

Board of Governors of the Federal Reserve System



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

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

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

This report form is to be filed by holding companies with total consolidated assets of \$1 billion or more. In addition, holding

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

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

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

Patrick Straka

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

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

11/08/2017

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

Date of Report: _____

Month / Day / Year (BHCK 9999)

CIB MARINE BANCSHARES, INC.

Legal Title of Holding Company (TEXT 9010)

1930 WEST BLUEMOUND ROAD, SUITE D

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

WAUKESHA

WI

53186

City (TEXT 9130)

State (TEXT 9200)

Zip Code (TEXT 9220)

Person to whom questions about this report should be directed:

Annette Esteves, Assistant Controller

Name / Title (BHTX 8901)

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C.I. _____ S.F. _____

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

Public reporting burden for this information collection is estimated to vary from 5 to 1,250 hours per response, with an average of 50.17 hours per response for non-Advanced Approaches HCs and 51.42 hours for Advanced Approaches HCs, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Comments regarding this burden estimate or any other aspect of this information collection, including suggestions for reducing the burden, may be sent to Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0128), Washington, DC 20503.

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Report of Income for Holding Companies

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

Schedule HI—Consolidated Income Statement

	Dollar Amounts in Thousands	BHCK	Amount	
1. Interest income				
a. Interest and fee income on loans:				
(1) In domestic offices:				
(a) Loans secured by 1–4 family residential properties	4435		5246	1.a.(1)(a)
(b) All other loans secured by real estate	4436		8407	1.a.(1)(b)
(c) All other loans	F821		1588	1.a.(1)(c)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs	4059		0	1.a.(2)
b. Income from lease financing receivables	4065		0	1.b.
c. Interest income on balances due from depository institutions ¹	4115		24	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		218	1.d.(1)
(2) Mortgage-backed securities	B489		1155	1.d.(2)
(3) All other securities	4060		476	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		237	1.f.
g. Other interest income	4518		71	1.g.
h. Total interest income (sum of items 1.a through 1.g)	4107		17422	1.h.
2. Interest expense				
a. Interest on deposits:				
(1) In domestic offices:				
(a) Time deposits of \$250,000 or less	HK03		1584	2.a.(1)(a)
(b) Time deposits of more than \$250,000	HK04		140	2.a.(1)(b)
(c) Other deposits	6761		714	2.a.(1)(c)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs	4172		0	2.a.(2)
b. Expense on federal funds purchased and securities sold under agreements to repurchase	4180		50	2.b.
c. Interest on trading liabilities and other borrowed money				
(excluding subordinated notes and debentures)	4185		518	2.c.
d. Interest on subordinated notes and debentures and on mandatory convertible				
securities	4397		0	2.d.
e. Other interest expense	4398		0	2.e.
f. Total interest expense (sum of items 2.a through 2.e)	4073		3006	2.f.
3. Net interest income (item 1.h minus item 2.f)	4074		14416	3.
4. Provision for loan and lease losses (from Schedule HI-B, part II, item 5)	4230		424	4.
5. Noninterest income:				
a. Income from fiduciary activities	4070		0	5.a.
b. Service charges on deposit accounts in domestic offices	4483		375	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		18	5.f.
g. Net securitization income	B493		0	5.g.

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

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

Schedule HI—Continued

	Dollar Amounts in Thousands	BHCK	Amount	
5. h. Not applicable.				
i. Net gains (losses) on sales of loans and lease	8560		4990	5.i.
j. Net gains (losses) on sales of other real estate owned	8561		8	5.j.
k. Net gains (losses) on sales of other assets ³	B496		858	5.k.
l. Other noninterest income ⁴	B497		395	5.l.
m. Total noninterest income (sum of items 5.a through 5.l)	4079		6644	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		12137	7.a.
b. Expenses of premises and fixed assets (net of rental income (excluding salaries and employee benefits and mortgage interest)	4217		1982	7.b.
c. (1) Goodwill impairment losses	C216		0	7.c.(1)
(2) Amortization expense and impairment losses for other intangible assets	C232		17	7.c.(2)
d. Other noninterest expense ⁵	4092		3409	7.d.
e. Total noninterest expense (sum of items 7.a through 7.d)	4093		17545	7.e.
8. Income (loss) before applicable income taxes and discontinued operations (sum of items 3, 5.m, 6.a, and 6.b minus items 4 and 7.e)	4301		3091	8.
9. Applicable income taxes (foreign and domestic)	4302		45	9.
10. Income (loss) before discontinued operations (item 8 minus item 9)	4300		3046	10.
11. Discontinued operations, net of applicable income taxes ⁶	FT28		0	11.
12. Net income (loss) attributable to holding company and noncontrolling (minority) interests (sum of items 10 and 11)	G104		3046	12.
13. LESS: Net income (loss) attributable to noncontrolling (minority) interests (if net income, report as a positive value; if net loss, report as a negative value)	G103		0	13.
14. Net income (loss) attributable to holding company (item 12 minus item 13)	4340		3046	14.

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

4. See Schedule HI, memoranda item 6.

5. See Schedule HI, memoranda item 7.

6. Describe on Schedule HI, memoranda item 8.

Memoranda

	Dollar Amounts in Thousands	BHCK	Amount	
1. Net interest income (item 3 above) on a fully taxable equivalent basis	4519		14416	M.1.
2. Net income before applicable income taxes, and discontinued operations (item 8 above) on a fully taxable equivalent basis	4592		3091	M.2.
3. Income on tax-exempt loans and leases to states and political subdivisions in the U.S. (included in Schedule HI, items 1.a and 1.b, above)	4313		0	M.3.
4. Income on tax-exempt securities issued by states and political subdivisions in the U.S. (included in Schedule HI, item 1.d.(3), above)	4507		0	M.4.
5. Number of full-time equivalent employees at end of current period (round to nearest whole number)	4150		179	M.5.
6. Other noninterest income (from Schedule HI, item 5.l, above) (only report amounts greater than \$100,000 that exceed 3 percent of Schedule HI, item 5.l):				
a. Income and fees from the printing and sale of checks	C013		0	M.6.a.
b. Earnings on/increase in value of cash surrender value of life insurance	C014		78	M.6.b.
c. Income and fees from automated teller machines (ATMs)	C016		0	M.6.c.
d. Rent and other income from other real estate owned	4042		85	M.6.d.
e. Safe deposit box rent	C015		0	M.6.e.
f. Net change in the fair values of financial instruments accounted for under a fair value option ..	F229		0	M.6.f.

Schedule HI—Continued**Memoranda—Continued**

		Dollar Amounts in Thousands	BHCK	Amount	
6. g.	Bank card and credit card interchange fees		F555	110	M.6.g.
h.	Gains on bargain purchases		J447	0	M.6.h.
i.	Income and fees from wire transfers		T047	0	M.6.i.
j.	TEXT 8562		8562	0	M.6.j.
k.	TEXT 8563		8563	0	M.6.k.
l.	TEXT 8564		8564	0	M.6.l.
7.	Other noninterest expense (from Schedule HI, item 7.d, above) (only report amounts greater than \$100,000 that exceed 3 percent of the sum of Schedule HI, item 7.d):				
a.	Data processing expenses		C017	501	M.7.a.
b.	Advertising and marketing expenses		0497	200	M.7.b.
c.	Directors' fees		4136	267	M.7.c.
d.	Printing, stationery, and supplies		C018	0	M.7.d.
e.	Postage		8403	0	M.7.e.
f.	Legal fees and expenses		4141	0	M.7.f.
g.	FDIC deposit insurance assessments		4146		M.7.g.
h.	Accounting and auditing expenses		F556	0	M.7.h.
i.	Consulting and advisory expenses		F557	347	M.7. i.
j.	Automated teller machine (ATM) and interchange expenses		F558	0	M.7. j.
k.	Telecommunications expenses		F559	255	M.7.k.
l.	Other real estate owned expenses		Y923	158	M.7. l.
m.	Insurance expenses (not included in employee expenses, premises and fixed assets expenses, and other real estate owned expenses)		Y924	224	M.7.m.
n.	TEXT 8565 Mileage and other travel expense		8565	188	M.7.n.
o.	TEXT 8566 Meals and entertainment		8566	113	M.7.o.
p.	TEXT 8567		8567	0	M.7.p.
8.	Discontinued operations and applicable income tax effect (from Schedule HI, item 11) (itemize and describe each discontinued operation):				
a. (1)	TEXT FT29		FT29	0	M.8.a.(1)
(2)	Applicable income tax effect.....	BHCK	FT30	0	M.8.a.(2)
b. (1)	TEXT FT31		FT31	0	M.8.b.(1)
(2)	Applicable income tax effect.....	BHCK	FT32	0	M.8.b.(2)
9.	Trading revenue (from cash instruments and derivative instruments) (Sum of items 9.a through 9.e must equal Schedule HI, item 5.c.)				
Memorandum items 9.a through 9.e are to be completed by holding companies that reported average trading assets (Schedule HC-K, item 4.a) of \$2 million or more for any quarter of the preceding calendar year:					
a.	Interest rate exposures		8757	0	M.9.a.
b.	Foreign exchange exposures		8758	0	M.9.b.
c.	Equity security and index exposures		8759	0	M.9.c.
d.	Commodity and other exposures		8760	0	M.9.d.
e.	Credit exposures		F186	0	M.9.e.

Schedule HI—Continued**Memoranda—Continued**

Dollar Amounts in Thousands		BHCK	Amount	
<i>Memoranda items 9.f and 9.g are to be completed by holding companies with \$100 billion or more in total assets that are required to complete Schedule HI, Memorandum items 9.a through 9.e, above.¹</i>				
9. f. Impact on trading revenue of changes in the creditworthiness of the holding company's derivatives counterparties on the holding company's derivative assets (included in Memorandum items 9.a through 9.e above).....	K090			M.9.f.
g. Impact on trading revenue of changes in the creditworthiness of the holding company on the holding company's derivative liabilities (included in Memorandum items 9.a through 9.e above)	K094			M.9.g.
10. Net gains (losses) recognized in earnings on credit derivatives that economically hedge credit exposures held outside the trading account:				
a. Net gains (losses) on credit derivatives held for trading.....	C889		0	M.10.a.
b. Net gains (losses) on credit derivatives held for purposes other than trading	C890		0	M.10.b.
11. Credit losses on derivatives (see instructions)	A251		0	M.11.
<i>Memorandum item 12.a is to be completed by holding companies with \$1 billion or more in total assets.¹</i>				
12. a. Income from the sale and servicing of mutual funds and annuities (in domestic offices).....	8431			M.12.a.
b. (1) Premiums on insurance related to the extension of credit.....	C242		0	M.12.b.(1)
(2) All other insurance premiums	C243		0	M.12.b.(2)
c. Benefits, losses, and expenses from insurance-related activities.....	B983		0	M.12.c.
13. Does the reporting holding company have a Subchapter S election in effect for federal income tax purposes for the current tax year? (Enter "1" for Yes; enter "0" for No.).....	0=No 1=Yes	BHCK A530		M.13.

Dollar Amounts in Thousands		BHCK	Amount	
<i>Memorandum item 14 is to be completed by holding companies that have elected to account for assets and liabilities under a fair value option.</i>				
14. Net gains (losses) recognized in earnings on assets and liabilities that are reported at fair value under a fair value option:				
a. Net gains (losses) on assets	F551			M.14.a.
(1) Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk	F552			M.14.a.(1)
b. Net gains (losses) on liabilities.....	F553			M.14.b.
(1) Estimated net gains (losses) on liabilities attributable to changes in instrument-specific credit risk.....	F554			M.14.b.(1)
15. Stock-based employee compensation expense (net of tax effects) calculated for all awards under the fair value method	C409		0	M.15.
<i>Memorandum item 16 is to be completed by holding companies that are required to complete Schedule HC-C, Memorandum items 6.b and 6.c.</i>				
		Year-to-date		
		BHCK	Amount	
16. Noncash income from negative amortization on closed-end loans secured by 1–4 family residential properties (included in Schedule HI, item 1.a.(1)(a)).....	F228			M.16.
17. Other-than-temporary impairment losses on held-to-maturity and available-for-sale debt securities recognized in earnings (included in Schedule HI, items 6.a and 6.b).....	J321		0	M.17.

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

Schedule HI-A—Changes in Holding Company Equity Capital

Dollar Amounts in Thousands		BHCK	Amount	
1. Total holding company equity capital <i>most recently reported</i> for the end of previous calendar year (i.e., after adjustments from amended Reports of Income)	3217		69523	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		69523	3.
	BHCT			
4. Net income (loss) attributable to holding company (must equal Schedule HI, item 14)	4340		3046	4.
5. Sale of perpetual preferred stock (excluding treasury stock transactions):	BHCK			
a. Sale of perpetual preferred stock, gross.....	3577		0	5.a.
b. Conversion or retirement of perpetual preferred stock.....	3578		0	5.b.
6. Sale of common stock:				
a. Sale of common stock, gross.....	3579		39	6.a.
b. Conversion or retirement of common stock.....	3580		0	6.b.
7. Sale of treasury stock.....	4782		0	7.
8. LESS: Purchase of treasury stock.....	4783		5	8.
9. Changes incident to business combinations, net.....	4356		0	9.
10. LESS: Cash dividends declared on preferred stock	4598		0	10.
11. LESS: Cash dividends declared on common stock	4460		0	11.
12. Other comprehensive income ¹	B511		793	12.
13. Change in the offsetting debit to the liability for Employee Stock Ownership Plan (ESOP) debt guaranteed by the holding company.....	4591		0	13.
14. Other adjustments to equity capital (not included above)	3581		160	14.
15. Total holding company equity capital end of current period (sum of items 3, 4, 5, 6, 7, 9, 12, 13, and 14, less items 8, 10, and 11) (must equal item 27.a on Schedule HC)	BHCT			
	3210		73556	15.

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

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

	(Column A) Charge-offs ¹		(Column B) Recoveries		
Dollar Amounts in Thousands	BHCK	Amount	BHCK	Amount	
I. Charge-offs and Recoveries on Loans and Leases (Fully Consolidated)					
1. Loans secured by real estate:					
a. Construction, land development, and other land loans in domestic offices:					
(1) 1–4 family residential construction loans	C891	0	C892	0	1.a.(1)
(2) Other construction loans and all land development and other land loans	C893	0	C894	0	1.a.(2)
b. Secured by farmland in domestic offices	3584	0	3585	0	1.b.
c. Secured by 1–4 family residential properties in domestic offices:					
(1) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit	5411	0	5412	3	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties in domestic offices:					
(a) Secured by first liens	C234	0	C217	14	1.c.(2)(a)
(b) Secured by junior liens.....	C235	117	C218	498	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices.....	3588	0	3589	0	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:					
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....	C895	0	C896	0	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties.....	C897	0	C898	1	1.e.(2)
f. In foreign offices	B512	0	B513	0	1.f.
2. Loans to depository institutions and acceptances of other banks:					
a. To U.S. banks and other U.S. depository institutions.....	4653	0	4663	0	2.a.
b. To foreign banks	4654	0	4664	0	2.b.
3. Loans to finance agricultural production and other loans to farmers	4655	0	4665	0	3.
4. Commercial and industrial loans:					
a. To U.S. addressees (domicile)	4645	560	4617	52	4.a.
b. To non-U.S. addressees (domicile)	4646	0	4618	0	4.b.
5. Loans to individuals for household, family, and other personal expenditures:					
a. Credit cards	B514	0	B515	0	5.a.
b. Automobile loans	K129	3	K133	0	5.b.
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	K205	0	K206	0	5.c.
6. Loans to foreign governments and official institutions.....	4643	0	4627	0	6.
7. All other loans.....	4644	0	4628	0	7.
8. Lease financing receivables:					
a. Leases to individuals for household, family, and other personal expenditures	F185	0	F187	0	8.a.
b. All other leases.....	C880	0	F188	0	8.b.
9. Total (sum of items 1 through 8)	4635	680	4605	568	9.

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

Schedule HI-B—Continued**Memoranda**

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

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

	Year-to-date		
	BHCK	Amount	
	C388	0	
3. Uncollectible retail credit card fees and finance charges reversed against income (i.e., not included in charge-offs against the allowance for loan and lease losses)			M.3.
Dollar Amounts in Thousands			
II. Changes in allowance for loan and lease losses			
1. Balance <i>most recently reported</i> at end of previous year (i.e., after adjustments from amended Reports of Income)	B522	7592	1.
	BHCT		
2. Recoveries (must equal Schedule HI-B, part I, item 9, column B, above)	4605	568	2.
3. LESS: Charge-offs (must equal Schedule HI-B, part I, item 9, column A above less Schedule HI-B, part II, item 4)	BHCK		
	C079	680	3.
4. LESS: Write-downs arising from transfers of loans to a held-for-sale account.....	5523	0	4.
	BHCT		
5. Provision for loan and lease losses (must equal Schedule HI, item 4).....	4230	424	5.
	BHCK		
6. Adjustments (see instructions for this schedule)	C233	0	6.
	BHCT		
7. Balance at end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (must equal Schedule HC, item 4.c)	3123	7904	7.

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

Memoranda

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

Schedule HI-C—Disaggregated Data on the Allowance for Loan and Lease LossesSchedule HI-C is to be completed by holding companies with \$1 billion or more in total assets.¹

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

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

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

Notes to the Income Statement—Predecessor Financial Items

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

	Dollar Amounts in Thousands	BHBC	Amount	
1. Total interest income		4107		1.
a. Interest income on loans and leases		4094		1.a.
b. Interest income on investment securities		4218		1.b.
2. Total interest expense		4073		2.
a. Interest expense on deposits		4421		2.a.
3. Net interest income		4074		3.
4. Provision for loan and lease losses		4230		4.
5. Total noninterest income		4079		5.
a. Income from fiduciary activities		4070		5.a.
b. Trading revenue		A220		5.b.
c. Investment banking, advisory, brokerage, and underwriting fees and commissions		B490		5.c.
d. Venture capital revenue		B491		5.d.
e. Net securitization income		B493		5.e.
f. Insurance commissions and fees		B494		5.f.
6. Realized gains (losses) on held-to-maturity and available-for-sale securities		4091		6.
7. Total noninterest expense		4093		7.
a. Salaries and employee benefits		4135		7.a.
b. Goodwill impairment losses		C216		7.b.
8. Income (loss) before applicable income taxes and discontinued operations		4301		8.
9. Applicable income taxes		4302		9.
10. Noncontrolling (minority) interest		4484		10.
		BHCK		
11. Discontinued operations, net of applicable income taxes and noncontrolling (minority) interest		FT41		11.
		BHBC		
12. Net income (loss)		4340		12.
13. Cash dividends declared		4475		13.
14. Net charge-offs		6061		14.
15. Net interest income (item 3 above) on a fully taxable equivalent basis		4519		15.

Notes to the Income Statement (Other)

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

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

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

Example

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

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

Notes to the Income Statement (Other)

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

Notes to the Income Statement (Other)—Continued

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

CIB MARINE BANCSHARES, INC.

Name of Holding Company

For Federal Reserve Bank Use Only

C.I. _____

FR Y-9C
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Consolidated Financial Statements for Holding Companies

Report at the close of business 20170930

Date

Schedule HC—Consolidated Balance Sheet

Dollar Amounts in Thousands		BHCK	Amount	
Assets				
1. Cash and balances due from depository institutions:				
a. Noninterest-bearing balances and currency and coin ¹		0081	8003	1.a.
b. Interest-bearing balances: ²				
(1) In U.S. offices		0395	1565	1.b.(1)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs.....		0397	0	1.b.(2)
2. Securities:				
a. Held-to-maturity securities (from Schedule HC-B, column A)		1754	0	2.a.
b. Available-for-sale securities (from Schedule HC-B, column D)		1773	112670	2.b.
3. Federal funds sold and securities purchased under agreements to resell:				
a. Federal funds sold in domestic offices	BHDM	B987	10289	3.a.
b. Securities purchased under agreements to resell ³	BHCK	B989	0	3.b.
4. Loans and lease financing receivables:				
a. Loans and leases held for sale		5369	7164	4.a.
b. Loans and leases, net of unearned income	B528		490089	4.b.
c. LESS: Allowance for loan and lease losses	3123		7904	4.c.
d. Loans and leases, net of unearned income and allowance for loan and lease losses (item 4.b minus 4.c)		B529	482185	4.d.
5. Trading assets (from Schedule HC-D)		3545	0	5.
6. Premises and fixed assets (including capitalized leases)		2145	4151	6.
7. Other real estate owned (from Schedule HC-M).....		2150	3153	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	64	10.a.
b. Other intangible assets (from Schedule HC-M).....		0426	140	10.b.
11. Other assets (from Schedule HC-F).....		2160	10956	11.
12. Total assets (sum of items 1 through 11)		2170	640340	12.

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

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

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

Schedule HC—Continued

	Dollar Amounts in Thousands	BHDM	Amount	
Liabilities				
13. Deposits:				
a. In domestic offices (from Schedule HC-E):				
(1) Noninterest-bearing ¹	6631		72875	13.a.(1)
(2) Interest-bearing	6636		406410	13.a.(2)
b. In foreign offices, Edge and Agreement subsidiaries, and IBFs:	BHFN			
(1) Noninterest-bearing	6631		0	13.b.(1)
(2) Interest-bearing	6636		0	13.b.(2)
14. Federal funds purchased and securities sold under agreements to repurchase:	BHDM			
a. Federal funds purchased in domestic offices ²	B993		0	14.a.
	BHCK			
b. Securities sold under agreements to repurchase ³	B995		15403	14.b.
15. Trading liabilities (from Schedule HC-D)	3548		0	15.
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule HC-M)	3190		69500	16.
17. Not applicable.				
18. Not applicable.				
19. a. Subordinated notes and debentures ⁴	4062		0	19.a.
b. Subordinated notes payable to unconsolidated trusts issuing trust preferred securities, and trust preferred securities issued by consolidated special purpose entities	C699		0	19.b.
20. Other liabilities (from Schedule HC-G)	2750		2596	20.
21. Total liabilities (sum of items 13 through 20)	2948		566784	21.
22. Not applicable.				
Equity Capital				
Holding Company Equity Capital				
23. Perpetual preferred stock and related surplus	3283		51000	23.
24. Common stock (par value)	3230		18384	24.
25. Surplus (exclude all surplus related to preferred stock)	3240		158713	25.
26. a. Retained earnings	3247		-152471	26.a.
b. Accumulated other comprehensive income ⁵	B530		-1537	26.b.
c. Other equity capital components ⁶	A130		-533	26.c.
27. a. Total holding company equity capital (sum of items 23 through 26.c)	3210		73556	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		73556	28.
29. Total liabilities and equity capital (sum of items 21 and 28)	3300		640340	29.

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

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

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

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

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

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

Schedule HC—Continued

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

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

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

(2) City (TEXT C708)

(3) State Abbreviation (TEXT C714)

(4) Zip Code (TEXT C715)

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

(2) E-mail Address (TEXT C705)

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

Schedule HC-B—Securities

Dollar Amounts in Thousands	Held-to-Maturity				Available-for-Sale				
	(Column A) Amortized Cost		(Column B) Fair Value		(Column C) Amortized Cost		(Column D) Fair Value		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
1. U.S. Treasury securities.....	0211	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	15966	1293	16032	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	12226	8499	12029	3.
4. Mortgage-backed securities (MBS)									
a. Residential pass-through securities:									
(1) Guaranteed by GNMA	G300	0	G301	0	G302	17700	G303	17641	4.a.(1)
(2) Issued by FNMA and FHLMC	G304	0	G305	0	G306	6934	G307	7179	4.a.(2)
(3) Other pass-through securities.....	G308	0	G309	0	G310	0	G311	0	4.a.(3)
b. Other residential mortgage-backed securities (include CMOs, REMICs, and stripped MBS):									
(1) Issued or guaranteed by U.S. Government agencies or sponsored agencies ³	G312	0	G313	0	G314	23325	G315	23186	4.b.(1)
(2) Collateralized by MBS issued or guaranteed by U.S. Government agencies or sponsored agencies ³	G316	0	G317	0	G318	0	G319	0	4.b.(2)
(3) All other residential mortgage-backed securities.....	G320	0	G321	0	G322	0	G323	0	4.b.(3)
c. Commercial MBS:									
(1) Commercial pass-through securities:									
(a) Issued or guaranteed by FNMA, FHLMC, or GNMA	K142	0	K143	0	K144	2498	K145	2563	4.c.(1)(a)
(b) Other pass-through securities	K146	0	K147	0	K148	0	K149	0	4.c.(1)(b)
(2) Other commercial MBS:									
(a) Issued or guaranteed by U.S. Government agencies or sponsored agencies ³	K150	0	K151	0	K152	20706	K153	20714	4.c.(2)(a)
(b) All other commercial MBS	K154	0	K155	0	K156	0	K157	0	4.c.(2)(b)

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

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

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

Schedule HC-B—Continued

Dollar Amounts in Thousands		Held-to-Maturity				Available-for-Sale				
		(Column A) Amortized Cost		(Column B) Fair Value		(Column C) Amortized Cost		(Column D) Fair Value		
		BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
5. Asset-backed securities and structured financial products:										5.a.
a. Asset-backed Securities (ABS)		C026	0	C988	0	C989	5248	C027	5230	
b. Structured financial products:										5.b.(1) 5.b.(2) 5.b.(3)
(1) Cash		G336	0	G337	0	G338	6953	G339	5523	
(2) Synthetic.....		G340	0	G341	0	G342	0	G343	0	
(3) Hybrid		G344	0	G345	0	G346	0	G347	0	
6. Other debt securities:										6.a. 6.b.
a. Other domestic debt securities.....		1737	0	1738	0	1739	0	1741	0	
b. Other foreign debt securities		1742	0	1743	0	1744	150	1746	150	
7. Investments in mutual funds and other equity securities with readily determinable fair values										7.
						A510	2500	A511	2423	
8. Total (sum of 1 through 7) (total of column A must equal Schedule HC, item 2.a) (total of column D must equal Schedule HC, item 2.b)		BHCT						BHCT		8.
		1754	0	1771	0	1772	114206	1773	112670	

Memoranda

Dollar Amounts in Thousands		BHCK	Amount	
1. Pledged securities ¹	0416		57450	M.1.
2. Remaining maturity or next repricing date of debt securities ^{2,3} (Schedule HC-B, items 1 through 6.b in columns A and D above):				
a. 1 year and less.....	0383		30408	M.2.a.
b. Over 1 year to 5 years	0384		61280	M.2.b.
c. Over 5 years	0387		18559	M.2.c.
3. Amortized cost of held-to-maturity securities sold or transferred to available-for-sale or trading securities during the calendar year-to-date (report the amortized cost at date of sale or transfer)	1778		0	M.3.
4. Structured notes (included in the held-to-maturity and available-for-sale accounts in Schedule HC-B, items 2, 3, 5, and 6):				
a. Amortized cost	8782		0	M.4.a.
b. Fair value	8783		0	M.4.b.

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

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

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

Schedule HC-B—Continued

Memoranda—Continued

Dollar Amounts in Thousands	Held-to-Maturity				Available-for-Sale				
	(Column A) Amortized Cost		(Column B) Fair Value		(Column C) Amortized Cost		(Column D) Fair Value		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Memorandum item 5 is to be completed by holding companies with total assets over \$1 billion or with foreign offices. ¹									
5. Asset-backed securities (ABS) (sum of Memorandum items 5.a through 5.f must equal Schedule HC-B, item 5.a):									
a. Credit card receivables	B838		B839		B840		B841		M.5.a.
b. Home equity lines	B842		B843		B844		B845		M.5.b.
c. Automobile loans.....	B846		B847		B848		B849		M.5.c.
d. Other consumer loans.....	B850		B851		B852		B853		M.5.d.
e. Commercial and industrial loans	B854		B855		B856		B857		M.5.e.
f. Other.....	B858		B859		B860		B861		M.5.f.
6. Structured financial products by underlying collateral or reference assets (for each column, sum of Memorandum items 6.a through 6.g must equal Schedule HC-B, sum of items 5.b.(1) through (3)):									
a. Trust preferred securities issued by financial institutions.....	G348	0	G349	0	G350	6953	G351	5523	M.6.a.
b. Trust preferred securities issued by real estate investment trusts	G352	0	G353	0	G354	0	G355	0	M.6.b.
c. Corporate and similar loans.....	G356	0	G357	0	G358	0	G359	0	M.6.c.
d. 1–4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs)	G360	0	G361	0	G362	0	G363	0	M.6.d.
e. 1–4 family residential MBS not issued or guaranteed by GSEs.....	G364	0	G365	0	G366	0	G367	0	M.6.e.
f. Diversified (mixed) pools of structured financial products	G368	0	G369	0	G370	0	G371	0	M.6.f.
g. Other collateral or reference assets	G372	0	G373	0	G374	0	G375	0	M.6.g.

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

Schedule HC-C—Loans and Lease Financing Receivables

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

Dollar Amounts in Thousands	(Column A) Consolidated		(Column B) In Domestic Offices		
	BHCK	Amount	BHDM	Amount	
1. Loans secured by real estate	1410	442666			1.
a. Construction, land development, and other land loans:			BHCK		
(1) 1–4 family residential construction loans			F158	1789	1.a.(1)
(2) Other construction loans and all land development and other land loans.....			F159	12562	1.a.(2)
b. Secured by farmland.....			BHDM		
c. Secured by 1–4 family residential properties:			1420	1270	1.b.
(1) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit					
(2) Closed-end loans secured by 1–4 family residential properties:			1797	20385	1.c.(1)
(a) Secured by first liens.....			5367	144631	1.c.(2)(a)
(b) Secured by junior liens			5368	14841	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties.....			1460	29037	1.d.
e. Secured by nonfarm nonresidential properties:					
(1) Loans secured by owner-occupied nonfarm nonresidential properties			BHCK		
(2) Loans secured by other nonfarm nonresidential properties.....			F160	86861	1.e.(1)
			F161	131290	1.e.(2)
			BHDM		
2. Loans to depository institutions and acceptances of other banks			1288	0	2.
a. To U.S. banks and other U.S. depository institutions.....	1292	0			2.a.
b. To foreign banks	1296	0			2.b.
3. Loans to finance agricultural production and other loans to farmers	1590	0	1590	0	3.
4. Commercial and industrial loans			1766	53624	4.
a. To U.S. addressees (domicile)	1763	53321			4.a.
b. To non-U.S. addressees (domicile)	1764	303			4.b.
5. Not applicable.					
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper)			1975	949	6.
a. Credit cards	B538	0			6.a.
b. Other revolving credit plans.....	B539	22			6.b.
c. Automobile loans.....	K137	38			6.c.
d. Other consumer loans (includes single payment, installment, and all student loans)	K207	889			6.d.
7. Loans to foreign governments and official institutions (including foreign central banks)	2081	0	2081	0	7.
8. Not applicable.					
9. Loans to nondepository financial institutions and other loans:					
a. Loans to nondepository financial institutions	J454	0	J454	0	9.a.
b. Other loans					
(1) Loans for purchasing or carrying securities (secured or unsecured).....	1545	0	1545	0	9.b.(1)
(2) All other loans (exclude consumer loans).....	J451	14	J451	14	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	0			10.a.
b. All other leases	F163	0			10.b.
11. LESS: Any unearned income on loans reflected in items 1–9 above	2123	0	2123	0	11.
12. Total (sum of items 1 through 10 minus item 11) (total of column A must equal Schedule HC, sum of items 4.a and 4.b)	2122	497253	2122	497253	12.

Schedule HC-C—Continued

Memoranda

Dollar Amounts in Thousands		BHDM	Amount	
1. Loans restructured in troubled debt restructurings that are in compliance with their modified terms (included in Schedule HC-C, and not reported as past due or nonaccrual in Schedule HC-N, Memorandum item 1):				
a. Construction, land development, and other land loans in domestic offices:				
(1) 1–4 family residential construction loans	K158	0		M.1.a.(1)
(2) All other construction loans and all land development and other land loans.....	K159	0		M.1.a.(2)
b. Loans secured by 1–4 family residential properties in domestic offices	F576	969		M.1.b.
c. Secured by multifamily (5 or more) residential properties in domestic offices	K160	0		M.1.c.
d. Secured by nonfarm nonresidential properties in domestic offices:				
(1) Loans secured by owner-occupied nonfarm nonresidential properties	K161	0		M.1.d.(1)
(2) Loans secured by other nonfarm nonresidential properties.....	K162	521		M.1.d.(2)
e. Commercial and Industrial loans:		BHCK		
(1) To U.S. addressees (domicile).....	K163	0		M.1.e.(1)
(2) To non-U.S. addressees (domicile).....	K164	0		M.1.e.(2)
f. All other loans (<i>include</i> loans to individuals for household, family, and other personal expenditures) ¹	K165	0		M.1.f.
<i>Itemize and describe loan categories included in Memorandum item 1.f, above that exceed 10 percent of total loans restructured in troubled debt restructurings that are in compliance with their modified terms (sum of Memorandum items 1.a through 1.f):</i>				
(1) Loans secured by farmland in domestic offices		BHDM		
	K166	0		M.1.f.(1)
(2) Loans to finance agricultural production and other loans to farmers.....		BHCK		
(3) Loans to individuals for household, family, and other personal expenditures:	K168	0		M.1.f.(2)
(a) Credit cards	K098	0		M.1.f.(3)(a)
(b) Automobile loans	K203	0		M.1.f.(3)(b)
(c) Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	K204	0		M.1.f.(3)(c)
2. Loans to finance commercial real estate, construction, and land development activities (<i>not secured by real estate</i>) included in Schedule HC-C, items 4 and 9, Column A, above	2746	0		M.2.
3. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HC-C, item 1, column A).....	B837	0		M.3.
<i>Memorandum item 4 is to be completed by (1) holding companies that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).</i>				
4. Outstanding credit card fees and finance charges (included in Schedule HC-C, item 6.a, Column A)	C391	0		M.4.
<i>Memorandum item 5 is to be completed by all holding companies.</i>				
5. Purchased credit-impaired loans held for investment accounted for in accordance with AICPA Statement of Position 03-3 (exclude loans held for sale):				
a. Outstanding balance.....	C779	0		M.5.a.
b. Amount included in Schedule HC-C, items 1 through 9	C780	0		M.5.b.
6. Closed-end loans with negative amortization features secured by 1–4 family residential properties in domestic offices:				
a. Total amount of closed-end loans with negative amortization features secured by 1–4 family residential properties (included in Schedule HC-C, items 1.c.(2)(a) and (b)) ..	F230	0		M.6.a.

Schedule HC-C—Continued**Memoranda—Continued**

Dollar Amounts in Thousands		BHCK	Amount	
<i>Memorandum items 6.b and 6.c are to be completed by holding companies that had closed-end loans with negative amortization features secured by 1–4 family residential properties (as reported in Schedule HC-C, Memorandum item 6.a) as of December 31, 2016, that exceeded the lesser of \$100 million or 5 percent of total loans and leases, net of unearned income, in domestic offices (as reported in Schedule HC-C, item 12, column B).</i>				
6. b. Total maximum remaining amount of negative amortization contractually permitted on closed-end loans secured by 1–4 family residential properties		F231		M.6.b.
c. Total amount of negative amortization on closed-end loans secured by 1–4 family residential properties included in the amount reported in Memorandum item 6.a above		F232		M.6.c.
7.-8. Not applicable.				
9. Loans secured by 1–4 family residential properties in domestic offices in process of foreclosure (included in Schedule HC-C, items 1.c.(1), 1.c.(2)(a), and 1.c.(2)(b))		BHDM		
		F577	868	M.9.
10.-11. Not applicable.				

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

Dollar Amounts in Thousands		BHCK	Amount	
13. Not applicable.				
14. Pledged loans and leases		G378	13706	M.14.

Schedule HC-D—Trading Assets and Liabilities

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

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

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

Schedule HC-D—Continued

Dollar Amounts in Thousands	(Column A) Consolidated		(Column B) Domestic Offices		
	BHCM	Amount	BHCK	Amount	
7.–8. Not applicable.					
9. Other trading assets	3541		3541		9.
10. Not applicable.					
11. Derivatives with a positive fair value	3543		3543		11.
12. Total trading assets (sum of items 1 through 11)	BHCT		BHDM		
(total of Column A must equal Schedule HC, item 5)	3545		3545		12.
Liabilities					
13. a. Liability for short positions:	BHCK		BHDM		
(1) Equity securities	G209		G209		13.a.(1)
(2) Debt securities	G210		G210		13.a.(2)
(3) All other assets	G211		G211		13.a.(3)
b. All other trading liabilities	F624		F624		13.b.
14. Derivatives with a negative fair value	3547		3547		14.
15. Total trading liabilities (sum of items 13.a through 14)	BHCT				
(total of column A must equal Schedule HC, item 15)	3548		3548		15.

Memoranda

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

Schedule HC-D—Continued**Memoranda—Continued**

		(Column A) Consolidated		(Column B) Domestic Offices		
Dollar Amounts in Thousands		BHCK	Amount	BHDM	Amount	
3. Structured financial products by underlying collateral or reference assets (for each column, sum of Memorandum items 3.a through 3.g must equal Schedule HC-D, sum of items 5.a.(1) through (3)):						
a. Trust preferred securities issued by financial institutions.....		G299		G299		M.3.a.
b. Trust preferred securities issued by real estate investment trusts.....		G332		G332		M.3.b.
c. Corporate and similar loans.....		G333		G333		M.3.c.
d. 1–4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs)		G334		G334		M.3.d.
e. 1–4 family residential MBS not issued or guaranteed by GSEs.....		G335		G335		M.3.e.
f. Diversified (mixed) pools of structured financial products.....		G651		G651		M.3.f.
g. Other collateral or reference assets		G652		G652		M.3.g.
4. Pledged trading assets:						
a. Pledged securities.....		G387		G387		M.4.a.
b. Pledged loans		G388		G388		M.4.b.
Dollar Amounts in Thousands		BHCK	Amount			
Memoranda items 5 through 10 are to be completed by holding companies that reported average trading assets (Schedule HC-K, item 4.a.) of \$1 billion or more in any of the four preceding quarters.						
5. Asset-backed securities:						
a. Credit card receivables		F643		M.5.a.		
b. Home equity lines		F644		M.5.b.		
c. Automobile loans		F645		M.5.c.		
d. Other consumer loans.....		F646		M.5.d.		
e. Commercial and industrial loans		F647		M.5.e.		
f. Other.....		F648		M.5.f.		
6. Retained beneficial interests in securitizations (first-loss or equity tranches)		F651		M.6.		
7. Equity securities:						
a. Readily determinable fair values		F652		M.7.a.		
b. Other.....		F653		M.7.b.		
8. Loans pending securitization		F654		M.8.		
9. a. (1) Gross fair value of commodity contracts		G212		M.9.a.(1)		
(2) Gross fair value of physical commodities held in inventory		G213		M.9.a.(2)		
b. Other trading assets (itemize and describe amounts included in Schedule HC-D, item 9, column A (other than amounts included in Memoranda items 9.a.(1) and 9.a.(2) above) that are greater than \$1,000,000 and exceed 25 percent of item 9 less Memoranda items 9.a.(1) and 9. a. (2)):						
(1)	BHTX F655	F655		M.9.b.(1)		
(2)	BHTX F656	F656		M.9.b.(2)		
(3)	BHTX F657	F657		M.9.b.(3)		
10. Other trading liabilities (itemize and describe amounts included in Schedule HC-D, item 13.b that are greater than \$1,000,000 and exceed 25 percent of the item)						
a.	BHTX F658	F658		M.10.a.		
b.	BHTX F659	F659		M.10.b.		
c.	BHTX F660	F660		M.10.c.		

Schedule HC-E—Deposit Liabilities¹

	Dollar Amounts in Thousands	BHCB	Amount	
1. Deposits held in domestic offices of commercial bank subsidiaries of the reporting holding company:				
a. Noninterest-bearing balances ²	2210		72875	1.a.
b. Interest-bearing demand deposits, NOW, ATS, and other transaction accounts	3187		31756	1.b.
c. Money market deposit accounts and other savings accounts	2389		172358	1.c.
d. Time deposits of \$250,000 or less	HK29		186106	1.d.
e. Time deposits of more than \$250,000	J474		16190	1.e.
2. Deposits held in domestic offices of other depository institutions that are subsidiaries of the reporting holding company:				
a. Noninterest-bearing balances ²	BHOD		0	2.a.
b. Interest-bearing demand deposits, NOW, ATS, and other transaction accounts	3187		0	2.b.
c. Money market deposit accounts and other savings accounts	2389		0	2.c.
d. Time deposits of \$250,000 or less	HK29		0	2.d.
e. Time deposits of more than \$250,000	J474		0	2.e.

Memoranda

	Dollar Amounts in Thousands	BHDM	Amount	
1. Brokered deposits \$250,000 or less with a remaining maturity of one year or less	HK06		5000	M.1.
2. Brokered deposits \$250,000 or less with a remaining maturity of more than one year	HK31		25793	M.2.
3. Time deposits of more than \$250,000 with a remaining maturity of one year or less	HK32		10291	M.3.
	BHFN			
4. Foreign office time deposits with a remaining maturity of one year or less	A245		0	M.4.

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

Schedule HC-F—Other Assets

	Dollar Amounts in Thousands	BHCK	Amount	
1. Accrued interest receivable ¹	B556		1507	1.
2. Net deferred tax assets ²	2148		0	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		3194	4.
5. Life insurance assets:				
a. General account life insurance assets	K201		4468	5.a.
b. Separate account life insurance assets	K202		0	5.b.
c. Hybrid account life insurance assets	K270		0	5.c.
6. Other	2168		1787	6.
	BHCT			
7. Total (sum of items 1 through 6) (must equal Schedule HC, item 11)	2160		10956	7.

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

Schedule HC-G—Other Liabilities

	Dollar Amounts in Thousands	BHCK	Amount	
1. Not applicable.				
2. Net deferred tax liabilities ¹		3049	0	2.
3. Allowance for credit losses on off-balance-sheet credit exposures		B557	0	3.
4. Other		B984	2596	4.
		BHCT		
5. Total (sum of items 2 through 4) (must equal Schedule HC, item 20)		2750	2596	5.

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

Schedule HC-H—Interest Sensitivity¹

	Dollar Amounts in Thousands	BHCK	Amount	
1. Earning assets that are repricable within one year or mature within one year		3197	302108	1.
2. Interest-bearing deposit liabilities that reprice within one year or mature within one year included in item 13.a.(2) and 13.b.(2) on Schedule HC, Balance Sheet		3296	330142	2.
3. Long-term debt that reprices within one year included in items 16 and 19.a on Schedule HC, Balance Sheet		3298	0	3.
4. Variable-rate preferred stock (includes both limited-life and perpetual preferred stock)		3408	0	4.
5. Long-term debt reported in Schedule HC, item 19.a on the Balance Sheet that is scheduled to mature within one year		3409	0	5.

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

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

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

I. Property and Casualty Underwriting

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

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

II. Life and Health Underwriting

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

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

Schedule HC-K—Quarterly Averages

	Dollar Amounts in Thousands	BHCK	Amount	
Assets				
1. Securities:				
a. U.S. Treasury securities and U.S. government agency obligations (excluding mortgage-backed securities)		B558	16106	1.a.
b. Mortgage-backed securities		B559	71242	1.b.
c. All other securities (includes securities issued by states and political subdivisions in the U.S.)		B560	27129	1.c.
2. Federal funds sold and securities purchased under agreements to resell		3365	23316	2.
		BHDM		
3. a. Total loans and leases in domestic offices		3516	497046	3.a.
(1) Loans secured by 1–4 family residential properties		3465	181751	3.a.(1)
(2) All other loans secured by real estate		3466	261924	3.a.(2)
(3) Loans to finance agricultural production and other loans to farmers		3386	0	3.a.(3)
(4) Commercial and industrial loans		3387	51411	3.a.(4)
(5) Loans to individuals for household, family, and other personal expenditures:				
(a) Credit cards		B561	0	3.a.(5)(a)
(b) Other (includes single payment, installment other than auto loans, all student loans, and revolving credit plans other than credit cards)		B562	956	3.a.(5)(b)
		BHFN		
b. Total loans and leases in foreign offices, Edge and agreement subsidiaries, and IBFs		3360	0	3.b.
		BHCK		
4. a. Trading assets		3401	0	4.a.
b. Other earning assets		B985	3588	4.b.
5. Total consolidated assets		3368	656295	5.
Liabilities				
6. Interest-bearing deposits (domestic) ¹		3517	409177	6.
7. Interest-bearing deposits (foreign) ¹		3404	0	7.
8. Federal funds purchased and securities sold under agreements to repurchase		3353	16330	8.
9. All other borrowed money		2635	78223	9.
10. Not applicable.				
Equity Capital				
11. Total equity capital (excludes limited-life preferred stock)		3519	73620	11.

1. Includes interest-bearing demand deposits.

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C.I. _____

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

Report only transactions with nonrelated institutions

Dollar Amounts in Thousands

	BHCK	Amount	
1. Unused commitments (report only the unused portions of commitments that are fee paid or otherwise legally binding):			
a. Revolving, open-end loans secured by 1–4 family residential properties, (e.g., home equity lines) ..	3814	11692	1.a.
b. (1) Unused consumer credit card lines	J455	0	1.b.(1)
(2) Other unused credit card lines	J456	0	1.b.(2)
c. (1) Commitments to fund commercial real estate, construction, and land development loans secured by real estate (sum of items 1.c.(1)(a) and (b) must equal item 1.c.(1))	3816	8659	1.c.(1)
(a) 1–4 family residential construction loan commitments	F164	2599	1.c.(1)(a)
(b) Commercial real estate, other construction loan, and land development loan commitments	F165	6060	1.c.(1)(b)
(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate	6550	0	1.c.(2)
d. Securities underwriting	3817	0	1.d.
e. Other unused commitments:			
(1) Commercial and industrial loans	J457	29300	1.e.(1)
(2) Loans to financial institutions	J458	0	1.e.(2)
(3) All other unused commitments	J459	4488	1.e.(3)
2. Financial standby letters of credit and foreign office guarantees	6566	1303	2.
<i>Item 2.a is to be completed by holding companies with \$1 billion or more in total assets.¹</i>			
a. Amount of financial standby letters of credit conveyed to others	3820		2.a.
3. Performance standby letters of credit and foreign office guarantees	6570	98	3.
<i>Item 3.a is to be completed by holding companies with \$1 billion or more in total assets.¹</i>			
a. Amount of performance standby letters of credit conveyed to others	3822		3.a.
4. Commercial and similar letters of credit	3411	0	4.
5. Not applicable.			
6. Securities:			
a. Securities lent	3433	0	6.a.
b. Securities borrowed	3432	0	6.b.
7. Credit derivatives:			
a. Notional amounts:			
(1) Credit default swaps	C968	0	7.a.(1)
(2) Total return swaps	C970	0	7.a.(2)
(3) Credit options	C972	0	7.a.(3)
(4) Other credit derivatives	C974	0	7.a.(4)
b. Gross fair values:			
(1) Gross positive fair value	C219	0	7.b.(1)
(2) Gross negative fair value	C220	0	7.b.(2)
c. Notional amounts by regulatory capital treatment:			
(1) Positions covered under the Market Risk Rule:			
(a) Sold protection	G401	0	7.c.(1)(a)
(b) Purchased protection	G402	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)

(Column A) Sold Protection		(Column B) Purchased Protection	
BHCK	Amount	BHCK	Amount
C968	0	C969	0
C970	0	C971	0
C972	0	C973	0
C974	0	C975	0
C219	0	C221	0
C220	0	C222	0

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

Schedule HC-L—Continued

Report only transactions with nonrelated institutions

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		
		BHCK	Amount	BHCK	Amount	BHCK	Amount	
7. d. Notional amounts by remaining maturity:								
(1) Sold credit protection:								
(a) Investment grade		G406	0	G407	0	G408	0	7.d.(1)(a)
(b) Subinvestment grade		G409	0	G410	0	G411	0	7.d.(1)(b)
(2) Purchased credit protection:								
(a) Investment grade		G412	0	G413	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.....		BHCK	Amount					8.
		8765	0					
9. All other off-balance-sheet items (exclude derivatives) (include in item 9 the aggregate amount all other off-balance-sheet items that individually exceed 10 percent of Schedule HC, item 27.a, "Total holding company equity capital") (itemize and describe in items 9.a through 9.f only amounts that exceed 25 percent of Schedule HC, item 27.a).....		3430	0					9.
a. Commitments to purchase when-issued securities		3434	0					9.a.
b. Commitments to sell when-issued securities		3435	0					9.b.
c. TEXT 6561		6561	0					9.c.
d. TEXT 6562		6562	0					9.d.
e. TEXT 6568		6568	0					9.e.
f. TEXT 6586		6586	0					9.f.
10. Not applicable.								

Schedule HC-L—Continued

Dollar Amounts in Thousands	(Column A) Interest Rate Contracts	(Column B) Foreign Exchange Contracts	(Column C) Equity Derivative Contracts	(Column D) Commodity and Other Contracts	
Derivatives Position Indicators	Amount	Amount	Amount	Amount	
11. Gross amounts (e.g., notional amounts) (for each column, sum of items 11.a through 11.e must equal sum of items 12 and 13):					
a. Futures contracts.....					11.a.
	BHCK 8693	BHCK 8694	BHCK 8695	BHCK 8696	
	0	0	0	0	
b. Forward contracts					11.b.
	BHCK 8697	BHCK 8698	BHCK 8699	BHCK 8700	
	0	0	0	0	
c. Exchange-traded option contracts:					
(1) Written options.....					11.c.(1)
	BHCK 8701	BHCK 8702	BHCK 8703	BHCK 8704	
	0	0	0	0	
(2) Purchased options ..					11.c.(2)
	BHCK 8705	BHCK 8706	BHCK 8707	BHCK 8708	
	0	0	0	0	
d. Over-the-counter option contracts:					
(1) Written options.....					11.d.(1)
	BHCK 8709	BHCK 8710	BHCK 8711	BHCK 8712	
	30772	0	0	0	
	BHCK 8713	BHCK 8714	BHCK 8715	BHCK 8716	
(2) Purchased options ..					11.d.(2)
	BHCK 8713	BHCK 8714	BHCK 8715	BHCK 8716	
	40338	0	0	0	
	BHCK 3450	BHCK 3826	BHCK 8719	BHCK 8720	
e. Swaps					11.e.
	57250	0	0	0	
12. Total gross notional amount of derivative contracts held for trading.....					12.
	BHCK A126	BHCK A127	BHCK 8723	BHCK 8724	
	0	0	0	0	
13. Total gross notional amount of derivative contracts held for purposes other than trading					13.
	BHCK 8725	BHCK 8726	BHCK 8727	BHCK 8728	
	128360	0	0	0	
14. Gross fair values of derivative contracts:					
a. Contracts held for trading:					
(1) Gross positive fair value					14.a.(1)
	BHCK 8733	BHCK 8734	BHCK 8735	BHCK 8736	
	0	0	0	0	
(2) Gross negative fair value					14.a.(2)
	BHCK 8737	BHCK 8738	BHCK 8739	BHCK 8740	
	0	0	0	0	
b. Contracts held for purposes other than trading:					
(1) Gross positive fair value					14.b.(1)
	BHCK 8741	BHCK 8742	BHCK 8743	BHCK 8744	
	597	0	0	0	
(2) Gross negative fair value					14.b.(2)
	BHCK 8745	BHCK 8746	BHCK 8747	BHCK 8748	
	182	0	0	0	

Schedule HC-L—ContinuedItem 15 is to be completed only by holding companies with total assets of \$10 billion or more.¹

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

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

Schedule HC-M—Memoranda

Dollar Amounts in Thousands		BHCK	Amount	
1. Total number of holding company common shares outstanding	Number (Unrounded) 3459 18383891			1.
2. Debt maturing in one year or less (included in Schedule HC, items 16 and 19.a) that is issued to unrelated third parties by bank subsidiaries		6555	69500	2.
3. Debt maturing in more than one year (included in Schedule HC, items 16 and 19.a) that is issued to unrelated third parties by bank subsidiaries		6556	0	3.
4. Other assets acquired in satisfaction of debts previously contracted		6557	0	4.
5. Securities purchased under agreements to resell offset against securities sold under agreements to repurchase on Schedule HC		A288	0	5.
6. Assets covered by loss-sharing agreements with the FDIC:				
a. Loans and leases (included in Schedule HC, items 4.a and 4.b):				
(1) Loans secured by real estate in domestic offices:				
(a) Construction, land development, and other land loans:		BHDM		
(1) 1–4 family residential construction loans		K169	0	6.a.(1)(a)(1)
(2) Other construction loans and all land development and other land loans		K170	0	6.a.(1)(a)(2)
(b) Secured by farmland		K171	0	6.a.(1)(b)
(c) Secured by 1–4 family residential properties:				
(1) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit		K172	0	6.a.(1)(c)(1)
(2) Closed-end loans secured by 1–4 family residential properties:				
(a) Secured by first liens		K173	0	6.a.(1)(c)(2)(a)
(b) Secured by junior liens		K174	0	6.a.(1)(c)(2)(b)
(d) Secured by multifamily (5 or more) residential properties		K175	0	6.a.(1)(d)
(e) Secured by nonfarm nonresidential properties:				
(1) Loans secured by owner-occupied nonfarm nonresidential properties		K176	0	6.a.(1)(e)(1)
(2) Loans secured by other nonfarm nonresidential properties		K177	0	6.a.(1)(e)(2)
(2) Loans to finance agricultural production and other loans to farmers		BHCK		
(3) Commercial and industrial loans		K178	0	6.a.(2)
(4) Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):		K179	0	6.a.(3)
(a) Credit cards		K180	0	6.a.(4)(a)
(b) Automobile loans		K181	0	6.a.(4)(b)
(c) Other consumer loans (includes single payment, installment, all student loans, and all revolving credit plans other than credit cards)		K182	0	6.a.(4)(c)
(5) All other loans and leases		K183	0	6.a.(5)
b. Other real estate owned (included in Schedule HC, item 7):		BHDM		
(1) Construction, land development, and other land in domestic offices		K187	0	6.b.(1)
(2) Farmland in domestic offices		K188	0	6.b.(2)
(3) 1–4 family residential properties in domestic offices		K189	0	6.b.(3)
(4) Multifamily (5 or more) residential properties in domestic offices		K190	0	6.b.(4)
(5) Nonfarm nonresidential properties in domestic offices		K191	0	6.b.(5)

Schedule HC-M—Continued

Dollar Amounts in Thousands		BHFN	Amount	
6. b. (6) In foreign offices		K260	0	6.b.(6)
(7) Portion of covered other real estate owned included in items 6.b.(1) through (6) above that is protected by FDIC loss-sharing agreements		BHCK		
		K192	0	6.b.(7)
c. Debt securities (included in Schedule HC, items 2.a and 2.b)		J461	0	6.c.
d. Other assets (exclude FDIC loss-sharing indemnification assets)		J462	0	6.d.
7. Captive insurance and reinsurance subsidiaries:				
a. Total assets of captive insurance subsidiaries ¹		K193	0	7.a.
b. Total assets of captive reinsurance subsidiaries ¹		K194	0	7.b.
8. Has the holding company entered into a business combination during the calendar year that was accounted for by the purchase method of accounting? (Enter "1" for Yes; enter "0" for No.)		0=No 1=Yes	BHCK C251	0
				8.
9. Has the holding company restated its financial statements during the last quarter as a result of new or revised Statements of Financial Accounting Standards? (Enter "1" for Yes; enter "0" for No.)		0=No 1=Yes	BHCK 6689	0
				9.
10. Not applicable.				
11. Have all changes in investments and activities been reported to the Federal Reserve on the Report of Changes in Organizational Structure (FR Y-10)? Holding companies must not leave blank or enter "N/A." The holding company must enter "1" for yes or for no changes to report; or enter "0" for no. If the answer to this question is no, complete the FR Y-10		0=No 1=Yes	BHCK 6416	1
				11.
TEXT				
6428 Patrick J Straka				
Name of Holding Company Official Verifying FR Y-10 Reporting (Please Type or Print)		262-695-4330		
		Area Code / Phone Number (TEXT 9009)		
12. Intangible assets other than goodwill:		BHCK	Amount	
a. Mortgage servicing assets		3164	0	12.a.
(1) Estimated fair value of mortgage servicing assets	6438		0	12.a.(1)
b. Purchased credit card relationships and nonmortgage servicing assets		B026	0	12.b.
c. All other identifiable intangible assets		5507	140	12.c.
		BHCT		
d. Total (sum of items 12.a, 12.b, and 12.c) (must equal Schedule HC, item 10.b)		0426	140	12.d.
13. Other real estate owned		2150	3153	13.
14. Other borrowed money:		BHCK		
a. Commercial paper		2309	0	14.a.
b. Other borrowed money with a remaining maturity of one year or less		2332	69500	14.b.
c. Other borrowed money with a remaining maturity of more than one year		2333	0	14.c.
		BHCT		
d. Total (sum of items 14.a, 14.b, and 14.c) (must equal Schedule HC, item 16)		3190	69500	14.d.
15. Does the holding company sell private label or third-party mutual funds and annuities? (Enter "1" for Yes; enter "0" for No.)		0=No 1=Yes	BHCK B569	0
				15.
		BHCK	Amount	
16. Assets under management in proprietary mutual funds and annuities		B570	0	16.

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

Schedule HC-M—Continued

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

17. Does the holding company hold, either directly or indirectly through a subsidiary or affiliate, any non-financial equity investments (see instructions for definition) within a Small Business Investment Company (SBIC) structure, or under section 4(c)(6) or 4 (c)(7) of the Bank Holding Company Act, or pursuant to the merchant banking authority of section 4(k)(4)(H) of the Bank Holding Company Act, or pursuant to the investment authority granted by Regulation K? (Enter "1" for Yes; enter "0" for No.)
- | | | |
|-------|------|---|
| 0=No | BHCK | |
| 1=Yes | C161 | 0 |
- 17.

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

18. Do your aggregate nonfinancial equity investments (see instructions for definition) equal or exceed the lesser of \$100 million (on an acquisition cost basis) or 10 percent of the holding company's consolidated Tier 1 capital as of the report date? (Enter "1" for Yes; enter "0" for No.).....
- | | | |
|-------|------|--|
| 0=No | BHCK | |
| 1=Yes | C159 | |
- 18.

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

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

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

19. a. Has the holding company sold or otherwise liquidated its holding of any nonfinancial equity investment since the previous reporting period? (Enter "1" for Yes; enter "0" for No.).....
- | | | |
|-------|------|---|
| 0=No | BHCK | |
| 1=Yes | C700 | 0 |
- 19.a.
- b. Does the holding company manage any nonfinancial equity investments for the benefit of others? (Enter "1" for Yes; enter "0" for No.)
- | | | |
|-------|------|---|
| 0=No | | |
| 1=Yes | C701 | 0 |
- 19.b.

Dollar Amounts in Thousands

	BHCK	Amount	
<i>Memoranda items 20 and 21 are to be completed only by holding companies who have made an effective election to become a financial holding company. See the line item instructions for further details.</i>			
20. Balances of broker-dealer subsidiaries engaged in underwriting or dealing securities pursuant to Section 4(k)(4)(E) of the Bank Holding Company Act as amended by the Gramm-Leach-Bliley Act:			
a. Net assets	C252	0	20.a.
b. Balances due from related institutions:			
(1) Due from the holding company (parent company only), gross	4832	0	20.b.(1)
(2) Due from subsidiary banks of the holding company, gross	4833	0	20.b.(2)
(3) Due from nonbank subsidiaries of the holding company, gross	4834	0	20.b.(3)
c. Balances due to related institutions:			
(1) Due to holding company (parent company only), gross	5041	0	20.c.(1)
(2) Due to subsidiary banks of the holding company, gross	5043	0	20.c.(2)
(3) Due to nonbank subsidiaries of the holding company, gross	5045	0	20.c.(3)
d. Intercompany liabilities reported in items 20.c.(1), 20.c.(2), and 20.c.(3) above that qualify as liabilities subordinated to claims of general creditors	5047	0	20.d.
21. Net assets of subsidiaries engaged in insurance or reinsurance underwriting pursuant to Section 4(k)(4)(B) of the Bank Holding Company Act as amended by the Gramm-Leach-Bliley Act (12 U.S.C. § 1843(k)(4)(B)) ¹	C253	0	21.

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

Schedule HC-M—Continued

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

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

TEXT
C497

http://

22.

Dollar Amounts in Thousands		BHCK	Amount	
<i>Memoranda items 23 and 24 are to be completed by all holding companies.</i>				
23. Secured liabilities:				
a. Amount of "Federal funds purchased in domestic offices" that are secured (included in Schedule HC, item 14.a)	F064		0	23.a.
b. Amount of "Other borrowings" that are secured (included in Schedule HC-M, item 14.d).....	F065		69500	23.b.
24. Issuances associated with the U.S. Department of Treasury Capital Purchase Program:				
a. Senior perpetual preferred stock or similar items	G234		0	24.a.
b. Warrants to purchase common stock or similar items	G235		0	24.b.

For Federal Reserve Bank Use Only

FR Y-9C
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C.I. _____

**Schedule HC-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		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
1. Loans secured by real estate:							
a. Construction, land development, and other land loans in domestic offices:							
(1) 1–4 family residential construction loans ...	F172	0	F174	0	F176	0	1.a.(1)
(2) Other construction loans and all land development and other land loans	F173	0	F175	0	F177	0	1.a.(2)
b. Secured by farmland in domestic offices.....	3493	0	3494	0	3495	0	1.b.
c. Secured by 1–4 family residential properties in domestic offices:							
(1) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit	5398	165	5399	0	5400	297	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties:							
(a) Secured by first liens	C236	82	C237	0	C229	983	1.c.(2)(a)
(b) Secured by junior liens	C238	52	C239	0	C230	977	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices.....	3499	0	3500	0	3501	0	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:							
(1) Loans secured by owner-occupied nonfarm non-residential properties	F178	30	F180	0	F182	1900	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties	F179	0	F181	0	F183	568	1.e.(2)
f. In foreign offices	B572	0	B573	0	B574	0	1.f.
2. Loans to depository institutions and acceptances of other banks:							
a. U.S. banks and other U.S. depository institutions	5377	0	5378	0	5379	0	2.a.
b. Foreign banks	5380	0	5381	0	5382	0	2.b.
3. Loans to finance agricultural production and other loans to farmers	1594	0	1597	0	1583	0	3.
4. Commercial and industrial loans	1606	596	1607	0	1608	44	4.
5. Loans to individuals for household, family, and other personal expenditures:							
a. Credit cards	B575	0	B576	0	B577	0	5.a.
b. Automobile loans	K213	0	K214	0	K215	0	5.b.
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) ..	K216	0	K217	0	K218	104	5.c.
6. Loans to foreign governments and official institutions	5389	0	5390	0	5391	0	6.
7. All other loans	5459	0	5460	0	5461	0	7.
8. Lease financing receivables:							
a. Leases to individuals for household, family, and other personal expenditures	F166	0	F167	0	F168	0	8.a.
b. All other leases	F169	0	F170	0	F171	0	8.b.

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

Schedule HC-N—Continued

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
9. Debt securities and other assets (exclude other real estate owned and other repossessed assets)							
	3505	0	3506	0	3507	0	9.
10. TOTAL (sum of items 1 through 9)	5524	925	5525	0	5526	4873	10.
11. Loans and leases reported in items 1 through 8 above which are wholly or partially guaranteed by the U.S. Government (excluding loans and leases covered by loss-sharing agreements with the FDIC)							
	K036	0	K037	0	K038	0	11.
a. Guaranteed portion of loans and leases (exclude rebooked "GNMA loans") included in item 11 above							
	K039	0	K040	0	K041	0	11.a.
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 11 above ...							
	K042	0	K043	0	K044	0	11.b.
12. Loans and leases in items 1 through 8 above which are covered by loss-sharing agreements with the FDIC:							
a. Loans secured by real estate in domestic offices:							
(1) Construction, land development, and other land loans:							
(a) 1–4 family residential construction loans	BHDM		BHDM		BHDM		
	K045	0	K046	0	K047	0	12.a.(1)(a)
(b) Other construction loans and all land development and other land loans							
	K048	0	K049	0	K050	0	12.a.(1)(b)
(2) Secured by farmland	K051	0	K052	0	K053	0	12.a.(2)
(3) Secured by 1–4 family residential properties:							
(a) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit							
	K054	0	K055	0	K056	0	12.a.(3)(a)
(b) Closed-end loans secured by 1–4 family residential properties:							
(1) Secured by first liens	K057	0	K058	0	K059	0	12.a.(3)(b)(1)
(2) Secured by junior liens	K060	0	K061	0	K062	0	12.a.(3)(b)(2)
(4) Secured by multifamily (5 or more) residential properties							
	K063	0	K064	0	K065	0	12.a.(4)
(5) Secured by nonfarm nonresidential properties:							
(a) Loans secured by owner-occupied nonfarm nonresidential properties							
	K066	0	K067	0	K068	0	12.a.(5)(a)
(b) Loans secured by other non-farm nonresidential properties							
	K069	0	K070	0	K071	0	12.a.(5)(b)
b. Loans to finance agricultural production and other loans to farmers	BHCK		BHCK		BHCK		
	K072	0	K073	0	K074	0	12.b.
c. Commercial and industrial loans	K075	0	K076	0	K077	0	12.c.

Schedule HC-N—Continued

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

Memoranda

	Dollar Amounts in Thousands						
	BHDM	Amount	BHDM	Amount	BHDM	Amount	
1. Loans restructured in troubled debt restructurings included in Schedule HC-N, items 1 through 7, above (and not reported in Schedule HC-C, Memorandum item 1):							
a. Construction, land development, and other land loans in domestic offices:							
(1) 1–4 family residential construction loans ..	K105	0	K106	0	K107	0	M.1.a.(1)
(2) Other construction loans and all land development and other land loans	K108	0	K109	0	K110	0	M.1.a.(2)
b. Loans secured by 1–4 family residential properties in domestic offices	BHCK		BHCK		BHCK		
	F661	0	F662	0	F663	1917	M.1.b.
c. Secured by multifamily (5 or more) residential properties in domestic offices	BHDM		BHDM		BHDM		
	K111	0	K112	0	K113	0	M.1.c.
d. Secured by nonfarm nonresidential properties in domestic offices:							
(1) Loans secured by owner-occupied nonfarm nonresidential properties	K114	0	K115	0	K116	1790	M.1.d.(1)
(2) Loans secured by other nonfarm nonresidential properties	K117	0	K118	0	K119	83	M.1.d.(2)

Schedule HC-N—Continued

Memoranda—Continued

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
1. e. Commercial and industrial loans:							
(1) To U.S. addressees (domicile).....	K120	0	K121	0	K122	0	M.1.e.(1)
(2) To non-U.S. addressees (domicile).....	K123	0	K124	0	K125	0	M.1.e.(2)
f. All other loans (<i>include</i> loans to individuals for household, family, and other personal expenditures)							
	K126	0	K127	0	K128	0	M.1.f.
<i>Itemize and describe loan categories included in item 1.f, above that exceed 10 percent of total loans restructured in troubled debt restructurings that are past due 30 days or more or in non-accrual status (sum of Memorandum items 1.a through 1.f, columns A through C):</i>							
(1) Loans secured by farmland in domestic offices	BHDM		BHDM		BHDM		
	K130	0	K131	0	K132	0	M.1.f.(1)
(2) Loans to finance agricultural production and other loans to farmers.....	BHCK		BHCK		BHCK		
	K138	0	K139	0	K140	0	M.1.f.(2)
(3) Loans to individuals for household, family, and other personal expenditures:							
(a) Credit cards	K274	0	K275	0	K276	0	M.1.f.(3)(a)
(b) Automobile loan	K277	0	K278	0	K279	0	M.1.f.(3)(b)
(c) Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards							
	K280	0	K281	0	K282	0	M.1.f.(3)(c)
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HC-N, items 4 and 7 above.....	6558	0	6559	0	6560	0	M.2.
3. Loans and leases included in Schedule HC-N, items 1, 2, 4, 5, 6, 7, and 8 extended to non-U.S. addressees	3508	0	1912	0	1913	0	M.3.
4. Not applicable.							
5. Loans and leases held-for-sale and loans measured at fair value (included in Schedule HC-N, items 1 through 8 above)							
a. Loans and leases held for sale	C240	0	C241	0	C226	0	M.5.a.
b. Loans measured at fair value:							
(1) Fair value	F664	0	F665	0	F666	0	M.5.b.(1)
(2) Unpaid principal balance	F667	0	F668	0	F669	0	M.5.b.(2)

Schedule HC-N—Continued**Memoranda—Continued**

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

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

Dollar Amounts in Thousands		BHCK	Amount	
7. Additions to nonaccrual assets during the quarter		C410	223	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		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
9. Purchased credit-impaired loans accounted for in accordance with FASB ASC 310-30 (former AICPA Statement of Position 03-3):							
a. Outstanding balance	L183	0	L184	0	L185	0	M.9.a.
b. Amount included in Schedule HC-N, items 1 through 7, above	L186	0	L187	0	L188	0	M.9.b.

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

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

Dollar Amounts in Thousands		BHCK	Amount	
1. Retail originations during the quarter of 1–4 family residential mortgage loans for sale: ²				
a. Closed-end first liens	F066	62331		1.a.
b. Closed-end junior liens	F067	0		1.b.
c. Open-end loans extended under lines of credit:	BHDM			
(1) Total commitment under the lines of credit	F670	0		1.c.(1)
(2) Principal amount funded under the lines of credit	F671	0		1.c.(2)
2. Wholesale originations and purchases during the quarter of 1–4 family residential mortgage loans for sale: ²				
	BHCK			
a. Closed-end first liens	F068	0		2.a.
b. Closed-end junior liens	F069	0		2.b.
c. Open-end loans extended under lines of credit:	BHDM			
(1) Total commitment under the lines of credit	F672	0		2.c.(1)
(2) Principal amount funded under the lines of credit	F673	0		2.c.(2)
3. 1–4 family residential mortgages sold during the quarter:				
	BHCK			
a. Closed-end first liens	F070	64327		3.a.
b. Closed-end junior liens	F071	0		3.b.
c. Open-end loans extended under lines of credit:	BHDM			
(1) Total commitment under the lines of credit	F674	0		3.c.(1)
(2) Principal amount funded under the lines of credit	F675	0		3.c.(2)
4. 1–4 family residential mortgages held for sale or trading at quarter-end (included in Schedule HC, items 4.a and 5):				
	BHCK			
a. Closed-end first liens	F072	7137		4.a.
b. Closed-end junior liens	F073	0		4.b.
c. Open-end loans extended under lines of credit:	BHDM			
(1) Total commitment under the lines of credit	F676	0		4.c.(1)
(2) Principal amount funded under the lines of credit	F677	0		4.c.(2)
5. Noninterest income for the quarter from the sale, securitization, and servicing of 1–4 family residential mortgage loans (included in Schedule HI, items 5.c, 5.f, 5.g, and 5.i):				
	BHCK			
a. Closed-end 1–4 family residential mortgage loans	F184	1821		5.a.
	BHDM			
b. Open-end 1–4 family residential mortgage loans extended under lines of credit	F560	0		5.b.
6. Repurchases and indemnifications of 1–4 family residential mortgage loans during the quarter:				
a. Closed-end first liens	F678	0		6.a.
b. Closed-end junior liens	F679	0		6.b.
c. Open-end loans extended under lines of credit:				
(1) Total commitment under the lines of credit	F680	0		6.c.(1)
(2) Principal amount funded under the lines of credit	F681	0		6.c.(2)
7. Representation and warranty reserves for 1–4 family residential mortgage loans sold:				
	BHCK			
a. For representations and warranties made to U.S. government agencies and government-sponsored agencies	L191			7.a.
b. For representations and warranties made to other parties	L192			7.b.
c. Total representation and warranty reserves (sum of items 7.a and 7.b)	M288	0		7.c.

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

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

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

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

Dollar Amounts in Thousands	(Column A) Total Fair Value Reported on Schedule HC		(Column B) LESS: Amounts Netted in the Determination of Total Fair Value		(Column C) Level 1 Fair Value Measurements		(Column D) Level 2 Fair Value Measurements		(Column E) Level 3 Fair Value Measurements		
	BHCY	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Assets											
1. Available-for-sale securities	1773	112670	G474	0	G475	0	G476	107147	G477	5523	1.
2. Federal funds sold and securities purchased under agreements to resell	BHCK										
	G478	0	G479	0	G480	0	G481	0	G482	0	2.
3. Loans and leases held for sale	G483	7137	G484	0	G485	0	G486	7137	G487	0	3.
4. Loans and leases held for investment	G488	0	G489	0	G490	0	G491	0	G492	0	4.
5. Trading assets:	BHCT										
a. Derivative assets	3543	0	G493	0	G494	0	G495	0	G496	0	5.a.
	BHCK										
b. Other trading assets	G497	0	G498	0	G499	0	G500	0	G501	0	5.b.
(1) Nontrading securities at fair value with changes in fair value reported in current earnings (included in Schedule HC-Q, item 5.b, above)											
	F240	0	F684	0	F692	0	F241	0	F242	0	5.b.(1)
6. All other assets	G391	597	G392	0	G395	0	G396	597	G804	0	6.
7. Total assets measured at fair value on a recurring basis	G502	120404	G503	0	G504	0	G505	114881	G506	5523	7.
Liabilities											
8. Deposits	F252	0	F686	0	F694	0	F253	0	F254	0	8.
9. Federal funds purchased and securities sold under agreements to repurchase	G507	0	G508	0	G509	0	G510	0	G511	0	9.
10. Trading liabilities:	BHCT										
a. Derivative liabilities	3547	0	G512	0	G513	0	G514	0	G515	0	10.a.
	BHCK										
b. Other trading liabilities	G516	0	G517	0	G518	0	G519	0	G520	0	10.b.
11. Other borrowed money	G521	0	G522	0	G523	0	G524	0	G525	0	11.
12. Subordinated notes and debentures	G526	0	G527	0	G528	0	G529	0	G530	0	12.
13. All other liabilities	G805	182	G806	0	G807	0	G808	182	G809	0	13.
14. Total liabilities measured at fair value on a recurring basis	G531	182	G532	0	G533	0	G534	182	G535	0	14.

Schedule HC-Q—Continued

Memoranda

		(Column A) Total Fair Value Reported on Schedule HC		(Column B) LESS: Amounts Netted in the Determination of Total Fair Value		(Column C) Level 1 Fair Value Measurements		(Column D) Level 2 Fair Value Measurements		(Column E) Level 3 Fair Value Measurements		
Dollar Amounts in Thousands		BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
1. All other assets (itemize and describe amounts included in Schedule HC-Q, item 6 that are greater than \$100,000 and exceed 25 percent of item 6):												
a.	Mortgage servicing assets.....	G536	0	G537	0	G538	0	G539	0	G540	0	M.1.a.
b.	Nontrading derivative assets.....	G541	0	G542	0	G543	0	G544	0	G545	0	M.1.b.
c.	BHTX G546 Interest rate swaps	G546	166	G547	0	G548	0	G549	166	G550	0	M.1.c.
d.	BHTX G551 Mortgage rate lock agreements	G551	297	G552	0	G553	0	G554	297	G555	0	M.1.d.
e.	BHTX G556 Mortgage written options	G556	134	G557	0	G558	0	G559	134	G560	0	M.1.e.
f.	BHTX G561	G561	0	G562	0	G563	0	G564	0	G565	0	M.1.f.
2. All other liabilities (itemize and describe amounts included in Schedule HC-Q, item 13 that are greater than \$100,000 and exceed 25 percent of item 13):												
a.	Loan commitments (not accounted for as derivatives).....	F261	0	F689	0	F697	0	F262	0	F263	0	M.2.a.
b.	Nontrading derivative liabilities	G566	0	G567	0	G568	0	G569	0	G570	0	M.2.b.
c.	BHTX G571 Interest rate swaps	G571	172	G572	0	G573	0	G574	172	G575	0	M.2.c.
d.	BHTX G576 Mortgage rate lock agreements	G576	9	G577	0	G578	0	G579	9	G580	0	M.2.d.
e.	BHTX G581 Mortgage written options	G581	1	G582	0	G583	0	G584	1	G585	0	M.2.e.
f.	BHTX G586	G586	0	G587	0	G588	0	G589	0	G590	0	M.2.f.

Schedule HC-Q—Continued

Memoranda

	(Column A) Consolidated		(Column B) Domestic Offices	
	BHCK	Amount	BHDM	Amount
Dollar Amounts in Thousands				
<i>Memorandum items 3 and 4 are to be completed by holding companies that have elected to measure loans included in Schedule HC-C, items 1 through 9, at fair value under a fair value option.</i>				
3. Loans measured at fair value:				
a. Loans secured by real estate.....	F608			M.3.a.
(1) Construction, land development, and other land loans.....			F578	M.3.a.(1)
(2) Secured by farmland (including farm residential and other improvements).....			F579	M.3.a.(2)
(3) Secured by 1–4 family residential properties:				
(a) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit ..			F580	M.3.a.(3)(a)
(b) Closed-end loans secured by 1–4 family residential properties:				
(i) Secured by first liens.....			F581	M.3.a.(3)(b)(i)
(ii) Secured by junior liens			F582	M.3.a.(3)(b)(ii)
(4) Secured by multifamily (5 or more) residential properties			F583	M.3.a.(4)
(5) Secured by nonfarm nonresidential properties			F584	M.3.a.(5)
b. Commercial and industrial loans	F585		F585	M.3.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):				
(1) Credit cards	F586		F586	M.3.c.(1)
(2) Other revolving credit plans	F587		F587	M.3.c.(2)
(3) Automobile loans.....	K196		K196	M.3.c.(3)
(4) Other consumer loans (includes single payment, installment, and all student loans)				
	K208		K208	M.3.c.(4)
d. Other loans.....	F589		F589	M.3.d.
4. Unpaid principal balances of loans measured at fair value (reported in memorandum item 3):				
a. Loans secured by real estate.....	F609			M.4.a.
(1) Construction, land development, and other land loans.....			F590	M.4.a.(1)
(2) Secured by farmland (including farm residential and other improvements).....			F591	M.4.a.(2)
(3) Secured by 1–4 family residential properties:				
(a) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit ..			F592	M.4.a.(3)(a)
(b) Closed-end loans secured by 1–4 family residential properties:				
(i) Secured by first liens.....			F593	M.4.a.(3)(b)(i)
(ii) Secured by junior liens			F594	M.4.a.(3)(b)(ii)
(4) Secured by multifamily (5 or more) residential properties			F595	M.4.a.(4)
(5) Secured by nonfarm nonresidential properties			F596	M.4.a.(5)
b. Commercial and industrial loans	F597		F597	M.4.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):				
(1) Credit cards	F598		F598	M.4.c.(1)
(2) Other revolving credit plans	F599		F599	M.4.c.(2)
(3) Automobile loans.....	K195		K195	M.4.c.(3)
(4) Other consumer loans (includes single payment, installment, and all student loans)				
	K209		K209	M.4.c.(4)
d. Other loans	F601		F601	M.4.d.

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C.I. _____

Schedule HC-R—Regulatory Capital**Part I. Regulatory Capital Components and Ratios**

Dollar Amounts in Thousands		BHCA	Amount	
Common Equity Tier 1 Capital				
1. Common stock plus related surplus, net of treasury stock and unearned employee stock ownership plan (ESOP) shares	P742	176564	1.	
	BHCT			
2. Retained earnings	3247	-152471	2.	
	BHCA			
3. Accumulated other comprehensive income (AOCI)	B530	-1537	3.	
a. AOCI opt-out election (enter "1" for Yes; enter "0" for No.)	0=No	BHCA		
(Advanced approaches institutions must enter "0" for No.)	1=Yes	P838	1	3.a.
	BHCA	Amount		
4. Common equity tier 1 minority interest includable in common equity tier 1 capital	P839	0	4.	
5. Common equity tier 1 capital before adjustments and deductions (sum of items 1 through 4)	P840	22556	5.	
Common Equity Tier 1 Capital: Adjustments and Deductions				
6. LESS: Goodwill net of associated deferred tax liabilities (DTLs)	P841	64	6.	
7. LESS: Intangible assets (other than goodwill and mortgage servicing assets (MSAs)), net of associated DTLs	P842	112	7.	
8. LESS: Deferred tax assets (DTAs) that arise from net operating loss and tax credit carryforwards, net of any related valuation allowances and net of DTLs	P843	0	8.	
9. AOCI-related adjustments (if entered "1" for Yes in item 3.a, complete only items 9.a through 9.e; if entered "0" for No in item 3.a, complete only item 9.f):				
a. LESS: Net unrealized gains (losses) on available-for-sale securities (if a gain, report as a positive value; if a loss, report as a negative value)	P844	-1537	9.a.	
b. LESS: Net unrealized loss on available-for-sale preferred stock classified as an equity security under GAAP and available-for-sale equity exposures (report loss as a positive value)	P845	77	9.b.	
c. LESS: Accumulated net gains (losses) on cash flow hedges (if a gain, report as a positive value; if a loss, report as a negative value)	P846	0	9.c.	
d. LESS: Amounts recorded in AOCI attributed to defined benefit postretirement plans resulting from the initial and subsequent application of the relevant GAAP standards that pertain to such plans (if a gain, report as a positive value; if a loss, report as a negative value)	P847	0	9.d.	
e. LESS: Net unrealized gains (losses) on held-to-maturity securities that are included in AOCI (if a gain, report as a positive value; if a loss, report as a negative value)	P848	0	9.e.	
f. To be completed only by holding companies that entered "0" for No in item 3.a: LESS: Accumulated net gain (loss) on cash flow hedges included in AOCI, net of applicable income taxes, that relate to the hedging of items that are not recognized at fair value on the balance sheet (if a gain, report as a positive value; if a loss, report as a negative value)	P849		9.f.	
10. Other deductions from (additions to) common equity tier 1 capital before threshold-based deductions:				
a. LESS: Unrealized net gain (loss) related to changes in the fair value of liabilities that are due to changes in own credit risk (if a gain, report as a positive value; if a loss, report as a negative value)	Q258	0	10.a.	
b. LESS: All other deductions from (additions to) common equity tier 1 capital before threshold-based deductions	P850	0	10.b.	
11. LESS: Non-significant investments in the capital of unconsolidated financial institutions in the form of common stock that exceed the 10 percent threshold for non-significant investments	P851	0	11.	
12. Subtotal (item 5 minus items 6 through 11)	P852	23840	12.	

Schedule HC-R—Continued

Part I.—Continued

	Dollar Amounts in Thousands	BHCA	Amount	
13. LESS: Significant investments in the capital of unconsolidated financial institutions in the form of common stock, net of associated DTLs, that exceed the 10 percent common equity tier 1 capital deduction threshold.....		P853	0	13.
14. LESS: MSAs, net of associated DTLs, that exceed the 10 percent common equity tier 1 capital deduction threshold.....		P854	0	14.
15. LESS: DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs, that exceed the 10 percent common equity tier 1 capital deduction threshold		P855	0	15.
16. LESS: Amount of significant investments in the capital of unconsolidated financial institutions in the form of common stock, net of associated DTLs; MSAs, net of associated DTLs; and DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs; that exceeds the 15 percent common equity tier 1 capital deduction threshold		P856	0	16.
17. LESS: Deductions applied to common equity tier 1 capital due to insufficient amounts of additional tier 1 capital and tier 2 capital to cover deductions.....		P857	0	17.
18. Total adjustments and deductions for common equity tier 1 capital (sum of items 13 through 17)		P858	0	18.
19. Common equity tier 1 capital (item 12 minus item 18)		P859	23840	19.
Additional Tier 1 Capital				
20. Additional tier 1 capital instruments plus related surplus		P860	51000	20.
21. Non-qualifying capital instruments subject to phase out from additional tier 1 capital		P861	0	21.
22. Tier 1 minority interest not included in common equity tier 1 capital		P862	0	22.
23. Additional tier 1 capital before deductions (sum of items 20, 21, and 22)		P863	51000	23.
24. LESS: Additional tier 1 capital deductions		P864	0	24.
25. Additional tier 1 capital (greater of item 23 minus item 24, or zero)		P865	51000	25.
Tier 1 Capital				
26. Tier 1 capital (sum of items 19 and 25)		8274	74840	26.
Tier 2 Capital				
27. Tier 2 capital instruments plus related surplus		P866	0	27.
28. Non-qualifying capital instruments subject to phase out from tier 2 capital		P867	0	28.
29. Total capital minority interest that is not included in tier 1 capital		P868	0	29.
30. a. Allowance for loan and lease losses includable in tier 2 capital		5310	6340	30.a.
b. (Advanced approaches holding companies that exit parallel run only): Eligible credit reserves includable in tier 2 capital		BHCW		30.b.
		5310		
31. Unrealized gains on available-for-sale preferred stock classified as an equity security under GAAP and available-for-sale equity exposures includable in tier 2 capital		BHCA		
		Q257	0	31.
32. a. Tier 2 capital before deductions (sum of items 27 through 30.a, plus item 31)		P870	6340	32.a.
b. (Advanced approaches holding companies that exit parallel run only): Tier 2 capital before deductions (sum of items 27 through 29, plus items 30.b and 31)		BHCW		32.b.
		P870		
		BHCA		
33. LESS: Tier 2 capital deductions		P872	0	33.
34. a. Tier 2 capital (greater of item 32.a minus item 33, or zero)		5311	6340	34.a.
b. (Advanced approaches holding companies that exit parallel run only): Tier 2 capital (greater of item 32.b minus item 33, or zero)		BHCW		34.b.
		5311		
Total Capital				
35. a. Total capital (sum of items 26 and 34.a)		BHCA		
		3792	81180	35.a.
b. (Advanced approaches holding companies that exit parallel run only): Total capital (sum of items 26 and 34.b)		BHCW		35.b.
		3792		

Schedule HC-R—Continued

Part I.—Continued

Dollar Amounts in Thousands		BHCX	Amount									
Total Assets for the Leverage Ratio												
36. Average total consolidated assets		3368	656295	36.								
37. LESS: Deductions from common equity tier 1 capital and additional tier 1 capital (sum of items 6, 7, 8, 10.b, 11, 13 through 17, and certain elements of item 24 - see instructions).....	BHCA											
		P875	176	37.								
38. LESS: Other deductions from (additions to) assets for leverage ratio purposes		B596	0	38.								
39. Total assets for the leverage ratio (item 36 minus items 37 and 38)		A224	656119	39.								
Total Risk-Weighted Assets												
40. a. Total risk-weighted assets (from Schedule HC-R, Part II item 31)		A223	505658	40.a.								
b. (Advanced approaches holding companies that exit parallel run only): Total risk-weighted assets using advanced approaches rule (from FFIEC 101 Schedule A, item 60).....	BHCW											
		A223		40.b.								
		<table><tr><th colspan="2">Column A</th><th colspan="2">Column B</th></tr><tr><th>BHCA</th><th>Percentage</th><th>BHCW</th><th>Percentage</th></tr></table>		Column A		Column B		BHCA	Percentage	BHCW	Percentage	
Column A		Column B										
BHCA	Percentage	BHCW	Percentage									
Risk-Based Capital Ratios*												
41. Common equity tier 1 capital ratio (Column A: item 19 divided by item 40.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 19 divided by item 40.b).....		P793	4.7146	P793	41.							
42. Tier 1 capital ratio (Column A: item 26 divided by item 40.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 26 divided by item 40.b).....		7206	14.8005	7206	42.							
43. Total capital ratio (Column A: item 35.a divided by item 40.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 35.b divided by item 40.b).....		7205	16.0543	7205	43.							
		<table><tr><th>BHCA</th><th>Percentage</th></tr></table>		BHCA	Percentage							
BHCA	Percentage											
Leverage Capital Ratios*												
44. Tier 1 leverage ratio (item 26 divided by item 39)		7204	11.4065		44.							
45. Advanced approaches holding companies only: Supplementary leverage ratio (From FFIEC 101 Schedule A, Table 2, item 2.22)		H036			45.							
		<table><tr><th>BHCA</th><th>Percentage</th></tr></table>		BHCA	Percentage							
BHCA	Percentage											
Capital Buffer*												
46. Institution-specific capital buffer necessary to avoid limitations on distributions and discretionary bonus payments:												
a. Capital conservation buffer		H311	0.2146		46.a.							
b. (Advanced approaches holding companies that exit parallel run only): Total applicable capital buffer.....		H312			46.b.							
Dollar Amounts in Thousands		BHCA	Amount									
Institutions must complete items 47 and 48 if the amount in item 46.a is less than or equal to the applicable minimum capital conservation buffer:												
47. Eligible retained income.....		H313	0		47.							
48. Distributions and discretionary bonus payments during the quarter		H314	0		48.							

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

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

This schedule is to be submitted on a consolidated basis.

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

	(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reported in Column A	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)
			Allocation by Risk-Weight Category							
			0%	2%	4%	10%	20%	50%	100%	150%
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
Balance Sheet Asset Categories² 1. Cash and balances due from depository institutions..... 2. Securities: a. Held-to-maturity securities..... b. Available-for-sale securities..... 3. Federal funds sold and securities purchased under agreements to resell: a. Federal funds sold (in domestic offices).... b. Securities purchased under agreements to resell 4. Loans and leases held for sale: a. Residential mortgage exposures b. High volatility commercial real estate exposures..... c. Exposures past due 90 days or more or on nonaccrual ³										
	BHCK D957	BHCK S396	BHCK D958				BHCK D959	BHCK S397	BHCK D960	BHCK S398
	9568	0	5477				4091	0	0	0
	BHCK D961	BHCK S399	BHCK D962	BHCK HJ74	BHCK HJ75		BHCK D963	BHCK D964	BHCK D965	BHCK S400
	0	0	0	0	0		0	0	0	0
	BHCK D966	BHCK S402	BHCK D967	BHCK HJ76	BHCK HJ77		BHCK D968	BHCK D969	BHCK D970	BHCK S403
	100469	-1537	33667	0	0		59716	8473	150	0
	BHCK D971		BHCK D972				BHCK D973	BHCK S410	BHCK D974	BHCK S411
	10289		0				10289	0	0	0
	BHCK H171	BHCK H172								
	0	0								
	BHCK S413	BHCK S414	BHCK H173				BHCK S415	BHCK S416	BHCK S417	
	7164	0	0				0	0	7164	
	BHCK S419	BHCK S420	BHCK H174				BHCK H175	BHCK H176	BHCK H177	BHCK S421
	0	0	0				0	0	0	0
BHCK S423	BHCK S424	BHCK S425	BHCK HJ78	BHCK HJ79		BHCK S426	BHCK S427	BHCK S428	BHCK S429	
0	0	0	0	0		0	0	0	0	

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

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

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)	
	Allocation by Risk-Weight Category							Application of Other Risk-Weighting Approaches ⁴		
	250% ⁵	300%	400%	600%	625%	937.5%	1250%	Exposure Amount	Risk-Weighted Asset Amount	
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	
Balance Sheet Asset Categories (continued)										
1. Cash and balances due from depository institutions.....										1.
2. Securities:										
a. Held-to-maturity securities.....										2.a.
b. Available-for-sale securities.....		BHCK S405		BHCK S406				BHCK H271	BHCK H272	
		0		0				0	0	2.b.
3. Federal funds sold and securities purchased under agreements to resell:										
a. Federal funds sold (in domestic offices).....										3.a.
b. Securities purchased under agreements to resell										3.b.
4. Loans and leases held for sale:										
a. Residential mortgage exposures								BHCK H273	BHCK H274	
								0	0	4.a.
b. High volatility commercial real estate exposures.....								BHCK H275	BHCK H276	
								0	0	4.b.
c. Exposures past due 90 days or more or on nonaccrual ⁶								BHCK H277	BHCK H278	
								0	0	4.c.

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

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

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reported in Column A	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)		
			Allocation by Risk-Weight Category									
			0%	2%	4%	10%	20%	50%	100%	150%		
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount		
4. Loans and leases held for sale (continued): d. All other exposures.....											4.d.	
	BHCK S431	BHCK S432	BHCK S433	BHCK HJ80	BHCK HJ81		BHCK S434	BHCK S435	BHCK S436	BHCK S437		
	0	0	0	0	0		0	0	0	0		
5. Loans and leases, net of unearned income: a. Residential mortgage exposures..... b. High volatility commercial real estate exposures..... c. Exposures past due 90 days or more or on nonaccrual ⁷											5.a.	
	BHCK S439	BHCK S440	BHCK H178				BHCK S441	BHCK S442	BHCK S443			
	138337	0	0				0	138337	0			
	BHCK S445	BHCK S446	BHCK H179				BHCK H180	BHCK H181	BHCK H182			BHCK S447
	8410	0	0				0	0	0			8410
d. All other exposures	BHCK S449	BHCK S450	BHCK S451	BHCK HJ82	BHCK HJ83		BHCK S452	BHCK S453	BHCK S454	BHCK S455	5.c.	
	4148	0	0	0	0		0	0	4148			
	BHCK S457	BHCK S458	BHCK S459	BHCK HJ84	BHCK HJ85		BHCK S460	BHCK S461	BHCK S462	BHCK S463		
6. LESS: Allowance for loan and lease losses	BHCX 3123	BHCY 3123									6.	
	7904	7904										
	BHCK D976	BHCK S466										BHCK D977
7. Trading Assets	0	0	0	0	0		0	0	0	0	7.	
	BHCK D981	BHCK S469	BHCK D982	BHCK HJ88	BHCK HJ89		BHCK D983	BHCK D984	BHCK D985	BHCK H185		
8. All other assets ⁸	18464	342	63	0	0		6298	2	11759	0	8.	
a. Separate account bank-owned life insurance											8.a.	
b. Default fund contributions to central counterparties										8.b.		

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

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)	
	Allocation by Risk-Weight Category							Application of Other Risk-Weighting Approaches ⁹		
	250% ¹⁰	300%	400%	600%	625%	937.5%	1250%	Exposure Amount	Risk-Weighted Asset Amount	
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	
4. Loans and leases held for sale (continued):										
d. All other exposures.....								BHCK H279 0	BHCK H280 0	4.d.
5. Loans and leases, net of unearned income:										
a. Residential mortgage exposures.....								BHCK H281 0	BHCK H282 0	5.a.
b. High volatility commercial real estate exposures.....								BHCK H283 0	BHCK H284 0	5.b.
c. Exposures past due 90 days or more or on nonaccrual ¹¹								BHCK H285 0	BHCK H286 0	5.c.
d. All other exposures								BHCK H287 0	BHCK H288 0	5.d.
6. LESS: Allowance for loan and lease losses										6.
7. Trading Assets		BHCK H186 0	BHCK H290 0	BHCK H187 0				BHCK H291 0	BHCK H292 0	7.
8. All other assets ¹²		BHCK H188 0	BHCK S470 0	BHCK S471 0				BHCK H294 0	BHCK H295 0	8.
a. Separate account bank-owned life insurance								BHCK H296 0	BHCK H297 0	8.a.
b. Default fund contributions to central counterparties								BHCK H298 0	BHCK H299 0	8.b.

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

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

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

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column A) Totals	(Column B) Adjustments to Totals Reported in Column A	(Column Q)	(Column T)	(Column U)	
			Allocation by Risk-Weight Category	Total Risk-Weighted Asset Amount by Calculation Methodology		
			1250%	SSFA ¹³	Gross-Up	
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	
Securitization Exposures: On-and Off-Balance Sheet						
9. On-balance sheet securitization exposures:						
a. Held-to-maturity securities.....	0	0	0	0	0	9.a.
b. Available-for-sale securities.....	12201	12201	0	18737	0	9.b.
c. Trading assets	0	0	0	0	0	9.c.
d. All other on-balance sheet securitization exposures.....	0	0	0	0	0	9.d.
10. Off-balance sheet securitization exposures	0	0	0	0	0	10.

	(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reported in Column A	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)
			Allocation by Risk-Weight Category							
			0%	2%	4%	10%	20%	50%	100%	150%
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
11. Total balance sheet	BHCT 2170	BHCK S500	BHCK D987	BHCK HJ90	BHCK HJ91		BHCK D988	BHCK D989	BHCK D990	BHCK S503
assets ¹⁴	640340	3102	39207	0	0		80394	146812	358267	12558

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)	
	Allocation by Risk-Weight Category							Application of Other Risk- Weighting Approaches	
	250% ¹⁵	300%	400%	600%	625%	937.5%	1250%	Exposure Amount	
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	
11. Total balance sheet assets ¹⁴		BHCK S505	BHCK S506	BHCK S507			BHCK S510	BHCK H300	11.
		0	0	0			0	0	

13. Simplified Supervisory Formula Approach.

14. For each of columns A through R of item 11, report the sum of items 1 through 9. For item 11, the sum of columns B through R must equal column A.

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column A) Face, Notional, or Other Amount	CCF ¹⁶	(Column B) Credit Equivalent Amount ¹⁷	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)
				Allocation by Risk-Weight Category							
				0%	2%	4%	10%	20%	50%	100%	150%
Dollar Amounts in Thousands	Amount		Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
Derivatives, Off-Balance Sheet Items, and Other Items Subject to Risk-Weighting (Excluding Securitization Exposure)¹⁸											
12. Financial standby letters of credit	BHCK D991		BHCK D992	BHCK D993	BHCK HJ92	BHCK HJ93		BHCK D994	BHCK D995	BHCK D996	BHCK S511
	1303	1.0	1303	0	0	0		0	0	1303	0
13. Performance standby letters of credit and transaction-related contingent items	BHCK D997		BHCK D998	BHCK D999				BHCK G603	BHCK G604	BHCK G605	BHCK S512
	98	0.5	49	0				0	0	49	0
14. Commercial and similar letters of credit with an original maturity of one year or less	BHCK G606		BHCK G607	BHCK G608	BHCK HJ94	BHCK HJ95		BHCK G609	BHCK G610	BHCK G611	BHCK S513
	0	0.2	0	0	0	0		0	0	0	0
15. Retained recourse on small business obligations sold with recourse	BHCK G612		BHCK G613	BHCK G614				BHCK G615	BHCK G616	BHCK G617	BHCK S514
	0	1.0	0	0				0	0	0	0

16. Credit conversion factor.

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

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column A) Face, Notional, or Other Amount	CCF ¹⁹	(Column B) Credit Equivalent Amount ²⁰	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)	
				Allocation by Risk-Weight Category								
				0%	2%	4%	10%	20%	50%	100%	150%	
Dollar Amounts in Thousands	Amount		Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	
16. Repo-style transactions ²¹	BHCK S515		BHCK S516	BHCK S517	BHCK S518	BHCK S519		BHCK S520	BHCK S521	BHCK S522	BHCK S523	16.
	0	1.0	0	0	0	0		0	0	0	0	
17. All other off-balance sheet liabilities	BHCK G618		BHCK G619	BHCK G620				BHCK G621	BHCK G622	BHCK G623	BHCK S524	17.
	0	1.0	0	0				0	0	0	0	0
18. Unused commitments: (exclude unused commitments to asset-backed commercial paper conduits):												
a. Original maturity of one year or less	BHCK S525		BHCK S526	BHCK S527	BHCK HJ96	BHCK HJ97		BHCK S528	BHCK S529	BHCK S530	BHCK S531	18.a.
	23438	0.2	4688	0	0	0		0	0	4688	0	
b. Original maturity exceeding one year												
	BHCK G624		BHCK G625	BHCK G626	BHCK HJ98	BHCK HJ99		BHCK G627	BHCK G628	BHCK G629	BHCK S539	18.b.
	30704	0.5	15352	0	0	0		0	9	15343	0	
19. Unconditionally cancelable commitments	BHCK S540		BHCK S541									19.
	0	0.0	0									
20. Over-the-counter derivatives			BHCK S542	BHCK S543	BHCK HK00	BHCK HK01	BHCK S544	BHCK S545	BHCK S546	BHCK S547	BHCK S548	20.
			1016	0	0	0	0	0	1016	0	0	
21. Centrally cleared derivatives			BHCK S549	BHCK S550	BHCK S551	BHCK S552		BHCK S554	BHCK S555	BHCK S556	BHCK S557	21.
	0	0	0	0	0	0		0	0	0		
22. Unsettled transactions (failed trades) ²²	BHCK H191			BHCK H193				BHCK H194	BHCK H195	BHCK H196	BHCK H197	22.
	0			0				0	0	0	0	0

19. Credit conversion factor.

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

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

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

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

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

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

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

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

		(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)		
		Allocation by Risk-Weight Category									
		0%	2%	4%	10%	20%	50%	100%	150%		
Dollar Amounts in Thousands		Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount		
23. Total assets, derivatives, off-balance sheet items, and other items subject to risk weighting by risk-weight category (for each of columns C through P, sum of items 11 through 22; for column Q, sum of items 10 through 22)											
		BHCK G630	BHCK S558	BHCK S559	BHCK S560	BHCK G631	BHCK G632	BHCK G633	BHCK S561		
		39207	0	0	0	80394	147837	379650	12558	23.	
24. Risk weight factor		X 0%	X 2%	X 4%	X 10%	X 20%	X 50%	X 100%	X 150%	24.	
25. Risk-weighted assets by risk-weight category (for each column, item 23 multiplied by item 24)											
		BHCK G634	BHCK S569	BHCK S570	BHCK S571	BHCK G635	BHCK G636	BHCK G637	BHCK S572		
		0	0	0	0	16079	73919	379650	18837	25.	

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	
	Allocation by Risk-Weight Category							
	250% ²⁶	300%	400%	600%	625%	937.5%	1250%	
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	
23. Total assets, derivatives, off-balance sheet items, and other items subject to risk weighting by risk-weight category (for each of columns C through P, sum of items 11 through 22; for column Q, sum of items 10 through 22)								23.
		BHCK S563	BHCK S564	BHCK S565	BHCK S566	BHCK S567	BHCK S568	
		0	0	0	0	0	0	23.
24. Risk weight factor	X 250%	X 300%	X 400%	X 600%	X 625%	X 937.5%	X 1250%	24.
25. Risk-weighted assets by risk-weight category (for each column, item 23 multiplied by item 24)								
		BHCK S574	BHCK S575	BHCK S576	BHCK S577	BHCK S578	BHCK S579	
		0	0	0	0	0	0	25.

	Totals		
Dollar Amounts in Thousands	BHCK	Amount	
26. Risk-weighted assets for purposes of calculating the allowance for loan and lease losses 1.25 percent threshold	S580	507222	26.
27. Standardized market-risk weighted assets (applicable only to holding companies that are covered by the market risk capital rules)	S581	0	27.
28. Risk-weighted assets before deductions for excess allowance of loan and lease losses and allocated risk transfer risk reserve ²⁷	B704	507222	28.
29. LESS: Excess allowance for loan and lease losses	A222	1564	29.
30. LESS: Allocated transfer risk reserve	3128	0	30.
31. Total risk-weighted assets (item 28 minus items 29 and 30)	G641	505658	31.

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

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

Schedule HC-R—Continued

Part II. Risk-Weighted Assets—Continued

Memoranda

Dollar Amounts in Thousands						BHCK	Amount					
1. Current credit exposure across all derivative contracts covered by the regulatory capital rules						G642	596	M.1.				
						With a remaining maturity of						
						(Column A) One year or less		(Column B) Over one year through five years	(Column C) Over 5 years			
Dollar Amounts in Thousands						BHCK	Amount	BHCK	Amount	BHCK	Amount	
2. Notional principal amounts of over-the-counter derivative contracts:												
a. Interest rate						S582	50538	S583	28642	S584	18408	M.2.a.
b. Foreign exchange rate and gold.....						S585	0	S586	0	S587	0	M.2.b.
c. Credit (investment grade reference asset).....						S588	0	S589	0	S590	0	M.2.c.
d. Credit (non-investment grade reference asset).....						S591	0	S592	0	S593	0	M.2.d.
e. Equity						S594	0	S595	0	S596	0	M.2.e.
f. Precious metals (except gold)						S597	0	S598	0	S599	0	M.2.f.
g. Other						S600	0	S601	0	S602	0	M.2.g.
3. Notional principal amounts of centrally cleared derivative contracts:												
a. Interest rate						S603	0	S604	0	S605	0	M.3.a.
b. Foreign exchange rate and gold						S606	0	S607	0	S608	0	M.3.b.
c. Credit (investment grade reference asset)						S609	0	S610	0	S611	0	M.3.c.
d. Credit (non-investment grade reference asset)						S612	0	S613	0	S614	0	M.3.d.
e. Equity						S615	0	S616	0	S617	0	M.3.e.
f. Precious metals (except gold)						S618	0	S619	0	S620	0	M.3.f.
g. Other						S621	0	S622	0	S623	0	M.3.g.
						Dollar Amounts in Thousands						
4. Standardized market risk-weighted assets attributable to specific risk (included in Schedule HC-R, item 27).....								BHCK	Amount			
								S624	0	M.4.		

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C.I. _____

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

C000

Dollar Amounts in Thousands		(Column A) 1–4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans, All Leases, and All Other Assets	
		Amount	Amount	Amount	Amount	Amount	Amount	Amount	
Securitization Activities									
1. Outstanding principal balance of assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements		BHCK B705	BHCK B706	BHCK B707	BHCK B708	BHCK B709	BHCK B710	BHCK B711	1.
		0	0	0	0	0	0	0	
2. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to structures reported in item 1 in the form of:									
a. Credit enhancing interest-only strips (included in HC-B, HC-D, or HC-F)		BHCK B712	BHCK B713	BHCK B714	BHCK B715	BHCK B716	BHCK B717	BHCK B718	2.a.
		0	0	0	0	0	0	0	
b. Subordinated securities and other residual interests		BHCK C393	BHCK C394	BHCK C395	BHCK C396	BHCK C397	BHCK C398	BHCK C399	2.b.
		0	0	0	0	0	0	0	
c. Standby letters of credit and other enhancements		BHCK C400	BHCK C401	BHCK C402	BHCK C403	BHCK C404	BHCK C405	BHCK C406	2.c.
		0	0	0	0	0	0	0	
3. Reporting institution's unused commitments to provide liquidity to structures reported in item 1		BHCK B726	BHCK B727	BHCK B728	BHCK B729	BHCK B730	BHCK B731	BHCK B732	3.
		0	0	0	0	0	0	0	
4. Past due loan amounts included in item 1:		BHCK B733	BHCK B734	BHCK B735	BHCK B736	BHCK B737	BHCK B738	BHCK B739	
a. 30-89 days past due		0	0	0	0	0	0	0	4.a.
		BHCK B740	BHCK B741	BHCK B742	BHCK B743	BHCK B744	BHCK B745	BHCK B746	
b. 90 days or more past due		0	0	0	0	0	0	0	4.b.
5. Charge-offs and recoveries on assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements (calendar year-to-date):									
a. Charge-offs		BHCK B747	BHCK B748	BHCK B749	BHCK B750	BHCK B751	BHCK B752	BHCK B753	5.a.
		0	0	0	0	0	0	0	
		BHCK B754	BHCK B755	BHCK B756	BHCK B757	BHCK B758	BHCK B759	BHCK B760	
b. Recoveries		0	0	0	0	0	0	0	5.b.

Schedule HC-S—Continued

	(Column A) 1–4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans, All Leases, and All Other Assets	
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	
6. Amount of ownership (or seller's) interests carried as:								
a. Securities (included in HC-B)		BHCK B761	BHCK B762			BHCK B763		6.a.
		0	0			0		
b. Loans (included in HC-C)		BHCK B500	BHCK B501			BHCK B502		6.b.
		0	0			0		
7. Past due loan amounts included in interests reported in item 6.a:								
a. 30-89 days past due		BHCK B764	BHCK B765			BHCK B766		7.a.
		0	0			0		
b. 90 days or more past due		BHCK B767	BHCK B768			BHCK B769		7.b.
		0	0			0		
8. Charge-offs and recoveries on loan amounts included in interests reported in item 6.a (calendar year-to-date):								
a. Charge-offs		BHCK B770	BHCK B771			BHCK B772		8.a.
		0	0			0		
b. Recoveries		BHCK B773	BHCK B774			BHCK B775		8.b.
		0	0			0		
For Securitization Facilities Sponsored By or Otherwise Established By Other Institutions								
9. Maximum amount of credit exposure arising from credit enhancements provided by the reporting institution to other institutions' securitization structures in the form of standby letters of credit, purchased subordinated securities, and other enhancements								
	BHCK B776	BHCK B777	BHCK B778	BHCK B779	BHCK B780	BHCK B781	BHCK B782	9.
	0	0	0	0	0	0	0	
10. Reporting institution's unused commitments to provide liquidity to other institutions' securitization structures								
	BHCK B783	BHCK B784	BHCK B785	BHCK B786	BHCK B787	BHCK B788	BHCK B789	10.
	0	0	0	0	0	0	0	
Asset Sales								
11. Assets sold with recourse or other seller-provided credit enhancements and not securitized								
	BHCK B790	BHCK B791	BHCK B792	BHCK B793	BHCK B794	BHCK B795	BHCK B796	11.
	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.....								
	BHCK B797	BHCK B798	BHCK B799	BHCK B800	BHCK B801	BHCK B802	BHCK B803	12.
	0	0	0	0	0	0	0	

Schedule HC-S—Continued**Memoranda**

Dollar Amounts in Thousands		BHCK	Amount	
1. Small business obligations transferred with recourse under Section 208 of the Riegle Community Development and Regulatory Improvement Act of 1994:				
a. Outstanding principal balance	A249		0	M.1.a.
b. Amount of retained recourse on these obligations as of the report date	A250		0	M.1.b.
2. Outstanding principal balance of assets serviced for others (includes participations serviced for others):				
a. 1–4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements	B804		0	M.2.a.
b. 1–4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements	B805		0	M.2.b.
c. Other financial assets ¹	A591		0	M.2.c.
d. 1–4 family residential mortgages serviced for others that are in process of foreclosure at quarter-end (includes closed-end and open-end loans)	F699		0	M.2.d.
3. Asset-backed commercial paper conduits:				
a. Maximum amount of credit exposure arising from credit enhancements provided to conduit structures in the form of standby letters of credit, subordinated securities, and other enhancements:				
(1) Conduits sponsored by the bank, a bank affiliate, or the holding company	B806		0	M.3.a.(1)
(2) Conduits sponsored by other unrelated institutions	B807		0	M.3.a.(2)
b. Unused commitments to provide liquidity to conduit structures:				
(1) Conduits sponsored by the bank, a bank affiliate, or the holding company	B808		0	M.3.b.(1)
(2) Conduits sponsored by other unrelated institutions	B809		0	M.3.b.(2)
4. Outstanding credit card fees and finance charges (included in Schedule HC-S, item 1, column C) ²	C407		0	M.4.

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

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

Schedule HC-V—Variable Interest Entities

	(Column A) Securitization Vehicles		(Column B) ABCP Conduits		(Column C) Other VIEs		
Dollar Amounts in Thousands	BHCK	Amount	BHCK	Amount	BHCK	Amount	
1. Assets of consolidated variable interest entities (VIEs) that can be used only to settle obligations of consolidated VIEs:							
a. Cash and balances due from depository institutions	J981	0	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 holding company:							
a. Securities sold under agreements to repurchase ...	K015	0	K016	0	K017	0	2.a.
b. Derivative trading liabilities.....	K018	0	K019	0	K020	0	2.b.
c. Commercial paper	K021	0	K022	0	K023	0	2.c.
d. Other borrowed money (exclude commercial paper).....	K024	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.

Notes to the Balance Sheet—Predecessor Financial Items

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

	Dollar Amounts in Thousands	BHBC	Amount	
1. Average loans and leases (net of unearned income)		3516		1.
2. Average earning assets		3402		2.
3. Average total consolidated assets		3368		3.
4. Average equity capital		3519		4.

Notes to the Balance Sheet (Other)

Enter in the lines provided below any additional information on specific line items on the balance sheet or its supporting schedules that the holding company wishes to explain, that has been separately disclosed in the holding company's quarterly reports to its shareholders, in its press releases, or on its quarterly reports to the Securities and Exchange Commission (SEC). Also include any transactions which previously would have appeared as footnotes to Schedules HC through HC-S.

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

Example

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

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

Notes to the Balance Sheet (Other)

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

Notes to the Balance Sheet (Other)—Continued

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