



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).

Date of Report: **December 31, 2016**
Month / Date / Year (BHCK 9999)

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

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

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

02/10/2017
Date of Signature (MM/DD/CCYY) (BHTX J196)

FIRST FARMERS FINANCIAL CORPORATION
Legal Title of Holding Company (TEXT 9010)

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

CONVERSE IN 46919
City (TEXT 9130) State (TEXT 9200) Zip Code (TEXT 9220)

Person to whom questions about this report should be directed:

Dale E Tetrick, Assistant Controller

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RSSD ID

C.I.

S.F.

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

Public reporting burden for this information collection is estimated to vary from 5 to 1,250 hours per response, with an average of 50.84 hours per response for non-Advanced Approaches HCs and 52.09 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.

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	5,317	1.a.(1)(a)	
(b) All other loans secured by real estate.....	4436	24,806	1.a.(1)(b)	
(c) All other loans.....	F821	23,226	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	1,922	1.b.	
c. Interest income on balances due from depository institutions (1).....	4115	277	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	1,117	1.d.(1)	
(2) Mortgage-backed securities.....	B489	1,335	1.d.(2)	
(3) All other securities.....	4060	2,288	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	0	1.f.	
g. Other interest income.....	4518	341	1.g.	
h. Total interest income (sum of items 1.a through 1.g).....	4107	60,629	1.h.	
2. Interest expense:				
a. Interest on deposits:				
(1) In domestic offices:				
(a) Time deposits of \$100,000 or more.....	A517	1,024	2.a.(1)(a)	
(b) Time deposits of less than \$100,000.....	A518	2,016	2.a.(1)(b)	
(c) Other deposits.....	6761	1,211	2.a.(1)(c)	
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs.....				
	4172	0	2.a.(2)	
b. Expense of federal funds purchased and securities sold under agreements to repurchase.....	4180	4	2.b.	
c. Interest on trading liabilities and other borrowed money (excluding subordinated notes and debentures).....				
	4185	2,289	2.c.	
d. Interest on subordinated notes and debentures and on mandatory convertible securities.....	4397	0	2.d.	
e. Other interest expense.....	4398	578	2.e.	
f. Total interest expense (sum of items 2.a through 2.e).....	4073	7,122	2.f.	
3. Net interest income (item 1.h minus 2.f).....	4074	53,507	3.	
4. Provision for loan and lease losses (from Schedule HI-B, part II, item 5).....	4230	3,475	4.	
5. Noninterest income:				
a. Income from fiduciary activities.....				
	4070	0	5.a.	
b. Service charges on deposit accounts in domestic offices.....	4483	3,224	5.b.	
c. Trading revenue (2).....	A220	0	5.c.	
d.(1) Fees and commissions from securities brokerage.....	C886	645	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	152	5.d.(3)	
(4) Underwriting income from insurance and reinsurance activities.....	C386	0	5.d.(4)	
(5) Income from other insurance activities.....	C387	6	5.d.(5)	
e. Venture capital revenue.....	B491	0	5.e.	
f. Net servicing fees.....	B492	898	5.f.	
g. Net securitization income.....	B493	0	5.g.	

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

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

Schedule HI—Continued

Dollar Amounts in Thousands		BHCK	Amount	
5. h. Not applicable				
i. Net gains (losses) on sales of loans and leases.....	8560	4,108	5.i.	
j. Net gains (losses) on sales of other real estate owned.....	8561	27	5.j.	
k. Net gains (losses) on sales of other assets (excluding securities).....	B496	(21)	5.k.	
l. Other noninterest income (3).....	B497	4,261	5.l.	
m. Total noninterest income (sum of items 5.a through 5.l).....	4079	13,300	5.m.	
6. a. Realized gains (losses) on held-to-maturity securities.....				
b. Realized gains (losses) on available-for-sale securities.....	3521	0	6.a.	
	3196	192	6.b.	
7. Noninterest expense:				
a. Salaries and employee benefits.....	4135	22,879	7.a.	
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest).....	4217	5,371	7.b.	
c. (1) Goodwill impairment losses.....	C216	0	7.c.(1)	
(2) Amortization expense and impairment losses for other intangible assets.....	C232	1,138	7.c.(2)	
d. Other noninterest expense (4).....	4092	11,583	7.d.	
e. Total noninterest expense (sum of items 7.a through 7.d).....	4093	40,971	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	22,553	8.	
9. Applicable income taxes (foreign and domestic).....				
	4302	5,520	9.	
10. Income (loss) before discontinued operations (item 8 minus item 9).....				
	4300	17,033	10.	
11. Discontinued operations, net of applicable income taxes (5).....				
	FT28	0	11.	
12. Net income (loss) attributable to holding company and noncontrolling (minority) interests (sum of items 10 and 11).....				
	G104	17,033	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	17,033	14.	

(3) See Schedule HI, memoranda item 6.

(4) See Schedule HI, memoranda item 7.

(5) 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	54,879	M.1.
2. Net income before applicable income taxes, and discontinued operations (item 8 above) on a fully taxable equivalent basis.....		4592	23,925	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	399	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	2,234	M.4.
5. Number of full-time equivalent employees at end of current period (round to nearest whole number).....		BHCK	Number	
		4150	363	M.5.
6. Other noninterest income (from Schedule HI, item 5.l, above) (only report amounts greater than \$100,000 that exceed 3% of Schedule HI, item 5.l.):				
a. Income and fees from the printing and sale of checks.....		BHCK	Amount	
		C013	0	M.6.a.
b. Earnings on/increase in value of cash surrender value of life insurance.....		C014	0	M.6.b.
c. Income and fees from automated teller machines (ATMs).....		C016	304	M.6.c.
d. Rent and other income from other real estate owned.....		4042	0	M.6.d.
e. Safe deposit box rent.....		C015	140	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	2,635	M.6.g.
	h. Gains on bargain purchases.....		J447	200	M.6.h.
	i. Income and fees from wire transfers.....		T047	140	M.6.i.
	TEXT Lease Placement Fees				
j.	8562		8562	699	M.6.j.
	TEXT Document Preparation Fees				
k.	8563		8563	250	M.6.k.
	TEXT Equity in Earnings of Unconsolidated Sub 1				
l.	8564		8564	(795)	M.6.l.
7.	Other noninterest expense (from Schedule HI, item 7.d, above) (only report amounts greater than \$100,000 that exceed 3% of the sum of Schedule HI, item 7.d):				
	a. Data processing expenses.....		C017	1,310	M.7.a.
	b. Advertising and marketing expenses.....		0497	1,280	M.7.b.
	c. Directors' fees.....		4136	0	M.7.c.
	d. Printing, stationery, and supplies.....		C018	475	M.7.d.
	e. Postage.....		8403	483	M.7.e.
	f. Legal fees and expenses.....		4141	0	M.7.f.
	g. FDIC deposit insurance assessments.....		4146	817	M.7.g.
	h. Accounting and auditing expenses.....		F556	0	M.7.h.
	i. Consulting and advisory expenses.....		F557	825	M.7.i.
	j. Automated teller machine (ATM) and interchange expenses.....		F558	0	M.7.j.
	k. Telecommunications expenses.....		F559	955	M.7.k.
	l. Other real estate owned expenses.....		Y923	0	M.7.l.
	m. Insurance expenses (not included in employee expenses, premises and fixed assets expenses, and other real estate owned expenses).....		Y924	0	M.7.m.
	TEXT Acquisition Expenses				
n.	8565		8565	1,521	M.7.n.
	TEXT Legal Settlement				
o.	8566		8566	650	M.7.o.
	TEXT				
p.	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):				
	TEXT				
a.(1)	FT29		FT29	0	M.8.a.(1)
	(2) Applicable income tax effect.....	BHCK	FT30	0	M.8.a.(2)
	TEXT				
b.(1)	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		M.9.a.
	b. Foreign exchange exposures.....		8758		M.9.b.
	c. Equity security and index exposures.....		8759		M.9.c.
	d. Commodity and other exposures.....		8760		M.9.d.
	e. Credit exposures.....		F186		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	0		M.9.f.
g. Impact on trading revenue of changes in the creditworthiness of the holding company on the holding company's derivative liabilities (included in Memorandum items 9.a through 9.e above).....	K094	0		M.9.g.
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	798		M.12.a.
b. (1) Premiums on insurance related to the extension of credit.....	C242	0		M.12.b.1.
(2) All other insurance premiums.....	C243	0		M.12.b.2.
c. Benefits, losses, and expenses from insurance-related activities.....	B983	0		M.12.c.
13. Does the reporting holding company have a Subchapter S election in effect for federal income tax purposes for the current tax year? (Enter "1" for Yes; enter "0" for No).....	0=NO 1=YES	BHCK A530	0	M.13.

	Dollar Amounts in Thousands	BHCK	Amount	
<i>Memorandum 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	0		M.14.a.
(1) Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk.....	F552	0		M.14.a.1.
b. Net gains (losses) on liabilities.....	F553	0		M.14.b.
(1) Estimated net gains (losses) on liabilities attributable to changes in instrument-specific credit risk.....	F554	0		M.14.b.1.
15. Stock-based employee compensation expense (net of tax effects) calculated for all awards under the fair value method.....	C409	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>				
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:				
a. Total other-than-temporary impairment losses.....	J319	0		M.17.a.
b. Portion of losses recognized in other comprehensive income (before income taxes).....	J320	0		M.17.b.
c. Net impairment losses recognized in earnings (included in Schedule HI, items 6.a and 6.b) (Memorandum item 17.a minus Memorandum item 17.b).....	J321	0		M.17.c.

(1) The asset size test is generally based on the total assets reported as of June 30, 2015.

Schedule HI-A—Changes in Holding Company Equity Capital

Dollar Amounts in Thousands		BHCK	Amount	
1. Total holding company equity capital most recently reported for the end of previous calendar year (i.e., after adjustments from amended Reports of Income).....	3217	124,511		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	124,511		3.
	BHCT			
4. Net income (loss) attributable to holding company (must equal Schedule HI, item 14).....	4340	17,033		4.
5. Sale of perpetual preferred stock (excluding treasury stock transactions):	BHCK			
a. Sale of perpetual preferred stock, gross.....	3577	0		5.a.
b. Conversion or retirement of perpetual preferred stock.....	3578	0		5.b.
6. Sale of common stock:				
a. Sale of common stock, gross.....	3579	0		6.a.
b. Conversion or retirement of common stock.....	3580	0		6.b.
7. Sale of treasury stock.....	4782	132		7.
8. LESS: Purchase of treasury stock.....	4783	45		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	4,618		11.
12. Other comprehensive income (1).....	B511	(1,615)		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	236		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	135,634		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

	Dollar Amounts in Thousands				
	(Column A) Charge-offs (1)		(Column B) Recoveries		
	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	425	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	15	5412	2	1.c.(1)
(2) Closed-end loans secured by 1-4 family residential properties in domestic offices:					
(a) Secured by first liens.....	C234	23	C217	8	1.c.(2)(a)
(b) Secured by junior liens.....	C235	0	C218	3	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices.....	3588	0	3589	3	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:					
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....	C895	1,174	C896	62	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties.....	C897	75	C898	12	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	244	4665	0	3.
4. Commercial and industrial loans:					
a. To U.S. addressees (domicile).....	4645	1,493	4617	184	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	10	K133	1	5.b.
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....	K205	28	K206	9	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	14	8.b.
9. Total (sum of items 1 through 8).....	4635	3,487	4605	298	9.

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

Schedule HI-B—Continued**Memoranda**

MEMORANDUM

	(Column A) Chart-offs (1)		(Column B) Recoveries	
	Year-to-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
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.1.

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	M.3.

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).....

	Dollar Amounts in Thousands		
	BHCK	Amount	
II. Changes in allowance for loan and lease losses			
1. Balance most recently reported at end of previous year (i.e., after adjustments from amended Reports of Income).....	B522	13,289	1.
2. Recoveries (must equal Schedule HI-B, part I, item 9, column B, above).....	BHCT		
3. LESS: Charge-offs (must equal Schedule HI-B, part I, item 9, column A above less Schedule HI-B, part II, item 4).....	4605	298	2.
4. LESS: Write-downs arising from transfers of loans to a held-for-sale account.....	BHCK		
5. Provision for loan and lease losses (must equal Schedule HI, item 4).....	C079	3,487	3.
6. Adjustments (see instructions for this schedule).....	5523	0	4.
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).....	BHCT		
	4230	3,475	5.
	BHCK		
	C233	0	6.
	BHCT		
	3123	13,575	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 Losses

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

	(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	
Dollar Amounts in Thousands													
1. Real estate loans:													
a. Construction loans.....	M708	0	M709	0	M710	20,012	M711	226	M712	372	M713	0	1.a.
b. Commercial real estate loans.....	M714	32,909	M715	486	M716	444,790	M717	4,529	M719	739	M720	0	1.b.
c. Residential real estate loans.....	M721	2,337	M722	156	M723	111,010	M724	519	M725	0	M726	0	1.c.
2. Commercial loans ²	M727	17,626	M728	940	M729	521,126	M730	6,110	M731	141	M732	0	2.
3. Credit Cards.....	M733	0	M734	0	M735	0	M736	0	M737	0	M738	0	3.
4. Other consumer loans.....	M739	20	M740	1	M741	9,009	M742	16	M743	0	M744	0	4.
5. Unallocated, if any.....							M745	592					5.
6. Total (sum of 1.a through 5).....	M746	52,892	M747	1,583	M748	1,105,947	M749	11,992	M750	1,252	M751	0	6.

(1) The asset size test is generally based on the total assets reported as of June 30, 2015.

(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	1,350

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

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

Consolidated Financial Statements for Holding Companies

Report at the close of business

December 31, 2016

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	34,878	1.a.
b. Interest-bearing balances: (2)				
(1) In U.S. offices.....		0395	64,726	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	6,714	2.a.
b. Available-for-sale securities (from Schedule HC-B, column D).....		1773	278,774	2.b.
3. Federal funds sold and securities purchased under agreements to resell:				
a. Federal funds sold in domestic offices.....	BHDM	8987	0	3.a.
b. Securities purchased under agreements to resell (3).....	BHCK	8989	0	3.b.
4. Loans and lease financing receivables:				
a. Loans and leases held for sale.....		5369	7,524	4.a.
b. Loans and leases, net of unearned income.....	B528		1,160,091	4.b.
c. LESS: Allowance for loan and lease losses.....	3123		13,575	4.c.
d. Loans and leases, net of unearned income and allowance for loan and lease losses (item 4.b minus 4.c).....		B529	1,146,516	4.d.
5. Trading assets (from Schedule HC-D).....		3545	0	5.
6. Premises and fixed assets (including capitalized leases).....		2145	18,114	6.
7. Other real estate owned (from Schedule HC-M).....		2150	220	7.
8. Investments in unconsolidated subsidiaries and associated companies.....		2130	49	8.
9. Direct and indirect investments in real estate ventures.....		3656	13,120	9.
10. Intangible assets:				
a. Goodwill.....		3163	8,730	10.a.
b. Other intangible assets (from Schedule HC-M).....		0426	6,621	10.b.
11. Other assets (from Schedule HC-F).....		2160	30,464	11.
12. Total assets (sum of items 1 through 11).....		2170	1,616,450	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	317,884		13.a.(1)
(2) Interest-bearing.....	6636	1,002,766		13.a.(2)
b. In foreign offices, Edge and Agreement subsidiaries, and IBFs:				
(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:				
a. Federal funds purchased in domestic offices (2).....				
	BHDM			
	B993	0		14.a.
	BHCK			
	B995	0		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	121,617		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	18,000		19.b.
20. Other liabilities (from Schedule HC-G).....				
	2750	20,549		20.
21. Total liabilities (sum of items 13 through 20).....				
	2948	1,480,816		21.
22. Not applicable				
Equity Capital				
Holding Company Equity Capital				
23. Perpetual preferred stock and related surplus.....				
	3283	0		23.
24. Common stock (par value).....				
	3230	3,581		24.
25. Surplus (exclude all surplus related to preferred stock).....				
	3240	4,278		25.
26. a. Retained earnings.....				
	3247	129,822		26.a.
b. Accumulated other comprehensive income (5).....				
	B530	(2,002)		26.b.
c. Other equity capital components (6).....				
	A130	(45)		26.c.
27. a. Total holding company equity capital (sum of items 23 through 26.c).....				
	3210	135,634		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	135,634		28.
29. Total liabilities and equity capital (sum of items 21 and 28).....				
	3300	1,616,450		29.

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

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

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

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

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

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

Schedule HC—Continued

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

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

0=NO	BHCK	
1=YES	C884	1

M.1.

2. If response to Memoranda item 1 is yes, indicate below the name and address of the holding company's independent external auditing firm (see instructions), and the name and e-mail address of the auditing firm's engagement partner. (7)

a. BKD, LLP
(1) Name of External Auditing Firm (TEXT C703)

Fort Wayne
(2) City (TEXT C708)

IN 46802
(3) State Abbrev. (TEXT C714) (4) Zip Code (TEXT C715)

b. John Schlagenhauf
(1) Name of Engagement Partner (TEXT C704)

jschlagenhauf@bkd.com
(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

	Held-to-Maturity				Available-for-Sale				
	(Column A)		(Column B)		(Column C)		(Column D)		
	Amortized Cost		Fair value		Amortized Cost		Fair value		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands									
1. U.S. Treasury securities.....	0211	0	0213	0	1286	0	1287	0	1.
2. U.S. government agency obligations (exclude mortgage-backed securities):									
a. Issued by U.S. government agencies (1).....	1289	0	1290	0	1291	0	1293	0	2.a.
b. Issued by U.S. government-sponsored agencies (2).....	1294	0	1295	0	1297	55,165	1298	55,021	2.b.
3. Securities issued by states and political subdivisions in the U.S.....	8496	6,714	8497	6,867	8498	112,711	8499	111,323	3.
4. Mortgage-backed securities (MBS)									
a. Residential pass-through securities:									
(1) Guaranteed by GNMA.....	G300	0	G301	0	G302	293	G303	301	4.a.1.
(2) Issued by FNMA and FHLMC.....	G304	0	G305	0	G306	34,512	G307	34,031	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	67,694	G315	67,067	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	0	K145	0	4.c.1a
(b) Other pass-through securities.....	K146	0	K147	0	K148	0	K149	0	4.c.1b
(2) Other commercial MBS:									
(a) Issued or guaranteed by U.S. Government agencies or sponsored agencies (3).....	K150	0	K151	0	K152	0	K153	0	4.c.2a
(b) All other commercial MBS.....	K154	0	K155	0	K156	0	K157	0	4.c.2b

(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 Association (NCUA). U.S. Government-sponsored agencies include, but are not limited to, such agencies as the Federal Home Loan Mortgage Corporation (FHLMC), and the Federal National Mortgage Association (FNMA).

Schedule HC-B—Continued

	Held-to-Maturity				Available-for-Sale				
	(Column A)		(Column B)		(Column C)		(Column D)		
	Amortized Cost		Fair value		Amortized Cost		Fair value		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands									
5. Asset-backed securities and structured financial products:									
a. Asset-backed Securities (ABS).....	C026	0	C988	0	C989	0	C027	0	5.a.
b. Structured financial products:									
(1) Cash.....	G336	0	G337	0	G338	0	G339	0	5.b.1
(2) Synthetic.....	G340	0	G341	0	G342	0	G343	0	5.b.2
(3) Hybrid.....	G344	0	G345	0	G346	0	G347	0	5.b.3
6. Other debt securities:									
a. Other domestic debt securities.....	1737	0	1738	0	1739	0	1741	0	6.a.
b. Other foreign debt securities.....	1742	0	1743	0	1744	0	1746	0	6.b.
7. Investments in mutual funds and other equity securities with readily determinable fair values.....					A510	10,987	A511	11,031	7.
8. Total (sum of 1 through 7) (total of column A must equal Schedule HC, item 2.a) (total of column D must equal Schedule HC, item 2.b).....	BHCT						BHCT		
	1754	6,714	1771	6,867	1772	281,362	1773	278,774	8.

Memoranda

	Dollar Amounts in Thousands		
	BHCK	Amount	
1. Pledged securities (1).....	0416	121,933	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	13,054	M.2.a.
b. Over 1 year to 5 years.....	0384	155,537	M.2.b.
c. Over 5 years.....	0387	105,866	M.2.c.
3. Amortized cost of held-to-maturity securities sold or transferred to available-for-sale or trading securities during the calendar year-to-date (report the amortized cost at date of sale or transfer).....	1778	0	M.3.
4. Structured notes (included in the held-to-maturity and available-for-sale accounts in Schedule HC-B, items 2, 3, 5, and 6):			
a. Amortized cost.....	8782	0	M.4.a.
b. Fair value.....	8783	0	M.4.b.

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

Schedule HC-B—Continued**Memoranda—Continued**

										Held-to-Maturity				Available-for-Sale				
										(Column A) Amortized Cost		(Column B) Fair value		(Column C) Amortized Cost		(Column D) Fair value		
										BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands																		
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	0	B839	0	B840	0	B841	0	M.5.a.
b. Home equity lines.....										B842	0	B843	0	B844	0	B845	0	M.5.b.
c. Automobile loans.....										B846	0	B847	0	B848	0	B849	0	M.5.c.
d. Other consumer loans.....										B850	0	B851	0	B852	0	B853	0	M.5.d.
e. Commercial and industrial loans.....										B854	0	B855	0	B856	0	B857	0	M.5.e.
f. Other.....										B858	0	B859	0	B860	0	B861	0	M.5.f.
6. Structured financial products by underlying collateral or reference assets (for each column, sum of Memorandum items 6.a through 6.g must equal Schedule HC-B, sum of items 5.b.(1) through (3)):																		
a. Trust preferred securities issued by financial institutions.....										G348	0	G349	0	G350	0	G351	0	M.6.a.
b. Trust preferred securities issued by real estate investment trusts.....										G352	0	G353	0	G354	0	G355	0	M.6.b.
c. Corporate and similar loans.....										G356	0	G357	0	G358	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 generally based on the total assets reported as of June 30, 2015.

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.

	(Column A) Consolidated		(Column B) In Domestic Offices		
	BHCK	Amount	BHDM	Amount	
Dollar Amounts in Thousands					
1. Loans secured by real estate.....	1410	612,910			1.
a. Construction, land development, and other land loans:			BHCK		
(1) 1-4 family residential construction loans.....			F158	11,524	1.a.(1)
(2) Other construction loans and all land development and other land loans.....			F159	8,860	1.a.(2)
b. Secured by farmland.....			BHDM		
c. Secured by 1-4 family residential properties:			1420	311,693	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:					
(a) Secured by first liens.....			1797	33,211	1.c.(1)
(b) Secured by junior liens.....			5367	76,449	1.c.(2)(a)
d. Secured by multifamily (5 or more) residential properties.....			5368	4,433	1.c.(2)(b)
e. Secured by nonfarm nonresidential properties:			1460	5,524	1.d.
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....			BHCK		
(2) Loans secured by other nonfarm nonresidential properties.....			F160	97,118	1.e.(1)
			F161	64,098	1.e.(2)
			BHDM		
			1288	0	2.
2. Loans to depository institutions and acceptances of other banks.....					
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	281,035	1590	281,035	3.
4. Commercial and industrial loans.....			1766	214,891	4.
a. To U.S. addressees (domicile).....	1763	214,849			4.a.
b. To non-U.S. addressees (domicile).....	1764	42			4.b.
5. Not applicable					
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....			1975	10,139	6.
a. Credit cards.....	B538	0			6.a.
b. Other revolving credit plans.....	B539	1,057			6.b.
c. Automobile loans.....	K137	5,375			6.c.
d. Other consumer loans (includes single payment, installment, and all student loans).....	K207	3,707			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).....					
(2) All other loans (exclude consumer loans).....	1545	106	1545	106	9.b.(1)
	J451	6,732	J451	6,732	9.b.(2)
10. Lease financing receivables (net of unearned income).....			2165	41,802	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	41,802			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	1,167,615	2122	1,167,615	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	605		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	151		M.1.d.1
(2) Loans secured by other nonfarm nonresidential properties.....	K162	0		M.1.d.2
e. Commercial and industrial loans:				
(1) To U.S. addressees (domicile).....	K163	141		M.1.e.1
(2) To non-U.S. addressees (domicile).....	K164	0		M.1.e.2
f. All other loans (include loans to individuals for household, family, and other personal expenditures) (1).....	K165	12,440		M.1.f.
Itemize and describe loan categories included in Memorandum item 1.f, above that exceed 10% 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):				
(1) Loans secured by farmland in domestic offices.....	K166	4,737		M.1.f.1
(2) Loans to finance agricultural production and other loans to farmers.....	K168	7,703		M.1.f.2
(3) Loans to individuals for household, family, and other personal expenditures:				
(a) Credit cards.....	K098	0		M.1.f.3.a.
(b) Automobile loans.....	K203	0		M.1.f.3.b.
(c) Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....	K204	0		M.1.f.3.c.
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HC-C, items 4 and 9, column A, above.....	2746	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.
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)				
4. Outstanding credit card fees and finance charges (included in Schedule HC-C, item 6.a, column A).....	C391	0		M.4.
Memorandum item 5 is to be completed by all holding companies.				
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	2,532		M.5.a.
b. Amount included in Schedule HC-C, items 1 through 9.....	C780	1,252		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, 2015, 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		476	M.9.

Dollar Amounts in Thousands		(Column A) Consolidated		(Column B) Domestic Offices	
		BHCK	Amount	BHDM	Amount
<i>Memorandum items 10 and 11 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>					
10. Loans measured at fair value:					
a. Loans secured by real estate	F608				M.10.a.
(1) Construction, land development, and other land loans.....				F578	M.10.a.(1)
(2) Secured by farmland (including farm residential and other improvements).....				F579	M.10.a.(2)
(3) Secured by 1–4 family residential properties:					
(a) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit.....				F580	M.10.a.3.a
(b) Closed-end loans secured by 1–4 family residential properties:					
(i) Secured by first liens				F581	M.10.a3bi
(ii) Secured by junior liens.....				F582	M.10.a3bii
(4) Secured by multifamily (5 or more) residential properties.....				F583	M.10.a.(4)
(5) Secured by nonfarm nonresidential properties				F584	M.10.a.(5)
b. Commercial and industrial loans.....	F585			F585	M.10.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):					
(1) Credit cards.....	F586			F586	M.10.c.(1)
(2) Other revolving credit plans	F587			F587	M.10.c.(2)
(3) Automobile loans.....	K196			K196	M.10.c.(3)
(4) Other consumer loans (includes single payment, installment, and all student loans).....	K208			K208	M.10.c.(4)
d. Other loans.....	F589			F589	M.10.d.

Schedule HC-C—Continued

Memoranda—Continued

	(Column A) Consolidated		(Column B) Domestic Offices	
	BHCK	Amount	BHDM	Amount
Dollar Amounts in Thousands				
11. Unpaid principal balances of loans measured at fair value (reported in memorandum item 10):				
a. Loans secured by real estate.....	F609			M.11.a.
(1) Construction, land development, and other land loans.....			F590	M.11.a.(1)
(2) Secured by farmland (including farm residential and other improvements).....			F591	M.11.a.(2)
(3) Secured by 1–4 family residential properties:				
(a) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit			F592	M.11.a.3.a
(b) Closed-end loans secured by 1–4 family residential properties:				
(i) Secured by first liens.....			F593	M.11.a3bi
(ii) Secured by junior liens.....			F594	M.11.a3bii
(4) Secured by multifamily (5 or more) residential properties.....			F595	M.11.a.(4)
(5) Secured by nonfarm nonresidential properties.....			F596	M.11.a.(5)
b. Commercial and industrial loans.....	F597		F597	M.11.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):				
(1) Credit cards.....	F598		F598	M.11.c.(1)
(2) Other revolving credit plans.....	F599		F599	M.11.c.(2)
(3) Automobile loans.....	K195		K195	M.11.c.(3)
(4) Other consumer loans (includes single payment, installment, and all student loans)	K209		K209	M.11.c.(4)
d. Other loans.....	F601		F601	M.11.d.

	(Column A) Fair value of acquired loans and leases at acquisition date		(Column B) Gross contractual amounts receivable at acquisition		(Column C) Best estimate at acquisition date of contractual cash flows not expected to be collected	
Dollar Amounts in Thousands	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	19,750	G092	28,957	G093	308
b. Commercial and industrial loans.....	G094	912	G095	2,172	G096	11
c. Loans to individuals for household, family, and other personal expenditures.....	G097	2,225	G098	5,940	G099	97
d. All other loans and all leases.....	G100	2,188	G101	5,224	G102	26

		Dollar Amounts in Thousands	BHCK	Amount
13. Not applicable				
14. Pledged loans and leases.....			G378	128,233

Schedule HC-D—Trading Assets and Liabilities

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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 guaranteed 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 Association (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

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

Memoranda

	(Column A) Consolidated		(Column B) Domestic Offices	
	BHCK	Amount	BHDM	Amount
Dollar Amounts in Thousands				
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			
(1) Construction, land development, and other land loans.....			F625	
(2) Secured by farmland (including farm residential and other improvements).....			F626	
(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	
(b) Closed-end loans secured by 1–4 family residential properties:				
(i) Secured by first liens.....			F628	
(ii) Secured by junior liens.....			F629	
(4) Secured by multifamily (5 or more) residential properties.....			F630	
(5) Secured by nonfarm nonresidential properties.....			F631	
b. Commercial and industrial loans.....	F632		F632	
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):				
(1) Credit cards.....	F633		F633	
(2) Other revolving credit plans.....	F634		F634	
(3) Automobile loans.....	K200		K200	
(4) Other consumer loans (includes single payment, installment, and all student loans).....	K211		K211	
d. Other loans.....	F636		F636	
2. Loans measured at fair value that are past due 90 days or more:				
a. Fair value.....	F639		F639	
b. Unpaid principal balance.....	F640		F640	

Schedule HC-D—Continued

Memoranda—Continued

Dollar Amounts in Thousands	(Column A) Consolidated		(Column B) Domestic Offices	
	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	
b. Trust preferred securities issued by real estate investment trusts.....	G332		G332	
c. Corporate and similar loans.....	G333		G333	
d. 1–4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs).....	G334		G334	
e. 1–4 family residential MBS not issued or guaranteed by GSEs.....	G335		G335	
f. Diversified (mixed) pools of structured financial products.....	G651		G651	
g. Other collateral or reference assets.....	G652		G652	
4. Pledged trading assets:				
a. Pledged securities.....	G387		G387	
b. Pledged loans.....	G388		G388	

Dollar Amounts in Thousands		BHCK	Amount	
<i>Memoranda items 5 through 10 are to be completed by holding companies that reported average trading assets (Schedule HC-K, item 4.a.) of \$1 billion or more in any of the four preceding quarters.</i>				
5. Asset-backed securities:				
a. Credit card receivables.....		F643		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% 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% 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 Liabilities (1)

	Dollar Amounts in Thousands	BHCB	Amount	
1. Deposits held in domestic offices of commercial bank subsidiaries of the reporting holding company:				
a. Noninterest-bearing balances (2).....	2210		317,884	1.a.
b. Interest-bearing demand deposits, NOW, ATS, and other transaction accounts.....	3187		312,495	1.b.
c. Money market deposit accounts and other savings accounts.....	2389		391,480	1.c.
d. Time deposits of less than \$100,000.....	6648		190,041	1.d.
e. Time deposits of \$100,000 or more.....	2604		108,750	1.e.
2. Deposits held in domestic offices of other depository institutions that are subsidiaries of the reporting holding company:				
	BHOD			
a. Noninterest-bearing balances (2).....	3189		0	2.a.
b. Interest-bearing demand deposits, NOW, ATS, and other transaction accounts.....	3187		0	2.b.
c. Money market deposit accounts and other savings accounts.....	2389		0	2.c.
d. Time deposits of less than \$100,000.....	6648		0	2.d.
e. Time deposits of \$100,000 or more.....	2604		0	2.e.

Memoranda

	Dollar Amounts in Thousands	BHDM	Amount	
1. Brokered deposits less than \$100,000 with a remaining maturity of one year or less.....	A243		11,322	M.1.
2. Brokered deposits less than \$100,000 with a remaining maturity of more than one year.....	A164		40,472	M.2.
3. Time deposits of \$100,000 or more with a remaining maturity of one year or less.....	A242		47,924	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		10,074	1.
2. Net deferred tax assets (2).....	2148		2,564	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		8,001	4.
5. Life insurance assets:				
a. General account life insurance assets.....	K201		1,582	5.a.
b. Separate account life insurance assets.....	K202		0	5.b.
c. Hybrid account life insurance assets.....	K270		3,396	5.c.
6. Other.....	2168		4,847	6.
	BHCT			
7. Total (sum of items 1 through 6) (must equal Schedule HC, item 11).....	2160		30,464	7.

(1) Include accrued interest receivable on loans, leases, debt securities and other interest-bearing assets.

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

(3) Report interest-only strips receivable in the form of a security as available-for-sale securities in Schedule HC, item 2.b, or as trading assets in Schedule HC, item 5, as appropriate.

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

Schedule HC-G—Other Liabilities

	Dollar Amounts in Thousands	BHCK	Amount	
1. Not applicable				
2. Net deferred tax liabilities (1).....		3049	3,356	2.
3. Allowance for credit losses on off-balance-sheet credit exposures.....		B557	0	3.
4. Other.....		B984	17,193	4.
		BHCT		
5. Total (sum of items 2 through 4) (must equal Schedule HC, item 20).....		2750	20,549	5.

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

Schedule HC-H—Interest Sensitivity (1)

	Dollar Amounts in Thousands	BHCK	Amount	
1. Earning assets that are repriceable within one year or mature within one year.....		3197	666,935	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	130,159	2.
3. Long-term debt that reprices within one year included in items 16 and 19.a on Schedule HC, Balance Sheet.....		3298	60,104	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	0	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	0	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	67,066	1.a.	
b. Mortgage-backed securities	B559	92,914	1.b.	
c. All other securities (includes securities issued by states and political subdivisions in the U.S.).....	B560	122,405	1.c.	
2. Federal funds sold and securities purchased under agreements to resell.....	3365	0	2.	
	BHDM			
3. a. Total loans and leases in domestic offices.....	3516	1,137,181	3.a.	
(1) Loans secured by 1–4 family residential properties.....	3465	122,838	3.a.(1)	
(2) All other loans secured by real estate.....	3466	481,246	3.a.(2)	
(3) Loans to finance agricultural production and other loans to farmers.....	3386	265,185	3.a.(3)	
(4) Commercial and industrial loans.....	3387	211,386	3.a.(4)	
(5) Loans to individuals for household, family, and other personal expenditures:				
(a) Credit cards.....	B561	2	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	9,933	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	100,482	4.b.	
5. Total consolidated assets.....	3368	1,608,942	5.	
Liabilities				
6. Interest-bearing deposits (domestic) (1).....	3517	1,251,946	6.	
7. Interest-bearing deposits (foreign) (1).....	3404	0	7.	
8. Federal funds purchased and securities sold under agreements to repurchase.....	3353	1	8.	
9. All other borrowed money.....	2635	103,515	9.	
10. Not applicable				
Equity Capital				
11. Total equity capital (excludes limited-life preferred stock).....	3519	135,996	11.	

(1) Includes interest-bearing demand deposits.

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

Report only transactions with nonrelated institutions

Dollar Amounts in Thousands		BHCK	Amount	
1. Unused commitments (report only the unused portions of commitments that are fee paid or otherwise legally binding):				
a. Revolving, open-end loans secured by 1-4 family residential properties (e.g., home equity lines).....		3814	38,552	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	3,134	1.c.(1)
(a) 1-4 family residential construction loan commitments.....	F164	3,134		1.c.(1)(a)
(b) Commercial real estate, other construction loan, and land development loan commitments.....	F165	0		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	97,816	1.e.(1)
(2) Loans to financial institutions.....		J458	0	1.e.(2)
(3) All other unused commitments.....		J459	108,684	1.e.(3)
2. Financial standby letters of credit and foreign office guarantees.....		6566	5,006	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	0	2.a.
3. Performance standby letters of credit and foreign office guarantees		6570	0	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	0	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)

(1) The \$1 billion asset size test is generally based on the total assets reported as of June 30, 2015.

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					
		8765	0	8.				
9. All other off-balance-sheet items (exclude derivatives) (include in item 9 the aggregate amount all other off-balance-sheet items that individually exceed 10% of Schedule HC, item 27.a, "Total holding company equity capital") (itemize and describe in items 9.a through 9.f only amounts that exceed 25% of Schedule HC, item 27.a)								
a. Commitments to purchase when-issued securities.....		3430	0	9.				
b. Commitments to sell when-issued securities.....		3434	0	9.a.				
		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 Amount	(Column B) Foreign Exchange Contracts Amount	(Column C) Equity Derivative Contracts Amount	(Column D) Commodity and Other Contracts Amount	
Derivatives Position Indicators						
11. Gross amounts (e.g., notional amounts) (for each column, sum of items 11.a through 11.e must equal sum of items 12 and 13):						
a. Futures contracts.....		BHCK 8693 0	BHCK 8694 0	BHCK 8695 0	BHCK 8696 0	11.a.
b. Forward contracts.....		BHCK 8697 0	BHCK 8698 0	BHCK 8699 0	BHCK 8700 0	11.b.
c. Exchange-traded option contracts:						
(1) Written options.....		BHCK 8701 0	BHCK 8702 0	BHCK 8703 0	BHCK 8704 0	11.c.(1)
(2) Purchased options.....		BHCK 8705 0	BHCK 8706 0	BHCK 8707 0	BHCK 8708 0	11.c.(2)
d. Over-the-counter option contracts:						
(1) Written options.....		BHCK 8709 0	BHCK 8710 0	BHCK 8711 0	BHCK 8712 0	11.d.(1)
(2) Purchased options.....		BHCK 8713 0	BHCK 8714 0	BHCK 8715 0	BHCK 8716 0	11.d.(2)
e. Swaps.....		BHCK 3450 89,143	BHCK 3826 0	BHCK 8719 0	BHCK 8720 0	11.e.
12. Total gross notional amount of derivative contracts held for trading.....		BHCK A126 0	BHCK A127 0	BHCK 8723 0	BHCK 8724 0	12.
13. Total gross notional amount of derivative contracts held for purposes other than trading.....		BHCK 8725 89,143	BHCK 8726 0	BHCK 8727 0	BHCK 8728 0	13.
14. Gross fair values of derivative contracts:						
a. Contracts held for trading:						
(1) Gross positive fair value.....		BHCK 8733 0	BHCK 8734 0	BHCK 8735 0	BHCK 8736 0	14.a.(1)
(2) Gross negative fair value.....		BHCK 8737 0	BHCK 8738 0	BHCK 8739 0	BHCK 8740 0	14.a.(2)
b. Contracts held for purposes other than trading:						
(1) Gross positive fair value.....		BHCK 8741 618	BHCK 8742 0	BHCK 8743 0	BHCK 8744 0	14.b.(1)
(2) Gross negative fair value.....		BHCK 8745 755	BHCK 8746 0	BHCK 8747 0	BHCK 8748 0	14.b.(2)

Schedule HC-L—Continued

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

	(Column A)		(Column B)		(Column C)		(Column D)		(Column E)	
	Banks and Securities Firms		Monoline Financial Guarantors		Hedge Funds		Sovereign Governments		Corporations and All Other Counterparties	
	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount
Dollar Amounts in Thousands										
15. Over-the counter derivatives:										
a. Net current credit exposure.....	G418		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 15.b.7).....	G458		G459		G460		G461		G462	

(1) The \$10 billion asset size test is generally based on the total assets reported on the June 30, 2015.

Schedule HC-M—Memoranda

FR Y-9C
Page 34 of 65

Dollar Amounts in Thousands			BHCK	Amount	
1. Total number of holding company common shares outstanding.....	NUMBER (UNROUNDED)				1.
	3459	3,580,031			
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	0	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.2a
(b) Secured by junior liens.....			K174	0	6.a.1.c.2b
(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.....					
(b) Automobile loans.....			K180	0	6.a.4.a.
(c) Other consumer loans (includes single payment, installment, all student loans, and all revolving credit plans other than credit cards).....			K181	0	6.a.4.b.
(5) All other loans and leases.....			K182	0	6.a.4.c.
b. Other real estate owned (included in Schedule HC, item 7):			K183	0	6.a.5.
(1) Construction, land development, and other land in domestic offices.....			BHDM		
(2) Farmland in domestic offices.....			K187	0	6.b.1.
(3) 1-4 family residential properties in domestic offices.....			K188	0	6.b.2.
(4) Multifamily (5 or more) residential properties in domestic offices.....			K189	0	6.b.3.
(5) Nonfarm nonresidential properties in domestic offices.....			K190	0	6.b.4.
			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	3,664	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 BHCK 1=YES 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 BHCK 1=YES 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 BHCK 1=YES 6416	1	11.

TEXT
6428

Keith D Hill

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

(765) 395-3316

Area Code and Phone Number (TEXT 9009)

		BHCK	Amount	
12. Intangible assets other than goodwill:				
a. Mortgage servicing assets.....		3164	2,435	12.a.
(1) Estimated fair value of mortgage servicing assets.....	6438	2,435		12.a.(1)
b. Purchased credit card relationships and nonmortgage servicing assets		B026	825	12.b.
c. All other identifiable intangible assets		5507	3,361	12.c.
		BHCT		
d. Total (sum of items 12.a, 12.b, and 12.c) (must equal Schedule HC, item 10.b)		0426	6,621	12.d.
13. Other real estate owned		2150	220	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	16,104	14.b.
c. Other borrowed money with a remaining maturity of more than one year		2333	105,513	14.c.
		BHCT		
d. Total (sum of items 14.a, 14.b, and 14.c) (must equal Schedule HC, item 16)		3190	121,617	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 BHCK 1=YES B569	1	15.
16. Assets under management in proprietary mutual funds and annuities.....		BHCK	Amount	
		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).....
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	BHCK	
1=YES	C700	0

 19.a.

0=NO		
1=YES	C701	0

 19.b.

Dollar Amounts in Thousands		BHCK	Amount	
Memoranda items 20 and 21 are to be completed only by holding companies who have made an effective election to become a financial holding company. See the line item instructions for further details.				
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))'.....	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	
Memoranda items 23 and 24 are to be completed by all holding companies.				
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	108,300	23.b.
24. Issuances associated with the U.S. Department of Treasury Capital Purchase Program:				
a. Senior perpetual preferred stock or similar items		G234	0	24.a.
b. Warrants to purchase common stock or similar items		G235	0	24.b.

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

	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands							
1. Loans secured by real estate:							
a. Construction, land development, and other land loans in domestic offices:							
(1) 1–4 family residential construction loans.....	F172	566	F174	0	F176	0	1.a.(1)
(2) Other construction loans and all land development and other land loans.....	F173	1	F175	0	F177	0	1.a.(2)
b. Secured by farmland in domestic offices.....	3493	1,834	3494	0	3495	15,541	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	149	5399	13	5400	46	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties:							
(a) Secured by first liens.....	C236	1,000	C237	251	C229	662	1.c.(2)(a)
(b) Secured by junior liens.....	C238	0	C239	0	C230	0	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices.....	3499	0	3500	0	3501	0	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:							
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....	F178	4,389	F180	0	F182	2,619	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties.....	F179	11	F181	0	F183	208	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	5,259	1597	0	1583	178	3.
4. Commercial and industrial loans.....	1606	338	1607	72	1608	6,890	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	25	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	46	K217	0	K218	20	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	44	F170	0	F171	148	8.b.

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

Schedule HC-N—Continued

	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
Dollar Amounts in Thousands	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	13,662	5525	336	5526	26,312	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	1,785	K037	47	K038	10,060	11.
a. Guaranteed portion of loans and leases (exclude rebooked "GNMA loans") included in item 11 above.....	K039	1,493	K040	35	K041	7,578	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 reported in item 8 above which are covered by loss-sharing agreements with the FDIC:							
a. Loans secured by real estate in domestic offices:							
(1) Construction, land development, and other land loans:							
(a) 1-4 family residential construction loans.....	BHDM K045	0	BHDM K046	0	BHDM K047	0	12.a.1.a.
(b) Other construction loans and all land development and other land loans.....	K048	0	K049	0	K050	0	12.a.1.b.
(2) Secured by farmland.....	K051	0	K052	0	K053	0	12.a.2.
(3) Secured by 1-4 family residential properties:							
(a) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....	K054	0	K055	0	K056	0	12.a.3.a.
(b) Closed-end loans secured by 1-4 family residential properties:							
(1) Secured by first liens.....	K057	0	K058	0	K059	0	12.a.3.b1
(2) Secured by junior liens.....	K060	0	K061	0	K062	0	12.a.3.b2
(4) Secured by multifamily (5 or more) residential properties.....	K063	0	K064	0	K065	0	12.a.4.
(5) Secured by nonfarm nonresidential properties:							
(a) Loans secured by owner-occupied nonfarm nonresidential properties.....	K066	0	K067	0	K068	0	12.a.5.a.
(b) Loans secured by other nonfarm nonresidential properties.....	K069	0	K070	0	K071	0	12.a.5.b.
b. Loans to finance agricultural production and other loans to farmers.....	BHCK K072	0	BHCK K073	0	BHCK K074	0	12.b.
c. Commercial and industrial loans.....	K075	0	K076	0	K077	0	12.c.

Schedule HC-N—Continued

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

Memoranda

	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands							
1. Loans 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		
c. Secured by multifamily (5 or more) residential properties in domestic offices.....	F661	228	F662	0	F663	0	M.1.b.
d. Secured by nonfarm nonresidential properties in domestic offices:	BHDM		BHDM		BHDM		
(1) Loans secured by owner-occupied nonfarm nonresidential properties.....	K111	0	K112	0	K113	0	M.1.c.
(2) Loans secured by other nonfarm nonresidential properties.....	K114	3,159	K115	0	K116	0	M.1.d.1.
	K117	0	K118	0	K119	0	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	1,016	M.1.e.1.
(2) To non-U.S. addressees (domicile).....	K123	0	K124	0	K125	0	M.1.e.2.
f. All other loans (include loans to individuals for household, family, and other personal expenditures).....	K126	1,845	K127	0	K128	6,541	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		
(2) Loans to finance agricultural production and other loans to farmers.....	K130	431	K131	0	K132	6,541	M.1.f.1.
(3) Loans to individuals for household, family, and other personal expenditures:							
(a) Credit cards.....	K274	0	K275	0	K276	0	M.1.f.3.a.
(b) Automobile loans.....	K277	0	K278	0	K279	0	M.1.f.3.b.
(c) Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....	K280	0	K281	0	K282	0	M.1.f.3.c.
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HC-N, items 4 and 7 above.....	6558	0	6559	0	6560	0	M.2.
3. Loans and leases included in Schedule HC-N, items 1, 2, 4, 5, 6, 7, and 8 extended to non-U.S. addressees.....	3508	0	1912	0	1913	0	M.3.
4. Not applicable							
5. Loans and leases held-for-sale and loans measured at fair value (included in Schedule HC-N, items 1 through 8 above)							
a. Loans and leases held for sale.....	C240	0	C241	0	C226	0	M.5.a.
b. Loans measured at fair value:							
(1) Fair value.....	F664	0	F665	0	F666	0	M.5.b.1.
(2) Unpaid principal balance.....	F667	0	F668	0	F669	0	M.5.b.2.

Schedule HC-N—Continued

Memoranda—Continued

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

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

	Dollar Amounts in Thousands			
	BHCK	Amount		
7. Additions to nonaccrual assets during the quarter.....	C410	487		M.7.
8. Nonaccrual assets sold during the quarter.....	C411	10		M.8.

	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands							
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	18,077		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	17,289		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	3,835		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	780		5.a.
b. Open-end 1-4 family residential mortgage loans extended under lines of credit.....	BHDM			
	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:				
a. For representations and warranties made to U.S. government agencies and government-sponsored agencies	BHCK			
	L191	0		7.a.
b. For representations and warranties made to other parties.....	L192	0		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 generally based on the total assets reported as of June 30, 2015.

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

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

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

	(Column A) Total Fair Value Reported on Schedule HC		(Column B) LESS: Amounts Netted in the Determination of Total Fair Value		(Column C) Level 1 Fair Value Measurements		(Column D) Level 2 Fair Value Measurements		(Column E) Level 3 Fair Value Measurements	
	BHCKY	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount
Assets										
1. Available-for-sale securities.....	1773	278,774	G474	0	G475	53	G476	278,721	G477	0
2. Federal funds sold and securities purchased under agreements to resell.....	BHCK									
3. Loans and leases held for sale.....	G478	0	G479	0	G480	0	G481	0	G482	0
4. Loans and leases held for investment.....	G483	0	G484	0	G485	0	G486	0	G487	0
5. Trading assets:	G488	0	G489	0	G490	0	G491	0	G492	0
a. Derivative assets.....	BHCT									
	3543	0	G493	0	G494	0	G495	0	G496	0
b. Other trading assets.....	BHCK									
(1) Nontrading securities at fair value with changes in fair value reported in current earnings (included in Schedule HC-Q, item 5.b, above).....	G497	0	G498	0	G499	0	G500	0	G501	0
6. All other assets.....										
7. Total assets measured at fair value on a recurring basis (sum of items 1 through 5.b plus item 6).....	F240	0	F684	0	F692	0	F241	0	F242	0
	G391	616	G392	0	G395	0	G396	0	G804	616
	G502	279,390	G503	0	G504	53	G505	278,721	G506	616
Liabilities										
8. Deposits.....	F252	0	F686	0	F694	0	F253	0	F254	0
9. Federal funds purchased and securities sold under agreements to repurchase.....	G507	0	G508	0	G509	0	G510	0	G511	0
10. Trading liabilities:	BHCT									
a. Derivative liabilities.....	3547	0	G512	0	G513	0	G514	0	G515	0
	BHCK									
b. Other trading liabilities.....	G516	0	G517	0	G518	0	G519	0	G520	0
11. Other borrowed money.....	G521	0	G522	0	G523	0	G524	0	G525	0
12. Subordinated notes and debentures.....	G526	0	G527	0	G528	0	G529	0	G530	0
13. All other liabilities.....	G805	0	G806	0	G807	0	G808	0	G809	0
14. Total liabilities measured at fair value on a recurring basis (sum of items 8 through 13).....										
	G531	0	G532	0	G533	0	G534	0	G535	0

Schedule HC-Q—Continued

Memoranda

Dollar Amounts in Thousands		(Column A) Total Fair Value Reported on Schedule HC	(Column B) LESS: Amounts Netted in the Determination of Total Fair Value	(Column C) Level 1 Fair Value Measurements	(Column D) Level 2 Fair Value Measurements	(Column E) Level 3 Fair Value Measurements	
		BHCK Amount	BHCK Amount	BHCK Amount	BHCK Amount	BHCK Amount	
1. All other assets (itemize and describe amounts included in Schedule HC-Q, item 6 that are greater than \$100,000 and exceed 25% of item 6):							
a. Mortgage servicing assets.....		G536 0	G537 0	G538 0	G539 0	G540 0	M.1.a.
b. Nontrading derivative assets.....		G541 539	G542 0	G543 0	G544 0	G545 539	M.1.b.
c. BHTX G546		G546 0	G547 0	G548 0	G549 0	G550 0	M.1.c.
d. BHTX G551		G551 0	G552 0	G553 0	G554 0	G555 0	M.1.d.
e. BHTX G556		G556 0	G557 0	G558 0	G559 0	G560 0	M.1.e.
f. BHTX G561		G561 0	G562 0	G563 0	G564 0	G565 0	M.1.f.
2. All other liabilities (itemize and describe amounts included in Schedule HC-Q, item 13 that are greater than \$100,000 and exceed 25% 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		G571 0	G572 0	G573 0	G574 0	G575 0	M.2.c.
d. BHTX G576		G576 0	G577 0	G578 0	G579 0	G580 0	M.2.d.
e. BHTX G581		G581 0	G582 0	G583 0	G584 0	G585 0	M.2.e.
f. BHTX G586		G586 0	G587 0	G588 0	G589 0	G590 0	M.2.f.

Schedule HC-R—Regulatory Capital

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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	7,814	1.
		BHCT		
2.	Retained earnings.....	3247	129,822	2.
		BHCA		
3.	Accumulated other comprehensive income (AOCI).....	B530	(2,002)	3.
	a. AOCI opt-out election (enter "1" for Yes; enter "0" for No.) (Advanced approaches institutions must enter "0" for No.).....	0=No BHCA 1=Yes P838	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	135,634	5.
Common Equity Tier 1 Capital: Adjustments and Deductions				
6.	LESS: Goodwill net of associated deferred tax liabilities (DTLs).....	P841	6,820	6.
7.	LESS: Intangible assets (other than goodwill and mortgage servicing assets (MSAs)), net of associated DTLs.....	P842	2,017	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 (items 9.a. through 9.e. are effective January 1, 2015) (if entered "1" for Yes in item 3.a, complete only items 9.a through 9.e; if entered "0" for No in item 3.a, complete only item 9.f):			
a.	LESS: Net unrealized gains (losses) on available-for-sale securities (if a gain, report as a positive value; if a loss, report as a negative value).....	P844	(1,680)	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	0	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	(322)	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	128,799	12.

Schedule HC-R — Continued

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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	128,799	19.
Additional Tier 1 Capital				
20. Additional tier 1 capital instruments plus related surplus.....		P860	0	20.
21. Non-qualifying capital instruments subject to phase-out from additional tier 1 capital.....		P861	18,000	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	18,000	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	18,000	25.
Tier 1 Capital				
26. Tier 1 capital (sum of items 19 and 25).....		8274	146,799	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	13,575	30.a.
b. (Advanced approaches holding companies that exit parallel run only): Eligible credit reserves includable in tier 2 capital.....		BHCW		
		5310		30.b.
31. Unrealized gains on available-for-sale preferred stock classified as an equity security under GAAP and available-for-sale equity exposures includable in tier 2 capital.....		BHCA		
		Q257	0	31.
32. a. Tier 2 capital before deductions (sum of items 27 through 30.a, plus item 31).....		P870	13,575	32.a.
b. (Advanced approaches holding companies that exit parallel run only): Tier 2 capital before deductions (sum of items 27 through 29, plus items 30.b and 31).....		BHCW		
		P870		32.b.
		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	13,575	34.a.
b. (Advanced approaches holding companies that exit parallel run only): Tier 2 capital (greater of item 32.b minus item 33, or zero).....		BHCW		
		5311		34.b.
Total Capital				
35. a. Total capital (sum of items 26 and 34.a).....		3792	160,374	35.a.
b. (Advanced approaches holding companies that exit parallel run only): Total capital (sum of items 26 and 34.b).....		BHCW		
		3792		35.b.

Schedule HC-R—Continued

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Part I - Continued

	Dollar Amounts in Thousands	BHCX	Amount	
Total Assets for the Leverage Ratio				
36. Average total consolidated assets.....		3368	1,608,942	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	8,837	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	1,600,105	39.
Total Risk-Weighted Assets				
40. a. Total risk-weighted assets (from Schedule HC-R, Part II, item 31).....		A223	1,263,997	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.

	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	10.1898	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	11.6139	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	12.6878	7205		43.

	BHCA	Percentage	
Leverage Capital Ratios *			
44. Tier 1 leverage ratio (item 26 divided by item 39)	7204	9.1743	44.
45. Advanced approaches holding companies only: Supplementary leverage ratio (From FFIEC 101 Schedule A, Table 2, item 2.22).....	H036		45.

	BHCA	Percentage	
Capital Buffer *			
46. Institution-specific capital buffer necessary to avoid limitations on distributions and discretionary bonus payments:			
a. Capital conservation buffer	H311	4.6878	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		47.
48. Distributions and discretionary bonus payments during the quarter		H314		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 rules (1) and not deducted from tier 1 or tier 2 capital.

	(Column A)	(Column B)	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)	
	Totals	Adjustments to	Allocation by Risk-Weight Category								
	From Schedule	Totals Reported	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 Categories (2)											
1. Cash and balances due from depository institutions.....	BHCK D957 99,604	BHCK S396 0	BHCK D958 73,235				BHCK D959 26,369	BHCK S397 0	BHCK D960 0	BHCK S398 0	1.
2. Securities:	BHCK D961	BHCK S399	BHCK D962				BHCK D963	BHCK D964	BHCK D965	BHCK S400	
a. Held-to-maturity securities.....	6,714	0	0				4,103	2,611	0	0	2.a.
	BHCK D966	BHCK S402	BHCK D967				BHCK D968	BHCK D969	BHCK D970	BHCK S403	
b. Available-for-sale securities.....	278,774	(2,586)	18,872				253,598	8,890	0	0	2.b.
3. Federal funds sold and securities purchased under agreements to resell:											
	BHCK D971		BHCK D972				BHCK D973	BHCK S410	BHCK D974	BHCK S411	
a. Federal funds sold (in domestic offices).....	0		0				0	0	0	0	3.a.
b. Securities purchased under agreements to resell.....	BHCK H171	BHCK H172									3.b.
	0	0									
4. Loans and leases held for sale:	BHCK S413	BHCK S414	BHCK H173				BHCK S415	BHCK S416	BHCK S417		
a. Residential mortgage exposures.....	3,835	0	0				0	3,835	0		4.a.
b. High volatility commercial real estate exposures.....	BHCK S419	BHCK S420	BHCK H174				BHCK H175	BHCK H176	BHCK H177	BHCK S421	
	0	0	0				0	0	0	0	4.b.
c. Exposures past due 90 days or more or on nonaccrual (3).....	BHCK S423	BHCK S424	BHCK S425				BHCK S426	BHCK S427	BHCK S428	BHCK S429	4.c.
	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.
		BHCK S405		BHCK S406				BHCK H271	BHCK H272
b. Available-for-sale securities.....		0		0				0	0
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:								BHCK H273	BHCK H274
a. Residential mortgage exposures.....								0	0
b. High volatility commercial real estate exposures.....								BHCK H275	BHCK H276
c. Exposures past due 90 days or more or on nonaccrual (6).....								0	0
								BHCK H277	BHCK H278
								0	0

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

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

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

Schedule HC-R—Continued

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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):	BHCK S431	BHCK S432	BHCK S433				BHCK S434	BHCK S435	BHCK S436	BHCK S437
d. All other exposures.....	3,688	0	0				3,688	0	0	0
5. Loans and leases, net of unearned income:	BHCK S439	BHCK S440	BHCK H178				BHCK S441	BHCK S442	BHCK S443	
a. Residential mortgage exposures.....	113,271	0	0				0	73,128	40,143	
b. High volatility commercial real estate exposures.....	BHCK S445	BHCK S446	BHCK H179				BHCK H180	BHCK H181	BHCK H182	BHCK S447
	8,860	0	0				0	0	0	8,860
c. Exposures past due 90 days or more or on nonaccrual (7).....	BHCK S449	BHCK S450	BHCK S451				BHCK S452	BHCK S453	BHCK S454	BHCK S455
	49,173	0	0				7,715	0	0	41,458
	BHCK S457	BHCK S458	BHCK S459				BHCK S460	BHCK S461	BHCK S462	BHCK S463
d. All other exposures.....	988,788	0	4,553				20,722	0	963,513	0
	BHCK 3123	BHCK 3123								
6. LESS: Allowance for loan and lease losses.....	13,575	13,575								
	BHCK D976	BHCK S466	BHCK D977				BHCK D978	BHCK D979	BHCK D980	BHCK S467
7. Trading assets.....	0	0	0				0	0	0	0
	BHCK D981	BHCK S469	BHCK D982				BHCK D983	BHCK D984	BHCK D985	BHCK H185
8. All other assets (8).....	77,318	10,074	1,443				4,608	6,612	51,185	0
a. Separate account bank-owned life insurance.....										
b. Default fund contributions to central counterparties.....										

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

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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	BHCK H280
								0	0
5. Loans and leases, net of unearned income:									
a. Residential mortgage exposures.....								BHCK H281	BHCK H282
								0	0
b. High volatility commercial real estate exposures.....								BHCK H283	BHCK H284
								0	0
c. Exposures past due 90 days or more or on nonaccrual (11).....								BHCK H285	BHCK H286
								0	0
d. All other exposures.....								BHCK H287	BHCK H288
								0	0
6. LESS: Allowance for loan and lease losses.....									
		BHCK H186	BHCK H290	BHCK H187				BHCK H291	BHCK H292
		0	0	0				0	0
7. Trading assets.....		BHCK H188	BHCK S470	BHCK S471				BHCK H294	BHCK H295
		0	0	0				0	0
8. All other assets (12).....								BHCK H296	BHCK H297
a. Separate account bank-owned life insurance.....								3,396	3,396
b. Default fund contributions to central counterparties.....								BHCK H298	BHCK H299
								0	0

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) Allocation by Risk-Weight Category	(Column T) Total Risk-Weighted Asset Amount by Calculation Methodology	(Column U)
				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.....		BHCK S475	BHCK S476	BHCK S477	BHCK S478	BHCK S479
		0	0	0	0	0
b. Available-for-sale securities.....		BHCK S480	BHCK S481	BHCK S482	BHCK S483	BHCK S484
		0	0	0	0	0
c. Trading assets.....		BHCK S485	BHCK S486	BHCK S487	BHCK S488	BHCK S489
		0	0	0	0	0
d. All other on-balance sheet securitization exposures.....		BHCK S490	BHCK S491	BHCK S492	BHCK S493	BHCK S494
		0	0	0	0	0
10. Off-balance sheet securitization exposures.....		BHCK S495	BHCK S496	BHCK S497	BHCK S498	BHCK S499
		0	0	0	0	0

		(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reported in Column A	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)
		Allocation by Risk-Weight Category									
				0%	2%	4%	10%	20%	50%	100%	150%
Dollar Amounts in Thousands		Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
11. Total balance sheet assets (14).....		BHCT 2170	BHCK S500	BHCK D987				BHCK D988	BHCK D989	BHCK D990	BHCK S503
		1,616,450	(6,087)	98,103				320,803	95,076	1,054,841	50,318

		(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
			0	0	0			0	3,396

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 Exposures) (18)											
12. Financial standby letters of credit.....	BHCK D991 5,006	1.0	BHCK D992 5,006	BHCK D993 0				BHCK D994 0	BHCK D995 0	BHCK D996 5,006	BHCK S511 0
13. Performance standby letters of credit and transaction-related contingent items.....	BHCK D997 0	0.5	BHCK D998 0	BHCK D999 0				BHCK G603 0	BHCK G604 0	BHCK G605 0	BHCK S512 0
14. Commercial and similar letters of credit with an original maturity of one year or less.....	BHCK G606 0	0.2	BHCK G607 0	BHCK G608 0				BHCK G609 0	BHCK G610 0	BHCK G611 0	BHCK S513 0
15. Retained recourse on small business obligations sold with recourse.....	BHCK G612 0	1.0	BHCK G613 0	BHCK G614 0				BHCK G615 0	BHCK G616 0	BHCK G617 0	BHCK S514 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
	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
	0	1.0	0	0				0	0	0	0
18. Unused commitments: (exclude unused commitments to asset-backed commercial paper conduits):											
a. Original maturity of one year or less.....	BHCK S525		BHCK S526	BHCK S527				BHCK S528	BHCK S529	BHCK S530	BHCK S531
	9,834	0.2	1,967	0				0	911	1,056	0
b. Original maturity exceeding one year	BHCK G624		BHCK G625	BHCK G626				BHCK G627	BHCK G628	BHCK G629	BHCK S539
	41,533	0.5	20,767	0				0	18,598	2,169	0
19. Unconditionally cancelable commitments	BHCK S540		BHCK S541								
	195,872	0.0	0								
20. Over-the-counter derivatives			BHCK S542	BHCK S543			BHCK S544	BHCK S545	BHCK S546	BHCK S547	BHCK S548
			598	0			0	0	0	598	0
			BHCK S549	BHCK S550	BHCK S551	BHCK S552		BHCK S554	BHCK S555	BHCK S556	BHCK S557
21. Centrally cleared derivatives			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
	0			0			0	0	0	0	0

¹⁹ Credit conversion factor.

²⁰ For items 18.b through 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):				BHCK H303	BHCK H304	
a. Original maturity of one year or less.....				0	0	18.a.
				BHCK H307	BHCK H308	
b. Original maturity exceeding one year				0	0	18.b.
19. Unconditionally cancelable commitments						19.
				BHCK H309	BHCK H310	
20. Over-the-counter derivatives	0	0	20.			
21. Centrally cleared derivatives			21.			
	BHCK H198	BHCK H199	BHCK H200			
22. Unsettled transactions (failed trades) (25).....	0	0	0			22.

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)									23.
	BHCK G630	BHCK S558	BHCK S559	BHCK S560	BHCK G631	BHCK G632	BHCK G633	BHCK S561	
	98,103	0	0	0	320,803	114,585	1,063,670	50,318	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	64,161	57,293	1,063,670	75,477	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)								
		BHCK S563	BHCK S564	BHCK S565	BHCK S566	BHCK S567	BHCK S568	23.
		0	0	0	0	0	0	
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		
	BHCK	Amount	
26. Risk-weighted assets for purposes of calculating the allowance for loan and lease losses 1.25 percent threshold.....	S580	1,263,997	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 transfer risk reserve (27).....	B704	1,263,997	28.
29. LESS: Excess allowance for loan and lease losses	A222	0	29.
30. LESS: Allocated transfer risk reserve	3128	0	30.
31. Total risk-weighted assets (item 28 minus items 29 and 30).....	G641	1,263,997	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

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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	0	M.1.

		Dollar Amounts in Thousands		With a remaining maturity of				
				(Column A) One year or less	(Column B) Over one year through five years	(Column C) Over five years		
		BHCK	Amount	BHCK	Amount	BHCK	Amount	
2.	Notional principal amounts of over-the-counter derivative contracts:							
a.	Interest rate	S582	5,909	S583	64,045	S584	18,189	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		BHCK	Amount	
4.	Standardized market risk-weighted assets attributable to specific risk (included in Schedule HC-R, item 27).....			S624	0	M.4.

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
	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
	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
	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
	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
	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
	BHCK B740	BHCK B741	BHCK B742	BHCK B743	BHCK B744	BHCK B745	BHCK B746
	0	0	0	0	0	0	0
b. 90 days or more past due.....							
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):	BHCK B747	BHCK B748	BHCK B749	BHCK B750	BHCK B751	BHCK B752	BHCK B753
a. Charge-offs.....	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

Schedule HC-S—Continued

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
6. Amount of ownership (or seller's) interests carried as:													
a. Securities (included in HC-B).....								BHCK B761	BHCK B762			BHCK B763	
							0	0	0			0	6.a.
b. Loans (included in HC-C).....								BHCK B500	BHCK B501			BHCK B502	
							0	0	0			0	6.b.
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	
							0	0	0			0	7.a.
b. 90 days or more past due.....								BHCK B767	BHCK B768			BHCK B769	
							0	0	0			0	7.b.
8. Charge-offs and recoveries on loan amounts included in interests reported in item 6.a (calendar year-to-date):													
a. Charge-offs.....								BHCK B770	BHCK B771			BHCK B772	
							0	0	0			0	8.a.
b. Recoveries.....								BHCK B773	BHCK B774			BHCK B775	
							0	0	0			0	8.b.
For Securitization Facilities Sponsored By or Otherwise Established By Other Institutions													
9. Maximum amount of credit exposure arising from credit enhancements provided by the reporting 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
							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
							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
							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
							0	0	0	0	0	0	0

6.a.
6.b.
7.a.
7.b.
8.a.
8.b.
9.
10.
11.
12.

Schedule HC-S—Continued

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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		290,139	M.2.b.
c. Other financial assets (1).....	A591		311,097	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		123	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

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	(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	BHBC	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	BHBC	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		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.