

**FR Y-9C**  
**Proposed Revisions**

# Report of Income for Bank Holding Companies

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

## Schedule HI—Consolidated Income Statement

|                                   |            |
|-----------------------------------|------------|
| For Federal Reserve Bank Use Only |            |
| RSSD Number                       | _____      |
|                                   | S.F. _____ |

Dollar Amounts in Thousands

| BHCK | Bil | Mil | Thou |
|------|-----|-----|------|
|      |     |     |      |
|      |     |     |      |
| 4059 |     |     |      |
| 4065 |     |     |      |
| 4115 |     |     |      |
|      |     |     |      |
| B488 |     |     |      |
| B489 |     |     |      |
| 4060 |     |     |      |
| 4069 |     |     |      |
|      |     |     |      |
| 4020 |     |     |      |
| 4518 |     |     |      |
| 4107 |     |     |      |
|      |     |     |      |
| A517 |     |     |      |
| A518 |     |     |      |
| 6761 |     |     |      |
| 4172 |     |     |      |
|      |     |     |      |
| 4180 |     |     |      |
|      |     |     |      |
| 4185 |     |     |      |
|      |     |     |      |
| 4397 |     |     |      |
| 4398 |     |     |      |
| 4073 |     |     |      |
| 4074 |     |     |      |
| 4230 |     |     |      |
|      |     |     |      |
| 4070 |     |     |      |
| 4483 |     |     |      |
| A220 |     |     |      |
| C886 |     |     |      |
| C888 |     |     |      |
| C887 |     |     |      |
| C386 |     |     |      |
| C387 |     |     |      |
| B491 |     |     |      |
| B492 |     |     |      |
| B493 |     |     |      |
|      |     |     |      |
| 8560 |     |     |      |
| 8561 |     |     |      |
| B496 |     |     |      |
| B497 |     |     |      |
| 4079 |     |     |      |

|   |   |
|---|---|
| <p>1. Interest income</p> <p>a. Interest and fee income on loans:</p> <p>(1) In domestic offices</p> <p>(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs</p> <p>b. Income from lease financing receivables</p> <p>c. Interest income on balances due from depository institutions<sup>1</sup></p> <p>d. Interest and dividend income on securities:</p> <p>(1) U.S. Treasury securities and U.S. government agency obligations (excluding mortgage-backed securities)</p> <p>(2) Mortgage-backed securities</p> <p>(3) All other securities</p> <p>e. Interest income from trading assets</p> <p>f. Interest income on federal funds sold and securities purchased under agreements to resell</p> <p>g. Other interest income</p> <p>h. Total interest income (sum of items 1.a through 1.g)</p> <p>2. Interest expense</p> <p>a. Interest on deposits:</p> <p>(1) In domestic offices:</p> <p>(a) Time deposits of \$100,000 or more</p> <p>(b) Time deposits of less than \$100,000</p> <p>(c) Other deposits</p> <p>(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs</p> <p>b. Expense on federal funds purchased and securities sold under agreements to repurchase</p> <p>c. Interest on trading liabilities and other borrowed money (excluding subordinated notes and debentures)</p> <p>d. Interest on subordinated notes and debentures and on mandatory convertible securities</p> <p>e. Other interest expense</p> <p>f. Total interest expense (sum of items 2.a through 2.e)</p> <p>3. Net interest income (item 1.h minus item 2.f)</p> <p>4. Provision for loan and lease losses (from Schedule HI-B, part II, item 5)</p> <p>5. Noninterest income:</p> <p>a. Income from fiduciary activities</p> <p>b. Service charges on deposit accounts in domestic offices</p> <p>c. Trading revenue<sup>2</sup></p> <p>d. (1) Fees and commissions from securities brokerage</p> <p>(2) Investment banking, advisory, and underwriting fees and commissions</p> <p>(3) Fees and commissions from annuity sales</p> <p>(4) Underwriting income from insurance and reinsurance activities</p> <p>(5) Income from other insurance activities</p> <p>e. Venture capital revenue</p> <p>f. Net servicing fees</p> <p>g. Net securitization income</p> <p>h. Not applicable</p> <p>i. Net gains (losses) on sales of loans and leases</p> <p>j. Net gains (losses) on sales of other real estate owned</p> <p>k. Net gains (losses) on sales of other assets (excluding securities)</p> <p>l. Other noninterest income<sup>3</sup></p> <p>m. Total noninterest income (sum of items 5.a through 5.l)</p> | <p>1.a.(2)</p> <p>1.b.</p> <p>1.c.</p> <p>1.d.(1)</p> <p>1.d.(2)</p> <p>1.d.(3)</p> <p>1.e.</p> <p>1.f.</p> <p>1.g.</p> <p>1.h.</p> <p>2.a.(1)(a)</p> <p>2.a.(1)(b)</p> <p>2.a.(1)(c)</p> <p>2.a.(2)</p> <p>2.b.</p> <p>2.c.</p> <p>2.d.</p> <p>2.e.</p> <p>2.f.</p> <p>3.</p> <p>4.</p> <p>5.a.</p> <p>5.b.</p> <p>5.c.</p> <p>5.d.(1)</p> <p>5.d.(2)</p> <p>5.d.(3)</p> <p>5.d.(4)</p> <p>5.d.(5)</p> <p>5.e.</p> <p>5.f.</p> <p>5.g.</p> <p>5.i.</p> <p>5.j.</p> <p>5.k.</p> <p>5.l.</p> <p>5.m.</p> |
|---|---|

A 1/23/21

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

2. For bank 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.

3. See Schedule HI, memoranda item 6.

Schedule HI—Continued

Dollar Amounts in Thousands

|   | BHCK | Bil | Mil | Thou |         |
|---|------|-----|-----|------|---------|
| 6. a. Realized gains (losses) on held-to-maturity securities .....  | 3521 |     |     |      | 6.a.    |
| b. Realized gains (losses) on available-for-sale securities .....   | 3196 |     |     |      | 6.b.    |
| 7. Noninterest expense:   |      |     |     |      |         |
| a. Salaries and employee benefits .....   | 4135 |     |     |      | 7.a.    |
| b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest) .....              | 4217 |     |     |      | 7.b.    |
| c. (1) Goodwill impairment losses .....   | C216 |     |     |      | 7.c.(1) |
| (2) Amortization expense and impairment losses for other intangible assets .....  | C232 |     |     |      | 7.c.(2) |
| d. Other noninterest expense <sup>4</sup> .....   | 4092 |     |     |      | 7.d.    |
| e. Total noninterest expense (sum of items 7.a through 7.d) .....   | 4093 |     |     |      | 7.e.    |
| 8. Income (loss) before income taxes and extraordinary items, and other adjustments (sum of items 3, 5.m, 6.a, and 6.b minus items 4 and 7.e) ..... | 4301 |     |     |      | 8.      |
| 9. Applicable income taxes (foreign and domestic) .....   | 4302 |     |     |      | 9.      |
| 10. Minority interest .....   | 4484 |     |     |      | 10.     |
| 11. Income (loss) before extraordinary items and other adjustments (item 8 minus items 9 and 10) .....  | 4300 |     |     |      | 11.     |
| 12. Extraordinary items, net of applicable taxes and minority interest <sup>5</sup> .....   | 4320 |     |     |      | 12.     |
| 13. Net income (loss) (sum of items 11 and 12) .....  | 4340 |     |     |      | 13.     |

- 4. See Schedule HI, memoranda item 7.
- 5. Describe on Schedule HI, memoranda item 8.

MEMORANDA

|   | BHCK | Bil | Mil | Thou |      |
|---|------|-----|-----|------|------|
| 1. Net interest income (item 3 above) on a fully taxable equivalent basis .....   | 4519 |     |     |      | M.1. |
| 2. Net income before income taxes, extraordinary items, and other adjustments (Item 8 above) on a fully taxable equivalent basis .....              | 4592 |     |     |      | 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 |     |     |      | 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 |     |     |      | M.4. |

|  | BHCK | Number |
|--|------|--------|
| 5. Number of full-time equivalent employees at end of current period (round to nearest whole number) ..... | 4150 |        |

③ 6. Other noninterest income (from Schedule HI, item 5.l, above) (only report amounts that exceed 1% of the sum of Schedule HI, items 1.h and 5.g): ①

|  | BHCK | Bil | Mil | Thou |        |
|--|------|-----|-----|------|--------|
| a. Income and fees from the printing and sale of checks .....                    | C013 |     |     |      | M.6.a. |
| b. Earnings on/increase in value of cash surrender value of life insurance ..... | C014 |     |     |      | M.6.b. |
| c. Income and fees from automated teller machines (ATMs) .....                   | C016 |     |     |      | M.6.c. |
| d. Rent and other income from other real estate owned .....                      | 4042 |     |     |      | M.6.d. |
| e. Safe deposit box rent .....   | C015 |     |     |      | M.6.e. |

|                 |      |  |  |  |          |
|-----------------|------|--|--|--|----------|
| h. r. TEXT 8562 | 8562 |  |  |  | M.6.r.h. |
| i. g. TEXT 8563 | 8563 |  |  |  | M.6.g.i. |
| j. r. TEXT 8564 | 8564 |  |  |  | M.6.r.j. |

|  |      |  |  |  |          |
|--|------|--|--|--|----------|
| f. r. Net change in the fair values of financial instruments accounted for under a fair value option ..... | F229 |  |  |  | M.6.r.f. |
|--|------|--|--|--|----------|

g. Bank card and credit card interchange fees - - - - - [XXXX] [ ] [ ] [ ] M.6.g.

**INSERT (C)**

**Schedule HI—Continued**

MEMORANDA (continued)

**3**

Dollar Amounts in Thousands

|   |  | BHCK      | Bil | Mil | Thou |            |
|---|--|-----------|-----|-----|------|------------|
| 7. Other noninterest expense (from Schedule HI, item 7.d, above) (only report amounts that exceed 1% of the sum of Schedule HI, items 1.h and 5.m): <b>7.d</b>  |  |           |     |     |      |            |
|   | a. Data processing expenses .....  | C017      |     |     |      | M.7.a.     |
|   | b. Advertising and marketing expenses .....  | 0497      |     |     |      | M.7.b.     |
|   | c. Directors' fees .....   | 4136      |     |     |      | M.7.c.     |
|   | d. Printing, stationery, and supplies .....  | C018      |     |     |      | M.7.d.     |
|   | e. Postage .....   | 8403      |     |     |      | M.7.e.     |
|   | f. Legal fees and expenses .....   | 4141      |     |     |      | M.7.f.     |
|   | g. FDIC deposit insurance assessments .....  | 4146      |     |     |      | M.7.g.     |
| <b>l. x.</b>  | TEXT 8565  | 8565      |     |     |      | M.7.h. (   |
| <b>m. x.</b>  | TEXT 8566  | 8566      |     |     |      | M.7.i. m.  |
| <b>n. x.</b>  | TEXT 8567  | 8567      |     |     |      | M.7.j. n.  |
| 8. Extraordinary items and other adjustments (from Schedule HI, item 12)<br>(itemize all extraordinary items and other adjustments):  |  |           |     |     |      |            |
|   | a. (1) TEXT 3571   | 3571      |     |     |      | M.8.a.(1)  |
|   | (2) Applicable income tax effect .....   | BHCK 3572 |     |     |      | M.8.a.(2)  |
|   | b. (1) TEXT 3573   | 3573      |     |     |      | M.8.b.(1)  |
|   | (2) Applicable income tax effect .....   | BHCK 3574 |     |     |      | M.8.b.(2)  |
|   | c. (1) TEXT 3575   | 3575      |     |     |      | M.8.c.(1)  |
|   | (2) Applicable income tax effect .....   | BHCK 3576 |     |     |      | M.8.c.(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.)<br>(To be completed by bank 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.     |
| 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      |     |     |      | M.10.a.    |
|   | b. Net gains (losses) on credit derivatives held for purposes other than trading ..... | C890      |     |     |      | M.10.b.    |
| 11. Credit losses on derivatives (see instructions) .....   |  |           |     |     |      |            |
|   |  | A251      |     |     |      | M.11.      |
| 12. a. Income from the sale and servicing of mutual funds and annuities (in domestic offices) .   |  |           |     |     |      |            |
|   | b. (1) Premiums on insurance related to the extension of credit .....                  | 8431      |     |     |      | M.12.a.    |
|   | (2) All other insurance premiums .....   | C242      |     |     |      | M.12.b.(1) |
|   |  | C243      |     |     |      | M.12.b.(2) |
|   | c. Benefits, losses, and expenses from insurance-related activities .....              | B983      |     |     |      | M.12.c.    |
| 13. Does the reporting bank 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) .....  |  |           |     |     |      |            |
|   |  | BHCK      |     |     |      | M.13.      |
|   |  | A530      |     |     |      |            |

**\* INSERT (B)**

INSERT (D)

Schedule HC-C—Continued

MEMORANDA

Dollar Amounts in Thousands

BHDM

Consolidated  
BANK Bill Mil Thou

1. Loans and leases restructured and in compliance with modified terms (included in Schedule HC-C, above and not reported as past due or nonaccrual in Schedule HC-N, memorandum item 1) ~~(exclude loans secured by 1-4 family residential properties and loans to individuals for household, family, and other personal expenditures)~~ .....

|       |  |  |  |
|-------|--|--|--|
| 16184 |  |  |  |
|-------|--|--|--|

M.1.

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 |  |  |  |
|------|--|--|--|

M.2.

3. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HC-C, item 1, column A) .....

|      |  |  |  |
|------|--|--|--|
| 8837 |  |  |  |
|------|--|--|--|

M.3.

*Memorandum item 4 is to be completed by (1) bank 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) bank 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 |  |  |  |
|------|--|--|--|

M.4.

*Memorandum item 5 is to be completed by all bank holding companies.*

5. Purchased impaired loans held for investment accounted for in accordance with AICPA Statement of Position 03-3 (exclude loans held for sale):

- a. Outstanding balance .....
- b. Carrying amount included in Schedule HC-C, items 1 through 9.....

|      |  |  |  |
|------|--|--|--|
| C779 |  |  |  |
| C780 |  |  |  |

M.5.a.  
M.5.b.

6. Closed-end loans with negative amortization features secured by 1-4 family residential properties in domestic offices:

- a. Total carrying amount of closed-end loans with negative amortization features secured by 1-4 family residential properties (included in Schedule HC-C, items 1.c.(2)(a) and (b)) .....

|      |  |  |  |
|------|--|--|--|
| F230 |  |  |  |
|------|--|--|--|

M.6.a. ✓

*Memorandum items 6.b and 6.c are to be completed by bank holding companies that had 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)) as of December 31, 2006, 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).*

- b. Total maximum remaining amount of negative amortization contractually permitted on closed-end loans secured by 1-4 family residential properties .....
- c. Total amount of negative amortization on closed-end loans secured by 1-4 family residential properties included in the carrying amount reported in Memorandum item 6.a above .....

|      |  |  |  |
|------|--|--|--|
| F231 |  |  |  |
| F232 |  |  |  |

M.6.b.  
M.6.c.

7. Construction, land development, and other land loans in domestic offices (sum of Memorandum items 7.a and 7.b must equal Schedule HC-C, item 1.a):

- a. 1-4 family residential construction loans .....
- b. Other construction loans and all land development and other land loans .....

|      |  |  |  |
|------|--|--|--|
| F158 |  |  |  |
| F159 |  |  |  |

M.7.a.  
M.7.b.

8. Loans secured by nonfarm nonresidential properties in domestic offices (sum of Memorandum items 8.a and 8.b must equal Schedule HC-C, item 1.e):

- a. Loans secured by owner-occupied nonfarm nonresidential properties.....
- b. Loans secured by other nonfarm nonresidential properties .....

|      |  |  |  |
|------|--|--|--|
| F160 |  |  |  |
| F161 |  |  |  |

M.8.a  
M.8.b.

\* INSERT (E)  
\* INSERT (F)

**Schedule HC-D—Trading Assets and Liabilities**

INSERT G

Schedule HC-D is to be completed by bank 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.

|                    |   | Dollar Amounts in Thousands |     |     |      |       |
|--------------------|---|-----------------------------|-----|-----|------|-------|
|                    |   | BHCK                        | Bil | Mil | Thou |       |
| <b>ASSETS</b>      |   |                             |     |     |      |       |
| 1.                 | U.S. Treasury securities in domestic offices .....  | 3531                        |     |     |      | 1.    |
| 2.                 | U.S. Government agency obligations in domestic offices (exclude mortgage-backed securities).....      | 3532                        |     |     |      | 2.    |
| 3.                 | Securities issued by states and political subdivisions in the U.S. in domestic offices .....          | 3533                        |     |     |      | 3.    |
| 4.                 | Mortgage-backed securities (MBS) in domestic offices:   |                             |     |     |      |       |
| a.                 | Pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA.....                             | 3534                        |     |     |      | 4.a.  |
| b.                 | Other MBS issued or guaranteed by FNMA, FHLMC, or GNMA (include CMOs, REMICs, and stripped MBS) ..... | 3535                        |     |     |      | 4.b.  |
| c.                 | All other mortgage-backed securities .....  | 3536                        |     |     |      | 4.c.  |
| 5.                 | Other debt securities in domestic offices .....   | 3537                        |     |     |      | 5.    |
| 6.-8.              | Not applicable  |                             |     |     |      |       |
| 9.                 | Other trading assets in domestic offices .....  | 3541                        |     |     |      | 9.    |
| 10.                | Trading assets in foreign offices .....   | 3542                        |     |     |      | 10.   |
| 11.                | Derivatives with a positive fair value:   |                             |     |     |      |       |
| a.                 | In domestic offices .....   | 3543                        |     |     |      | 11.a. |
|                    |   | BHFN                        |     |     |      |       |
| b.                 | In foreign offices .....  | 3543                        |     |     |      | 11.b. |
| 12.                | Total trading assets (sum of items 1 through 11) (must equal Schedule HC, item 5) .....               | bhct                        |     |     |      | 12.   |
|                    |   | 3545                        |     |     |      |       |
| <b>LIABILITIES</b> |   |                             |     |     |      |       |
|                    |   | BHCK                        |     |     |      |       |
| 13.                | Liability for short positions.....  | 3546                        |     |     |      | 13.   |
| 14.                | Derivatives with a negative fair value.....   | 3547                        |     |     |      | 14.   |
|                    |   | bhct                        |     |     |      |       |
| 15.                | Total trading liabilities (sum of items 13 and 14) (must equal Schedule HC, item 15) .....            | 3548                        |     |     |      | 15.   |

**Schedule HC-E—Deposit Liabilities<sup>1</sup>**

|   |   | Dollar Amounts in Thousands |     |     |      |      |
|---|---|-----------------------------|-----|-----|------|------|
|   |   |                             | Bil | Mil | Thou |      |
| <b>1. Deposits held in domestic offices of commercial bank subsidiaries of the reporting bank holding company:</b>                        |   |                             |     |     |      |      |
|   |   | BHCB                        |     |     |      |      |
| a.  | Demand deposits .....   | 2210                        |     |     |      | 1.a. |
| b.  | NOW, ATS, and other transaction accounts .....                | 3187                        |     |     |      | 1.b. |
| c.  | Money market deposit accounts and other savings accounts..... | 2389                        |     |     |      | 1.c. |
| d.  | Time deposits of less than \$100,000.....                     | 6648                        |     |     |      | 1.d. |
| e.  | Time deposits of \$100,000 or more.....                       | 2604                        |     |     |      | 1.e. |
| <b>2. Deposits held in domestic offices of other depository institutions that are subsidiaries of the reporting bank holding company:</b> |   |                             |     |     |      |      |
|   |   | BHOD                        |     |     |      |      |
| a.  | Noninterest-bearing balances .....                            | 3189                        |     |     |      | 2.a. |
| b.  | NOW, ATS, and other transaction accounts .....                | 3187                        |     |     |      | 2.b. |
| c.  | Money market deposit accounts and other savings accounts..... | 2389                        |     |     |      | 2.c. |
| d.  | Time deposits of less than \$100,000.....                     | 6648                        |     |     |      | 2.d. |
| e.  | Time deposits of \$100,000 or more.....                       | 2604                        |     |     |      | 2.e. |

**MEMORANDA**

|    | BHDM | Bil | Mil | Thou |      |
|----|------|-----|-----|------|------|
| 1. | A243 |     |     |      | M.1. |
| 2. | A164 |     |     |      | M.2. |
| 3. | A242 |     |     |      | M.3. |
|    | BHFN |     |     |      |      |
| 4. | A245 |     |     |      | 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).

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

#### I. Property and Casualty Underwriting

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

|                    |   | Dollar Amounts in Thousands |     |     |      |    |
|--------------------|---|-----------------------------|-----|-----|------|----|
|                    |   | BHCK                        | Bil | Mil | Thou |    |
| <b>ASSETS</b>      |   |                             |     |     |      |    |
| 1.                 | Reinsurance recoverables .....                      | B988                        |     |     |      | 1. |
| 2.                 | Total assets .....                                  | C244                        |     |     |      | 2. |
| <b>LIABILITIES</b> |   |                             |     |     |      |    |
| 3.                 | Claims and claims adjustment expense reserves ..... | B990                        |     |     |      | 3. |
| 4.                 | Unearned premiums .....                             | B991                        |     |     |      | 4. |
| 5.                 | Total equity .....                                  | C245                        |     |     |      | 5. |
| 6.                 | Net income .....                                    | C246                        |     |     |      | 6. |

#### II. Life and Health Underwriting

|                    |  | BHCK | Bil | Mil | Thou |    |
|--------------------|--|------|-----|-----|------|----|
| <b>ASSETS</b>      |  |      |     |     |      |    |
| 1.                 | Reinsurance recoverables .....                       | C247 |     |     |      | 1. |
| 2.                 | Separate account assets .....                        | B992 |     |     |      | 2. |
| 3.                 | Total assets .....                                   | C248 |     |     |      | 3. |
| <b>LIABILITIES</b> |  |      |     |     |      |    |
| 4.                 | Policyholder benefits and contractholder funds ..... | B994 |     |     |      | 4. |
| 5.                 | Separate account liabilities .....                   | B996 |     |     |      | 5. |
| 6.                 | Total equity .....                                   | C249 |     |     |      | 6. |
| 7.                 | Net income .....                                     | C250 |     |     |      | 7. |

#### Schedule HC-K—Quarterly Averages

|                       |  | Dollar Amounts in Thousands |     |     |      |      |
|-----------------------|--|-----------------------------|-----|-----|------|------|
|                       |  | BHCK                        | Bil | Mil | Thou |      |
| <b>ASSETS</b>         |  |                             |     |     |      |      |
| 1.                    | Securities .....   | 3515                        |     |     |      | 1.   |
| 2.                    | Federal funds sold and securities purchased under agreements to resell .....     | 3365                        |     |     |      | 2.   |
| 3.                    | Loans and leases .....   | 3516                        |     |     |      | 3.   |
| 4.                    | a. Trading assets .....  | 3401                        |     |     |      | 4.a. |
|                       | b. Other earning assets .....  | B985                        |     |     |      | 4.b. |
| 5.                    | Total consolidated assets .....  | 3368                        |     |     |      | 5.   |
| <b>LIABILITIES</b>    |  |                             |     |     |      |      |
| 6.                    | Interest-bearing deposits (domestic) .....                                       | 3517                        |     |     |      | 6.   |
| 7.                    | Interest-bearing deposits (foreign) .....  | 3404                        |     |     |      | 7.   |
| 8.                    | Federal funds purchased and securities sold under agreements to repurchase ..... | 3353                        |     |     |      | 8.   |
| 9.                    | All other borrowed money .....   | 2635                        |     |     |      | 9.   |
| 10.                   | Not applicable   |                             |     |     |      |      |
| <b>EQUITY CAPITAL</b> |  |                             |     |     |      |      |
| 11.                   | Equity capital (excludes limited-life preferred stock) .....                     | 3519                        |     |     |      | 11.  |

INSERT (K)

**Schedule HC-N—Continued**

MEMORANDA

INSERT (D)

| Dollar Amounts in Thousands  | (Column A)<br>Past due<br>30 through 89 days<br>and still accruing |     |     |      | (Column B)<br>Past due<br>90 days or more<br>and still accruing |     |     |      | (Column C)<br>Nonaccrual |     |     |      |      |
|--|--|-----|-----|------|---|-----|-----|------|--------------------------|-----|-----|------|------|
|  | BHCK   | Bil | Mil | Thou | BHCK  | Bil | Mil | Thou | BHCK                     | Bil | Mil | Thou |      |
| 1. Restructured loans and leases included in items 1 through 8 above (and not reported in Schedule HC-C, memoranda item 1).....  | [REDACTED]   |     |     |      | [REDACTED]  |     |     |      | [REDACTED]               |     |     |      | M.1. |
| 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   |     |     |      | 6559  |     |     |      | 6560                     |     |     |      | 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   |     |     |      | 1912  |     |     |      | 1913                     |     |     |      | M.3. |
| 4. Not applicable  |  |     |     |      |   |     |     |      |                          |     |     |      |      |
| 5. Loans and leases held-for-sale (included in Schedule HC-N, items 1 through 8 above).....  | [REDACTED]   |     |     |      | [REDACTED]  |     |     |      | [REDACTED]               |     |     |      | M.5. |

Item 6 is to be reported only by bank 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).

|  | BHCK | Bil | Mil | Thou | BHCK | Bil | Mil | Thou |
|--|------|-----|-----|------|------|-----|-----|------|
| 6. Interest rate, foreign exchange rate, and commodity and equity contracts:<br>Fair value of amounts carried as assets..... | 3529 |     |     |      | 3530 |     |     |      |

|   | BHCK | Bil | Mil | Thou |
|---|------|-----|-----|------|
| 7. Additions to nonaccrual assets during the quarter..... | C410 |     |     |      |
| 8. Nonaccrual assets sold during the quarter.....         | C411 |     |     |      |

|  | BHCK | Bil | Mil | Thou | BHCK | Bil | Mil | Thou | BHCK            | Bil | Mil | Thou |      |
|--|------|-----|-----|------|------|-----|-----|------|-----------------|-----|-----|------|------|
| a. Loans and leases held for sale..... | C240 |     |     |      | C241 |     |     |      | <del>C242</del> |     |     |      | C226 |
| b. Loans measured at fair value:       |      |     |     |      |      |     |     |      |                 |     |     |      |      |
| (1) Fair value.....                    | XXXX |     |     |      | XXXX |     |     |      | XXXX            |     |     |      |      |
| (2) Unpaid principal balance..         | XXXX |     |     |      | XXXX |     |     |      | XXXX            |     |     |      |      |



Schedule HC-N—Continued

MEMORANDA (continued)

| Dollar Amounts in Thousands  | (Column A)<br>Past due<br>30 through 89 days<br>and still accruing |     |     |      | (Column B)<br>Past due<br>90 days or more<br>and still accruing |     |     |      | (Column C)<br>Nonaccrual |     |     |      |         |
|--|--|-----|-----|------|---|-----|-----|------|--------------------------|-----|-----|------|---------|
|  | BHCK   | Bil | Mil | Thou | BHCK  | Bil | Mil | Thou | BHCK                     | Bil | Mil | Thou |         |
| 9. Construction, land develop-<br>ment, and other land loans<br>in domestic offices (sum of<br>Memorandum items 9.a and<br>9.b must equal Schedule<br>HC-N, item 1.a): |  |     |     |      |   |     |     |      |                          |     |     |      |         |
| a. 1-4 family residential<br>construction loans .....  | F172   |     |     |      | F174  |     |     |      | F176                     |     |     |      | M.9.a.  |
| b. Other construction loans<br>and all land development<br>and other land loans .....  | F173   |     |     |      | F175  |     |     |      | F177                     |     |     |      | M.9.b.  |
| 10. Loans secured by nonfarm<br>nonresidential properties<br>in domestic offices (sum of<br>Memorandum items 10.a.<br>and 10.b must equal<br>Schedule HC-N, item 1.e): |  |     |     |      |   |     |     |      |                          |     |     |      |         |
| a. Loans secured by owner-<br>occupied nonfarm non-<br>residential properties .....  | F178   |     |     |      | F180  |     |     |      | F182                     |     |     |      | M.10.a. |
| b. Loans secured by other<br>nonfarm nonresidential<br>properties .....  | F179   |     |     |      | F181  |     |     |      | F183                     |     |     |      | M.10.b. |

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

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

**INSERT (H)**

| Dollar Amounts in Thousands  | BHCK | Bil | Mil | Thou |      |
|--|------|-----|-----|------|------|
| 1. Retail originations during the quarter of <del>closed-end</del> 1-4 family residential mortgage loans for sale <sup>2</sup> :   |      |     |     |      |      |
| a. <del>First</del> <del>liens</del> ..... <b>Closed-end</b>   | F066 |     |     |      | 1.a. |
| b. <del>Junior</del> <del>liens</del> .....  | F067 |     |     |      | 1.b. |
| 2. Wholesale originations and purchases during the quarter of <del>closed-end</del> 1-4 family residential mortgage loans for sale <sup>2</sup> :  |      |     |     |      |      |
| a. <del>First</del> <del>liens</del> ..... <b>Closed-end</b>   | F068 |     |     |      | 2.a. |
| b. <del>Junior</del> <del>liens</del> .....  | F069 |     |     |      | 2.b. |
| 3. <del>Closed-end</del> 1-4 family residential mortgages sold during the quarter:   |      |     |     |      |      |
| a. <del>First</del> <del>liens</del> ..... <b>Closed-end</b>   | F070 |     |     |      | 3.a. |
| b. <del>Junior</del> <del>liens</del> .....  | F071 |     |     |      | 3.b. |
| 4. <del>Closed-end</del> 1-4 family residential mortgages held for sale at quarter-end (included in Schedule HC, item 4.a):  |      |     |     |      |      |
| a. <del>First</del> <del>liens</del> ..... <b>Closed-end</b>   | F072 |     |     |      | 4.a. |
| b. <del>Junior</del> <del>liens</del> .....  | F073 |     |     |      | 4.b. |
| 5. Noninterest income for the quarter from the sale, securitization, and servicing of <del>closed-end</del> 1-4 family residential mortgage loans (included in Schedule HI, items 5.f, 5.g, and 5.i) | F184 |     |     |      | 5.   |

**\* INSERT (I)**

1. The \$1 billion asset size test is generally based on the total assets reported as of June 30, 2006. 2007  
2. Exclude originations and purchases of ~~closed-end~~ 1-4 family residential mortgage loans that are held for investment.

**Schedule HC-Q—Financial Assets and Liabilities Measured at Fair Value**

Schedule HC-Q is to be completed by bank holding companies that have adopted FASB Statement No. 157, "Fair Value Measurements," and (1) have elected to account for financial instruments or servicing assets and liabilities at fair value under a fair value option or (2) are required to complete Schedule HC-D—Trading Assets and Liabilities.

|   |   | Fair Value Measurements for Assets and Liabilities under a Fair Value Option and Trading Assets and Liabilities (Included in Schedule HC) |    |      |   |      |    |   |      |      |      |      |      |
|---|---|---|----|------|---|------|----|---|------|------|------|------|------|
|   |   | (Column A)<br>Total Fair Value Reported on Schedule HC  |    |      | (Column B)<br>Level 2 Fair Value Measurements |      |    | (Column C)<br>Level 3 Fair Value Measurements |      |      | Thou |      |      |
|   |   | BHCK  | BI | Mill | Thou  | BHCK | BI | Mill  | Thou | BHCK | BI   | Mill | Thou |
| ASSETS  |   |   |    |      |   |      |    |   |      |      |      |      |      |
| 1.  | Loans and leases  | F243  |    |      |   | F244 |    |   |      | F245 |      |      |      |
| 2.  | Trading assets  | F246  |    |      |   | F247 |    |   |      | F248 |      |      |      |
| a. Nontrading securities at fair value with changes in fair value reported in current earnings (included in Schedule HC-Q, item 2, above) |   | F240  |    |      |   | F241 |    |   |      | F242 |      |      |      |
| 3.  | All other financial assets and servicing assets           | F249  |    |      |   | F250 |    |   |      | F251 |      |      |      |
| LIABILITIES   |   |   |    |      |   |      |    |   |      |      |      |      |      |
| 4.  | Deposits  | F252  |    |      |   | F253 |    |   |      | F254 |      |      |      |
| 5.  | Trading liabilities                                       | F255  |    |      |   | F256 |    |   |      | F257 |      |      |      |
| 6.  | All other financial liabilities and servicing liabilities | F258  |    |      |   | F259 |    |   |      | F260 |      |      |      |
| 7.  | Loan commitments (not accounted for as derivatives)       | F261  |    |      |   | F262 |    |   |      | F263 |      |      |      |

INSERT 5







(D)

- a. Loans secured by 1-4 family residential properties in domestic offices . . . . .
- b. Other loans and all other leases (exclude loans to individuals for household, family, and other personal expenditures) . . . . .

| BHDM | B:1 | M:1 | TNOU |
|------|-----|-----|------|
| XXXX |     |     |      |
| BKCK | /   | /   | /    |
| XXXX |     |     |      |

(E)

- 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) . . . . .

|       |  |  |  |
|-------|--|--|--|
| X XXX |  |  |  |
|-------|--|--|--|

INSERT (F)

**Schedule HC-C—Loans and Lease Financing Receivables**

**(Only showing the portion of the schedule impacted by the change)**

**Schedule HC-C—Continued**

MEMORANDA

Dollar Amounts in Thousands

- 10. Loans measured at fair value
  - a. Loans secured by real estate
    - (1) Construction, land development, and other land loans .....
    - (2) Secured by farmland (including farm residential and other improvements) .....
    - (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 .....
      - (b) Closed-end loans secured by 1–4 family residential properties:
        - (i) Secured by first liens .....
        - (ii) Secured by junior liens .....
      - (4) Secured by multifamily (5 or more) residential properties .....
      - (5) Secured by nonfarm nonresidential properties .....
    - b. Commercial and industrial loans .....
    - c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):
      - (1) Credit cards .....
      - (2) Other revolving credit plans .....
      - (3) Other consumer loans (includes single payment, installment, and all student loans) .....
    - d. Other loans .....
  - 11. Unpaid principal balance of loans measured at fair value (reported in memorandum item 10).
    - a. Loans secured by real estate
      - (1) Construction, land development, and other land loans .....
      - (2) Secured by farmland (including farm residential and other improvements) .....
      - (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 .....
        - (b) Closed-end loans secured by 1–4 family residential properties:
          - (i) Secured by first liens .....
          - (ii) Secured by junior liens .....
        - (4) Secured by multifamily (5 or more) residential properties .....
        - (5) Secured by nonfarm nonresidential properties .....
      - b. Commercial and industrial loans .....
      - c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):
        - (1) Credit cards .....
        - (2) Other revolving credit plans .....
        - (3) Other consumer loans (includes single payment, installment, and all student loans) .....
      - d. Other loans .....
    - 12. Difference between the aggregate unpaid principal balance (reported in Schedule HC-C, memoranda item 11) and aggregate fair value of loans measured at fair value (reported in Schedule HC-C, memoranda item 10) attributable to:
      - a. Credit risk .....
      - b. Other risks (including interest rate risk) .....

| (Column A)<br>Consolidated |  | (Column B)<br>Domestic Offices |  |
|----------------------------|--|--------------------------------|--|
| BHCK                       |  | BHCM                           |  |
| XXXX                       |  |                                |  |
|                            |  | XXXX                           |  |
|                            |  | XXXX                           |  |
|                            |  |                                |  |
|                            |  | XXXX                           |  |
|                            |  | XXXX                           |  |
|                            |  | XXXX                           |  |
|                            |  | XXXX                           |  |
| XXXX                       |  | XXXX                           |  |
|                            |  |                                |  |
| XXXX                       |  | XXXX                           |  |
| XXXX                       |  | XXXX                           |  |
|                            |  |                                |  |
| XXXX                       |  | XXXX                           |  |
| XXXX                       |  | XXXX                           |  |
|                            |  |                                |  |
|                            |  | XXXX                           |  |
|                            |  | XXXX                           |  |
|                            |  |                                |  |
|                            |  | XXXX                           |  |
|                            |  | XXXX                           |  |
|                            |  |                                |  |
|                            |  | XXXX                           |  |
|                            |  | XXXX                           |  |

INSERT (G)

**Schedule HC-D—Trading Assets and Liabilities**

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

|  | Dollar Amounts in Thousands |  |                                |                |
|--|-----------------------------|--|--------------------------------|----------------|
|  | (Column A)<br>Consolidated  |  | (Column B)<br>Domestic Offices |                |
|  | BHCK                        |  | BHCM                           |                |
| <b>ASSETS</b>  |                             |  |                                |                |
| 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. Pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA .....  | 3534                        |  | 3534                           | 4.a.           |
| b. Other mortgage-backed securities issued or guaranteed by FNMA, FHLMC, or GNMA<br>(include CMOs, REMICs, and stripped MBS) .....   | 3535                        |  | 3535                           | 4.b.           |
| c. All other mortgage-backed securities .....  | 3536                        |  | 3536                           | 4.c.           |
| 5. Other debt securities .....   | 3537                        |  | 3537                           | 5.             |
| 6. Loans:  |                             |  |                                |                |
| a. Loans secured by real estate  | xxxx                        |  |                                | 6.a.           |
| (1) Construction, land development, and other land loans .....   |                             |  | xxxx                           | 6.a.(1)        |
| (2) Secured by farmland (including farm residential and other improvements) .....  |                             |  | xxxx                           | 6.a.(2)        |
| (3) Secured by 1-4 family residential properties:  |                             |  |                                |                |
| (a) Revolving, open-end loans secured by 1-4 family residential<br>properties and extended under lines of credit .....               |                             |  | xxxx                           | 6.a.(3)(a)     |
| (b) Closed-end loans secured by 1-4 family residential properties:   |                             |  |                                |                |
| (i) Secured by first liens .....   |                             |  | xxxx                           | 6.a.(3)(b)(i)  |
| (ii) Secured by junior liens .....   |                             |  | xxxx                           | 6.a.(3)(b)(ii) |
| (4) Secured by multifamily (5 or more) residential properties .....  |                             |  | xxxx                           | 6.a.(4)        |
| (5) Secured by nonfarm nonresidential properties .....   |                             |  | xxxx                           | 6.a.(5)        |
| b. Commercial and industrial loans .....   | xxxx                        |  | xxxx                           | 6.b.           |
| c. Loans to individuals for household, family, and other personal<br>expenditures (i.e., consumer loans) (includes purchased paper): |                             |  |                                |                |
| (1) Credit cards .....   | xxxx                        |  | xxxx                           | 6.c.(1)        |
| (2) Other revolving credit plans .....   | xxxx                        |  | xxxx                           | 6.c.(2)        |
| (3) Other consumer loans (includes single payment, installment, and all<br>student loans) .....                                      | xxxx                        |  | xxxx                           | 6.c.(3)        |
| d. Other loans .....   | xxxx                        |  | xxxx                           | 6.d.           |
| 7.-8. Not applicable   |                             |  |                                |                |
| 9. Other trading assets .....  | 3541                        |  | 3541                           | 9.             |
| 10. Not applicable   |                             |  |                                |                |
| 11. Derivatives with a positive fair value .....   | 3543                        |  | 3543                           | 11.            |
| 12. Total trading assets (sum of items 1 through 11) (must equal Schedule HC, item 5) .....  | 3545                        |  | 3545                           | 12.            |
| <b>LIABILITIES</b>   |                             |  |                                |                |
| 13. Other Trading Liabilities:   |                             |  |                                |                |
| a. Liability for short positions   | 3546                        |  |                                | 13.a           |
| b. All other trading liabilities   | xxxx                        |  |                                | 13.b           |
| 14. Derivatives with a negative fair value .....   | 3547                        |  |                                | 14.            |
| 15. Total trading liabilities (sum of items 13 and 14) (must equal Schedule HC, item 15) .....                                       | 3548                        |  |                                | 15.            |

**MEMORANDA**

1. Unpaid principal balance of loans measured at fair value (reported in Schedule HC-D, item 6.a through 6.d)

| a. Loans secured by real estate  | xxxx |      | M.1.a.           |
|--|------|------|------------------|
| (1) Construction, land development, and other land loans .....   |      | xxxx | M.1.a.(1)        |
| (2) Secured by farmland (including farm residential and other improvements) .....                                      |      | xxxx | M.1.a.(2)        |
| (3) Secured by 1-4 family residential properties:  |      |      |                  |
| (a) Revolving, open-end loans secured by 1-4 family residential<br>properties and extended under lines of credit ..... |      | xxxx | M.1.a.(3)(a)     |
| (b) Closed-end loans secured by 1-4 family residential properties:   |      |      |                  |
| (i) Secured by first liens .....   |      | xxxx | M.1.a.(3)(b)(i)  |
| (ii) Secured by junior liens .....   |      | xxxx | M.1.a.(3)(b)(ii) |
| (4) Secured by multifamily (5 or more) residential properties .....  |      | xxxx | M.1.a.(4)        |
| (5) Secured by nonfarm nonresidential properties .....   |      | xxxx | M.1.a.(5)        |
| b. Commercial and industrial loans .....   | xxxx | xxxx | M.1.b.           |



INSERT (G) CONT'D

**Schedule HC-D—Continued**

Dollar Amounts in Thousands

|  | (Column A)<br>Consolidated |  | (Column B)<br>Domestic Offices |  |           |
|--|----------------------------|--|--------------------------------|--|-----------|
|  | BHCK                       |  | BHCM                           |  |           |
| c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):  |                            |  |                                |  |           |
| (1) Credit cards   | XXXX                       |  | XXXX                           |  | M.1.c.(1) |
| (2) Other revolving credit plans   | XXXX                       |  | XXXX                           |  | M.1.c.(2) |
| (3) Other consumer loans (includes single payment, installment, and all student loans)   | XXXX                       |  | XXXX                           |  | M.1.c.(3) |
| d. Other loans   | XXXX                       |  | XXXX                           |  | M.1.d.    |
| 2. Difference between the aggregate unpaid principal balance (reported in Schedule HC-D, memoranda item 1) and aggregate fair value of loans measured at fair value (reported in Schedule HC-D, item 6) attributable to: |                            |  |                                |  |           |
| a. Credit risk   | XXXX                       |  | XXXX                           |  | M.2.a     |
| b. Other risks (including interest rate risk)  | XXXX                       |  | XXXX                           |  | M.2.b     |
| 3. Loans measured at fair value that are past due by 90 days or more   | XXXX                       |  | XXXX                           |  | M.3.      |

Note: Memoranda items 4 through 10 are to be completed by bank holding companies that reported average trading assets (Schedule HC-K, item 4.a) of \$1 billion or more for any of the four preceding quarters.

- 4. Asset-Backed Securities:
  - a. Residential Mortgage-Backed Securities
  - b. Commercial Mortgage-Backed Securities
  - c. Credit card receivables
  - d. Home equity lines
  - e. Automobile loans
  - f. Other consumer loans
  - g. Commercial and industrial loans
  - h. Other
- 5. Collateralized Debt Obligations:
  - a. Synthetic
  - b. Other
- 6. Retained beneficial interests in securitizations (first-loss or equity tranches)
- 7. Equity Securities:
  - a. Readily determinable fair values
  - b. Other
- 8. Loans pending securitization
- 9. Other trading assets (itemize and describe amounts included in Schedule HC-D, item 9 that are greater than \$25,000 and exceeds 25% of the item)
  - a. \_\_\_\_\_
  - b. \_\_\_\_\_
  - c. \_\_\_\_\_
- 10. Other trading liabilities (itemize and describe amounts included in Schedule HC-D, item 13 that are greater than \$25,000 and exceeds 25% of the item)
  - a. \_\_\_\_\_
  - b. \_\_\_\_\_
  - c. \_\_\_\_\_

|      |  |       |
|------|--|-------|
| XXXX |  | 4.a.  |
| XXXX |  | 4.b.  |
| XXXX |  | 4.c.  |
| XXXX |  | 4.d.  |
| XXXX |  | 4.e.  |
| XXXX |  | 4.f.  |
| XXXX |  | 4.g.  |
| XXXX |  | 4.h.  |
| XXXX |  | 5.a.  |
| XXXX |  | 5.b.  |
| XXXX |  | 6.    |
| XXXX |  | 7.a.  |
| XXXX |  | 7.b.  |
| XXXX |  | 8.    |
| XXXX |  | 9.a.  |
| XXXX |  | 9.b.  |
| XXXX |  | 9.c.  |
| XXXX |  | 10.a. |
| XXXX |  | 10.b. |
| XXXX |  | 10.c. |

(H)

c. Open-end loans extended under lines of credit:

|   | BHCT | BSI | M.I | Thou |
|---|------|-----|-----|------|
| (1) Total commitment under the lines of credit . . . . .        | XXXX |     |     |      |
| (2) Principal amount funded under the lines of credit . . . . . | XXXX |     |     |      |

(I)

a. Closed-end 1-4 family residential mortgage loans . . . . .

b. Open-end 1-4 family residential mortgage loans extended under lines of credit . . . . .

|      |  |  |  |
|------|--|--|--|
| XXXX |  |  |  |
| XXXX |  |  |  |

6. Repurchases and indemnifications of 1-4 family residential mortgage loans during the quarter:

a. Closed-end first liens . . . . .

b. Closed-end junior liens . . . . .

c. Open-end loans extended under lines of credit:

(1) Total commitment under the lines of credit . . . . .

(2) Principal amount funded under the lines of credit . . . . .

|      |     |     |     |
|------|-----|-----|-----|
| ///  | /// | /// | /// |
| XXXX |     |     |     |
| XXXX |     |     |     |
| ///  | /// | /// | /// |
| XXXX |     |     |     |
| XXXX |     |     |     |

INSERT (5)

**Schedule HC-Q—Financial Assets and Liabilities Measured at Fair Value**

Schedule HC-Q is to be completed by bank holding companies that have adopted FASB Statement No. 157, "Fair Value Measurements," and (1) have elected to account for financial instruments servicing assets and liabilities at fair value under a fair value option or (2) are required to complete Schedule HC-D—Trading Assets and Liabilities.

|   | (Column A)<br>Total Fair Value<br>Reported on<br>Schedule HC |  | (Column B)<br>Amounts Netted in<br>the determination<br>of Fair Value |  | (Column C)<br>Level 1 Fair Value<br>Measurements |  | (Column D)<br>Level 2 Fair Value<br>Measurements |  | (Column E)<br>Level 3 Fair Value<br>Measurements |  |
|---|--|--|---|--|--|--|--|--|--|--|
|   | BHCK   |  | BHCK  |  | BHCK   |  | BHCK   |  | BHCK   |  |
| <b>ASSETS</b>   |  |  |   |  |  |  |  |  |  |  |
| 1. Loans and leases .....   | F243   |  | xxxx  |  | xxxx   |  | F244   |  | F245   |  |
| 2. Trading assets .....   | F246   |  | xxxx  |  | xxxx   |  | F247   |  | F248   |  |
| a. Nontrading securities at fair value with changes in fair value reported in current earnings (included in Schedule HC-Q, item 2, above) ..... | F240   |  | xxxx  |  | xxxx   |  | F241   |  | F242   |  |
| 3. All other financial assets and servicing assets .....  | F249   |  | xxxx  |  | xxxx   |  | F250   |  | F251   |  |
| <b>LIABILITIES</b>  |  |  |   |  |  |  |  |  |  |  |
| 4. Deposits .....   | F252   |  | xxxx  |  | xxxx   |  | F253   |  | F254   |  |
| 5. Trading liabilities .....  | F255   |  | xxxx  |  | xxxx   |  | F256   |  | F257   |  |
| 6. All other financial liabilities and servicing liabilities .....  | F258   |  | xxxx  |  | xxxx   |  | F259   |  | F260   |  |
| 7. Loan commitments (not accounted for as derivatives) .....  | F261   |  | xxxx  |  | xxxx   |  | F262   |  | F263   |  |

# INSERT (K)

- a. Loans secured by 1-4 family residential properties in domestic offices . . . . .
- b. All other loans secured by real estate in domestic offices . . . . .
- c. All other loans in domestic offices . . . . .

|         |         |         |         |         |
|---------|---------|---------|---------|---------|
| BHDM    |         |         |         |         |
| / /     | / /     | / /     | / /     | '       |
| XXXX    |         |         |         |         |
| / / / / | / / / / | / / / / | / / / / | / / / / |
| XXXX    |         |         |         |         |
| XXXX    |         |         |         |         |
| BHCK    |         |         |         |         |

**FR Y-9LP**  
**Proposed Revisions**

# Parent Company Only Financial Statements for Large Bank Holding Companies

Report at the close of business \_\_\_\_\_

Report the Income Statement on a calendar year-to-date basis.

## Schedule PI—Parent Company Only Income Statement

|   | Dollar Amounts in Thousands |     |     |      |        |
|---|-----------------------------|-----|-----|------|--------|
|   | BHCP                        | Bil | Mil | Thou |        |
| <b>1. Operating Income:</b>   |                             |     |     |      |        |
| <b>a. Income from bank subsidiaries and associated banks, excluding equity in undistributed income:</b>   |                             |     |     |      |        |
| (1) Dividends .....   | 0508                        |     |     |      | 1.a(1) |
| (2) Interest .....  | 0512                        |     |     |      | 1.a(2) |
| (3) Management and service fees .....   | 0515                        |     |     |      | 1.a(3) |
| (4) Other .....   | 0518                        |     |     |      | 1.a(4) |
| (5) Total (sum of items 1.a(1) through 1.a(4)) .....  | 0520                        |     |     |      | 1.a(5) |
| <b>b. Income from nonbank subsidiaries and associated nonbank companies, excluding equity in undistributed income:</b>  |                             |     |     |      |        |
| (1) Dividends .....   | 1275                        |     |     |      | 1.b(1) |
| (2) Interest .....  | 1276                        |     |     |      | 1.b(2) |
| (3) Management and service fees .....   | 1277                        |     |     |      | 1.b(3) |
| (4) Other .....   | 1278                        |     |     |      | 1.b(4) |
| (5) Total (sum of items 1.b(1) through 1.b(4)) .....  | 1279                        |     |     |      | 1.b(5) |
| <b>c. (This item is to be completed only by bank holding companies that have subsidiary bank holding companies or associated bank holding companies) Income from subsidiary bank holding companies and associated bank holding companies, excluding equity in undistributed income:</b> |                             |     |     |      |        |
| (1) Dividends .....   | 0206                        |     |     |      | 1.c(1) |
| (2) Interest .....  | 0207                        |     |     |      | 1.c(2) |
| (3) Management and service fees .....   | 0208                        |     |     |      | 1.c(3) |
| (4) Other .....   | 0209                        |     |     |      | 1.c(4) |
| (5) Total (sum of items 1.c(1) through 1.c(4)) .....  | 0210                        |     |     |      | 1.c(5) |
| d. Securities gains/(losses) .....  | 4091                        |     |     |      | 1.d.   |
| e. All other operating income .....   | 0447                        |     |     |      | 1.e.   |
| f. Total operating income (sum of items 1.a(5), 1.b(5), 1.c(5), 1.d, and 1.e) .....   | 4000                        |     |     |      | 1.f.   |
| <b>2. Operating expense:</b>  |                             |     |     |      |        |
| a. Salaries and employee benefits .....   | 4135                        |     |     |      | 2.a.   |
| b. Interest expense .....   | 4073                        |     |     |      | 2.b.   |
| c. Provision for loan and lease losses .....  | 4230                        |     |     |      | 2.c.   |
| d. All other expenses .....   | 0522                        |     |     |      | 2.d.   |
| e. Total operating expense (sum of items 2.a through 2.d) .....   | 4130                        |     |     |      | 2.e.   |
| <b>3. Income (loss) before taxes and undistributed income (item 1.f minus item 2.e) .....</b>   |                             |     |     |      |        |
|   | 4250                        |     |     |      | 3.     |
| <b>4. Applicable income taxes .....</b>   |                             |     |     |      |        |
|   | 4302                        |     |     |      | 4.     |
| <b>5. Extraordinary items, net of tax effect .....</b>  |                             |     |     |      |        |
|   | 4320                        |     |     |      | 5.     |
| <b>6. Income (loss) before undistributed income of subsidiaries and associated companies (sum of item 3 and 5 minus item 4) .....</b>   |                             |     |     |      |        |
|   | 0496                        |     |     |      | 6.     |
| <b>7. Equity in undistributed income (losses) of subsidiaries and associated companies:</b>   |                             |     |     |      |        |
| a. Bank .....   | 3156                        |     |     |      | 7.a.   |
| b. Nonbank .....  | 3147                        |     |     |      | 7.b.   |
| c. Subsidiary bank holding companies .....  | 3513                        |     |     |      | 7.c.   |
| 8. Net Income (loss) (sum of items 6, 7.a, 7.b, and 7.c) .....  | 4340                        |     |     |      | 8.     |
| <b>Memoranda</b>  |                             |     |     |      |        |
| 1. Noncash items included in operating expense .....  | 4647                        |     |     |      | M.1.   |
| 2. Loan and lease financing receivables charged-off .....   | 4635                        |     |     |      | M.2.   |
| 3. Loan and lease financing receivables recoveries .....  | 4605                        |     |     |      | M.3.   |
| 4. Interest expense paid to special-purpose subsidiaries that issued trust preferred securities (included in item 2.d above) .....  | C254                        |     |     |      |        |

INSET A

**Schedule PC—Continued**

|  | Dollar Amounts in Thousands |     |     |      |       |
|--|-----------------------------|-----|-----|------|-------|
|  | BHCP                        | Bil | Mil | Thou |       |
| <b>LIABILITIES AND EQUITY CAPITAL</b>  |                             |     |     |      |       |
| 11. Deposits .....   | 2200                        |     |     |      | 11.   |
| 12. Securities sold under agreements to repurchase .....                       | 0279                        |     |     |      | 12.   |
| 13. Borrowings with a remaining maturity of one year or less:                  |                             |     |     |      |       |
| a. Commercial paper .....  | 2309                        |     |     |      | 13.a. |
| b. Other borrowings .....  | 2332                        |     |     |      | 13.b. |
| 14. Other borrowed money with a remaining maturity of more than one year ..... | 0368                        |     |     |      | 14.   |
| 15. Not applicable   |                             |     |     |      |       |
| 16. Subordinated notes and debentures <sup>1</sup> .....                       | 4062                        |     |     |      | 16.   |
| 17. Other liabilities .....  | 2930                        |     |     |      | 17.   |
| 18. Balances due to subsidiaries and related institutions:                     |                             |     |     |      |       |
| a. Subsidiary banks .....  | 3605                        |     |     |      | 18.a. |
| b. Nonbank subsidiaries .....  | 3606                        |     |     |      | 18.b. |
| c. Related bank holding companies .....  | 3607                        |     |     |      | 18.c. |
| 19. Not applicable   |                             |     |     |      |       |
| 20. Equity Capital:  |                             |     |     |      |       |
| a. Perpetual preferred stock (including related surplus) .....                 | 3283                        |     |     |      | 20.a. |
| b. Common stock (par value) .....  | 3230                        |     |     |      | 20.b. |
| c. Surplus (exclude all surplus related to preferred stock) .....              | 3240                        |     |     |      | 20.c. |
| d. Retained earnings .....   | 3247                        |     |     |      | 20.d. |
| e. Accumulated other comprehensive income <sup>2</sup> .....                   | B530                        |     |     |      | 20.e. |
| f. Other equity capital components <sup>3</sup> .....                          | A130                        |     |     |      | 20.f. |
| g. Not applicable  |                             |     |     |      |       |
| h. TOTAL EQUITY CAPITAL (sum of items 20.a through 20.f) .....                 | 3210                        |     |     |      | 20.h. |
| 21. TOTAL LIABILITIES AND EQUITY CAPITAL (sum of items 11 through 20) .....    | 3300                        |     |     |      | 21.   |

1. Includes limited-life preferred stock and related surplus.
2. Includes net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses) on cash flow hedges, cumulative foreign currency translation adjustments, and minimum pension liability adjustments.
3. Includes treasury stock and unearned Employee Stock Ownership Plan shares.

*Memoranda*

1. Financial assets and liabilities measured at fair value:
  - a. Total assets
  - b. Total liabilities

INSERT (A) < to page 1 >

5. Net change in fair values of financial instruments accounted for under a fair value option

Instructions must be reviewed as this Schedule requires negative entries for certain reported items.

### Schedule PI-A—Cash Flow Statement

Dollar Amounts in Thousands

|   | BHCP | Bil | Mil | Thou |      |
|---|------|-----|-----|------|------|
| <b>Part I. Cash Flows from Operating Activities:</b>  |      |     |     |      |      |
|   | bhpa |     |     |      |      |
| 1. Net income (loss) (must equal Schedule PI, item 8) .....                                 | 4340 |     |     |      | 1.   |
| <b>2. Adjustments to reconcile net income to net cash provided by operating activities:</b> |      |     |     |      |      |
|   | BHCP |     |     |      |      |
| a. Provision for deferred income taxes .....  | 3611 |     |     |      | 2.a. |
| b. (Gain) or loss on sales of assets .....  | 3612 |     |     |      | 2.b. |
| c. Equity in undistributed (earnings) losses of subsidiaries .....                          | 3613 |     |     |      | 2.c. |
| d. Equity in extraordinary items of subsidiaries .....                                      | 3614 |     |     |      | 2.d. |
| e. Net change in other liabilities .....  | 3615 |     |     |      | 2.e. |
| f. Net change in other assets .....   | 3616 |     |     |      | 2.f. |
| g. Other, net .....   | 3617 |     |     |      | 2.g. |
| h. Total adjustments (sum of items 2.a through 2.g) .....                                   | 3618 |     |     |      | 2.h. |
| 3. Net cash provided (used) by operating activities (sum of Part I, items 1 and 2.h) .....  | 3619 |     |     |      | 3.   |

|   | BHCP | Bil | Mil | Thou |      |
|---|------|-----|-----|------|------|
| <b>Part II. Cash Flows from Investing Activities:</b>   |      |     |     |      |      |
| 1. Purchases of held-to-maturity and available-for-sale securities .....  | 6552 |     |     |      | 1.   |
| 2. Sales and maturities of held-to-maturity and available-for-sale securities .....                               | 6567 |     |     |      | 2.   |
| 3. Payments for investments in and advances to subsidiaries .....   | 6571 |     |     |      | 3.   |
| 4. Sale or repayment of investments in and advances to subsidiaries .....   | 6573 |     |     |      | 4.   |
| 7. Other, net .....   | 6588 |     |     |      | 8.7. |
| 8. Net cash provided (used) by investing activities (sum of part II, items 2, 4, and 5 minus items 1 and 3) ..... | 6589 |     |     |      | 8.8. |

|  | BHCP            | Bil             | Mil             | Thou            |     |
|--|-----------------|-----------------|-----------------|-----------------|-----|
| <b>Part III. Cash Flows from Financing Activities:</b>   |                 |                 |                 |                 |     |
| 1. <del>Proceeds from</del> purchased funds and other short-term borrowings .....  | <del>6590</del> | <del>xxxv</del> |                 |                 | 1.  |
| 2. <del>Repayments of purchased funds and other short-term borrowings</del> .....  | <del>6591</del> | <del>xxxv</del> | <del>xxxv</del> | <del>xxxv</del> | 2.  |
| 3. Proceeds from advances from subsidiaries .....  | 6592            |                 |                 |                 | 3.  |
| 4. Repayment of advances from subsidiaries .....   | 6596            |                 |                 |                 | 4.  |
| 5. Proceeds from issuance of long-term debt .....  | 6600            |                 |                 |                 | 5.  |
| 6. Repayment of long-term debt .....   | 6604            |                 |                 |                 | 6.  |
| 7. Proceeds from issuance of common stock .....  | 6607            |                 |                 |                 | 7.  |
| 8. Payment to repurchase common stock .....  | 8518            |                 |                 |                 | 8.  |
| 9. Proceeds from issuance of preferred stock .....   | 6619            |                 |                 |                 | 9.  |
| 10. Payment to repurchase preferred stock .....  | 6741            |                 |                 |                 | 10. |
| 11. Dividends paid .....   | 6742            |                 |                 |                 | 11. |
| 12. Other, net .....   | 6743            |                 |                 |                 | 12. |
| 13. Net cash provided (used) by financing activities (sum of Part III, items 1, 3, 5, 7, 9, and 12 minus items 2, 4, 6, 8, 10, and 11) ..... | 6744            |                 |                 |                 | 13. |

|   | BHCP | Bil | Mil | Thou |    |
|---|------|-----|-----|------|----|
| <b>Part IV. Cash and Cash Equivalents:</b>  |      |     |     |      |    |
| 1. Net (decrease) increase in cash and cash equivalents (sum of Part I, item 3, Part II, item 6, and Part III, item 13) ..... | 6758 |     |     |      | 1. |
| 2. Cash and cash equivalents at beginning of year .....   | 6773 |     |     |      | 2. |
| 3. Cash and cash equivalents, current year-to-date (sum of Part IV, items 1 and 2) .....                                      | 6775 |     |     |      | 3. |

5. Outlays for business acquisitions  
6. Proceeds from business divestitures



**FR Y-9SP**  
**Proposed Revisions**

Name of Bank Holding Company \_\_\_\_\_

# Parent Company Only Financial Statements for Small Bank Holding Companies

|                                   |                  |
|-----------------------------------|------------------|
| For Federal Reserve Bank Use Only |                  |
| RSSD Number                       | _____            |
| C.I.                              | _____ S.F. _____ |

The Income Statement is to be reported on a calendar year-to-date basis in thousands of dollars.

## Schedule SI—Income Statement

|  | Dollar Amounts in Thousands |     |      |       |
|--|-----------------------------|-----|------|-------|
|  | BHSP                        | Mil | Thou |       |
| 1. Income from bank subsidiary(s):   |                             |     |      |       |
| a. Dividends .....   | 0508                        |     |      | 1.a.  |
| b. Other income .....  | 2111                        |     |      | 1.b.  |
| 2. Income from nonbank subsidiary(s):  |                             |     |      |       |
| a. Dividends .....   | 0523                        |     |      | 2.a.  |
| b. Other income .....  | 0530                        |     |      | 2.b.  |
| 3. Income from subsidiary bank holding company(s): <sup>1</sup>  |                             |     |      |       |
| a. Dividends .....   | 0206                        |     |      | 3.a.  |
| b. Other income .....  | 1283                        |     |      | 3.b.  |
| 4. Other income .....  | 0447                        |     |      | 4.    |
| 5. TOTAL OPERATING INCOME (Sum of items 1, 2, 3, and 4) .....  | 4000                        |     |      | 5.    |
| 6. Interest expense .....  | 4073                        |     |      | 6.    |
| 7. Other expenses .....  | 4093                        |     |      | 7.    |
| 8. TOTAL OPERATING EXPENSE (Sum of items 6 and 7) .....  | 4130                        |     |      | 8.    |
| 9. Income (loss) before income taxes and before undistributed income of subsidiary(s) (item 5 minus item 8) .....  | 4250                        |     |      | 9.    |
| 10. Applicable income taxes (benefits) (estimated) (See instructions) .....  | 4302                        |     |      | 10.   |
| 11. Income (loss) before undistributed income of subsidiary(s) (item 9 minus item 10) .....  | 0496                        |     |      | 11.   |
| 12. Equity in undistributed income (loss) of subsidiary(s): (See instructions)   |                             |     |      |       |
| a. Bank subsidiary(s) .....  | 3156                        |     |      | 12.a. |
| b. Nonbank subsidiary(s) .....   | 2112                        |     |      | 12.b. |
| c. Subsidiary bank holding company(s) <sup>1</sup> .....   | 3513                        |     |      | 12.c. |
| 13. Net income (loss) (Sum of items 11 and 12) .....   | 4340                        |     |      | 13.   |
| <b>MEMORANDA</b>   |                             |     |      |       |
| 1. Cash dividends declared by the bank holding company to its shareholders .....   | 3158                        |     |      | M.1.  |
| 2. Does the reporting bank 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.) ..... | BHSP<br>A530                |     |      | M.2.  |
| 3. Interest expense paid to special-purpose subsidiaries that issued trust preferred securities (included in item 7 above) .....   | BHSP<br>C254                | Mil | Thou | M.3.  |

1. This item is to be reported only by those holding companies that have subsidiary bank holding companies.

4. Net change in fair values of financial instruments accounted for under a fair value option . . . . .

### Schedule SC—Continued

MEMORANDA (to be completed annually only by top-tier and single-tier bank holding companies for the December 31 report date)

|      |  |
|------|--|
| BHSP |  |
|      |  |
| C884 |  |

1. Has the bank holding company engaged in a full-scope independent external audit at any time during the calendar year (Enter "1" for yes, enter "0" for no) ..... M.1
2. If response to Memorandum item 1 is yes, indicate below the name and address of the bank holding company's independent external auditing firm (see instructions), and the name and e-mail address of the auditing firm's engagement partner.<sup>3</sup>

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

\_\_\_\_\_  
(2) City (TEXT C708)

\_\_\_\_\_  
(3) State Abbrev. (TEXT C714)

\_\_\_\_\_  
(4) Zip Code (TEXT C715)

b. \_\_\_\_\_  
(1) Name of Engagement Partner (TEXT C704)

\_\_\_\_\_  
(2) E-mail Address (TEXT C705)

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

3. Financial assets and liabilities measured at fair value:  
a. Total assets  
b. Total liabilities