	RCON	YES / NO	
3. Does the institution have any fiduciary or related activity (in the form of assets or accounts) to report in this schedule? (If "NO," do not complete the rest of Schedule RC-T.)	B867	NO	3

If the answer to item 3 is "YES," complete the applicable items of Schedule RC-T, as follows:

Institutions with total fiduciary assets (item 10, sum of columns A and B) greater than \$250 million (as of the preceding December 31) or with gross fiduciary and related services income greater than 10% of revenue (net interest income plus noninterest income) for the preceding calendar year must complete:

- Items 4 through 22 and Memorandum item 3 quarterly,
- Items 23 through 26 annually with the December report, and
- Memorandum items 1,2, and 4 annually with the December report.

Institutions with total fiduciary assets (item 10, sum of columns A and B) greater than \$100 million but less than or equal to \$250 million (as of the preceding December 31) that do not meet the fiduciary income test for quarterly reporting must complete:

- Items 4 through 26 annually with the December report, and
- Memorandum items 1 through 4 annually with the December report.

Institutions with total fiduciary assets (item 10, sum of columns A and B) of \$100 million or less (as of the preceding December 31) that do not meet the fiduciary income test for quarterly reporting must complete:

- Items 4 through 13 annually with the December report, and
- Memorandum items 1 through 3 annually with the December report.

	(Column A) Managed Assets		(Column B) Non-Managed Assets		(Column C) Number of Managed Accounts		(Column D) Number of Non-Managed Accounts	
Dollar Amounts in Thousands	Tril Bil Mil Thou		Tril Bil Mil Thou					
Fiduciary and Related Assets	RCON B868		RCON B869		RCON B870		RCON B871	
4. Personal trust and agency accounts	N/A		N/A		N/A		N/A	4
5. Employee benefit and retirement-related trust and agency accounts:	RCON B872		RCON B873		RCON B874		RCON B875	
a. Employee benefit-defined contribution	N/A		N/A		N/A		N/A	5.a
b. Employee benefit-defined benefit	RCON B876		RCON B877		RCON B878		RCON B879	
c. Other employee benefit and retirement-related accounts	N/A		N/A		N/A		N/A	5.b
	RCON B880		RCON B881		RCON B882		RCON B883	5.c
	N/A		N/A		N/A		N/A	
	RCON B884		RCON B885		RCON C001		RCON C002	
6. Corporate trust and agency accounts	N/A		N/A		N/A		N/A	6
7. Investment management and investment advisory agency accounts	RCON B886		RCON J253		RCON B888		RCON J254	
	N/A		N/A		N/A		N/A	7
8. Foundation and endowment trust and agency accounts	RCON J255		RCON J256		RCON J257		RCON J258	
	N/A		N/A		N/A		N/A	8
	RCON B890		RCON B891		RCON B892		RCON B893	
9. Other fiduciary accounts	N/A		N/A		N/A		N/A	9
10. Total fiduciary accounts (sum of items 4 through 9)	RCON B894		RCON B895		RCON B896		RCON B897	
	N/A		N/A		N/A		N/A	10

Schedule RC-T—Continued

	(Column A) Managed Assets		(Column B) Non-Managed Assets		(Column C) Number of Managed Accounts		(Column D) Number of Non-Managed Accounts	
Dollar Amounts in Thousands	Tril Bil Mil Thou		Tril Bil Mil Thou					
11. Custody and safekeeping accounts			RCON B898				RCON B899	11
12. Not applicable			N/A				N/A	
13. Individual Retirement Accounts, Health Savings Accounts, and other similar accounts (included in items 5.c and 11)								
	RCON J259		RCON J260		RCON J261		RCON J262	13
	N/A		N/A		N/A		N/A	

	Dollar Amounts in Thousands	RIAD	Bil Mil Thou	
Fiduciary and Related Services Income				
14. Personal trust and agency accounts		B904	N/A	14
15. Employee benefit and retirement-related trust and agency accounts:				
a. Employee benefit—defined contribution		B905	N/A	15.a
b. Employee benefit—defined benefit		B906	N/A	15.b
c. Other employee benefit and retirement-related accounts		B907	N/A	15.c
16. Corporate trust and agency accounts		A479	N/A	16
17. Investment management and investment advisory agency accounts		J315	N/A	17
18. Foundation and endowment trust and agency accounts		J316	N/A	18
19. Other fiduciary accounts		A480	N/A	19
20. Custody and safekeeping accounts		B909	N/A	20
21. Other fiduciary and related services income		B910	N/A	21
22. Total gross fiduciary and related services income (sum of items 14 through 21) (must equal Schedule RI, item 5.a)		4070	N/A	22
23. LESS: Expenses		C058	N/A	23
24. LESS: Net losses from fiduciary and related services		A488	N/A	24
25. PLUS: Intracompany income credits for fiduciary and related services		B911	N/A	25
26. Net fiduciary and related services income		A491	N/A	26

Memoranda

Memoranda	(Column A) Personal Trust and Agency and Investment Management Agency Accounts		(Column B) Employee Benefit and Retirement- Related Trust and Agency Accounts		(Column C) All Other Accounts		
	Dollar Amounts in Thousands						
1. Managed assets held in fiduciary accounts:	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	
a. Noninterest-bearing deposits	J263	N/A	J264	N/A	J265	N/A	M.1.a
b. Interest-bearing deposits	J266	N/A	J267	N/A	J268	N/A	M.1.b
c. U.S. Treasury and U.S. Government agency obligations							
d. State, county, and municipal obligations	J272	N/A	J273	N/A	J274	N/A	M.1.c
e. Money market mutual funds	J275	N/A	J276	N/A	J277	N/A	M.1.d
f. Equity mutual funds	J278	N/A	J279	N/A	J280	N/A	M.1.e
g. Other mutual funds	J281	N/A	J282	N/A	J283	N/A	M.1.f
h. Common trust funds and collective investment funds							M.1.g
i. Other short-term obligations	J284	N/A	J285	N/A	J286	N/A	M.1.h
j. Other notes and bonds	J287	N/A	J288	N/A	J289	N/A	M.1.i
k. Investments in unregistered funds and private equity investments	J290	N/A	J291	N/A	J292	N/A	M.1.j
	J293	N/A	J294	N/A	J295	N/A	M.1.k

Schedule RC-T—Continued

Memoranda—Continued

Dollar Amounts in Thousands

	(Column A) Personal Trust and Agency and Investment Management Agency Accounts		(Column B) Employee Benefit and Retirement- Related Trust and Agency Accounts		(Column C) All Other Accounts		
	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	
1. l. Other common and preferred stocks	J296	N/A	J297	N/A	J298	N/A	M.1.l
m. Real estate mortgages	J299	N/A	J300	N/A	J301	N/A	M.1.m
n. Real estate	J302	N/A	J303	N/A	J304	N/A	M.1.n
o. Miscellaneous assets	J305	N/A	J306	N/A	J307	N/A	M.1.o
p. Total managed assets held in fiduciary accounts (for each column, sum of Memorandum items 1.a through 1.o)	J308	N/A	J309	N/A	J310	N/A	M.1.p

Dollar Amounts in Thousands

	(Column A) Managed Assets		(Column B) Number of Managed Accounts		
	RCON	Bil Mil Thou	RCON		
1. q. Investments of managed fiduciary accounts in advised or sponsored mutual funds	J311	N/A	J312	N/A	M.1.q

Dollar Amounts in Thousands

	(Column A) Number of Issues		(Column B) Principal Amount Outstanding		
	RCON		Tril Bil Mil Thou		
2. Corporate trust and agency accounts:			RCON B928		
a. Corporate and municipal trusteeships	B927	N/A		N/A	M.2.a
(1) Issues reported in Memorandum item 2.a. that are in default	J313	N/A	RCON J314	N/A	M.2.a.1
b. Transfer agent, registrar, paying agent, and other corporate agency	B929	N/A			M.2.b

Dollar Amounts in Thousands

	(Column A) Number of Funds		(Column B) Market Value of Fund Assets		
	RCON		RCON	Bil Mil Thou	
3. Collective investment funds and common trust funds:					
a. Domestic equity	B931	N/A	B932	N/A	M.3.a
b. International/Global equity	B933	N/A	B934	N/A	M.3.b
c. Stock/Bond blend	B935	N/A	B936	N/A	M.3.c
d. Taxable bond	B937	N/A	B938	N/A	M.3.d
e. Municipal bond	B939	N/A	B940	N/A	M.3.e
f. Short term investments/Money market	B941	N/A	B942	N/A	M.3.f
g. Specialty/Other	B943	N/A	B944	N/A	M.3.g
h. Total collective investment funds (sum of Memorandum items 3.a through 3.g)	B945	N/A	B946	N/A	M.3.h

Schedule RC-T—Continued

Memoranda—Continued

Dollar Amounts in Thousands	(Column A) Gross Losses Managed Accounts		(Column B) Gross Losses Non-Managed Accounts		(Column C) Recoveries		
	RIAD	Mil Thou	RIAD	Mil Thou	RIAD	Mil Thou	
4. Fiduciary settlements, surcharges and other losses:							
a. Personal trust and agency accounts	B947	N/A	B948	N/A	B949	N/A	M.4.a
b. Employee benefit and retirement related trust and agency accounts	B950	N/A	B951	N/A	B952	N/A	M.4.b
c. Investment management and investment advisory agency accounts	B953	N/A	B954	N/A	B955	N/A	M.4.c
d. Other fiduciary accounts and related services	B956	N/A	B957	N/A	B958	N/A	M.4.d
e. Total fiduciary settlements, surcharges, and other losses (sum of Memorandum items 4.a through 4.d) (sum of columns A and B minus column C must equal Schedule RC-T, item 24)	B959	N/A	B960	N/A	B961	N/A	M.4.e

Person to whom questions about Schedule RC-T—Fiduciary and Related Services should be directed:

N/A

Name and Title (TEXT B962)

N/A

E-mail Address (TEXT B926)

N/A

Telephone: Area code/phone number/extension (TEXT B963)

N/A

FAX: Area code/phone number (TEXT B964)

Schedule RC-V— Variable Interest Entities

Dollar Amounts in Thousands	(Column A) Securitization Vehicles		(Column B) ABCP Conduits		(Column C) Other VIEs		
	RCON	Bil Mil Thou	RCON	Bil Mil Thou	RCON	Bil Mil Thou	
1. Assets of consolidated variable interest entities (VIEs) that can be used only to settle obligations of the consolidated VIEs:							
a. Cash and balances due from depository institutions	J981	0	J982	0	J983	0	1.a
b. Held-to-maturity securities	J984	0	J985	0	J986	0	1.b
c. Available-for-sale securities	J987	0	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	0	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	0	1.k
2. Liabilities of consolidated VIEs for which creditors do not have recourse to the general credit of the reporting bank:							
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	0	K025	0	K026	0	2.d
e. Other liabilities	K027	0	K028	0	K029	0	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

[illegible]

REPORT OF CONDITION

Consolidating domestic subsidiaries of
PROAMERICA Bank
in the state of CA at close of business on December 31, 2013
published in response to call made by (Enter additional information below)

Statement of Resources and Liabilities

Dollar Amounts in Thousands

ASSETS

Cash and balances due from depository institutions:		
Noninterest-bearing balances and currency and coin		1,678
Interest-bearing balances		7,008
Securities:		
Held-to-maturity securities		0
Available-for-sale securities		0
Federal funds sold and securities purchased under agreements to resell:		
Federal funds sold		28,440
Securities purchased under agreements to resell		0
Loans and lease financing receivables:		
Loans and leases held for sale		0
Loans and leases, net of unearned income	111,955	
LESS: Allowance for loan and lease losses	2,491	
Loans and leases, net of unearned income and allowance		109,464
Trading Assets		0
Premises and fixed assets (including capitalized leases)		939
Other real estate owned		0
Investments in unconsolidated subsidiaries and associated companies		0
Direct and indirect investments in real estate ventures		0
Intangible assets:		
Goodwill		0
Other intangible assets		281
Other assets		4,967
Total assets		152,777

REPORT OF CONDITION (Continued)

LIABILITIES

Dollar Amounts in Thousands

Deposits:		
In domestic offices		124,458
Noninterest-bearing	24,352	
Interest-bearing	100,106	
Federal funds purchased and securities sold under agreements to repurchase:		
Federal funds purchased		0
Securities sold under agreements to repurchase		0
Trading liabilities		0
Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases)		0
Subordinated notes and debentures		0
Other liabilities		1,065
Total liabilities		125,523

EQUITY CAPITAL

Bank Equity Capital	
Perpetual preferred stock and related surplus	3,750
Common stock	27,308
Surplus (excludes all surplus related to preferred stock)	1,910
Retained earnings	-5,714
Accumulated other comprehensive income	0
Other equity capital components	0
Total bank equity capital	27,254
Noncontrolling (minority) interest in consolidated subsidiaries	0
Total equity capital	27,254
Total liabilities and equity capital	152,777

We, the undersigned directors (trustees), attest to the correctness of the Reports of Condition and Income (including the supporting schedules) for this report date and declare that the Reports of Condition and Income have been examined by us and to the best of our knowledge and belief have been prepared in conformance with the instructions issued by the appropriate Federal regulatory authority and are true and correct.

I, Frank Smith, EVP & CFO
(Name, Title)

of the above named bank do hereby declare
that this Report of Condition is true and
correct to the best of my knowledge and belief.

Director #1		
Director #2		
Director #3		