

Federal Financial Institutions Examination Council

1



Consolidated Reports of Condition and Income for A Bank With Domestic Offices Only - FFIEC 041

| | |
|------------------------------|----------------------|
| Institution Name | DISCOVER BANK |
| City | GREENWOOD |
| State | DE |
| Zip Code | 19950 |
| Call Report Quarter End Date | 9/30/2006 |
| Report Type | 041 |
| RSSD-ID | 30810 |
| FDIC Certificate Number | 5649 |
| OCC Charter Number | 0 |
| ABA Routing Number | 31100649 |
| Last updated on | 10/31/2006 |

Bank Demographic Information

Dollar amounts in thousands

| | | | |
|---------------------------------|----------|----------------------|----|
| 1. Reporting date..... | RCON9999 | 20060930 | 1. |
| 2. FDIC certificate number..... | RSSD9050 | 5649 | 2. |
| 3. Legal title of bank..... | RSSD9017 | Discover Bank | 3. |
| 4. City..... | RSSD9130 | New Castle | 4. |
| 5. State abbreviation..... | RSSD9200 | DE | 5. |
| 6. Zip code..... | RSSD9220 | 19720 | 6. |

Contact Information

Dollar amounts in thousands

| | | | |
|---|----------|-------------|--------|
| 1. Contact Information for the Reports of Condition and Income | | | 1. |
| a. Chief Financial Officer (or Equivalent) Signing the Reports | | | 1.a. |
| 1. Name..... | TEXTC490 | CONF | 1.a.1. |
| 2. Title..... | TEXTC491 | CONF | 1.a.2. |
| 3. E-mail Address..... | TEXTC492 | CONF | 1.a.3. |
| 4. Telephone..... | TEXTC493 | CONF | 1.a.4. |
| 5. FAX..... | TEXTC494 | CONF | 1.a.5. |
| b. Other Person to Whom Questions about the Reports Should be Directed | | | 1.b. |
| 1. Name..... | TEXTC495 | CONF | 1.b.1. |
| 2. Title..... | TEXTC496 | CONF | 1.b.2. |
| 3. E-mail Address..... | TEXT4086 | CONF | 1.b.3. |
| 4. Telephone..... | TEXT8902 | CONF | 1.b.4. |
| 5. FAX..... | TEXT9116 | CONF | 1.b.5. |
| 2. Person to whom questions about Schedule RC-T - Fiduciary and Related Services should be directed | | | 2. |
| a. Name and Title..... | TEXTB962 | CONF | 2.a. |
| b. E-mail Address..... | TEXTB926 | CONF | 2.b. |
| c. Telephone..... | TEXTB963 | CONF | 2.c. |
| d. FAX..... | TEXTB964 | CONF | 2.d. |
| 3. Emergency Contact Information | | | 3. |
| a. Primary Contact | | | 3.a. |
| 1. Name..... | TEXTC366 | CONF | 3.a.1. |
| 2. Title..... | TEXTC367 | CONF | 3.a.2. |
| 3. E-mail Address..... | TEXTC368 | CONF | 3.a.3. |
| 4. Telephone..... | TEXTC369 | CONF | 3.a.4. |
| 5. FAX..... | TEXTC370 | CONF | 3.a.5. |
| b. Secondary Contact | | | 3.b. |
| 1. Name..... | TEXTC371 | CONF | 3.b.1. |
| 2. Title..... | TEXTC372 | CONF | 3.b.2. |
| 3. E-mail Address..... | TEXTC373 | CONF | 3.b.3. |
| 4. Telephone..... | TEXTC374 | CONF | 3.b.4. |
| 5. FAX..... | TEXTC375 | CONF | 3.b.5. |
| 4. USA PATRIOT Act Section 314(a) Anti-Money Laundering Contact Information | | | 4. |
| a. Primary Contact | | | 4.a. |
| 1. Name..... | TEXTC437 | CONF | 4.a.1. |
| 2. Title..... | TEXTC438 | CONF | 4.a.2. |
| 3. E-mail Address..... | TEXTC439 | CONF | 4.a.3. |
| 4. Telephone..... | TEXTC440 | CONF | 4.a.4. |
| 5. FAX..... | TEXTC441 | CONF | 4.a.5. |

Dollar amounts in thousands

| | | | | |
|-----------------------------|----------|-------------|--|--------|
| b. Secondary Contact | | | | 4.b. |
| 1. Name..... | TEXTC442 | CONF | | 4.b.1. |
| 2. Title..... | TEXTC443 | CONF | | 4.b.2. |
| 3. E-mail Address..... | TEXTC444 | CONF | | 4.b.3. |
| 4. Telephone..... | TEXTC445 | CONF | | 4.b.4. |
| 5. FAX..... | TEXTC446 | CONF | | 4.b.5. |
| c. Third Contact | | | | 4.c. |
| 1. Name..... | TEXTC870 | CONF | | 4.c.1. |
| 2. Title..... | TEXTC871 | CONF | | 4.c.2. |
| 3. E-mail Address..... | TEXTC872 | CONF | | 4.c.3. |
| 4. Telephone..... | TEXTC873 | CONF | | 4.c.4. |
| 5. FAX..... | TEXTC874 | CONF | | 4.c.5. |
| d. Fourth Contact | | | | 4.d. |
| 1. Name..... | TEXTC875 | CONF | | 4.d.1. |
| 2. Title..... | TEXTC876 | CONF | | 4.d.2. |
| 3. E-mail Address..... | TEXTC877 | CONF | | 4.d.3. |
| 4. Telephone..... | TEXTC878 | CONF | | 4.d.4. |
| 5. FAX..... | TEXTC879 | CONF | | 4.d.5. |

Optional Narrative Statement Concerning the Amounts Reported in the Reports of Condition and Income

Dollar amounts in thousands

| | | | |
|-----------------------------------|----------|-----------|----|
| 1. Comments?..... | RCON6979 | No | 1. |
| 2. Bank Management Statement..... | TEXT6980 | | 2. |

Loans to Executive Officers

Dollar amounts in thousands

| | | | |
|--|----------|----------|----|
| a. Number of loans made to executive officers since the previous Call Report date..... | RCON3561 | 0 | a. |
| b. Total dollar amount of above loans..... | RCON3562 | 0 | b. |

Loans to Executive Officers

Dollar amounts in thousands

| | | | | | |
|--|-------------|----------|-----------|----------|----|
| c. Range of interest charged on above loans..... | from | | to | | c. |
| | RCON7701 | 0 | RCON7702 | 0 | |

Schedule RI - Income Statement

Dollar amounts in thousands

| | | | | |
|---|----------|------------------|--|----------|
| 1. Interest income: | | | | 1. |
| a. Interest and fee income on loans: | | | | 1.a. |
| 1. Loans secured by real estate..... | RIAD4011 | 4,090 | | 1.a.1. |
| 2. Commercial and industrial loans..... | RIAD4012 | 29 | | 1.a.2. |
| 3. Loans to individuals for household, family, and other personal expenditures: | | | | 1.a.3. |
| a. Credit cards..... | RIADB485 | 1,602,067 | | 1.a.3.a. |
| b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)..... | RIADB486 | 3,382 | | 1.a.3.b. |
| 4. Loans to foreign governments and official institutions..... | RIAD4056 | 0 | | 1.a.4. |
| 5. All other loans..... | RIAD4058 | 3,404 | | 1.a.5. |
| 6. Total interest and fee income on loans..... | RIAD4010 | 1,612,972 | | 1.a.6. |

Dollar amounts in thousands

| | | | |
|---|----------|-----------|----------|
| b. Income from lease financing receivables..... | RIAD4065 | 0 | 1.b. |
| c. Interest income on balances due from depository institutions..... | RIAD4115 | 5 | 1.c. |
| d. Interest and dividend income on securities: | | | 1.d. |
| 1. U.S. Treasury securities and U.S. Government agency obligations (excluding mortgage-backed securities)..... | RIADB488 | 22 | 1.d.1. |
| 2. Mortgage-backed securities..... | RIADB489 | 949 | 1.d.2. |
| 3. All other securities (includes securities issued by states and political subdivisions in the U.S.)..... | RIAD4060 | 934 | 1.d.3. |
| e. Interest income from trading assets..... | RIAD4069 | 0 | 1.e. |
| f. Interest income on federal funds sold and securities purchased under agreements to resell..... | RIAD4020 | 12,265 | 1.f. |
| g. Other interest income..... | RIAD4518 | 52,175 | 1.g. |
| h. Total interest income..... | RIAD4107 | 1,679,322 | 1.h. |
| 2. Interest expense: | | | 2. |
| a. Interest on deposits: | | | 2.a. |
| 1. Transaction accounts (NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts)..... | RIAD4508 | 560 | 2.a.1. |
| 2. Nontransaction accounts: | | | 2.a.2. |
| a. Savings deposits (includes MMDAs)..... | RIAD0093 | 50,592 | 2.a.2.a. |
| b. Time deposits of \$100,000 or more..... | RIADA517 | 406,625 | 2.a.2.b. |
| c. Time deposits of less than \$100,000..... | RIADA518 | 34,615 | 2.a.2.c. |
| b. Expense of federal funds purchased and securities sold under agreements to repurchase..... | RIAD4180 | 6,828 | 2.b. |
| c. Interest on trading liabilities and other borrowed money..... | RIAD4185 | 55,007 | 2.c. |
| d. Interest on subordinated notes and debentures..... | RIAD4200 | 0 | 2.d. |
| e. Total interest expense | RIAD4073 | 554,227 | 2.e. |
| 3. Net interest income..... | RIAD4074 | 1,125,095 | 3. |
| 4. Provision for loan and lease losses..... | RIAD4230 | 289,772 | 4. |
| 5. Noninterest income: | | | 5. |
| a. Income from fiduciary activities | RIAD4070 | 0 | 5.a. |
| b. Service charges on deposit accounts..... | RIAD4080 | 146 | 5.b. |
| c. Trading revenue..... | RIADA220 | 0 | 5.c. |
| d. Investment banking, advisory, brokerage, and underwriting fees and commissions..... | RIADB490 | 0 | 5.d. |
| e. Venture capital revenue..... | RIADB491 | 0 | 5.e. |
| f. Net servicing fees..... | RIADB492 | 382,246 | 5.f. |
| g. Net securitization income..... | RIADB493 | 1,377,450 | 5.g. |
| h. Not available | | | 5.h. |
| 1. Underwriting income from insurance and reinsurance activities..... | RIADC386 | 0 | 5.h.1. |
| 2. Income from other insurance activities..... | RIADC387 | 24,164 | 5.h.2. |
| i. Net gains (losses) on sales of loans and leases..... | RIAD5416 | 6,209 | 5.i. |
| j. Net gains (losses) on sales of other real estate owned..... | RIAD5415 | 0 | 5.j. |
| k. Net gains (losses) on sales of other assets (excluding securities)..... | RIADB496 | 0 | 5.k. |
| l. Other noninterest income..... | RIADB497 | 483,247 | 5.l. |
| m. Total noninterest income..... | RIAD4079 | 2,273,462 | 5.m. |
| 6. Not available | | | 6. |
| a. Realized gains (losses) on held-to-maturity securities..... | RIAD3521 | -29 | 6.a. |
| b. Realized gains (losses) on available-for-sale securities..... | RIAD3196 | 0 | 6.b. |
| 7. Noninterest expense: | | | 7. |
| a. Salaries and employee benefits..... | RIAD4135 | 48,397 | 7.a. |
| b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest)..... | RIAD4217 | 6,211 | 7.b. |
| c. Not available | | | 7.c. |

Dollar amounts in thousands

| | | | |
|---|----------|------------------|--------|
| 1. Goodwill impairment losses..... | RIADC216 | 0 | 7.c.1. |
| 2. Amortization expense and impairment losses for other intangible assets..... | RIADC232 | 0 | 7.c.2. |
| d. Other noninterest expense..... | RIAD4092 | 1,632,105 | 7.d. |
| e. Total noninterest expense..... | RIAD4093 | 1,686,713 | 7.e. |
| 8. Income (loss) before income taxes and extraordinary items and other adjustments..... | RIAD4301 | 1,422,043 | 8. |
| 9. Applicable income taxes (on item 8)..... | RIAD4302 | 522,188 | 9. |
| 10. Income (loss) before extraordinary items and other adjustments..... | RIAD4300 | 899,855 | 10. |
| 11. Extraordinary items and other adjustments, net of income taxes..... | RIAD4320 | 0 | 11. |
| 12. Net income (loss)..... | RIAD4340 | 899,855 | 12. |
| 1. Interest expense incurred to carry tax-exempt securities, loans, and leases acquired after August 7, 1986, that is not deductible for federal income tax purposes..... | RIAD4513 | 0 | M.1. |
| 2. Income from the sale and servicing of mutual funds and annuities (included in Schedule RI, item 8)..... | RIAD8431 | 0 | M.2. |
| 3. Income on tax-exempt loans and leases to states and political subdivisions in the U.S. (included in Schedule RI, items 1.a and 1.b)..... | RIAD4313 | 0 | M.3. |
| 4. Income on tax-exempt securities issued by states and political subdivisions in the U.S. (included in Schedule RI, item 1.d.(3))..... | RIAD4507 | 752 | M.4. |
| 5. Number of full-time equivalent employees at end of current period..... | RIAD4150 | 1241 | M.5. |
| 6. Interest and fee income on loans to finance agricultural production and other loans to farmers (included in Schedule RI, item 1.a.(5))..... | RIAD4024 | 0 | M.6. |
| 7. If the reporting bank has restated its balance sheet as a result of applying push down accounting this calendar year, report the date of the bank's acquisition..... | RIAD9106 | 0 | M.7. |
| 8. Trading revenue (from cash instruments and derivative instruments): | | | M.8. |
| a. Interest rate exposures..... | RIAD8757 | NR | M.8.a. |
| b. Foreign exchange exposures..... | RIAD8758 | NR | M.8.b. |
| c. Equity security and index exposures..... | RIAD8759 | NR | M.8.c. |
| d. Commodity and other exposures..... | RIAD8760 | NR | M.8.d. |
| 9. Not applicable | | | M.9. |
| 10. Credit losses on derivatives..... | RIADA251 | 0 | M.10. |
| 11. Does the reporting bank have a Subchapter S election in effect for federal income tax purposes for the current tax year?..... | RIADA530 | No | M.11. |

Schedule RI-A - Changes in Equity Capital

Dollar amounts in thousands

| | | | |
|---|----------|------------------|-----|
| 1. Total equity capital most recently reported for the December 31, 2005, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income)..... | RIAD3217 | 3,217,368 | 1. |
| 2. Restatements due to corrections of material accounting errors and changes in accounting principles..... | RIADB507 | 0 | 2. |
| 3. Balance end of previous calendar year as restated..... | RIADB508 | 3,217,368 | 3. |
| 4. Net income (loss)..... | RIAD4340 | 899,855 | 4. |
| 5. Sale, conversion, acquisition, or retirement of capital stock, net (excluding treasury stock transactions)..... | RIADB509 | 0 | 5. |
| 6. Treasury stock transactions, net..... | RIADB510 | 0 | 6. |
| 7. Changes incident to business combinations, net..... | RIAD4356 | 0 | 7. |
| 8. Cash dividends declared on preferred stock..... | RIAD4470 | 0 | 8. |
| 9. Cash dividends declared on common stock..... | RIAD4460 | 0 | 9. |
| 10. Other comprehensive income..... | RIADB511 | -85 | 10. |
| 11. Other transactions with parent holding company (not included in items 5, 6, 8, or 9 above)..... | RIAD4415 | 0 | 11. |
| 12. Total equity capital end of current period..... | RIAD3210 | 4,117,138 | 12. |

Schedule RI-B Part I - Charge-offs and Recoveries on Loans and Leases

| Dollar amounts in thousands | | (Column A) Charge-offs Calendar year-to-date | (Column B) Recoveries Calendar year-to-date | | |
|---|----------|---|--|---------|----------|
| 1. Loans secured by real estate: | | | | 1. | |
| a. Construction, land development, and other land loans..... | RIAD3582 | 0 | RIAD3583 | 0 | 1.a. |
| b. Secured by farmland..... | RIAD3584 | 0 | RIAD3585 | 0 | 1.b. |
| c. Secured by 1-4 family residential properties: | | | | 1.c. | |
| 1. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit..... | RIAD5411 | 0 | RIAD5412 | 0 | 1.c.1. |
| 2. Closed-end loans secured by 1-4 family residential properties: | | | | 1.c.2. | |
| a. Secured by first liens..... | RIADC234 | 0 | RIADC217 | 0 | 1.c.2.a. |
| b. Secured by junior liens..... | RIADC235 | 0 | RIADC218 | 0 | 1.c.2.b. |
| d. Secured by multifamily (5 or more) residential properties..... | RIAD3588 | 0 | RIAD3589 | 0 | 1.d. |
| e. Secured by nonfarm nonresidential properties..... | RIAD3590 | 0 | RIAD3591 | 0 | 1.e. |
| 2. Loans to depository institutions and acceptances of other banks..... | RIAD4481 | 0 | RIAD4482 | 0 | 2. |
| 3. Not applicable | | | | | 3. |
| 4. Commercial and industrial loans..... | RIAD4638 | 0 | RIAD4608 | 0 | 4. |
| 5. Loans to individuals for household, family, and other personal expenditures: | | | | 5. | |
| a. Credit cards..... | RIADB514 | 526,796 | RIADB515 | 107,866 | 5.a. |
| b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)..... | RIADB516 | 2,631 | RIADB517 | 834 | 5.b. |
| 6. Loans to foreign governments and official institutions..... | RIAD4643 | 0 | RIAD4627 | 0 | 6. |
| 7. All other loans..... | RIAD4644 | 0 | RIAD4628 | 0 | 7. |
| 8. Lease financing receivables..... | RIAD4266 | 0 | RIAD4267 | 0 | 8. |
| 9. Total..... | RIAD4635 | 529,427 | RIAD4605 | 108,700 | 9. |
| 1. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RI-B, part I, items 4 and 7, above..... | RIAD5409 | 0 | RIAD5410 | 0 | M.1. |
| 2. Not available | | | | | M.2. |
| a. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RI-B, part I, item 1, above)..... | RIAD4652 | 0 | RIAD4662 | 0 | M.2.a. |
| b. Loans to and acceptances of foreign banks (included in Schedule RI-B, part I, item 2, above)..... | RIAD4654 | 0 | RIAD4664 | 0 | M.2.b. |
| c. Commercial and industrial loans to non-U.S. addressees (domicile) (included in Schedule RI-B, part I, item 4, above)..... | RIAD4646 | 0 | RIAD4618 | 0 | M.2.c. |
| d. Lease financing receivables of non-U.S. addresses (domicile) (included in Schedule RI-B, part I, item 8, above)..... | RIAD4659 | 0 | RIAD4669 | 0 | M.2.d. |
| 3. Loans to finance agricultural production and other loans to farmers (included in Schedule RI-B, part I, item 7, above)..... | RIAD4655 | 0 | RIAD4665 | 0 | M.3. |

Schedule RI-B Part I - Charge-offs and Recoveries on Loans and Leases

| Dollar amounts in thousands | | | |
|---|----------|---------|------|
| 4. Uncollectible retail credit card fees and finance charges reversed against income (i.e., not included in charge-offs against the allowance for loan and lease losses)..... | RIADC388 | 175,346 | M.4. |

Schedule RI-B Part II - Changes in Allowance for Loan and Lease Losses

| Dollar amounts in thousands | | | |
|--|----------|---------|----|
| 1. Balance most recently reported for the December 31, 2005, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income)..... | RIADB522 | 794,788 | 1. |
| 2. Recoveries | RIAD4605 | 108,700 | 2. |
| 3. Charge-offs..... | RIADC079 | 529,427 | 3. |

Dollar amounts in thousands

| | | | |
|---|----------|---------|------|
| 4. Write-downs arising from transfers of loans to a held-for-sale account..... | RIAD5523 | 0 | 4. |
| 5. Provision for loan and lease losses..... | RIAD4230 | 289,772 | 5. |
| 6. Adjustments..... | RIADC233 | 0 | 6. |
| 7. Balance end of current period..... | RIAD3123 | 663,833 | 7. |
| 1. Allocated transfer risk reserve included in Schedule RI-B, part II, item 7, above | RIADC435 | 0 | M.1. |
| 2. Separate valuation allowance for uncollectible retail credit card fees and finance charges..... | RIADC389 | 0 | M.2. |
| 3. Amount of allowance for loan and lease losses attributable to retail credit card fees and finance charges..... | RIADC390 | 187,395 | M.3. |
| 4. Amount of allowance for post-acquisition losses on purchased impaired loans accounted for in accordance with AICPA Statement of Position 03-3 (included in Schedule RI-B, part II, item 7, above)..... | RIADC781 | 0 | M.4. |

Schedule RI-E - Explanations

Dollar amounts in thousands

| | | | |
|--|----------|-----------------------------------|--------|
| 1. Other noninterest income (from Schedule RI, item 5.l) | | | 1. |
| a. Income and fees from the printing and sale of checks..... | RIADC013 | 0 | 1.a. |
| b. Earnings on/increase in value of cash surrender value of life insurance..... | RIADC014 | 0 | 1.b. |
| c. Income and fees from automated teller machines (ATMs)..... | RIADC016 | 0 | 1.c. |
| d. Rent and other income from other real estate owned..... | RIAD4042 | 0 | 1.d. |
| e. Safe deposit box rent..... | RIADC015 | 0 | 1.e. |
| f. Disclose component and the dollar amount of that component: | | | 1.f. |
| 1. Describe component..... | TEXT4461 | Net Credit Card Fee Income | 1.f.1. |
| 2. Amount of component..... | RIAD4461 | 478,274 | 1.f.2. |
| g. Disclose component and the dollar amount of that component: | | | 1.g. |
| 1. Describe component..... | TEXT4462 | | 1.g.1. |
| 2. Amount of component..... | RIAD4462 | 0 | 1.g.2. |
| h. Disclose component and the dollar amount of that component: | | | 1.h. |
| 1. Describe component..... | TEXT4463 | | 1.h.1. |
| 2. Amount of component..... | RIAD4463 | 0 | 1.h.2. |
| 2. Other noninterest expense (from Schedule RI, item 7.d) | | | 2. |
| a. Data processing expenses..... | RIADC017 | 0 | 2.a. |
| b. Advertising and marketing expenses..... | RIAD0497 | 0 | 2.b. |
| c. Directors' fees..... | RIAD4136 | 0 | 2.c. |
| d. Printing, stationery, and supplies..... | RIADC018 | 0 | 2.d. |
| e. Postage..... | RIAD8403 | 0 | 2.e. |
| f. Legal fees and expenses..... | RIAD4141 | 0 | 2.f. |
| g. FDIC deposit insurance assessments..... | RIAD4146 | 0 | 2.g. |
| h. Disclose component and the dollar amount of that component: | | | 2.h. |
| 1. Describe component..... | TEXT4464 | Cardmember Servicing Fee | 2.h.1. |
| 2. Amount of component..... | RIAD4464 | 1,511,041 | 2.h.2. |
| i. Disclose component and the dollar amount of that component: | | | 2.i. |
| 1. Describe component..... | TEXT4467 | Network Access Fee | 2.i.1. |
| 2. Amount of component..... | RIAD4467 | 52,262 | 2.i.2. |
| j. Disclose component and the dollar amount of that component: | | | 2.j. |
| 1. Describe component..... | TEXT4468 | | 2.j.1. |
| 2. Amount of component..... | RIAD4468 | 0 | 2.j.2. |
| 3. Extraordinary items and other adjustments and applicable income tax effect (from Schedule RI, item 11): | | | 3. |

Dollar amounts in thousands

| | | | |
|---|----------|----|--------|
| a. Disclose component, the gross dollar amount of that component, and its related income tax: | | | 3.a. |
| 1. Describe component..... | TEXT4469 | | 3.a.1. |
| 2. Amount of component..... | RIAD4469 | 0 | 3.a.2. |
| 3. Applicable income tax effect..... | RIAD4486 | 0 | 3.a.3. |
| b. Disclose component, the gross dollar amount of that component, and its related income tax: | | | 3.b. |
| 1. Describe component..... | TEXT4487 | | 3.b.1. |
| 2. Amount of component..... | RIAD4487 | 0 | 3.b.2. |
| 3. Applicable income tax effect..... | RIAD4488 | 0 | 3.b.3. |
| c. Disclose component, the gross dollar amount of that component, and its related income tax: | | | 3.c. |
| 1. Describe component..... | TEXT4489 | | 3.c.1. |
| 2. Amount of component..... | RIAD4489 | 0 | 3.c.2. |
| 3. Applicable income tax effect..... | RIAD4491 | 0 | 3.c.3. |
| 4. Restatements due to corrections of material accounting errors and changes in accounting principles (from Schedule RI-A, item 2): | | | 4. |
| a. Disclose component and the dollar amount of that component: | | | 4.a. |
| 1. Describe component..... | TEXTB526 | | 4.a.1. |
| 2. Amount of component..... | RIADB526 | 0 | 4.a.2. |
| b. Disclose component and the dollar amount of that component: | | | 4.b. |
| 1. Describe component..... | TEXTB527 | | 4.b.1. |
| 2. Amount of component..... | RIADB527 | 0 | 4.b.2. |
| 5. Other transactions with parent holding company (from Schedule RI-A, item 11): | | | 5. |
| a. Disclose component and the dollar amount of that component: | | | 5.a. |
| 1. Describe component..... | TEXT4498 | | 5.a.1. |
| 2. Amount of component..... | RIAD4498 | 0 | 5.a.2. |
| b. Disclose component and the dollar amount of that component: | | | 5.b. |
| 1. Describe component..... | TEXT4499 | | 5.b.1. |
| 2. Amount of component..... | RIAD4499 | 0 | 5.b.2. |
| 6. Adjustments to allowance for loan and lease losses (from Schedule RI-B, part II, item 6): | | | 6. |
| a. Disclose component and the dollar amount of that component: | | | 6.a. |
| 1. Describe component..... | TEXT4521 | | 6.a.1. |
| 2. Amount of component..... | RIAD4521 | 0 | 6.a.2. |
| b. Disclose component and the dollar amount of that component: | | | 6.b. |
| 1. Describe component..... | TEXT4522 | | 6.b.1. |
| 2. Amount of component..... | RIAD4522 | 0 | 6.b.2. |
| 7. Other explanations: | | | 7. |
| a. Comments?..... | RIAD4769 | No | 7.a. |
| b. Other explanations..... | TEXT4769 | | 7.b. |

Schedule RC - Balance Sheet

Dollar amounts in thousands

| | | | |
|---|----------|---------|------|
| 1. Cash and balances due from depository institutions (from Schedule RC-A): | | | 1. |
| a. Noninterest-bearing balances and currency and coin..... | RCON0081 | 408,962 | 1.a. |
| b. Interest-bearing balances..... | RCON0071 | 300 | 1.b. |
| 2. Securities: | | | 2. |
| a. Held-to-maturity securities (from Schedule RC-B, column A)..... | RCON1754 | 54,065 | 2.a. |
| b. Available-for-sale securities (from Schedule RC-B, column D)..... | RCON1773 | 2,138 | 2.b. |
| 3. Federal funds sold and securities purchased under agreements to resell: | | | 3. |

Dollar amounts in thousands

| | | | |
|---|----------|-------------------|---------|
| a. Federal funds sold..... | RCONB987 | 300,000 | 3.a. |
| b. Securities purchased under agreements to resell..... | RCONB989 | 0 | 3.b. |
| 4. Loans and lease financing receivables (from Schedule RC-C): | | | 4. |
| a. Loans and leases held for sale..... | RCON5369 | 1,557,506 | 4.a. |
| b. Loans and leases, net of unearned income..... | RCONB528 | 18,534,469 | 4.b. |
| c. Allowance for loan and lease losses..... | RCON3123 | 663,833 | 4.c. |
| d. Loans and leases, net of unearned income and allowance..... | RCONB529 | 17,870,636 | 4.d. |
| 5. Trading assets (from Schedule RC-D)..... | RCON3545 | 0 | 5. |
| 6. Premises and fixed assets (including capitalized leases)..... | RCON2145 | 9,162 | 6. |
| 7. Other real estate owned (from Schedule RC-M)..... | RCON2150 | 54 | 7. |
| 8. Investments in unconsolidated subsidiaries and associated companies (from Schedule RC-M)..... | RCON2130 | 0 | 8. |
| 9. Not applicable | | | 9. |
| 10. Intangible assets: | | | 10. |
| a. Goodwill..... | RCON3163 | 0 | 10.a. |
| b. Other intangible assets (from Schedule RC-M)..... | RCON0426 | 0 | 10.b. |
| 11. Other assets (from Schedule RC-F)..... | RCON2160 | 1,599,358 | 11. |
| 12. Total assets..... | RCON2170 | 21,802,181 | 12. |
| 13. Deposits: | | | 13. |
| a. In domestic offices..... | RCON2200 | 14,284,726 | 13.a. |
| 1. Noninterest-bearing..... | RCON6631 | 91,699 | 13.a.1. |
| 2. Interest-bearing..... | RCON6636 | 14,193,027 | 13.a.2. |
| b. Not applicable | | | 13.b. |
| 14. Federal funds purchased and securities sold under agreements to repurchase: | | | 14. |
| a. Federal funds purchased..... | RCONB993 | 1,391,900 | 14.a. |
| b. Securities sold under agreements to repurchase..... | RCONB995 | 0 | 14.b. |
| 15. Trading liabilities (from Schedule RC-D)..... | RCON3548 | 0 | 15. |
| 16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule RC-M)..... | RCON3190 | 697,029 | 16. |
| 17. Not applicable | | | 17. |
| 18. Not applicable | | | 18. |
| 19. Subordinated notes and debentures..... | RCON3200 | 0 | 19. |
| 20. Other liabilities (from Schedule RC-G)..... | RCON2930 | 1,311,388 | 20. |
| 21. Total liabilities..... | RCON2948 | 17,685,043 | 21. |
| 22. Minority interest in consolidated subsidiaries..... | RCON3000 | 0 | 22. |
| 23. Perpetual preferred stock and related surplus..... | RCON3838 | 0 | 23. |
| 24. Common stock..... | RCON3230 | 35 | 24. |
| 25. Surplus (exclude all surplus related to preferred stock)..... | RCON3839 | 778,632 | 25. |
| 26. Not available | | | 26. |
| a. Retained earnings..... | RCON3632 | 3,338,382 | 26.a. |
| b. Accumulated other comprehensive income..... | RCONB530 | 89 | 26.b. |
| 27. Other equity capital components..... | RCONA130 | 0 | 27. |
| 28. Total equity capital..... | RCON3210 | 4,117,138 | 28. |
| 29. Total liabilities, minority interest, and equity capital..... | RCON3300 | 21,802,181 | 29. |
| 1. Indicate in the box at the right the number of the statement below that best describes the most comprehensive level of auditing work performed for the bank by independent external auditors as of any date during 2005..... | RCON6724 | NR | M.1. |

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

Dollar amounts in thousands

| | | | |
|---|----------|----------------|------|
| 1. Cash items in process of collection, unposted debits, and currency and coin: | | | 1. |
| a. Cash items in process of collection and unposted debits..... | RCON0020 | 319,456 | 1.a. |
| b. Currency and coin..... | RCON0080 | 554 | 1.b. |
| 2. Balances due from depository institutions in the U.S: | | | 2. |
| a. U.S. branches and agencies of foreign banks..... | RCON0083 | 0 | 2.a. |
| b. Other commercial banks in the U.S. and other depository institutions in the U.S..... | RCON0085 | 88,752 | 2.b. |
| 3. Balances due from banks in foreign countries and foreign central banks: | | | 3. |
| a. Foreign branches of other U.S. banks..... | RCON0073 | 0 | 3.a. |
| b. Other banks in foreign countries and foreign central banks..... | RCON0074 | 0 | 3.b. |
| 4. Balances due from Federal Reserve Banks..... | RCON0090 | 500 | 4. |
| 5. Total..... | RCON0010 | 409,262 | 5. |

Schedule RC-B - Securities

| | (Column A) Held-to-maturity Amortized Cost | (Column B) Held-to-maturity Fair Value | (Column C) Available-for-sale Amortized Cost | (Column D) Available-for-sale Fair Value | |
|---|--|--|--|--|--------|
| Dollar amounts in thousands | | | | | |
| 1. U.S. Treasury securities..... | 646 | 646 | 0 | 0 | 1. |
| 2. U.S. Government agency obligations (exclude mortgage-backed securities): | | | | | 2. |
| a. Issued by U.S. Government agencies..... | 0 | 0 | 0 | 0 | 2.a. |
| b. Issued by U.S. Government-sponsored agencies..... | 0 | 0 | 0 | 0 | 2.b. |
| 3. Securities issued by states and political subdivisions in the U.S..... | 31,657 | 31,751 | 0 | 0 | 3. |
| 4. Mortgage-backed securities (MBS): | | | | | 4. |
| a. Pass-through securities: | | | | | 4.a. |
| 1. Guaranteed by GNMA..... | 799 | 813 | 0 | 0 | 4.a.1. |
| 2. Issued by FNMA and FHLMC..... | 20,963 | 20,824 | 0 | 0 | 4.a.2. |
| 3. Other pass-through securities..... | 0 | 0 | 0 | 0 | 4.a.3. |
| b. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS): | | | | | 4.b. |
| 1. Issued or guaranteed by FNMA, FHLMC, or GNMA..... | 0 | 0 | 0 | 0 | 4.b.1. |
| 2. Collateralized by MBS issued or guaranteed by FNMA, FHLMC, or GNMA..... | 0 | 0 | 0 | 0 | 4.b.2. |
| 3. All other mortgage-backed securities..... | 0 | 0 | 0 | 0 | 4.b.3. |
| 5. Asset-backed securities (ABS)..... | 0 | 0 | 0 | 0 | 5. |
| 6. Other debt securities: | | | | | 6. |
| a. Other domestic debt securities..... | 0 | 0 | 0 | 0 | 6.a. |

| Dollar amounts in thousands | | (Column A) Held-to-maturity Amortized Cost | (Column B) Held-to-maturity Fair Value | (Column C) Available-for-sale Amortized Cost | (Column D) Available-for-sale Fair Value |
|---|---------------|---|---|---|---|
| | RCON1742 | RCON1743 | RCON1744 | RCON1746 | |
| b. Foreign debt securities..... | 0 | 0 | 0 | 0 | 6.b. |
| 7. Investments in mutual funds and other equity securities with readily determinable fair values..... | | | RCONA510 | RCONA511 | |
| | | | 2,000 | 2,138 | 7. |
| | RCON1754 | RCON1771 | RCON1772 | RCON1773 | |
| 8. Total..... | 54,065 | 54,034 | 2,000 | 2,138 | 8. |

Schedule RC-B - Securities

Dollar amounts in thousands

| | | | |
|---|----------|---------------|----------|
| 1. Pledged securities..... | RCON0416 | 646 | M.1. |
| 2. Maturity and repricing data for debt securities (excluding those in nonaccrual status): | | | M.2. |
| a. Securities issued by the U.S. Treasury, U.S. Government agencies, and states and political subdivisions in the U.S.; other non-mortgage debt securities; and mortgage pass-through securities other than those backed by closed-end first lien 1-4 family residential mortgages with a remaining maturity or next repricing date of: | | | M.2.a. |
| 1. Three months or less..... | RCONA549 | 646 | M.2.a.1. |
| 2. Over three months through 12 months..... | RCONA550 | 0 | M.2.a.2. |
| 3. Over one year through three years..... | RCONA551 | 0 | M.2.a.3. |
| 4. Over three years through five years..... | RCONA552 | 0 | M.2.a.4. |
| 5. Over five years through 15 years..... | RCONA553 | 12,525 | M.2.a.5. |
| 6. Over 15 years..... | RCONA554 | 19,132 | M.2.a.6. |
| b. Mortgage pass-through securities backed by closed-end first lien 1-4 family residential mortgages with a remaining maturity or next repricing date of: | | | M.2.b. |
| 1. Three months or less..... | RCONA555 | 0 | M.2.b.1. |
| 2. Over three months through 12 months..... | RCONA556 | 0 | M.2.b.2. |
| 3. Over one year through three years..... | RCONA557 | 0 | M.2.b.3. |
| 4. Over three years through five years..... | RCONA558 | 0 | M.2.b.4. |
| 5. Over five years through 15 years..... | RCONA559 | 0 | M.2.b.5. |
| 6. Over 15 years..... | RCONA560 | 21,762 | M.2.b.6. |
| c. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS; exclude mortgage pass-through securities) with an expected average life of: | | | M.2.c. |
| 1. Three years or less..... | RCONA561 | 0 | M.2.c.1. |
| 2. Over three years..... | RCONA562 | 0 | M.2.c.2. |
| d. Debt securities with a REMAINING MATURITY of one year or less (included in Memorandum items 2.a through 2.c above)..... | RCONA248 | 646 | M.2.d. |
| 3. Amortized cost of held-to-maturity securities sold or transferred to available-for-sale or trading securities during the calendar year-to-date (report the amortized cost at date of sale or transfer)..... | RCON1778 | 0 | M.3. |
| 4. Structured notes (included in the held-to-maturity and available-for-sale accounts in Schedule RC-B, items 2, 3, 5, and 6): | | | M.4. |
| a. Amortized cost..... | RCON8782 | 0 | M.4.a. |
| b. Fair value..... | RCON8783 | 0 | M.4.b. |

Schedule RC-C Part I - Loans and Leases

| Dollar amounts in thousands | | (Column A) To Be Completed by Banks with \$300 Million or More in Total Assets | | (Column B) To Be Completed by All Banks | |
|---|----------|--|--|---|------------|
| 1. Loans secured by real estate: | | | | | |
| a. Construction, land development, and other land loans..... | | | | RCON1415 | 6 |
| b. Secured by farmland (including farm residential and other improvements)..... | | | | RCON1420 | 0 |
| c. Secured by 1-4 family residential properties: | | | | | |
| 1. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit..... | | | | RCON1797 | 3,013 |
| 2. Closed-end loans secured by 1-4 family residential properties: | | | | | |
| a. Secured by first liens..... | | | | RCON5367 | 67,266 |
| b. Secured by junior liens..... | | | | RCON5368 | 1,862 |
| d. Secured by multifamily (5 or more) residential properties..... | | | | RCON1460 | 0 |
| e. Secured by nonfarm nonresidential properties..... | | | | RCON1480 | 0 |
| 2. Loans to depository institutions and acceptances of other banks..... | | | | RCON1288 | 0 |
| a. To commercial banks in the U.S.: | | | | | |
| 1. To U.S. branches and agencies of foreign banks..... | RCONB532 | 0 | | | |
| 2. To other commercial banks in the U.S..... | RCONB533 | 0 | | | |
| b. To other depository institutions in the U.S..... | RCONB534 | 0 | | | |
| c. To banks in foreign countries: | | | | | |
| 1. To foreign branches of other U.S. banks..... | RCONB536 | 0 | | | |
| 2. To other banks in foreign countries..... | RCONB537 | 0 | | | |
| 3. Loans to finance agricultural production and other loans to farmers.... | | | | RCON1590 | 0 |
| 4. Commercial and industrial loans..... | | | | RCON1766 | 24,018 |
| a. To U.S. addressees (domicile)..... | RCON1763 | 24,018 | | | |
| b. To non-U.S. addressees (domicile)..... | RCON1764 | 0 | | | |
| 5. Not applicable | | | | | |
| 6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper): | | | | | |
| a. Credit cards..... | | | | RCONB538 | 19,965,905 |
| b. Other revolving credit plans..... | | | | RCONB539 | 0 |
| c. Other consumer loans (includes single payment, installment, and all student loans)..... | | | | RCON2011 | 28,443 |
| 7. Loans to foreign governments and official institutions (including foreign central banks)..... | | | | RCON2081 | 0 |
| 8. Obligations (other than securities and leases) of states and political subdivisions in the U.S..... | | | | RCON2107 | 0 |
| 9. Other loans..... | | | | RCON1563 | 1,462 |
| a. Loans for purchasing or carrying securities (secured and unsecured)..... | RCON1545 | 0 | | | |
| b. All other loans (exclude consumer loans)..... | RCON1564 | 1,462 | | | |
| 10. Lease financing receivables (net of unearned income)..... | | | | RCON2165 | 0 |
| a. Of U.S. addressees (domicile)..... | RCON2182 | 0 | | | |
| b. Of non-U.S. addressees (domicile)..... | RCON2183 | 0 | | | |
| 11. Any unearned income on loans reflected in items 1-9 above..... | | | | RCON2123 | 0 |
| 12. Total loans and leases, net of unearned income..... | | | | RCON2122 | 20,091,975 |

Schedule RC-C Part I - Loans and Leases

Dollar amounts in thousands

| | | | |
|--|----------|------------|----------|
| 1. Loans and leases restructured and in compliance with modified terms (included in Schedule RC-C, part I, and not reported as past due or nonaccrual in Schedule RC-N, Memorandum item 1) (exclude loans secured by 1-4 family residential properties and loans to individuals for household, family, and other personal expenditures)..... | RCON1616 | 0 | M.1. |
| 2. Maturity and repricing data for loans and leases (excluding those in nonaccrual status): | | | M.2. |
| a. Closed-end loans secured by first liens on 1-4 family residential properties (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B, above) with a remaining maturity or next repricing date of: | | | M.2.a. |
| 1. Three months or less..... | RCONA564 | 289 | M.2.a.1. |
| 2. Over three months through 12 months..... | RCONA565 | 496 | M.2.a.2. |
| 3. Over one year through three years..... | RCONA566 | 1,000 | M.2.a.3. |
| 4. Over three years through five years..... | RCONA567 | 268 | M.2.a.4. |
| 5. Over five years through 15 years..... | RCONA568 | 6,998 | M.2.a.5. |
| 6. Over 15 years..... | RCONA569 | 58,009 | M.2.a.6. |
| b. All loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column B, above) EXCLUDING closed-end loans secured by first liens on 1-4 family residential properties (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B, above) with a remaining maturity or next repricing date of: | | | M.2.b. |
| 1. Three months or less..... | RCONA570 | 13,117,648 | M.2.b.1. |
| 2. Over three months through 12 months..... | RCONA571 | 3,372,175 | M.2.b.2. |
| 3. Over one year through three years..... | RCONA572 | 3,374,456 | M.2.b.3. |
| 4. Over three years through five years..... | RCONA573 | 49,215 | M.2.b.4. |
| 5. Over five years through 15 years..... | RCONA574 | 2,352 | M.2.b.5. |
| 6. Over 15 years..... | RCONA575 | 1,161 | M.2.b.6. |
| c. Loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column B, above) with a REMAINING MATURITY of one year or less (excluding those in nonaccrual status)..... | RCONA247 | 2,090 | M.2.c. |
| 3. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-C, part I, items 4 and 9, column B..... | RCON2746 | 0 | M.3. |
| 4. Adjustable rate closed-end loans secured by first liens on 1-4 family residential properties (included in Schedule RC-C, part I, item 1.c.(2)(a), column B)..... | RCON5370 | 1,997 | M.4. |
| 5. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RC-C, part I, items 1.a through 1.e, column B)..... | RCONB837 | 0 | M.5. |
| 6. Outstanding credit card fees and finance charges included in Schedule RC-C, part I, item 6.a..... | RCONC391 | 1,327,707 | M.6. |
| 7. Purchased impaired loans held for investment accounted for in accordance with AICPA Statement of Position 03-3 (exclude loans held for sale): | | | M.7. |
| a. Outstanding balance..... | RCONC779 | 0 | M.7.a. |
| b. Carrying amount included in Schedule RC-C, part I, items 1 through 9..... | RCONC780 | 0 | M.7.b. |

Schedule RC-C, Part II - Loans to Small Businesses and Small Farms

Dollar amounts in thousands

| | | | |
|--|----------|----|------|
| 1. Indicate in the appropriate box at the right whether all or substantially all of the dollar volume of your bank's "Loans secured by nonfarm nonresidential properties" reported in Schedule RC-C, part I, item 1.e, and all or substantially all of the dollar volume of your bank's "Commercial and industrial loans" reported in Schedule RC-C, part I, item 4, have original amounts of \$100,000 or less..... | RCON6999 | NR | 1. |
| 2. Report the total number of loans currently outstanding for each of the following Schedule RC-C, part I, loan categories: | | | 2. |
| a. "Loans secured by nonfarm nonresidential properties" reported in Schedule RC-C, part I, item 1.e..... | RCON5562 | NR | 2.a. |
| b. "Commercial and industrial loans" reported in Schedule RC-C, part I, item 4..... | RCON5563 | NR | 2.b. |

Schedule RC-C, Part II - Loans to Small Businesses and Small Farms

| Dollar amounts in thousands | | (Column A) Number of Loans | | (Column B) Amount Currently Outstanding | |
|---|----------|----------------------------|----------|---|------|
| 3. Number and amount currently outstanding of "Loans secured by nonfarm nonresidential properties" reported in Schedule RC-C, part I, item 1.e: | | | | | |
| a. With original amounts of \$100,000 or less..... | RCON5564 | NR | RCON5565 | NR | 3.a. |
| b. With original amounts of more than \$100,000 through \$250,000..... | RCON5566 | NR | RCON5567 | NR | 3.b. |
| c. With original amounts of more than \$250,000 through \$1,000,000.. | RCON5568 | NR | RCON5569 | NR | 3.c. |
| 4. Number and amount currently outstanding of "Commercial and industrial loans" reported in Schedule RC-C, part I, item 4: | | | | | |
| a. With original amounts of \$100,000 or less..... | RCON5570 | NR | RCON5571 | NR | 4.a. |
| b. With original amounts of more than \$100,000 through \$250,000..... | RCON5572 | NR | RCON5573 | NR | 4.b. |
| c. With original amounts of more than \$250,000 through \$1,000,000.. | RCON5574 | NR | RCON5575 | NR | 4.c. |

Schedule RC-C, Part II - Loans to Small Businesses and Small Farms

| Dollar amounts in thousands | | | | |
|---|----------|----------|----|------|
| 5. Indicate in the appropriate box at the right whether all or substantially all of the dollar volume of your bank's "Loans secured by farmland (including farm residential and other improvements)" reported in Schedule RC-C, part I, item 1.b, and all or substantially all of the dollar volume of your bank's "Loans to finance agricultural production and other loans to farmers" reported in Schedule RC-C, part I, item 3, have original amounts of \$100,000 or less..... | | RCON6860 | NR | 5. |
| 6. Report the total number of loans currently outstanding for each of the following Schedule RC-C, part I, loan categories: | | | | 6. |
| a. "Loans secured by farmland (including farm residential and other improvements)" reported in Schedule RC-C, part I, item 1.b..... | RCON5576 | NR | | 6.a. |
| b. "Loans to finance agricultural production and other loans to farmers" reported in Schedule RC-C, part I, item 3..... | RCON5577 | NR | | 6.b. |

Schedule RC-C, Part II - Loans to Small Businesses and Small Farms

| Dollar amounts in thousands | | (Column A) Number of Loans | | (Column B) Amount Currently Outstanding | |
|--|----------|----------------------------|----------|---|------|
| 7. Number and amount currently outstanding of "Loans secured by farmland (including farm residential and other improvements)" reported in Schedule RC-C, part I, item 1.b: | | | | | |
| a. With original amounts of \$100,000 or less..... | RCON5578 | NR | RCON5579 | NR | 7.a. |
| b. With original amounts of more than \$100,000 through \$250,000..... | RCON5580 | NR | RCON5581 | NR | 7.b. |
| c. With original amounts of more than \$250,000 through \$500,000..... | RCON5582 | NR | RCON5583 | NR | 7.c. |
| 8. Number and amount currently outstanding of "Loans to finance agricultural production and other loans to farmers" reported in Schedule RC-C, part I, item 3: | | | | | |
| a. With original amounts of \$100,000 or less..... | RCON5584 | NR | RCON5585 | NR | 8.a. |
| b. With original amounts of more than \$100,000 through \$250,000..... | RCON5586 | NR | RCON5587 | NR | 8.b. |
| c. With original amounts of more than \$250,000 through \$500,000..... | RCON5588 | NR | RCON5589 | NR | 8.c. |

Schedule RC-D - Trading Assets and Liabilities

| Dollar amounts in thousands | | | |
|---|----------|----|----|
| 1. U.S. Treasury securities..... | RCON3531 | NR | 1. |
| 2. U.S. Government agency obligations (exclude mortgage-backed securities)..... | RCON3532 | NR | 2. |
| 3. Securities issued by states and political subdivisions in the U.S..... | RCON3533 | NR | 3. |
| 4. Mortgage-backed securities (MBS): | | | 4. |

Dollar amounts in thousands

| | | | |
|--|----------|----|------|
| a. Pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA..... | RCON3534 | NR | 4.a. |
| b. Other mortgage-backed securities issued or guaranteed by FNMA, FHLMC, or GNMA (include CMOs, REMICs, and stripped MBS)..... | RCON3535 | NR | 4.b. |
| c. All other mortgage-backed securities..... | RCON3536 | NR | 4.c. |
| 5. Other debt securities..... | RCON3537 | NR | 5. |
| 6. Not applicable | | | 6. |
| 7. Not applicable | | | 7. |
| 8. Not applicable | | | 8. |
| 9. Other trading assets..... | RCON3541 | NR | 9. |
| 10. Not applicable | | | 10. |
| 11. Derivatives with a positive fair value..... | RCON3543 | NR | 11. |
| 12. Total trading assets..... | RCON3545 | 0 | 12. |
| 13. Liability for short positions | RCON3546 | NR | 13. |
| 14. Derivatives with a negative fair value..... | RCON3547 | NR | 14. |
| 15. Total trading liabilities..... | RCON3548 | 0 | 15. |

Schedule RC-E - Deposit Liabilities

| | (Column A) Transaction Accounts Total transaction accounts (including total demand deposits) | (Column B) Transaction Accounts Memo: Total demand deposits (included in column A) | (Column C) Nontransaction Accounts Total nontransaction accounts (including MMDAs) | |
|---|---|--|--|----|
| Dollar amounts in thousands | | | | |
| Deposits of: | | | | |
| 1. Individuals, partnerships, and corporations (include all certified and official checks)..... | RCONB549 110,777 | | RCONB550 14,138,579 | 1. |
| 2. U.S. Government..... | RCON2202 3 | | RCON2520 0 | 2. |
| 3. States and political subdivisions in the U.S..... | RCON2203 325 | | RCON2530 8,330 | 3. |
| 4. Commercial banks and other depository institutions in the U.S..... | RCONB551 26,712 | | RCONB552 0 | 4. |
| 5. Banks in foreign countries..... | RCON2213 0 | | RCON2236 0 | 5. |
| 6. Foreign governments and official institutions (including foreign central banks)..... | RCON2216 0 | | RCON2377 0 | 6. |
| 7. Total..... | RCON2215 137,817 | RCON2210 91,699 | RCON2385 14,146,909 | 7. |

Schedule RC-E - Deposit Liabilities

Dollar amounts in thousands

| | | | |
|---|----------|-------------------|----------|
| 1. Selected components of total deposits: | | | |
| a. Total Individual Retirement Accounts (IRAs) and Keogh Plan accounts..... | RCON6835 | 26,954 | M.1. |
| b. Total brokered deposits..... | RCON2365 | 11,962,206 | M.1.a. |
| c. Fully insured brokered deposits (included in Memorandum item 1.b above): | | | M.1.b. |
| 1. Issued in denominations of less than \$100,000..... | RCON2343 | 5,891 | M.1.c. |
| | | | M.1.c.1. |

Dollar amounts in thousands

| | | | |
|--|----------|-------------------|----------|
| 2. Issued either in denominations of \$100,000 or in denominations greater than \$100,000 and participated out by the broker in shares of \$100,000 or less..... | RCON2344 | 11,490,521 | M.1.c.2. |
| d. Maturity data for brokered deposits: | | | M.1.d. |
| 1. Brokered deposits issued in denominations of less than \$100,000 with a remaining maturity of one year or less (included in Memorandum item 1.c.(1) above)..... | RCONA243 | 430 | M.1.d.1. |
| 2. Brokered deposits issued in denominations of \$100,000 or more with a remaining maturity of one year or less..... | RCONA244 | 8,349,642 | M.1.d.2. |
| e. Preferred deposits (uninsured deposits of states and political subdivisions in the U.S. reported in item 3 above which are secured or collateralized as required under state law) (to be completed for the December report only)..... | RCON5590 | NR | M.1.e. |
| 2. Components of total nontransaction accounts: | | | M.2. |
| a. Savings deposits: | | | M.2.a. |
| 1. Money market deposit accounts (MMDAs)..... | RCON6810 | 2,190,371 | M.2.a.1. |
| 2. Other savings deposits (excludes MMDAs)..... | RCON0352 | 2,658 | M.2.a.2. |
| b. Total time deposits of less than \$100,000..... | RCON6648 | 923,536 | M.2.b. |
| c. Total time deposits of \$100,000 or more..... | RCON2604 | 11,030,344 | M.2.c. |
| 3. Maturity and repricing data for time deposits of less than \$100,000: | | | M.3. |
| a. Time deposits of less than \$100,000 with a remaining maturity or next repricing date of: | | | M.3.a. |
| 1. Three months or less..... | RCONA579 | 160,300 | M.3.a.1. |
| 2. Over three months through 12 months..... | RCONA580 | 407,532 | M.3.a.2. |
| 3. Over one year through three years..... | RCONA581 | 199,643 | M.3.a.3. |
| 4. Over three years..... | RCONA582 | 156,061 | M.3.a.4. |
| b. Time deposits of less than \$100,000 with a REMAINING MATURITY of one year or less (included in Memorandum items 3.a.(1) and 3.a.(2) above)..... | RCONA241 | 567,832 | M.3.b. |
| 4. Maturity and repricing data for time deposits of \$100,000 or more: | | | M.4. |
| a. Time deposits of \$100,000 or more with a remaining maturity or next repricing date of: | | | M.4.a. |
| 1. Three months or less..... | RCONA584 | 2,597,917 | M.4.a.1. |
| 2. Over three months through 12 months..... | RCONA585 | 4,691,398 | M.4.a.2. |
| 3. Over one year through three years..... | RCONA586 | 2,062,121 | M.4.a.3. |
| 4. Over three years..... | RCONA587 | 1,678,908 | M.4.a.4. |
| b. Time deposits of \$100,000 or more with a REMAINING MATURITY of one year or less (included in Memorandum items 4.a.(1) and 4.a.(2) above)..... | RCONA242 | 7,289,314 | M.4.b. |

Schedule RC-F - Other Assets

Dollar amounts in thousands

| | | | |
|--|----------|------------------|------|
| 1. Accrued interest receivable..... | RCONB556 | 106,367 | 1. |
| 2. Net deferred tax assets..... | RCON2148 | 40,885 | 2. |
| 3. Interest-only strips receivable (not in the form of a security) on: | | | 3. |
| a. Mortgage loans..... | RCONA519 | 0 | 3.a. |
| b. Other financial assets..... | RCONA520 | 297,706 | 3.b. |
| 4. Equity securities that DO NOT have readily determinable fair values..... | RCON1752 | 27,300 | 4. |
| 5. Life insurance assets..... | RCONC009 | 0 | 5. |
| 6. All other assets..... | RCON2168 | 1,127,100 | 6. |
| a. Prepaid expenses..... | RCON2166 | 0 | 6.a. |
| b. Repossessed personal property (including vehicles)..... | RCON1578 | 0 | 6.b. |
| c. Derivatives with a positive fair value held for purposes other than trading..... | RCONC010 | 0 | 6.c. |
| d. Retained interests in accrued interest receivable related to securitized credit cards.... | RCONC436 | 494,343 | 6.d. |
| e. Disclose component and the dollar amount of that component: | | | 6.e. |

Dollar amounts in thousands

| | | | |
|--|----------|--------------------------------------|--------|
| 1. Describe component..... | TEXT3549 | Click here for value | 6.e.1. |
| 2. Amount of component..... | RCON3549 | 490,979 | 6.e.2. |
| f. Disclose component and the dollar amount of that component: | | | 6.f. |
| 1. Describe component..... | TEXT3550 | | 6.f.1. |
| 2. Amount of component..... | RCON3550 | 0 | 6.f.2. |
| g. Disclose component and the dollar amount of that component: | | | 6.g. |
| 1. Describe component..... | TEXT3551 | | 6.g.1. |
| 2. Amount of component..... | RCON3551 | 0 | 6.g.2. |
| 7. Total..... | RCON2160 | 1,599,358 | 7. |

(TEXT3549) Other amounts due from securitization

Schedule RC-G - Other Liabilities

Dollar amounts in thousands

| | | | |
|---|----------|------------------|--------|
| 1. Not available | | | 1. |
| a. Interest accrued and unpaid on deposits..... | RCON3645 | 145,571 | 1.a. |
| b. Other expenses accrued and unpaid (includes accrued income taxes payable)..... | RCON3646 | 1,122,413 | 1.b. |
| 2. Net deferred tax liabilities..... | RCON3049 | 0 | 2. |
| 3. Allowance for credit losses on off-balance sheet credit exposures..... | RCONB557 | 0 | 3. |
| 4. All other liabilities..... | RCON2938 | 43,404 | 4. |
| a. Accounts payable..... | RCON3066 | 0 | 4.a. |
| b. Deferred compensation liabilities..... | RCONC011 | 0 | 4.b. |
| c. Dividends declared but not yet payable..... | RCON2932 | 0 | 4.c. |
| d. Derivatives with a negative fair value held for purposes other than trading..... | RCONC012 | 36,503 | 4.d. |
| e. Disclose component and the dollar amount of that component: | | | 4.e. |
| 1. Describe component..... | TEXT3552 | | 4.e.1. |
| 2. Amount of component..... | RCON3552 | 0 | 4.e.2. |
| f. Disclose component and the dollar amount of that component: | | | 4.f. |
| 1. Describe component..... | TEXT3553 | | 4.f.1. |
| 2. Amount of component..... | RCON3553 | 0 | 4.f.2. |
| g. Disclose component and the dollar amount of that component: | | | 4.g. |
| 1. Describe component..... | TEXT3554 | | 4.g.1. |
| 2. Amount of component..... | RCON3554 | 0 | 4.g.2. |
| 5. Total..... | RCON2930 | 1,311,388 | 5. |

Schedule RC-K - Quarterly Averages

Dollar amounts in thousands

| | | | |
|--|----------|-------------------|------|
| 1. Interest-bearing balances due from depository institutions..... | RCON3381 | 272 | 1. |
| 2. U.S. Treasury securities and U.S. Government agency obligations (excluding mortgage-backed securities)..... | RCONB558 | 641 | 2. |
| 3. Mortgage-backed securities..... | RCONB559 | 22,000 | 3. |
| 4. All other securities (includes securities issued by states and political subdivisions in the U.S.)..... | RCONB560 | 33,650 | 4. |
| 5. Federal funds sold and securities purchased under agreements to resell..... | RCON3365 | 75,862 | 5. |
| 6. Loans: | | | 6. |
| a. Total loans..... | RCON3360 | 20,016,979 | 6.a. |
| b. Loans secured by real estate..... | RCON3385 | 79,264 | 6.b. |
| c. Commercial and industrial loans..... | RCON3387 | 9,961 | 6.c. |

Dollar amounts in thousands

| | | | |
|--|----------|-------------------|--------|
| d. Loans to individuals for household, family, and other personal expenditures: | | | 6.d. |
| 1. Credit cards..... | RCONB561 | 19,895,021 | 6.d.1. |
| 2. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)..... | RCONB562 | 31,353 | 6.d.2. |
| 7. Trading assets..... | RCON3401 | 0 | 7. |
| 8. Lease financing receivables (net of unearned income)..... | RCON3484 | 0 | 8. |
| 9. Total assets..... | RCON3368 | 21,863,739 | 9. |
| 10. Interest-bearing transaction accounts (NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts) (exclude demand deposits)..... | RCON3485 | 23,611 | 10. |
| 11. Nontransaction accounts: | | | 11. |
| a. Savings deposits (includes MMDAs)..... | RCONB563 | 1,992,893 | 11.a. |
| b. Time deposits of \$100,000 or more..... | RCONA514 | 11,332,010 | 11.b. |
| c. Time deposits of less than \$100,000..... | RCONA529 | 936,270 | 11.c. |
| 12. Federal funds purchased and securities sold under agreements to repurchase..... | RCON3353 | 466,641 | 12. |
| 13. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases)..... | RCON3355 | 1,416,160 | 13. |
| 1. Loans to finance agricultural production and other loans to farmers | RCON3386 | 0 | M.1. |

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

Dollar amounts in thousands

| | | | |
|---|----------|--------------------|--------|
| 1. Unused commitments: | | | 1. |
| a. Revolving, open-end lines secured by 1-4 family residential properties, e.g., home equity lines..... | RCON3814 | 3,872 | 1.a. |
| b. Credit card lines..... | RCON3815 | 238,779,520 | 1.b. |
| c. Commercial real estate, construction, and land development | | | 1.c. |
| 1. Commitments to fund commercial real estate, construction, and land development loans secured by real estate..... | RCON3816 | 0 | 1.c.1. |
| 2. Commitments to fund commercial real estate, construction, and land development loans not secured by real estate..... | RCON6550 | 0 | 1.c.2. |
| d. Securities underwriting..... | RCON3817 | 0 | 1.d. |
| e. Other unused commitments..... | RCON3818 | 28,012 | 1.e. |
| 2. Financial standby letters of credit..... | RCON3819 | 0 | 2. |
| a. Amount of financial standby letters of credit conveyed to others..... | RCON3820 | 0 | 2.a. |
| 3. Performance standby letters of credit..... | RCON3821 | 0 | 3. |
| a. Amount of performance standby letters of credit conveyed to others..... | RCON3822 | 0 | 3.a. |
| 4. Commercial and similar letters of credit..... | RCON3411 | 0 | 4. |
| 5. Not applicable | | | 5. |
| 6. Securities lent (including customers' securities lent where the customer is indemnified against loss by the reporting bank)..... | RCON3433 | 0 | 6. |

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

Dollar amounts in thousands

| | (Column A) Guarantor | | (Column B) Beneficiary | | |
|-----------------------------------|----------------------|----------|------------------------|----------|--------|
| 7. Credit derivatives: | | | | | 7. |
| a. Notional amounts: | | | | | 7.a. |
| 1. Credit default swaps..... | RCONC968 | 0 | RCONC969 | 0 | 7.a.1. |
| 2. Total return swaps..... | RCONC970 | 0 | RCONC971 | 0 | 7.a.2. |
| 3. Credit options..... | RCONC972 | 0 | RCONC973 | 0 | 7.a.3. |
| 4. Other credit derivatives..... | RCONC974 | 0 | RCONC975 | 0 | 7.a.4. |
| b. Gross fair values: | | | | | 7.b. |
| 1. Gross positive fair value..... | RCONC219 | 0 | RCONC221 | 0 | 7.b.1. |

| Dollar amounts in thousands | (Column A) Guarantor | | (Column B) Beneficiary | | |
|-----------------------------------|-----------------------------|---|-------------------------------|---|--------|
| 2. Gross negative fair value..... | RCONC220 | 0 | RCONC222 | 0 | 7.b.2. |

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

Dollar amounts in thousands

| | | | | | |
|---|----------|---|--|--|---------|
| 8. Spot foreign exchange contracts..... | RCON8765 | 0 | | | 8. |
| 9. All other off-balance sheet liabilities (exclude derivatives)..... | RCON3430 | 0 | | | 9. |
| a. Securities borrowed..... | RCON3432 | 0 | | | 9.a. |
| b. Commitments to purchase when-issued securities..... | RCON3434 | 0 | | | 9.b. |
| c. Standby letters of credit issued by a Federal Home Loan Bank on the bank's behalf... | RCONC978 | 0 | | | 9.c. |
| d. Disclose component and the dollar amount of that component: | | | | | 9.d. |
| 1. Describe component..... | TEXT3555 | | | | 9.d.1. |
| 2. Amount of component..... | RCON3555 | 0 | | | 9.d.2. |
| e. Disclose component and the dollar amount of that component: | | | | | 9.e. |
| 1. Describe component..... | TEXT3556 | | | | 9.e.1. |
| 2. Amount of component..... | RCON3556 | 0 | | | 9.e.2. |
| f. Disclose component and the dollar amount of that component: | | | | | 9.f. |
| 1. Describe component..... | TEXT3557 | | | | 9.f.1. |
| 2. Amount of component..... | RCON3557 | 0 | | | 9.f.2. |
| 10. All other off-balance sheet assets (exclude derivatives)..... | RCON5591 | 0 | | | 10. |
| a. Commitments to sell when-issued securities..... | RCON3435 | 0 | | | 10.a. |
| b. Disclose component and the dollar amount of that component: | | | | | 10.b. |
| 1. Describe component..... | TEXT5592 | | | | 10.b.1. |
| 2. Amount of component..... | RCON5592 | 0 | | | 10.b.2. |
| c. Disclose component and the dollar amount of that component: | | | | | 10.c. |
| 1. Describe component..... | TEXT5593 | | | | 10.c.1. |
| 2. Amount of component..... | RCON5593 | 0 | | | 10.c.2. |
| d. Disclose component and the dollar amount of that component: | | | | | 10.d. |
| 1. Describe component..... | TEXT5594 | | | | 10.d.1. |
| 2. Amount of component..... | RCON5594 | 0 | | | 10.d.2. |
| e. Disclose component and the dollar amount of that component: | | | | | 10.e. |
| 1. Describe component..... | TEXT5595 | | | | 10.e.1. |
| 2. Amount of component..... | RCON5595 | 0 | | | 10.e.2. |
| 11. Year-to-date merchant credit card sales volume: | | | | | 11. |
| a. Sales for which the reporting bank is the acquiring bank..... | RCONC223 | 0 | | | 11.a. |
| b. Sales for which the reporting bank is the agent bank with risk..... | RCONC224 | 0 | | | 11.b. |

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

| Dollar amounts in thousands | | | | | |
|---|---------------------------------------|---|--|--|---------|
| | (Column A) Interest Rate Contracts | (Column B) Foreign Exchange Contracts | (Column C) Equity Derivative Contracts | (Column D) Commodity and Other Contracts | |
| 12. Gross amounts (e.g., notional amounts): | | | | | 12. |
| | RCON8693 | RCON8694 | RCON8695 | RCON8696 | |
| a. Futures contracts..... | 0 | 0 | 0 | 0 | 12.a. |
| | RCON8697 | RCON8698 | RCON8699 | RCON8700 | |
| b. Forward contracts..... | 0 | 0 | 0 | 0 | 12.b. |
| c. Exchange-traded option contracts: | | | | | 12.c. |
| | RCON8701 | RCON8702 | RCON8703 | RCON8704 | |
| 1. Written options..... | 0 | 0 | 0 | 0 | 12.c.1. |
| | RCON8705 | RCON8706 | RCON8707 | RCON8708 | |
| 2. Purchased options..... | 0 | 0 | 0 | 0 | 12.c.2. |
| d. Over-the-counter option contracts: | | | | | 12.d. |
| | RCON8709 | RCON8710 | RCON8711 | RCON8712 | |
| 1. Written options..... | 0 | 0 | 0 | 0 | 12.d.1. |
| | RCON8713 | RCON8714 | RCON8715 | RCON8716 | |
| 2. Purchased options..... | 0 | 0 | 0 | 0 | 12.d.2. |
| e. Swaps..... | 3,312,371 | 0 | 0 | 0 | 12.e. |
| | RCONA126 | RCONA127 | RCON8723 | RCON8724 | |
| 13. Total gross notional amount of derivative contracts held for trading..... | 0 | 0 | 0 | 0 | 13. |
| 14. Total gross notional amount of derivative contracts held for purposes other than trading..... | 3,312,371 | 0 | 0 | 0 | 14. |
| | RCONA589 | | | | |
| a. Interest rate swaps where the bank has agreed to pay a fixed rate..... | 0 | | | | 14.a. |
| 15. Not available | | | | | 15. |
| a. Contracts held for trading: | | | | | 15.a. |
| | RCON8733 | RCON8734 | RCON8735 | RCON8736 | |
| 1. Gross positive fair value..... | 0 | 0 | 0 | 0 | 15.a.1. |
| | RCON8737 | RCON8738 | RCON8739 | RCON8740 | |
| 2. Gross negative fair value..... | 0 | 0 | 0 | 0 | 15.a.2. |

Dollar amounts in thousands

b. Contracts held for purposes other than trading:

1. Gross positive fair value.....

2. Gross negative fair value.....

| | (Column A) Interest Rate Contracts | (Column B) Foreign Exchange Contracts | (Column C) Equity Derivative Contracts | (Column D) Commodity and Other Contracts |
|--|---------------------------------------|---|--|--|
| | | | | |
| | RCO8741 | RCO8742 | RCO8743 | RCO8744 |
| | 15,945 | 0 | 0 | 0 |
| | RCO8745 | RCO8746 | RCO8747 | RCO8748 |
| | 36,503 | 0 | 0 | 0 |

15.b.

15.b.1.

15.b.2.

Schedule RC-M - Memoranda

Dollar amounts in thousands

| | | | |
|--|----------|--------------------------------------|----------|
| 1. Extensions of credit by the reporting bank to its executive officers, directors, principal shareholders, and their related interests as of the report date: | | | 1. |
| a. Aggregate amount of all extensions of credit to all executive officers, directors, principal shareholders, and their related interests..... | RCON6164 | 473 | 1.a. |
| b. Number of executive officers, directors, and principal shareholders to whom the amount of all extensions of credit by the reporting bank (including extensions of credit to related interests) equals or exceeds the lesser of \$500,000 or 5 percent of total capital as defined for this purpose in agency regulations..... | RCON6165 | 0 | 1.b. |
| 2. Intangible assets other than goodwill: | | | 2. |
| a. Mortgage servicing assets..... | RCON3164 | 0 | 2.a. |
| 1. Estimated fair value of mortgage servicing assets..... | RCONA590 | 0 | 2.a.1. |
| b. Purchased credit card relationships and nonmortgage servicing assets..... | RCONB026 | 0 | 2.b. |
| c. All other identifiable intangible assets..... | RCON5507 | 0 | 2.c. |
| d. Total..... | RCON0426 | 0 | 2.d. |
| 3. Other real estate owned: | | | 3. |
| a. Direct and indirect investments in real estate ventures..... | RCON5372 | 0 | 3.a. |
| b. All other real estate owned: | | | 3.b. |
| 1. Construction, land development, and other land..... | RCON5508 | 0 | 3.b.1. |
| 2. Farmland..... | RCON5509 | 0 | 3.b.2. |
| 3. 1-4 family residential properties..... | RCON5510 | 54 | 3.b.3. |
| 4. Multifamily (5 or more) residential properties..... | RCON5511 | 0 | 3.b.4. |
| 5. Nonfarm nonresidential properties..... | RCON5512 | 0 | 3.b.5. |
| 6. Foreclosed properties from "GNMA loans"..... | RCONC979 | 0 | 3.b.6. |
| c. Total..... | RCON2150 | 54 | 3.c. |
| 4. Investments in unconsolidated subsidiaries and associated companies: | | | 4. |
| a. Direct and indirect investments in real estate ventures..... | RCON5374 | 0 | 4.a. |
| b. All other investments in unconsolidated subsidiaries and associated companies..... | RCON5375 | 0 | 4.b. |
| c. Total..... | RCON2130 | 0 | 4.c. |
| 5. Other borrowed money: | | | 5. |
| a. Federal Home Loan Bank advances: | | | 5.a. |
| 1. Advances with a remaining maturity or next repricing date of: | | | 5.a.1. |
| a. One year or less..... | RCONF055 | 0 | 5.a.1.a. |
| b. Over one year through three years..... | RCONF056 | 0 | 5.a.1.b. |
| c. Over three years through five years..... | RCONF057 | 0 | 5.a.1.c. |
| d. Over five years..... | RCONF058 | 0 | 5.a.1.d. |
| 2. Advances with a remaining maturity of one year or less (included in item 5.a.(1)(a) above)..... | RCON2651 | 0 | 5.a.2. |
| 3. Structured advances..... | RCONF059 | 0 | 5.a.3. |
| b. Other borrowings: | | | 5.b. |
| 1. Other borrowings with a remaining maturity of next repricing date of: | | | 5.b.1. |
| a. One year or less..... | RCONF060 | 657,329 | 5.b.1.a. |
| b. Over one year through three years..... | RCONF061 | 0 | 5.b.1.b. |
| c. Over three years through five years..... | RCONF062 | 0 | 5.b.1.c. |
| d. Over five years..... | RCONF063 | 39,700 | 5.b.1.d. |
| 2. Other borrowings with a remaining maturity of one year or less (included in item 5.b.(1)(a) above)..... | RCONB571 | 407,612 | 5.b.2. |
| c. Total..... | RCON3190 | 697,029 | 5.c. |
| 6. Does the reporting bank sell private label or third party mutual funds and annuities?..... | RCONB569 | No | 6. |
| 7. Assets under the reporting bank's management in proprietary mutual funds and annuities. | RCONB570 | 0 | 7. |
| 8. Primary Internet Web site address of the bank (home page), if any..... | TEXT4087 | Click here for value | 8. |

Dollar amounts in thousands

| | | | |
|---|----------|------------|-------|
| 9. Do any of the bank's Internet Web sites have transactional capability, i.e., allow the bank's customers to execute transactions on their accounts through the Web site?..... | RCON4088 | Yes | 9. |
| 10. Secured liabilities: | | | 10. |
| a. Amount of "Federal funds purchased" that are secured (included in Schedule RC, item 14.a)..... | RCONF064 | 0 | 10.a. |
| b. Amount of "Other borrowings" that are secured (included in Schedule RC-M, items 5.b.(1)(a) - (d))..... | RCONF065 | 0 | 10.b. |

(TEXT4087) www.discovercard.com

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

| Dollar amounts in thousands | | (Column A) Past due 30 through 89 days and still accruing | (Column B) Past due 90 days or more and still accruing | (Column C) Nonaccrual | |
|---|----------------|---|--|-----------------------|----------|
| 1. Loans secured by real estate: | | | | | 1. |
| a. Construction, land development, and other land loans..... | RCON2759 | RCON2769 | RCON3492 | | 1.a. |
| b. Secured by farmland..... | 0 | 0 | 0 | | 1.b. |
| c. Secured by 1-4 family residential properties: | | | | | 1.c. |
| 1. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit..... | RCON5398 | RCON5399 | RCON5400 | | 1.c.1. |
| 2. Closed-end loans secured by 1-4 family residential properties: | | | | | 1.c.2. |
| a. Secured by first liens..... | 805 | 0 | 206 | | 1.c.2.a. |
| b. Secured by junior liens..... | 0 | 0 | 0 | | 1.c.2.b. |
| d. Secured by multifamily (5 or more) residential properties..... | RCON3499 | RCON3500 | RCON3501 | | 1.d. |
| e. Secured by nonfarm nonresidential properties..... | RCON3502 | RCON3503 | RCON3504 | | 1.e. |
| 2. Loans to depository institutions and acceptances of other banks..... | RCONB834 | RCONB835 | RCONB836 | | 2. |
| 3. Not applicable | | | | | 3. |
| 4. Commercial and industrial loans..... | RCON1606 | RCON1607 | RCON1608 | | 4. |
| 5. Loans to individuals for household, family, and other personal expenditures: | | | | | 5. |
| a. Credit cards..... | 303,063 | 247,593 | 107,521 | | 5.a. |
| b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)..... | RCONB575 | RCONB576 | RCONB577 | | 5.b. |
| 6. Loans to foreign governments and official institutions..... | 640 | 228 | 162 | | 6. |
| | RCON5389 | RCON5390 | RCON5391 | | |
| | 0 | 0 | 0 | | |

| Dollar amounts in thousands | | (Column A) Past due 30 through 89 days and still accruing | (Column B) Past due 90 days or more and still accruing | (Column C) Nonaccrual | |
|---|----------|---|--|-----------------------|--------|
| | RCON5459 | | RCON5460 | RCON5461 | |
| 7. All other loans..... | 0 | 0 | 0 | | 7. |
| | RCON1226 | | RCON1227 | RCON1228 | |
| 8. Lease financing receivables..... | 0 | 0 | 0 | | 8. |
| | RCON3505 | | RCON3506 | RCON3507 | |
| 9. Debt securities and other assets (exclude other real estate owned and other repossessed assets)..... | 0 | 0 | 0 | | 9. |
| | RCON5612 | | RCON5613 | RCON5614 | |
| 10. Loans and leases reported in items 1 through 8 above which are wholly or partially guaranteed by the U.S. Government..... | 0 | 0 | 0 | | 10. |
| a. Guaranteed portion of loans and leases included in item 10 above (exclude rebooked "GNMA loans")..... | 0 | 0 | 0 | | 10.a. |
| | RCONC866 | | RCONC867 | RCONC868 | |
| b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 10 above..... | 0 | 0 | 0 | | 10.b. |
| | RCON1658 | | RCON1659 | RCON1661 | |
| 1. Restructured loans and leases included in Schedule RC N, items 1 through 8, above (and not reported in Schedule RC-C, Part I, Memorandum item 1)..... | 0 | 0 | 0 | | M.1. |
| | RCON6558 | | RCON6559 | RCON6560 | |
| 2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-N, items 4 and 7, above..... | 0 | 0 | 0 | | M.2. |
| | | | | | |
| 3. Not available | | | | | M.3. |
| a. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RC-N, item 1, above)..... | 0 | 0 | 0 | | M.3.a. |
| | RCON1248 | | RCON1249 | RCON1250 | |
| b. Loans to and acceptances of foreign banks (included in Schedule RC-N, item 2, above)..... | 0 | 0 | 0 | | M.3.b. |
| | RCON5380 | | RCON5381 | RCON5382 | |
| c. Commercial and industrial loans to non-U.S. addressees (domicile) (included in Schedule RC-N, item 4, above)..... | 0 | 0 | 0 | | M.3.c. |
| | RCON1254 | | RCON1255 | RCON1256 | |
| d. Lease financing receivables of non-U.S. addressees (domicile) (included in Schedule RC-N, item 8, above)..... | 0 | 0 | 0 | | M.3.d. |
| | RCON1271 | | RCON1272 | RCON1791 | |
| 4. Loans to finance agricultural production and other loans to farmers (included in Schedule RC-N, item 7, above)..... | 0 | 0 | 0 | | M.4. |
| | RCON1594 | | RCON1597 | RCON1583 | |
| 5. Loans and leases held for sale (included in Schedule RC-N, items 1 through 8, above)..... | | | | | |
| | RCONC240 | | RCONC241 | RCONC226 | |
| | 27,936 | 22,862 | 9,255 | | M.5. |

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

| Dollar amounts in thousands | | (Column A) Past due 30 through 89 days | (Column B) Past due 90 days or more | |
|---|----------|--|-------------------------------------|------|
| 6. Interest rate, foreign exchange rate, and other commodity and equity contracts: Fair value of amounts carried as assets..... | RCON3529 | 0 | RCON3530 | 0 |
| | | | | M.6. |

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

| Dollar amounts in thousands | | | | |
|---|----------|---------|--|------|
| 7. Additions to nonaccrual assets during the quarter..... | RCONC410 | 175,418 | | M.7. |
| 8. Nonaccrual assets sold during the quarter..... | RCONC411 | 9,073 | | M.8. |

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

Dollar amounts in thousands

| | | | |
|--|----------|--------|--------|
| 1. Unposted debits: | | | 1. |
| a. Actual amount of all unposted debits..... | RCON0030 | 0 | 1.a. |
| b. Separate amount of unposted debits: | | | 1.b. |
| 1. Actual amount of unposted debits to demand deposits..... | RCON0031 | 0 | 1.b.1. |
| 2. Actual amount of unposted debits to time and savings deposits..... | RCON0032 | 0 | 1.b.2. |
| 2. Unposted credits: | | | 2. |
| a. Actual amount of all unposted credits..... | RCON3510 | 0 | 2.a. |
| b. Separate amount of unposted credits: | | | 2.b. |
| 1. Actual amount of unposted credits to demand deposits..... | RCON3512 | 0 | 2.b.1. |
| 2. Actual amount of unposted credits to time and savings deposits..... | RCON3514 | 0 | 2.b.2. |
| 3. Uninvested trust funds (cash) held in bank's own trust department (not included in total deposits)..... | RCON3520 | 0 | 3. |
| 4. Deposits of consolidated subsidiaries (not included in total deposits): | | | 4. |
| a. Demand deposits of consolidated subsidiaries..... | RCON2211 | 0 | 4.a. |
| b. Time and savings deposits of consolidated subsidiaries..... | RCON2351 | 0 | 4.b. |
| c. Interest accrued and unpaid on deposits of consolidated subsidiaries..... | RCON5514 | 0 | 4.c. |
| 5. Not applicable | | | 5. |
| 6. Reserve balances actually passed through to the Federal Reserve by the reporting bank on behalf of its respondent depository institutions that are also reflected as deposit liabilities of the reporting bank: | | | 6. |
| a. Amount reflected in demand deposits (included in Schedule RC-E, item 7, column B)..... | RCON2314 | 0 | 6.a. |
| b. Amount reflected in time and savings deposits (included in Schedule RC-E, item 7, column A or C, but not column B)..... | RCON2315 | 0 | 6.b. |
| 7. Unamortized premiums and discounts on time and savings deposits: | | | 7. |
| a. Unamortized premiums..... | RCON5516 | 0 | 7.a. |
| b. Unamortized discounts..... | RCON5517 | 34,607 | 7.b. |
| 8. Not applicable | | | 8. |
| 9. Deposits in lifeline accounts | | | 9. |
| 10. Benefit-responsive "Depository Institution Investment Contracts" (included in total deposits)..... | RCON8432 | 0 | 10. |
| 11. Adjustments to demand deposits reported in Schedule RC-E for certain reciprocal demand balances: | | | 11. |
| a. Amount by which demand deposits would be reduced if the reporting bank's reciprocal demand balances with the domestic offices of U.S. banks and savings associations and insured branches in Puerto Rico and U.S. territories and possessions that were reported on a gross basis in Schedule RC-E had been reported on a net basis..... | RCON8785 | 0 | 11.a. |
| b. Amount by which demand deposits would be increased if the reporting bank's reciprocal demand balances with foreign banks and foreign offices of other U.S. banks (other than insured branches in Puerto Rico and U.S. territories and possessions) that were reported on a net basis in Schedule RC-E had been reported on a gross basis..... | RCONA181 | 0 | 11.b. |
| c. Amount by which demand deposits would be reduced if cash items in process of collection were included in the calculation of the reporting bank's net reciprocal demand balances with the domestic offices of U.S. banks and savings associations and insured branches in Puerto Rico and U.S. territories and possessions in Schedule RC-E..... | RCONA182 | 0 | 11.c. |
| 12. Amount of assets netted against deposit liabilities on the balance sheet (Schedule RC) in accordance with generally accepted accounting principles (exclude amounts related to reciprocal demand balances): | | | 12. |
| a. Amount of assets netted against demand deposits..... | RCONA527 | 0 | 12.a. |
| b. Amount of assets netted against time and savings deposits..... | RCONA528 | 0 | 12.b. |
| 1. Total deposits of the bank: | | | M.1. |
| a. Deposit accounts (excluding retirement accounts) of \$100,000 or less: | | | M.1.a. |

Dollar amounts in thousands

| | | | |
|---|----------|-------------------|----------|
| 1. Amount of deposit accounts (excluding retirement accounts) of \$100,000 or less.. | RCONF049 | 1,683,755 | M.1.a.1. |
| 2. Number of deposit accounts (excluding retirement accounts) of \$100,000 or less.. | RCONF050 | NR | M.1.a.2. |
| b. Deposit accounts (excluding retirement accounts) of more than \$100,000: | | | M.1.b. |
| 1. Amount of deposit accounts (excluding retirement accounts) of more than \$100,000..... | RCONF051 | 12,574,017 | M.1.b.1. |
| 2. Number of deposit accounts (excluding retirement accounts) of more than \$100,000..... | RCONF052 | 5105 | M.1.b.2. |
| c. Retirement deposit accounts of \$250,000 or less: | | | M.1.c. |
| 1. Amount of retirement deposit accounts of \$250,000 or less..... | RCONF045 | 3,538 | M.1.c.1. |
| 2. Number of retirement deposit accounts of \$250,000 or less..... | RCONF046 | NR | M.1.c.2. |
| d. Retirement deposit accounts of more than \$250,000: | | | M.1.d. |
| 1. Amount of retirement deposit accounts of more than \$250,000..... | RCONF047 | 23,416 | M.1.d.1. |
| 2. Number of retirement deposit accounts of more than \$250,000..... | RCONF048 | 1 | M.1.d.2. |
| 2. Estimated amount of uninsured deposits..... | RCON5597 | 536,786 | M.2. |
| 3. Has the reporting institution been consolidated with a parent bank or savings association in that parent bank's or parent saving association's Call Report or Thrift Financial Report? If so, report the legal title and FDIC Certificate Number of the parent bank or parent savings association: | | | M.3. |
| a. Legal title..... | TEXTA545 | | M.3.a. |
| b. FDIC Certificate Number..... | RCONA545 | 0 | M.3.b. |

Schedule RC-P - Closed-End 1-4 Family Residential Mortgage Banking Activities

Dollar amounts in thousands

| | | | |
|--|----------|---------------|------|
| 1. Retail originations during the quarter of closed-end 1-4 family residential mortgage loans for sale: | | | 1. |
| a. First liens..... | RCONF066 | 0 | 1.a. |
| b. Junior liens..... | RCONF067 | 0 | 1.b. |
| 2. Wholesale originations and purchases during the quarter of closed-end 1-4 family residential mortgage loans for sale: | | | 2. |
| a. First liens..... | RCONF068 | 10,196 | 2.a. |
| b. Junior liens..... | RCONF069 | 18,501 | 2.b. |
| 3. Closed-end 1-4 family residential mortgages sold during the quarter: | | | 3. |
| a. First liens..... | RCONF070 | 15,801 | 3.a. |
| b. Junior liens..... | RCONF071 | 23,958 | 3.b. |
| 4. Closed-end 1-4 family residential mortgages held for sale at quarter-end (included in Schedule RC, item 4.a): | | | 4. |
| a. First liens..... | RCONF072 | 0 | 4.a. |
| b. Junior liens..... | RCONF073 | 1,862 | 4.b. |

Schedule RC-R - Regulatory Capital

Dollar amounts in thousands

| | | | |
|--|----------|------------------|----|
| 1. Total equity capital (from Schedule RC, item 28)..... | RCON3210 | 4,117,138 | 1. |
| 2. Net unrealized gains (losses) on available-for-sale securities..... | RCON8434 | 89 | 2. |
| 3. Net unrealized loss on available-for-sale equity securities..... | RCONA221 | 0 | 3. |
| 4. Accumulated net gains (losses) on cash flow hedges..... | RCON4336 | 0 | 4. |
| 5. Nonqualifying perpetual preferred stock..... | RCONB588 | 0 | 5. |
| 6. Qualifying minority interests in consolidated subsidiaries..... | RCONB589 | 0 | 6. |
| 7. Disallowed goodwill and other disallowed intangible assets..... | RCONB590 | 0 | 7. |
| 8. Subtotal..... | RCONC227 | 4,117,049 | 8. |
| 9. Not available | | | 9. |

Dollar amounts in thousands

| | | | |
|--|----------|------------|-------|
| a. Disallowed servicing assets and purchased credit card relationships..... | RCONB591 | 0 | 9.a. |
| b. Disallowed deferred tax assets..... | RCON5610 | 0 | 9.b. |
| 10. Other additions to (deductions from) Tier 1 capital..... | RCONB592 | 0 | 10. |
| 11. Tier 1 capital..... | RCON8274 | 4,117,049 | 11. |
| 12. Qualifying subordinated debt and redeemable preferred stock..... | RCON5306 | 0 | 12. |
| 13. Cumulative perpetual preferred stock includible in Tier 2 capital..... | RCONB593 | 0 | 13. |
| 14. Allowance for loan and lease losses includible in Tier 2 capital..... | RCON5310 | 370,574 | 14. |
| 15. Unrealized gains on available-for-sale equity securities includible in Tier 2 capital..... | RCON2221 | 62 | 15. |
| 16. Other Tier 2 capital components..... | RCONB594 | 0 | 16. |
| 17. Tier 2 capital..... | RCON5311 | 370,636 | 17. |
| 18. Allowable Tier 2 capital..... | RCON8275 | 370,636 | 18. |
| 19. Tier 3 capital allocated for market risk..... | RCON1395 | 0 | 19. |
| 20. Deductions for total risk-based capital..... | RCONB595 | 0 | 20. |
| 21. Total risk-based capital..... | RCON3792 | 4,487,685 | 21. |
| 22. Average total assets (from Schedule RC-K, item 9)..... | RCON3368 | 21,863,739 | 22. |
| 23. Disallowed goodwill and other disallowed intangible assets (from item 7 above)..... | RCONB590 | 0 | 23. |
| 24. Disallowed servicing assets and purchased credit card relationships (from item 9.a above)..... | RCONB591 | 0 | 24. |
| 25. Disallowed deferred tax assets (from item 9.b above)..... | RCON5610 | 0 | 25. |
| 26. Other deductions from assets for leverage capital purposes..... | RCONB596 | 0 | 26. |
| 27. Average total assets for leverage capital purposes..... | RCONA224 | 21,863,739 | 27. |
| 28. Not available | | | 28. |
| a. Adjustment to Tier 1 capital reported in item 11..... | RCONC228 | 0 | 28.a. |
| b. Adjustment to total risk-based capital reported in item 21..... | RCONB503 | 0 | 28.b. |
| 29. Adjustment to risk-weighted assets reported in item 62..... | RCONB504 | 0 | 29. |
| 30. Adjustment to average total assets reported in item 27..... | RCONB505 | 0 | 30. |

Schedule RC-R - Regulatory Capital

| Dollar amounts in thousands | (Column A) Percentage (Banks with Financial Subsidiaries) | | (Column B) Percentage (All Banks) | | |
|--|---|---|--------------------------------------|----------|-----|
| | | | | | |
| 31. Tier 1 leverage ratio..... | RCON7273 | 0 | RCON7204 | 0.188305 | 31. |
| 32. Tier 1 risk-based capital ratio..... | RCON7274 | 0 | RCON7206 | 0.167899 | 32. |
| 33. Total risk-based capital ratio..... | RCON7275 | 0 | RCON7205 | 0.183014 | 33. |

Dollar amounts in thousands

| | (Column A) Face Value or Notional Amount | (Column B) Credit Equivalent Amount | (Column C) Allocation by Risk Weight Category 0% | (Column D) Allocation by Risk Weight Category 20% | (Column E) Allocation by Risk Weight Category 50% | (Column F) Allocation by Risk Weight Category 100% | |
|--|---|--|---|--|--|---|-----|
| 47. Risk participations in bankers acceptances acquired by the reporting institution..... | RCON3429 | RCONB660 | RCONB661 | RCONB662 | | RCONB663 | |
| | 0 | 0 | 0 | 0 | | 0 | 47. |
| 48. Securities lent..... | RCON3433 | RCONB664 | RCONB665 | RCONB666 | RCONB667 | RCONB668 | |
| | 0 | 0 | 0 | 0 | 0 | 0 | 48. |
| 49. Retained recourse on small business obligations sold with recourse..... | RCONA250 | RCONB669 | RCONB670 | RCONB671 | RCONB672 | RCONB673 | |
| | 0 | 0 | 0 | 0 | 0 | 0 | 49. |
| 50. Recourse and direct credit substitutes (other than financial standby letters of credit) subject to the low-level exposure rule and residual interests subject to a dollar-for-dollar capital requirement.. | RCONB541 | RCONB542 | | | | RCONB543 | |
| | 686,317 | 3,747,291 | | | | 3,747,291 | 50. |
| 51. All other financial assets sold with recourse..... | RCONB675 | RCONB676 | RCONB677 | RCONB678 | RCONB679 | RCONB680 | |
| | 0 | 0 | 0 | 0 | 0 | 0 | 51. |
| 52. All other off-balance sheet liabilities..... | RCONB681 | RCONB682 | RCONB683 | RCONB684 | RCONB685 | RCONB686 | |
| | 0 | 0 | 0 | 0 | 0 | 0 | 52. |
| 53. Unused commitments with an original maturity exceeding one year..... | RCON3833 | RCONB687 | RCONB688 | RCONB689 | RCONB690 | RCONB691 | |
| | 31,884 | 15,942 | 0 | 0 | 0 | 15,942 | 53. |
| 54. Derivative contracts..... | | RCONA167 | RCONB693 | RCONB694 | RCONB695 | | |
| | | 29,197 | 0 | 3,675 | 25,522 | | 54. |
| 55. Total assets, derivatives, and off-balance sheet items by risk weight category..... | | | RCONB696 | RCONB697 | RCONB698 | RCONB699 | |
| | | | 2,562 | 733,833 | 93,064 | 24,620,916 | 55. |
| 56. Risk weight factor | | | | | | | 56. |
| 57. Risk-weighted assets by risk weight category..... | | | RCONB700 | RCONB701 | RCONB702 | RCONB703 | |
| | | | 0 | 146,767 | 46,532 | 24,620,916 | 57. |
| 58. Market risk equivalent assets..... | | | | | | RCON1651 | |
| | | | | | | 0 | 58. |
| 59. Risk-weighted assets before deductions for excess allowance for loan and lease losses and allocated transfer risk reserve..... | | | | | | RCONB704 | |
| | | | | | | 24,814,215 | 59. |
| 60. Excess allowance for loan and lease losses..... | | | | | | RCONA222 | |
| | | | | | | 293,259 | 60. |
| 61. Allocated transfer risk reserve..... | | | | | | RCON3128 | |
| | | | | | | 0 | 61. |
| 62. Total risk-weighted assets..... | | | | | | RCONA223 | |
| | | | | | | 24,520,956 | 62. |

Schedule RC-R - Regulatory Capital

Dollar amounts in thousands

| | | | |
|---|----------|---------------|------|
| 1. Current credit exposure across all derivative contracts covered by the risk-based capital standards..... | RCON8764 | 15,945 | M.1. |
|---|----------|---------------|------|

Schedule RC-R - Regulatory Capital

Dollar amounts in thousands

| | (Column A) With a remaining maturity of one year or less | (Column B) With a remaining maturity of over one year through five years | (Column C) With a remaining maturity of over five years | |
|--|--|--|---|----------|
| 2. Notional principal amounts of derivative contracts: | | | | M.2. |
| a. Interest rate contracts..... | 2,311,871 | 175,500 | 825,000 | M.2.a. |
| b. Foreign exchange contracts..... | 0 | 0 | 0 | M.2.b. |
| c. Gold contracts..... | 0 | 0 | 0 | M.2.c. |
| d. Other precious metals contracts..... | 0 | 0 | 0 | M.2.d. |
| e. Other commodity contracts..... | 0 | 0 | 0 | M.2.e. |
| f. Equity derivative contracts..... | 0 | 0 | 0 | M.2.f. |
| g. Credit derivative contracts: | | | | M.2.g. |
| 1. Investment grade..... | 0 | 0 | 0 | M.2.g.1. |
| 2. Subinvestment grade..... | 0 | 0 | 0 | M.2.g.2. |

Schedule RC-S - Servicing Securitization and Asset Sale Activities

| | (Column A) 1-4 Family Residential Loans | (Column B) Home Equity Lines | (Column C) Credit Card Receivables | (Column D) Auto Loans | (Column E) Other Consumer Loans | (Column F) Commercial and Industrial Loans | (Column G) All Other Loans, All Leases, and All Other Assets |
|--|--|------------------------------------|--|--------------------------|--|---|---|
| Dollar amounts in thousands | | | | | | | |
| 1. Outstanding principal balance of assets sold and securitized by the reporting bank with servicing retained or with recourse or other seller-provided credit enhancements..... | RCONB705 | RCONB706 | RCONB707 | RCONB708 | RCONB709 | RCONB710 | RCONB711 |
| | 0 | 0 | 24,184,727 | 0 | 0 | 0 | 0 |
| 2. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to structures reported in item 1 in the form of: | | | | | | | |
| a. Credit-enhancing interest-only strips (included in Schedules RC-B or RC-F or in Schedule RC, item 5)..... | RCONB712 | RCONB713 | RCONB714 | RCONB715 | RCONB716 | RCONB717 | RCONB718 |
| | 0 | 0 | 297,706 | 0 | 0 | 0 | 0 |
| b. Subordinated securities and other residual interests..... | RCONC393 | RCONC394 | RCONC395 | RCONC396 | RCONC397 | RCONC398 | RCONC399 |
| | 0 | 0 | 494,343 | 0 | 0 | 0 | 0 |
| c. Standby letters of credit and other enhancements..... | RCONC400 | RCONC401 | RCONC402 | RCONC403 | RCONC404 | RCONC405 | RCONC406 |
| | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| 3. Reporting bank's unused commitments to provide liquidity to structures reported in item 1..... | RCONB726 | RCONB727 | RCONB728 | RCONB729 | RCONB730 | RCONB731 | RCONB732 |
| | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| 4. Past due loan amounts included in item 1: | | | | | | | |
| a. 30-89 days past due..... | RCONB733 | RCONB734 | RCONB735 | RCONB736 | RCONB737 | RCONB738 | RCONB739 |
| | 0 | 0 | 434,547 | 0 | 0 | 0 | 0 |
| b. 90 days or more past due..... | RCONB740 | RCONB741 | RCONB742 | RCONB743 | RCONB744 | RCONB745 | RCONB746 |
| | 0 | 0 | 355,224 | 0 | 0 | 0 | 0 |
| 5. Charge-offs and recoveries on assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements (calendar year-to-date): | | | | | | | |
| a. Charge-offs..... | RIADB747 | RIADB748 | RIADB749 | RIADB750 | RIADB751 | RIADB752 | RIADB753 |
| | 0 | 0 | 1,249,321 | 0 | 0 | 0 | 0 |
| b. Recoveries..... | RIADB754 | RIADB755 | RIADB756 | RIADB757 | RIADB758 | RIADB759 | RIADB760 |
| | 0 | 0 | 238,211 | 0 | 0 | 0 | 0 |
| 6. Amount of ownership (or seller's) interests carried as: | | | | | | | |
| a. Securities (included in Schedule RC-B or in Schedule RC, item 5)..... | | RCONB761 | RCONB762 | | | RCONB763 | |
| | | 0 | 0 | | | 0 | |

Schedule RC-S - Servicing Securitization and Asset Sale Activities

Dollar amounts in thousands

| | | | |
|---|----------|------------|----------|
| 1. Small business obligations transferred with recourse under Section 208 of the Riegle Community Development and Regulatory Improvement Act of 1994: | | | M.1. |
| a. Outstanding principal balance..... | RCONA249 | 0 | M.1.a. |
| b. Amount of retained recourse on these obligations as of the report date..... | RCONA250 | 0 | M.1.b. |
| 2. Outstanding principal balance of assets serviced for others: | | | M.2. |
| a. Closed-end 1-4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements..... | RCONB804 | 0 | M.2.a. |
| b. Closed-end 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements..... | RCONB805 | 0 | M.2.b. |
| c. Other financial assets (includes home equity lines)..... | RCONA591 | 24,184,727 | M.2.c. |
| 3. Asset-backed commercial paper conduits: | | | M.3. |
| a. Maximum amount of credit exposure arising from credit enhancements provided to conduit structures in the form of standby letters of credit, subordinated securities, and other enhancements: | | | M.3.a. |
| 1. Conduits sponsored by the bank, a bank affiliate, or the bank's holding company.. | RCONB806 | 0 | M.3.a.1. |
| 2. Conduits sponsored by other unrelated institutions..... | RCONB807 | 0 | M.3.a.2. |
| b. Unused commitments to provide liquidity to conduit structures: | | | M.3.b. |
| 1. Conduits sponsored by the bank, a bank affiliate, or the bank's holding company.. | RCONB808 | 0 | M.3.b.1. |
| 2. Conduits sponsored by other unrelated institutions..... | RCONB809 | 0 | M.3.b.2. |
| 4. Outstanding credit card fees and finance charges included in Schedule RC-S, item 1, column C..... | RCONC407 | 1,915,974 | M.4. |

Schedule RC-T - Fiduciary and Related Services

Dollar amounts in thousands

| | | | |
|---|----------|----|----|
| 1. Does the institution have fiduciary powers?..... | RCONA345 | No | 1. |
| 2. Does the institution exercise the fiduciary powers it has been granted?..... | RCONA346 | No | 2. |
| 3. Does the institution have any fiduciary or related activity (in the form of assets or accounts) to report in this schedule?..... | RCONB867 | No | 3. |

Schedule RC-T - Fiduciary and Related Services

| Dollar amounts in thousands | | | | | |
|--|------------------------------|----------------------------------|--|--|------|
| | (Column A) Managed Assets | (Column B) Non-Managed Assets | (Column C) Number of Managed Accounts | (Column D) Number of Non-Managed Accounts | |
| | RCONB868 | RCONB869 | RCONB870 | RCONB871 | |
| 4. Personal trust and agency accounts..... | NR | NR | NR | NR | 4. |
| 5. Retirement related trust and agency accounts: | | | | | 5. |
| a. Employee benefit - defined contribution..... | NR | NR | NR | NR | 5.a. |
| b. Employee benefit - defined benefit..... | NR | NR | NR | NR | 5.b. |
| c. Other retirement accounts..... | NR | NR | NR | NR | 5.c. |
| 6. Corporate trust and agency accounts..... | NR | NR | NR | NR | 6. |
| 7. Investment management agency accounts..... | NR | | NR | | 7. |
| 8. Other fiduciary accounts..... | NR | NR | NR | NR | 8. |
| 9. Total fiduciary accounts..... | NR | NR | NR | NR | 9. |
| 10. Custody and safekeeping accounts..... | | NR | | NR | 10. |
| 11. Not applicable | | | | | 11. |

Schedule RC-T - Fiduciary and Related Services

Dollar amounts in thousands

| | | | |
|---|----------|-------------|--------|
| 12. Personal trust and agency accounts..... | RIADB904 | CONF | 12. |
| 13. Retirement related trust and agency accounts: | | | 13. |
| a. Employee benefit - defined contribution..... | RIADB905 | CONF | 13.a. |
| b. Employee benefit - defined benefit..... | RIADB906 | CONF | 13.b. |
| c. Other retirement accounts..... | RIADB907 | CONF | 13.c. |
| 14. Corporate trust and agency accounts..... | RIADA479 | CONF | 14. |
| 15. Investment management agency accounts..... | RIADB908 | CONF | 15. |
| 16. Other fiduciary accounts..... | RIADA480 | CONF | 16. |
| 17. Custody and safekeeping accounts..... | RIADB909 | CONF | 17. |
| 18. Other fiduciary and related services income..... | RIADB910 | CONF | 18. |
| 19. Total gross fiduciary and related services income..... | RIAD4070 | 0 | 19. |
| 20. Expenses..... | RIADC058 | CONF | 20. |
| 21. Net losses from fiduciary and related services..... | RIADA488 | CONF | 21. |
| 22. Intracompany income credits for fiduciary and related services..... | RIADB911 | CONF | 22. |
| 23. Net fiduciary and related services income..... | RIADA491 | CONF | 23. |
| 1. Managed assets held in personal trust and agency accounts: | | | M.1. |
| a. Noninterest-bearing deposits..... | RCONB913 | NR | M.1.a. |
| b. Interest-bearing deposits..... | RCONB914 | NR | M.1.b. |
| c. U.S. Treasury and U.S. Government agency obligations..... | RCONB915 | NR | M.1.c. |
| d. State, county and municipal obligations..... | RCONB916 | NR | M.1.d. |
| e. Money market mutual funds..... | RCONB917 | NR | M.1.e. |
| f. Other short-term obligations..... | RCONB918 | NR | M.1.f. |
| g. Other notes and bonds..... | RCONB919 | NR | M.1.g. |
| h. Common and preferred stocks..... | RCONB920 | NR | M.1.h. |
| i. Real estate mortgages..... | RCONB921 | NR | M.1.i. |
| j. Real estate..... | RCONB922 | NR | M.1.j. |
| k. Miscellaneous assets..... | RCONB923 | NR | M.1.k. |
| l. Total managed assets held in personal trust and agency accounts..... | RCONB868 | NR | M.1.l. |

Schedule RC-T - Fiduciary and Related Services

Dollar amounts in thousands

| | (Column A) Number of Issues | (Column B) Principal Amount Outstanding | |
|---|-----------------------------|---|--------|
| 2. Corporate trust and agency accounts: | | | M.2. |
| a. Corporate and municipal trusteeships..... | RCONB927 NR | RCONB928 NR | M.2.a. |
| b. Transfer agent, registrar, paying agent, and other corporate agency..... | RCONB929 NR | | M.2.b. |

Schedule RC-T - Fiduciary and Related Services

Dollar amounts in thousands

| | (Column A) Number of Funds | (Column B) Market Value of Fund Assets | |
|--|----------------------------|--|--------|
| 3. Collective investment funds and common trust funds: | | | M.3. |
| a. Domestic equity..... | RCONB931 NR | RCONB932 NR | M.3.a. |
| b. International/Global equity..... | RCONB933 NR | RCONB934 NR | M.3.b. |
| c. Stock/Bond blend..... | RCONB935 NR | RCONB936 NR | M.3.c. |
| d. Taxable bond..... | RCONB937 NR | RCONB938 NR | M.3.d. |
| e. Municipal bond..... | RCONB939 NR | RCONB940 NR | M.3.e. |
| f. Short term investments/Money market..... | RCONB941 NR | RCONB942 NR | M.3.f. |

| Dollar amounts in thousands | (Column A) Number of Funds | | (Column B) Market Value of Fund Assets | | |
|---|-----------------------------------|----|---|----|--------|
| g. Specialty/Other..... | RCONB943 | NR | RCONB944 | NR | M.3.g. |
| h. Total collective investment funds..... | RCONB945 | NR | RCONB946 | NR | M.3.h. |

Schedule RC-T - Fiduciary and Related Services

| Dollar amounts in thousands | (Column A) Gross Losses Managed Accounts | (Column B) Gross Losses Non-Managed Accounts | (Column C) Recoveries | |
|---|---|---|----------------------------------|--------|
| 4. Fiduciary settlements, surcharges, and other losses: | | | | M.4. |
| | RIADB947 | RIADB948 | RIADB949 | |
| a. Personal trust and agency accounts..... | CONF | CONF | CONF | M.4.a. |
| | RIADB950 | RIADB951 | RIADB952 | |
| b. Retirement related trust and agency accounts..... | CONF | CONF | CONF | M.4.b. |
| | RIADB953 | RIADB954 | RIADB955 | |
| c. Investment management agency accounts..... | CONF | CONF | CONF | M.4.c. |
| | RIADB956 | RIADB957 | RIADB958 | |
| d. Other fiduciary accounts and related services..... | CONF | CONF | CONF | M.4.d. |
| | RIADB959 | RIADB960 | RIADB961 | |
| e. Total fiduciary settlements, surcharges, and other losses..... | CONF | CONF | CONF | M.4.e. |

General Instructions

| Dollar amounts in thousands | | | |
|--|--|--|-------|
| 1. Who Must Report on What Forms | | | 1. |
| a. Close of Business | | | 1.a. |
| b. Frequency of Reporting | | | 1.b. |
| c. Differences in Detail of Reports | | | 1.c. |
| d. Shifts in Reporting Status | | | 1.d. |
| 2. Organization of the Instruction Books | | | 2. |
| 3. Preparation of the Reports | | | 3. |
| 4. Signatures | | | 4. |
| a. Officer Declaration | | | 4.a. |
| b. Director Attestation | | | 4.b. |
| 5. Submission of the Reports | | | 5. |
| a. Submission Date | | | 5.a. |
| b. Amended Reports | | | 5.b. |
| 6. Retention of Reports | | | 6. |
| 7. Scope of the "Consolidated Bank" Required to be Reported in the Submitted Reports | | | 7. |
| a. Exclusions from the Coverage of the Consolidated Report | | | 7.a. |
| 8. Rules of Consolidation | | | 8. |
| 9. Reporting by Type of Office (For banks with foreign offices) | | | 9. |
| 10. Publication Requirements for the Report of Condition | | | 10. |
| 11. Release of Individual Bank Reports | | | 11. |
| 12. Applicability of Generally Accepted Accounting Principles to Regulatory Reporting Requirements | | | 12. |
| 13. Accrual Basis Reporting | | | 13. |
| 14. Miscellaneous General Instructions | | | 14. |
| a. Rounding | | | 14.a. |

Dollar amounts in thousands

| | | | |
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| b. Negative Entries | | | 14.b. |
| c. Verification | | | 14.c. |
| d. Transactions Occurring Near the End of a Reporting Period | | | 14.d. |
| 15. Separate Branch Reports | | | 15. |

Glossary

Dollar amounts in thousands

| | | | |
|---|--|--|-------|
| 1. Glossary | | | 1. |
| 2. Acceptances | | | 2. |
| 3. Accounting Changes | | | 3. |
| 4. Accounting Errors, Corrections of | | | 4. |
| 5. Accounting Estimates, Changes in | | | 5. |
| 6. Accounting Principles, Changes in | | | 6. |
| 7. Accrued Interest Receivable Related to Credit Card Securitizations | | | 7. |
| 8. Acquisition, Development, or Construction (ADC) Arrangements | | | 8. |
| 9. Agreement Corporation | | | 9. |
| 10. Allowance for Loan and Lease Losses | | | 10. |
| 11. Applicable Income Taxes | | | 11. |
| 12. Associated Company | | | 12. |
| 13. ATS Account | | | 13. |
| 14. Bankers Acceptances | | | 14. |
| a. Bank-Owned Life Insurance | | | 14.a. |
| 15. Banks, U.S. and Foreign | | | 15. |
| 16. Banks in Foreign Countries | | | 16. |
| 17. Bill-of-Lading Draft | | | 17. |
| 18. Borrowings and Deposits in Foreign Offices | | | 18. |
| 19. Brokered Deposits | | | 19. |
| 20. Broker's Security Draft | | | 20. |
| 21. Business Combinations | | | 21. |
| 22. Call Option | | | 22. |
| 23. Capitalization of Interest Costs | | | 23. |
| 24. Carrybacks and Carryforwards | | | 24. |
| 25. Cash Management Arrangements | | | 25. |
| 26. Certificate of Deposit | | | 26. |
| 27. Changes in Accounting Estimates | | | 27. |
| 28. Changes in Accounting Principles | | | 28. |
| 29. Clearing Accounts | | | 29. |
| 30. Commercial Banks in the U.S. | | | 30. |
| 31. Commercial Letter of Credit | | | 31. |
| 32. Commercial Paper | | | 32. |
| 33. Commodity or Bill-of-Lading Draft | | | 33. |
| 34. Common Stock of Unconsolidated Subsidiaries, Investments in | | | 34. |
| 35. Continuing Contract | | | 35. |
| 36. Corporate Joint Venture | | | 36. |
| 37. Corrections of Accounting Errors | | | 37. |
| 38. Coupon Stripping, Treasury Receipts, and STRIPS | | | 38. |
| 39. Custody Account | | | 39. |
| 40. Dealer Reserve Account | | | 40. |
| a. Deferred Compensation Agreements | | | 40.a. |
| 41. Deferred Income Taxes | | | 41. |

Dollar amounts in thousands

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| 42. Demand Deposits | | | 42. |
| 43. Depository Institutions in the U.S. | | | 43. |
| 44. Deposits | | | 44. |
| 45. Derivative Contracts | | | 45. |
| a. Discounts | | | 45.a. |
| 46. Dividends | | | 46. |
| 47. Domestic Office | | | 47. |
| 48. Domicile | | | 48. |
| 49. Due Bills | | | 49. |
| 50. Edge and Agreement Corporation | | | 50. |
| a. Equity-Indexed Certificates of Deposit | | | 50.a. |
| 51. Equity Method of Accounting | | | 51. |
| 52. Extinguishments of Liabilities | | | 52. |
| 53. Extraordinary Items | | | 53. |
| 54. Fails | | | 54. |
| 55. Federal Funds Transactions | | | 55. |
| 56. Federally-Sponsored Lending Agency | | | 56. |
| 57. Fees, Loan | | | 57. |
| 58. Foreclosed Assets | | | 58. |
| 59. Foreign Banks | | | 59. |
| 60. Foreign Currency Transactions and Translation | | | 60. |
| 61. Foreign Debt Exchange Transactions | | | 61. |
| 62. Foreign Governments and Official Institutions | | | 62. |
| 63. Foreign Office | | | 63. |
| 64. Forward Contracts | | | 64. |
| 65. Functional Currency | | | 65. |
| 66. Futures Contracts | | | 66. |
| 67. Goodwill | | | 67. |
| 68. Hypothecated Deposit | | | 68. |
| 69. IBF | | | 69. |
| 70. Income Taxes | | | 70. |
| 71. Intangible Assets | | | 71. |
| 72. Interest-Bearing Account | | | 72. |
| 73. Interest Capitalization | | | 73. |
| 74. Interest Rate Swaps | | | 74. |
| 75. Internal-Use Computer Software | | | 75. |
| 76. International Banking Facility (IBF) | | | 76. |
| 77. Interoffice Accounts | | | 77. |
| 78. Investments in Common Stock of Unconsolidated Subsidiaries | | | 78. |
| 79. Joint Venture | | | 79. |
| 80. Lease Accounting | | | 80. |
| 81. Letter of Credit | | | 81. |
| 82. Limited-Life Preferred Stock | | | 82. |
| 83. Loan | | | 83. |
| 84. Loan Fees | | | 84. |
| 85. Loan Impairment | | | 85. |
| 86. Loan Secured by Real Estate | | | 86. |
| 87. Loss Contingencies | | | 87. |
| 88. Majority-Owned Subsidiary | | | 88. |
| 89. Mandatory Convertible Debt | | | 89. |
| 90. Market Value of Securities | | | 90. |

Dollar amounts in thousands

| | | |
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| 91. Mergers | | 91. |
| 92. Money Market Deposit Account (MMDA) | | 92. |
| 93. Nonaccrual Status | | 93. |
| 94. Noninterest-Bearing Account | | 94. |
| 95. Nontransaction Account | | 95. |
| 96. NOW Account | | 96. |
| 97. Offsetting | | 97. |
| 98. One-Day Transaction | | 98. |
| 99. Option | | 99. |
| 100. Organization Costs | | 100. |
| 101. Other Depository Institutions in the U.S. | | 101. |
| 102. Other Real Estate Owned | | 102. |
| 103. Overdraft | | 103. |
| 104. Participations | | 104. |
| 105. Participations in Acceptances | | 105. |
| 106. Participations in Pools of Securities | | 106. |
| 107. Pass-through Reserve Balances | | 107. |
| 108. Perpetual Preferred Stock | | 108. |
| 109. Placements and Takings | | 109. |
| 110. Pooling of Interests | | 110. |
| 111. Preauthorized Transfer Account | | 111. |
| 112. Preferred Stock | | 112. |
| 113. Premiums and Discounts | | 113. |
| 114. Purchase Acquisition | | 114. |
| a. Purchased Impaired Loans and Debt Securities | | 114.a. |
| 115. Put Option | | 115. |
| 116. Real Estate ADC Arrangements | | 116. |
| 117. Real Estate, Loan Secured By | | 117. |
| 118. Reciprocal Balances | | 118. |
| 119. Renegotiated Troubled Debt | | 119. |
| 120. Reorganizations | | 120. |
| 121. Repurchase/Resale Agreements | | 121. |
| 122. Reserve Balances, Pass-through | | 122. |
| 123. Retail Sweep Arrangements | | 123. |
| 124. Sales of Assets for Risk-Based Capital Purposes | | 124. |
| 125. Savings Deposits | | 125. |
| 126. Securities Activities | | 126. |
| 127. Securities Borrowing/Lending Transactions | | 127. |
| 128. Securities, Participations in Pools of | | 128. |
| 129. Servicing Assets and Liabilities | | 129. |
| 130. Settlement Date Accounting | | 130. |
| 131. Shell Branches | | 131. |
| 132. Short Position | | 132. |
| 133. Significant Subsidiary | | 133. |
| 134. Standby Letter of Credit | | 134. |
| 135. Start-Up Activities | | 135. |
| 136. STRIPS | | 136. |
| 137. Subordinated Notes and Debentures | | 137. |
| 138. Subsidiaries | | 138. |
| 139. Suspense Accounts | | 139. |
| 140. Syndications | | 140. |

Dollar amounts in thousands

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| 141. Telephone Transfer Account | | | 141. |
| 142. Term Federal Funds | | | 142. |
| 143. Time Deposits | | | 143. |
| 144. Trade Date and Settlement Date Accounting | | | 144. |
| 145. Trading Account | | | 145. |
| 146. Transction Account | | | 146. |
| 147. Transfers of Financial Assets | | | 147. |
| 148. Traveler's Letter of Credit | | | 148. |
| 149. Treasury Receipts | | | 149. |
| 150. Treasury Stock | | | 150. |
| 151. Troubled Debt Restructurings | | | 151. |
| 152. Trust Preferred Securities | | | 152. |
| 153. U.S. Banks | | | 153. |
| 154. U.S. Territories and Possessions | | | 154. |
| 155. Valuation Allowance | | | 155. |
| 156. When-Issued Securities Transactions | | | 156. |