#### **Board of Governors of the Federal Reserve System**



# Quarterly Savings and Loan Holding Company Report—FR 2320

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

This Report is required by law: Section 10(b)(2) of the Home Owners' Loan Act (12 U.S.C. § 1467a(b)(2)), as amended by Section 369 of the Dodd-Frank Wall Street Reform and Consumer Protection Act (Pub. L. 111-203, § 369(8)).

This report form is to be filed by savings and loan holding companies. When such savings and loan holding companies are tiered

savings and loan holding companies, a lower tier savings and loan holding company may be required to file as discussed in the instructions.

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:	The	Quarterly	Savings	and	Loan	Holding	Company
Report	must	be signed a	and atteste	ed by	the Ch	nief Finan	cial Officer
(CFO)	of the	reporting s	savings ar	nd loa	ın hold	ing comp	any (or by
the indi	ividual	performing	this equi	valen	t functi	on).	

I, the undersigned CFO (or equivalent) of the named savings and loan holding company, attest that the Quarterly Savings and Loan Holding Company Report 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.

	; 9999)	

Printed Name of Chief Financial Officer (or equivalent) (SLHX C490)	Legal Title of Savings and Loan Holding Company (TEXT 9010)						
Signature of Chief Financial Officer (or equivalent)	(Mailing Address of the Savings and Loan Holding Company) Street / P.O. Box (TEXT 9110)						
Date of Signature (MM/DD/YYYY) (SLHX J196)	City (TEXT 9130)	State (TEXT 9200)	Zip Code (TEXT 9220)				

Date of Report:

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

Davings and loan holding companies must maintain in their nies a	i mandally signed and altested printodi of the data submitted.
	Person to whom questions about this report should be directed:
Fiscal Year End (MM) (SLHC 8678)	Name / Title (SLHX 8901)
Stock Exchange Ticker Symbol (SLHC 4539)	Area Code / Phone Number (SLHX 8902)
SEC File Number (SLHC C546)	Area Code / FAX Number (SLHX 9116)
Website Address (78 characters maximum) (SLHC 4087)	E-mail Address of Contact (SLHX 4086)

For Federal Reserve Bank Use Only  RSSD ID				
RSSD ID C.I.	S.F			

Public reporting burden for this information collection is estimated to average 2.5 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Comments regarding this burden estimate or any other aspect of this information collection, including suggestions for reducing the burden, may be sent to Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0345), Washington, DC 20503.

## **Quarterly Savings and Loan Holding Company Report**

Dollar Amounts in Thousands				(Column A) Parent Only		(Column B) Consolidated	
2. Total Liabilities   2850   2850   2.		Dollar Amounts in Thousands	SLHP	Amount	SLHC	Amount	
Separation   Sep	1.	Total Assets	2170		2170		1.
3. Perpetual Preferred Stock:   a. Cumulative	2.	Total Liabilities	2950		2950		2.
3. Perpetual Preferred Stock:   a. Cumulative	Ear	11444					
a. Cumulative							
D. Noncumulative	٥.	·	9609		9609		2.0
4. Common Stock: a. Par Value. b. Paid in Excess of Par. 5. Accumulated Other Comprehensive Income: a. Accumulated Gains (Losses) on Certain Securities a. Accumulated Gains (Losses) on Certain Securities b. Gains (Losses) on Cash Flow Hedges. c. Coffe c. Other c. Coffe c. Other c. Coffe c. Retained Earnings c. Coffe c. Other Components of Equity. a. Total Holding Company Equity b. Noncontrolling Interests in Consolidated Subsidiaries c. A Holding Company and Noncontrolling Interests c. Holding Company and Noncontrolling Interests c. Coffe c. Coff							+
a. Par Value	4		8009		0009		3.0.
D. Paid in Excess of Par.   3240   3240   4.b.	4.		2266		2266		4 -
5. Accumulated Other Comprehensive Income: a. Accumulated Gains (Losses) on Certain Securities b. Gains (Losses) on Cash Flow Hedges c. C506 c. Other C507 c. C507					_		1
a. Accumulated Gains (Losses) on Certain Securities b. Gains (Losses) on Cash Flow Hedges	_		3240		3240		4.b.
b. Gains (Losses) on Cash Flow Hedges	5.	•	0404		0.40.4	<u> </u>	_
c. Other         C507         C507         5.c.           6. Retained Earnings         3250         3250         6.           7. Other Components of Equity         A130         A130         7.           a. Total Holding Company Equity         3210         7.a.           b. Noncontrolling Interests in Consolidated Subsidiaries         3000         7.b.           8. Total Equity         3210         G105         8.           9. Total Liabilities and Equity         3301         3301         9.           10. Net Income (Loss) Attributable to:         G104         10.a.           a. Holding Company and Noncontrolling Interests         G104         10.a.           b. Holding Company         4340         4340         10.b.           11. Dividends Declared Attributable to Holding Company         J224         J224         11.           12. Included in Total Assets:         G658         0658         12.a.           a. Cash, Deposits, and Investment Securities         0658         0658         12.a.           b. Receivable from Subsidiaries:         C548         12.b.(1)         12.b.(1)           (1) Savings Association         C548         12.b.(2)         12.c.(2)           c. Investment in Subsidiaries:         C550         12.c.(2)<							+
6. Retained Earnings							7
7. Other Components of Equity	_				_		┪
a. Total Holding Company Equity		· · · · · · · · · · · · · · · · · · ·					+
Description   Section	7.		A130				1
8. Total Equity							-
9. Total Liabilities and Equity		•					7.b.
10. Net Income (Loss) Attributable to:							₹
A Holding Company and Noncontrolling Interests   B   B   B   B   B   B   B   B   B			3301		3301		9.
b. Holding Company	10.					·	
11. Dividends Declared Attributable to Holding Company       J224       J224       11.         12. Included in Total Assets:       0658       0658       12.a.         a. Cash, Deposits, and Investment Securities       0658       0658       12.a.         b. Receivable from Subsidiaries:       0658       0658       12.b.(1)         (1) Savings Association       C547       12.b.(1)       12.b.(1)         (2) Other Subsidiaries:       0658       12.b.(2)       12.b.(2)         (1) Savings Association       C548       12.b.(2)       12.b.(2)         (2) Other Subsidiaries:       C550       12.c.(1)       12.c.(2)         13. Intangible Assets:       3164       3164       13.a.         a. Mortgage Servicing Assets and Other       C551       C551       13.b.         14. Deferred Policy Acquisition Costs       C076       C076       14.         15. Included in Total Liabilities (Excluding Deposits) Payable to Subsidiaries:       2       15.a.(1)         (2) Debt.       C552       15.a.(2)         (1) Transactional       C552       15.a.(2)         (2) Debt.       C553       15.b.(1)         (2) Debt.       C554       15.b.(2)         16. Trust Preferred Instruments       C556       C5		a. Holding Company and Noncontrolling Interests			G104		10.a.
12. Included in Total Assets:		b. Holding Company	4340		4340		10.b.
a. Cash, Deposits, and Investment Securities b. Receivable from Subsidiaries: (1) Savings Association (2) Other Subsidiaries (1) Savings Association (2) Other Subsidiaries: (1) Savings Association (2) Other Subsidiaries: (1) Savings Association (2) Other Subsidiaries: (3) Savings Association (4) Other Subsidiaries (550	11.	Dividends Declared Attributable to Holding Company	J224		J224		11.
b. Receivable from Subsidiaries:  (1) Savings Association	12.	Included in Total Assets:					
(1) Savings Association       C547       12.b.(1)         (2) Other Subsidiaries       C548       12.b.(2)         c. Investment in Subsidiaries:       12.c.(1)         (1) Savings Association       C549       12.c.(1)         (2) Other Subsidiaries       C550       12.c.(2)         13. Intangible Assets:       3164       3164       13.a.         a. Mortgage Servicing Assets and Other       C551       C551       13.b.         14. Deferred Policy Acquisition Costs       C076       C076       14.         15. Included in Total Liabilities (Excluding Deposits) Payable to Subsidiaries:       2       15.a.(1)         (1) Transactional       C552       15.a.(1)         (2) Debt       C553       15.a.(2)         b. Other Subsidiaries:       C554       15.b.(1)         (1) Transactional       C554       15.b.(1)         (2) Debt       C555       15.b.(1)         (2) Debt       C556       C556       15.b.(2)         16. Trust Preferred Instruments       C556       C556       15.         17. Other Debt Maturing in 12 Months or Less       C078       C078       17.		a. Cash, Deposits, and Investment Securities	0658		0658		12.a.
(2) Other Subsidiaries       C548       12.b.(2)         c. Investment in Subsidiaries:       12.c.(1)         (1) Savings Association       C549       12.c.(1)         (2) Other Subsidiaries       C550       12.c.(2)         13. Intangible Assets:       3164       3164       13.a.         a. Mortgage Servicing Assets and Other       C551       C551       13.b.         14. Deferred Policy Acquisition Costs       C076       C076       14.         15. Included in Total Liabilities (Excluding Deposits) Payable to Subsidiaries:       2       15.a.(1)         (2) Debt.       C552       15.a.(1)         (2) Debt.       C553       15.a.(2)         b. Other Subsidiaries:       C554       15.b.(1)         (1) Transactional       C554       15.b.(1)         (2) Debt.       C555       15.b.(2)         16. Trust Preferred Instruments       C556       C556       16.         17. Other Debt Maturing in 12 Months or Less       C078       C078       17.		b. Receivable from Subsidiaries:					
c. Investment in Subsidiaries:       (1) Savings Association       C549       12.c.(1)         (2) Other Subsidiaries       C550       12.c.(2)         13. Intangible Assets:       3164       3164       13.a.         a. Mortgage Servicing Assets and Other       C551       C551       13.b.         14. Deferred Policy Acquisition Costs       C076       C076       14.         15. Included in Total Liabilities (Excluding Deposits) Payable to Subsidiaries:       2       15.a.(1)         (2) Debt       C552       15.a.(2)         b. Other Subsidiaries:       C553       15.a.(2)         (1) Transactional       C554       15.b.(1)         (2) Debt       C555       15.b.(2)         16. Trust Preferred Instruments       C556       C556       16.         17. Other Debt Maturing in 12 Months or Less       C078       C078       17.		(1) Savings Association	C547				
(1) Savings Association       C549       12.c.(1)         (2) Other Subsidiaries       C550       12.c.(2)         13. Intangible Assets:       3164       3164       13.a.         a. Mortgage Servicing Assets and Other       C551       C551       13.b.         14. Deferred Policy Acquisition Costs       C076       C076       14.         15. Included in Total Liabilities (Excluding Deposits) Payable to Subsidiaries:       2       15.a.(1)         (1) Transactional       C552       15.a.(1)         (2) Debt       C553       15.a.(2)         b. Other Subsidiaries:       C554       15.b.(1)         (1) Transactional       C554       15.b.(1)         (2) Debt       C555       15.b.(2)         16. Trust Preferred Instruments       C556       C556       16.         17. Other Debt Maturing in 12 Months or Less       C078       C078       17.		(2) Other Subsidiaries	C548				12.b.(2)
(2) Other Subsidiaries       C550       12.c.(2)         13. Intangible Assets:       3164       3164       13.a.         a. Mortgage Servicing Assets and Other       C551       C551       13.b.         14. Deferred Policy Acquisition Costs       C076       C076       14.         15. Included in Total Liabilities (Excluding Deposits) Payable to Subsidiaries:       2       15.a.(1)         (1) Transactional       C552       15.a.(1)         (2) Debt       C553       15.a.(2)         b. Other Subsidiaries:       C554       15.b.(1)         (1) Transactional       C554       15.b.(1)         (2) Debt       C555       15.b.(2)         16. Trust Preferred Instruments       C556       C556       16.         17. Other Debt Maturing in 12 Months or Less       C078       C078       17.		c. Investment in Subsidiaries:					
13. Intangible Assets:       3164       3164       13.a.         a. Mortgage Servicing Assets and Other       C551       C551       13.b.         14. Deferred Policy Acquisition Costs       C076       C076       14.         15. Included in Total Liabilities (Excluding Deposits) Payable to Subsidiaries:       2. Savings Association Subsidiaries       2. Savings Association Subsidiaries       15.a.(1)         (2) Debt       C553       15.a.(2)         b. Other Subsidiaries:       C554       15.b.(1)         (2) Debt       C555       15.b.(2)         16. Trust Preferred Instruments       C556       C556       16.         17. Other Debt Maturing in 12 Months or Less       C078       C078       17.		(1) Savings Association	C549				12.c.(1)
a. Mortgage Servicing Assets       3164       3164       13.a.         b. Nonmortgage Servicing Assets and Other       C551       C551       13.b.         14. Deferred Policy Acquisition Costs       C076       C076       14.         15. Included in Total Liabilities (Excluding Deposits) Payable to Subsidiaries:       a. Savings Association Subsidiaries       C552       15.a.(1)         (1) Transactional       C553       15.a.(2)         b. Other Subsidiaries:       C554       15.b.(1)         (1) Transactional       C554       15.b.(1)         (2) Debt       C555       15.b.(2)         16. Trust Preferred Instruments       C556       C556       16.         17. Other Debt Maturing in 12 Months or Less       C078       C078       17.		(2) Other Subsidiaries	C550				12.c.(2)
b. Nonmortgage Servicing Assets and Other       C551       C551       13.b.         14. Deferred Policy Acquisition Costs       C076       14.         15. Included in Total Liabilities (Excluding Deposits) Payable to Subsidiaries:       a. Savings Association Subsidiaries       15.a.(1)         (1) Transactional       C552       15.a.(1)         (2) Debt       C553       15.a.(2)         b. Other Subsidiaries:       C554       15.b.(1)         (1) Transactional       C554       15.b.(1)         (2) Debt       C555       15.b.(2)         16. Trust Preferred Instruments       C556       C556       16.         17. Other Debt Maturing in 12 Months or Less       C078       C078       17.	13.	Intangible Assets:					
14. Deferred Policy Acquisition Costs       C076       C076       14.         15. Included in Total Liabilities (Excluding Deposits) Payable to Subsidiaries:       a. Savings Association Subsidiaries       15.a.(1)         (1) Transactional       C552       15.a.(1)         (2) Debt       C553       15.a.(2)         b. Other Subsidiaries:       C554       15.b.(1)         (1) Transactional       C554       15.b.(1)         (2) Debt       C555       15.b.(2)         16. Trust Preferred Instruments       C556       C556       16.         17. Other Debt Maturing in 12 Months or Less       C078       C078       17.		a. Mortgage Servicing Assets	3164		3164		13.a.
15. Included in Total Liabilities (Excluding Deposits) Payable to Subsidiaries:       a. Savings Association Subsidiaries         (1) Transactional       C552       15.a.(1)         (2) Debt       C553       15.a.(2)         b. Other Subsidiaries:       C554       15.b.(1)         (1) Transactional       C554       15.b.(1)         (2) Debt       C555       15.b.(2)         16. Trust Preferred Instruments       C556       C556       16.         17. Other Debt Maturing in 12 Months or Less       C078       C078       17.		b. Nonmortgage Servicing Assets and Other	C551		C551		13.b.
a. Savings Association Subsidiaries       C552       15.a.(1)         (1) Transactional       C553       15.a.(2)         b. Other Subsidiaries:       C554       15.b.(1)         (1) Transactional       C554       15.b.(1)         (2) Debt       C555       15.b.(2)         16. Trust Preferred Instruments       C556       C556       16.         17. Other Debt Maturing in 12 Months or Less       C078       C078       17.	14.	Deferred Policy Acquisition Costs	C076		C076		14.
a. Savings Association Subsidiaries       C552       15.a.(1)         (1) Transactional       C553       15.a.(2)         b. Other Subsidiaries:       C554       15.b.(1)         (1) Transactional       C554       15.b.(1)         (2) Debt       C555       15.b.(2)         16. Trust Preferred Instruments       C556       C556       16.         17. Other Debt Maturing in 12 Months or Less       C078       C078       17.	15.	Included in Total Liabilities (Excluding Deposits) Payable to Subsidiaries:					
(2) Debt		a. Savings Association Subsidiaries					
b. Other Subsidiaries: (1) Transactional		(1) Transactional	C552				15.a.(1)
b. Other Subsidiaries:		• •	C553				
(2) Debt		b. Other Subsidiaries:					
(2) Debt		(1) Transactional	C554				15.b.(1)
16. Trust Preferred Instruments       C556       C556       16.         17. Other Debt Maturing in 12 Months or Less       C078       C078       17.			C555				
17. Other Debt Maturing in 12 Months or Less         C078         C078         17.	16.		C556		C556		
	17.	Other Debt Maturing in 12 Months or Less	C078		C078		
			C558		C558		18.

### **Quarterly Savings and Loan Holding Company Report—Continued**

		Column A) Parent Only		olumn B)
Dollar Amounts in Thousands	SLHP	Amount	SLHC	Amount
9. Reflected in Net Income:				
a. Interest Income	0478		0478	
b. Dividends:				
(1) From Savings Association Subsidiaries	C559			
(2) From Other Subsidiaries	C560			
c. Total Income	4003		4003	
d. Interest Expense:				
(1) Trust Preferred Instruments	C561		C561	
(2) All Other Debt	C562		C562	
e. Total Expenses	4134		4134	
f. Total Income Taxes	3854		3854	
0. Net Cash Flow from Operations Attributable to Holding Company	3619		3619	
upplemental Questions (For line items 21 through 29, enter "1" for yes		•		SLHC
<ol> <li>Have any significant subsidiaries of the holding company been formed, sold</li> <li>Is the holding company or any of its subsidiaries:</li> </ol>	l, or diss	olved during the	e quarter? .	C564
a. A broker or dealer registered under the Securities Exchange Act of 19	34?			C565
b. An investment adviser regulated by the Securities and Exchange Com				
c. An investment company registered under the Investment Company Ad				
d. An insurance company subject to supervision by a State insurance reg				
e. Subject to regulation by the Commodity Futures Trading Commission?				
f. Or affiliates conducting operations outside of the U.S. through a foreig				
		•		
3. Has the holding company appointed any new senior executive officers or	director	s during the qu	uarter?	C571
4. Has the holding company or any of its subsidiaries entered into a new ple	edge, or	changed the to	erms and	
conditions of any existing pledge, of capital stock of any subsidiary saving	-			0570
short-term or long-term debt or other borrowings of the holding company				C572
<ol> <li>Has the holding company or any of its subsidiaries implemented changes would negatively impact investors?<sup>1</sup></li> </ol>				0570
				C573
6. Has there been any default in the payment of principal, interest, a sinking				0
any other default of the holding company or any of its subsidiaries during				
7. Has there been a change in the holding company's independent auditors	-	-		1 1
8. Has there been a change in the holding company's fiscal year end during				C576
9. Does the holding company or any of its GAAP-consolidated subsidiaries				0577
U.S. depository institutions?				C577
			01.110	TDIC Cont. No.
2. Managed in the 11.0 and to transfer in 11.0. EDIO 100 at 11.0.	_			DIC Cert. No.
0. If located in the U.S. or its territories, provide the FDIC certificate number	۲			+
			C583	+
			C584	
			C585	
			C586	

<sup>1.</sup> The Federal Reserve regards information submitted in response to line items 24, 25, and 26 as confidential.