

Federal Financial Institutions Examination Council



Please refer to page i,
Table of Contents, for
the required disclosure
of estimated burden.

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Consolidated Reports of Condition and Income for A Bank With Domestic and Foreign Offices - FFIEC 031

Report at the close of business March 31, 2002 (20020331)
(RCRI 9999)

This report is required by law: 12 U.S.C. §324 (State member banks); 12 U.S.C §1817 (State nonmember banks); and 12 U.S.C. §161 (National banks).

This report form is to be filed by banks with branches and consolidated subsidiaries in U.S. territories and possessions, Edge or Agreement subsidiaries, foreign branches, consolidated foreign subsidiaries, or International Banking Facilities.

NOTE: The Reports of Condition and Income must be signed by an authorized officer and the Report of Condition must be attested to by not less than two directors (trustees) for State nonmember banks and three directors for State member and National banks.

The Reports of Condition and Income are to be prepared in accordance with Federal regulatory authority instructions.

I, _____
Name and Title of Officer Authorized to Sign Report
of the named bank do hereby declare that the Reports of Condition and Income (including the supporting schedules) for this report date have been prepared in conformance with the instructions issued by the appropriate Federal regulatory authority and are true to the best of my knowledge and belief.

We, the undersigned directors (trustees), attest to the correctness of the Report of Condition (including the supporting schedules) for this report date and declare that it has been examined by us and to the best of our knowledge and belief has been prepared in conformance with the instructions issued by the appropriate Federal regulatory authority and is true and correct.

Signature of Officer Authorized to Sign Report

Director (Trustee)

Date of Signature

Director (Trustee)

Director (Trustee)

Submission of Reports

Each bank must prepare its Reports of Condition and Income either:

- (a) in electronic form and then file the computer data file directly with the banking agencies' collection agent, Electronic Data Systems Corporation (EDS), by modem or on computer diskette; or
- (b) in hard-copy (paper) form and arrange for another party to convert the paper report to electronic form. That party (if other than EDS) must transmit the bank's computer data file to EDS.

For electronic filing assistance, contact EDS Call Report Services, 2150 N. Prospect Ave., Milwaukee, WI 53202, telephone (800) 255-1571.

To fulfill the signature and attestation requirement for the Reports of Condition and Income for this report date, attach this signature page (or a photocopy or a computer-generated version of this page) to the hard-copy record of the completed report that the bank places in its files.

FDIC Certificate Number 07213
(RCRI 9050)

Citibank, N.A.
Legal Title of Bank (TEXT 9010)

http:// www.citibank.com
Primary Internet Web Address of Bank (Home Page), if any
(Example: www.examplebank.com) (TEXT 4087)

New York
City (TEXT 9130)

NY
State Abbrev. (TEXT 9200)

10043
ZIP Code (TEXT 9220)

**Consolidated Reports of Condition and Income for
A Bank With Domestic and Foreign Offices**

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For information or assistance, National and State nonmember banks should contact the FDIC's Reports Analysis and Quality Control Section, 550 17th Street, NW, Washington, D.C. 20429, toll free on (800) 688-FDIC(3342), Monday through Friday between 8:00 a.m. and 5:00 p.m., Eastern time. State member banks should contact their Federal Reserve District Bank.

Consolidated Report of Income
for the period January 1, 2002 - March 31, 2002

All Report of Income schedules are to be reported on a calendar year-to-date basis in thousands of dollars.

Schedule RI-Income Statement

	Dollar Amounts in Thousands				
	RIAD	Bil	Mil	Thou	
1. Interest Income:					
a. Interest and fee income on loans:					
(1) In domestic offices:					
(a) Loans secured by real estate	4011		369,000		1.a.(1)(a)
(b) Loans to finance agricultural production and other loans to farmers	4024		0		1.a.(1)(b)
(c) Commercial and industrial loans	4012		458,000		1.a.(1)(c)
(d) Loans to individuals for household, family, and other personal expenditures:					
(1) Credit Cards	B485		1,135,000		1.a.(1)(d)(1)
(2) Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	B486		38,000		1.a.(1)(d)(2)
(e) Loans to foreign governments and other official institutions	4056		0		1.a.(1)(e)
(f) All other loans in domestic offices	B487		443,000		1.a.(1)(f)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs	4059		3,452,000		1.a.(2)
(3) Total interest and fee income on loans (sum of items 1.a.(1)(a) through 1.a.(2))	4010		5,895,000		1.a.(3)
b. Income from lease financing receivables	4065		386,000		1.b.
c. Interest income on balances due from depository institutions(1)	4115		240,000		1.c.
d. Interest and dividend income on securities:					
(1) U.S. Treasury securities and U.S. Government agency obligations (excluding mortgage-backed securities)	B488		15,000		1.d.(1)
(2) Mortgage-backed securities	B489		133,000		1.d.(2)
(3) All other securities (includes securities issued by states and political subdivisions in the U.S.)	4060		442,000		1.d.(3)
e. Interest income from trading assets	4069		135,000		1.e.
f. Interest income on federal funds sold and securities purchased under agreements to resell	4020		56,000		1.f.
g. Other interest income	4518		12,000		1.g.
h. Total interest income (sum of items 1.a.(3) through 1.g.)	4107		7,314,000		1.h.
2. Interest expense:					
a. Interest on deposits:					
(1) Interest on deposits in domestic offices:					
(a) Transaction accounts (NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts)	4508		4,000		2.a.(1)(a)
(b) Nontransaction accounts:					
(1) Savings deposits (include MMDAs)	0093		215,000		2.a.(1)(b)(1)
(2) Time deposits of \$100,000 or more	A517		82,000		2.a.(1)(b)(2)
(3) Time deposits of less than \$100,000	A518		34,000		2.a.(1)(b)(3)
(2) Interest on deposits in foreign offices, Edge and Agreement subsidiaries, and IBFs	4172		977,000		2.a.(2)
b. Expense of federal funds purchased and securities sold under agreements to repurchase	4180		158,000		2.b.
c. Interest on trading liabilities and other borrowed money	4185		334,000		2.c.

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

Schedule RI-Continued

	Year-to-date				
	RIAD	Bil	Mil	Thou	
2. Interest expense (continued):					
d. Interest on subordinated notes and debentures	4200		194,000		2.d.
e. Total interest expense (sum of items 2.a through 2.d)	4073		1,998,000		2.e.
3. Net interest income (item 1.h minus 2.e)				4074	5,316,000 3.
4. Provision for loan and lease losses				4230	1,958,000 4.
5. Noninterest income:					
a. Income from fiduciary activities(1).....	4070		326,000		5.a.
b. Service charges on deposit accounts in domestic offices	4080		108,000		5.b.
c. Trading revenue(2)	A220		801,000		5.c.
d. Investment banking, advisory, brokerage, and underwriting fees and commissions	B490		0		5.d.
e. Venture capital revenue	B491		77,000		5.e.
f. Net servicing fees.....	B492		536,000		5.f.
g. Net securitization income	B493		367,000		5.g.
h. Insurance commissions and fees	B494		114,000		5.h.
i. Net gains (losses) on sales of loans and leases	5416		0		5.i.
j. Net gains (losses) on sales of other real estate owned	5415		1,000		5.j.
k. Net gains (losses) on sales of other assets (excluding securities)	B496		14,000		5.k.
l. Other noninterest income*	B497		1,061,000		5.l.
m. Total noninterest income (sum of items 5.a through 5.l)				4079	3,405,000 5.m.
6. a. Realized gains (losses) on held-to-maturity securities				3521	0 6.a.
b. Realized gains (losses) on available-for-sale securities				3196	49,000 6.b.
7. Noninterest expense:					
a. Salaries and employee benefits	4135		1,880,000		7.a.
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest)	4217		491,000		7.b.
c. (1) Goodwill impairment losses	C216		0		7.c.(1)
(2) Amortization expense and impairment losses for other intangible assets	C232		105,000		7.c.(2)
d. Other noninterest expense*	4092		2,142,000		7.d.
e. Total noninterest expense (sum of items 7.a through 7.d)				4093	4,618,000 7.e.
8. Income (loss) before income taxes and extraordinary items and other adjustments (item 3 plus or minus items 4, 5.m, 6.a, 6.b, and 7.e).....				4301	2,194,000 8.
9. Applicable income taxes (on item 8)				4302	760,000 9.
10. Income (loss) before extraordinary items and other adjustments (item 8 minus item 9)				4300	1,434,000 10.
11. Extraordinary items and other adjustments, net of income taxes*				4320	0 11.
12. Net income (loss) (sum of items 10 and 11)				4340	1,434,000 12.

* Describe on Schedule RI-E - Explanations

(1) For banks required to complete Schedule RC-T, items 12 through 19, income from fiduciary activities reported in Schedule RI, item 5.a, must equal the amount reported in Schedule RC-T, item 19.

(2) For banks required to complete Schedule RI, Memorandum item 8, trading revenue reported in Schedule RI, item 5.c, must equal the sum of Memorandum items 8.a through 8.d.

Schedule RI-Continued

Memoranda

	Year-to-date				
	RIAD	Bil	Mil	Thou	
Dollar Amounts in Thousands					
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	4513		0		M.1.
2. Income from the sale and servicing of mutual funds and annuities in domestic offices (included in Schedule RI, item 8)	8431		41,000		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 above)	4313		14,000		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))	4507		75,000		M.4.
5. Number of full-time equivalent employees at end of current period (round to nearest whole number)	4150	Number		132,234	M.5.
6. Not Applicable					
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(1)	9106	CC	YY	MM DD	M.7.
				0000/00/00	
8. Trading revenue (from cash instruments and derivative instruments) (sum of Memorandum items 8.a through 8.d must equal Schedule RI, item 5.c) (To be completed by banks that reported average trading assets (Schedule RC-K, item 7) of \$2 million or more for any quarter of the preceding calendar year.):					
a. Interest rate exposures	8757		140,000		M.8.a.
b. Foreign exchange exposures	8758		508,000		M.8.b.
c. Equity security and index exposures	8759		153,000		M.8.c.
d. Commodity and other exposures	8760		0		M.8.d.
9. Impact on income of derivatives held for purposes other than trading:					
a. Net increase (decrease) to interest income	8761		287,000		M.9.a.
b. Net (increase) decrease to interest expense	8762		(157,000)		M.9.b.
c. Other (noninterest) allocations	8763		35,000		M.9.c.
10. Credit losses on derivatives (see instructions)	A251		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? (enter "Y" for YES or "N" for NO)	A530	(Y / N)			M.11.
		N			

(1) For example, a bank acquired on June 1, 2001, would report 20010601.

Schedule RI-A - Changes in Equity Capital

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Indicate decreases and losses in parentheses.	Dollar Amounts in Thousands				RIAD	Bil	Mil	Thou	
	RIAD	Bil	Mil	Thou					
1. Total equity capital most recently reported for the December 31, 2001, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income)	3217		37,623,000						1.
2. Restatements due to corrections of material accounting errors and changes in accounting principles*	B507		0						2.
3. Balance end of previous calendar year as restated (sum of items 1 and 2)	B508		37,623,000						3.
4. Net income (loss) (must equal Schedule RI, item 12)	4340		1,434,000						4.
5. Sale, conversion, acquisition, or retirement of capital stock, net (excluding treasury stock transactions)	B509		0						5.
6. Treasury stock transactions, net	B510		0						6.
7. Changes incident to business combinations, net	4356		0						7.
8. LESS: Cash dividends declared on preferred stock	4470		5,000						8.
9. LESS: Cash dividends declared on common stock	4460		4,810,000						9.
10. Other comprehensive income(1)	B511		(920,000)						10.
11. Other transactions with parent holding company* (not included in items 5, 6, 8, or 9 above)	4415		5,019,000						11.
12. Total equity capital end of current period (sum of items 3 through 11) (must equal Schedule RC, item 28)	3210		38,341,000						12.

* Describe on Schedule RI-E - Explanations.

(1) Includes changes in net unrealized holding gains (losses) on available-for-sale securities, changes in accumulated net gains (losses) on cash flow hedges, foreign currency translation adjustments, and changes in minimum pension liability adjustments.

Schedule RI-B - Charge-offs and Recoveries on Loans and Leases and Changes in Allowance for Loan and Lease Losses

Part I. Charge-offs and Recoveries on Loans and Leases

Part I excludes charge-offs and recoveries through the allocated transfer risk reserve.

Dollar Amounts in Thousands	(Column A) Charge-offs(1)				(Column B) Recoveries				
	Calendar year-to-date								
	RIAD	Bil	Mil	Thou	RIAD	Bil	Mil	Thou	
1. Loans secured by real estate:									
a. Construction, land development, and other land loans in domestic offices	3582		1,000		3583		0		1.a.
b. Secured by farmland in domestic offices	3584		0		3585		0		1.b.
c. Secured by 1-4 family residential properties in domestic offices:									
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit	5411		1,000		5412		0		1.c.(1)
(2) Closed-end loans secured by 1-4 family residential properties:									
(a) Secured by first liens	C234		9,000		C217		0		1.c.(2)(a)
(b) Secured by junior liens	C235		0		C218		0		1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices	3588		0		3589		0		1.d.
e. Secured by nonfarm nonresidential properties in domestic offices	3590		5,000		3591		0		1.e.
f. In foreign offices	B512		30,000		B513		5,000		1.f.
2. Loans to depository institutions and acceptances of other banks:									
a. To U.S. banks and other U.S. depository institutions	4653		0		4663		0		2.a.
b. To foreign banks	4654		13,000		4664		0		2.b.
3. Loans to finance agricultural production and other loans to farmers	4655		1,000		4665		0		3.
4. Commercial and industrial loans:									
a. To U.S. addressees (domicile)	4645		213,000		4617		25,000		4.a.
b. To non-U.S. addressees (domicile)	4646		219,000		4618		40,000		4.b.
5. Loans to individuals for household, family, and other personal expenditures:									
a. Credit cards	B514		770,000		B515		95,000		5.a.
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	B516		393,000		B517		66,000		5.b.

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

Schedule RI-B - Continued

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Part I. Continued

	(Column A) Charge-offs(1)				(Column B) Recoveries				
	Calendar year-to-date								
	RIAD	Bil	Mil	Thou	RIAD	Bil	Mil	Thou	
Dollar Amounts in Thousands									
6. Loans to foreign governments and official institutions	4643		0		4627		1,000		6.
7. All other loans	4644		28,000		4628		8,000		7.
8. Lease financing receivables:									
a. To U.S. addressees (domicile)	4658		75,000		4668		2,000		8.a.
b. To non-U.S. addressees (domicile).....	4659		15,000		4669		2,000		8.b.
9. Total (sum of items 1 through 8)	4635		1,773,000		4605		244,000		9.

Memoranda

	(Column A) Charge-offs(1)				(Column B) Recoveries				
	Calendar year-to-date								
	RIAD	Bil	Mil	Thou	RIAD	Bil	Mil	Thou	
Dollar Amounts in Thousands									
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	5409		0		5410		0		M.1.
2. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RI-B, part I, item 1, above).....	4652		30,000		4662		5,000		M.2.

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

Part II. Changes in Allowance for Loan and Lease Losses

	RIAD	Bil	Mil	Thou	
Dollar Amounts in Thousands					
1. Balance most recently reported for the December 31, 2001, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income)	B522		5,446,000		1.
2. Recoveries (must equal part I, item 9, column B above)	4605		244,000		2.
3. LESS: Charge-offs (must equal part I, item 9, column A above less Schedule RI-B, Part II, item 4)	C079		1,773,000		3.
4. LESS: Write-downs arising from transfers of loans to a held-for-sale account	5523		0		4.
5. Provision for loan and lease losses (must equal Schedule RI, item 4)	4230		1,958,000		5.
6. Adjustments* (see instructions for this schedule)	C233		1,695,000		6.
7. Balance end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (must equal Schedule RC, item 4.c)	3123		7,570,000		7.

* Describe on Schedule RI-E - Explanations.

Schedule RI-D - Income from International Operations

For all banks with foreign offices, Edge or Agreement subsidiaries, or IBFs where international operations account for more than 10 percent of total revenues, total assets, or net income.

	Year-to-date				
	RIAD	Bil	Mil	Thou	
Dollar Amounts in Thousands					
1. Interest income and expense attributable to international operations:					
a. Gross interest income	B523		4,232,000		1.a.
b. Gross interest expense	B524		1,241,000		1.b.
2. Net interest income attributable to international operations (item 1.a minus 1.b)	B525		2,991,000		2.
3. Noninterest income and expense attributable to international operations:					
a. Noninterest income attributable to international operations	4097		1,781,000		3.a.
b. Provision for loan and lease losses attributable to international operations	4235		674,000		3.b.
c. Other noninterest expense attributable to international operations	4239		2,146,000		3.c.
d. Net noninterest income (expense) attributable to international operations (items 3.a minus 3.b and 3.c)	4843		(1,039,000)		3.d.
4. Estimated pretax income attributable to international operations before capital allocation adjustments (sum of items 2 and 3.d)	4844		1,952,000		4.
5. Adjustment to pretax income for internal allocations to international operations to reflect the effects of equity capital on overall bank funding costs	4845		(29,000)		5.
6. Estimated pretax income attributable to international operations after capital allocation adjustment (sum of items 4 and 5).....	4846		1,923,000		6.
7. Income taxes attributable to income from international operations as estimated in item 6	4797		666,000		7.
8. Estimated net income attributable to international operations (item 6 minus 7)	4341		1,257,000		8.

Schedule RI-E - Explanations

Schedule RI-E is to be completed each quarter on a calendar year-to-date basis.

Detail all adjustments in Schedule RI-A and RI-B, all extraordinary items and other adjustments in Schedule RI, and all significant items of other noninterest income and other noninterest expense in Schedule RI. (See instructions for details.)

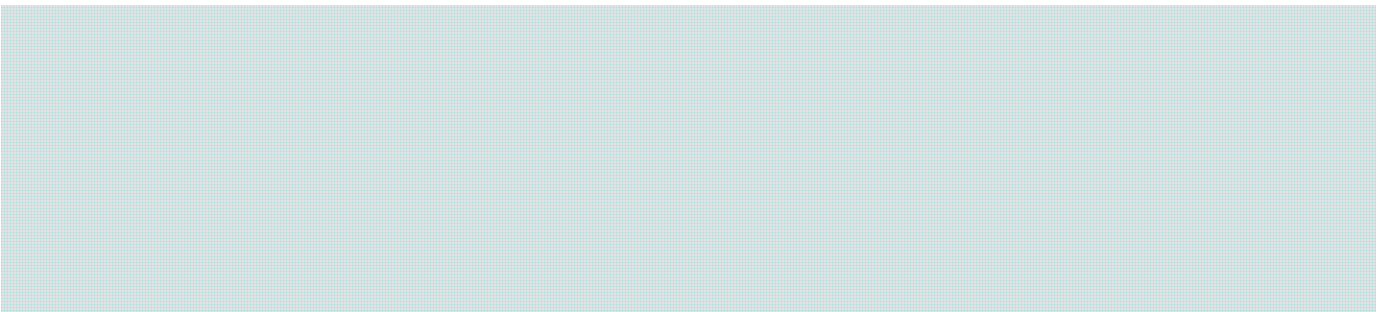
		Dollar Amounts in Thousands				Year-to-date			
		RIAD	Bil	Mil	Thou				
1. Other noninterest income (from Schedule RI, item 5.l)									
Itemize and describe amounts that exceed 1% of the sum of Schedule RI, items 1.h and 5.m:									
a.	Income and fees from the printing and sale of checks	C013			0				1.a.
b.	Earnings on/increase in value of cash surrender value of life insurance	C014			0				1.b.
c.	Income and fees from automated teller machines (ATMs)	C016			0				1.c.
d.	Rent and other income from real estate owned	4042			0				1.d.
e.	Safe deposit box rent	C015			0				1.e.
f.	TEXT 4461	4461			0				1.f.
g.	TEXT4462	4462			0				1.g.
h.	TEXT4463	4463			0				1.h.
2. Other noninterest expense (from Schedule RI, item 7.d)									
Itemize and describe amounts that exceed 1% of the sum of Schedule RI, items 1.h and 5.m:									
a.	Data processing expenses	C017		244,000					2.a.
b.	Advertising and marketing expenses	0497		324,000					2.b.
c.	Directors' fees	4136		0					2.c.
d.	Printing, stationery, and supplies	C018		0					2.d.
e.	Postage	8403		0					2.e.
f.	Legal fees and expenses	4141		0					2.f.
g.	FDIC deposit insurance assessments	4146		0					2.g.
h.	TEXT 4464 Operating Expense Paid to Affiliates	4464		656,000					2.h.
i.	TEXT 4467	4467		0					2.i.
j.	TEXT 4468	4468		0					2.j.
3. Extraordinary items and other adjustments and applicable income tax effect (from Schedule RI, item 11) (itemize and describe all extraordinary items and other adjustments):									
a.	(1) Effect of adopting FAS 133, "Accounting for Derivative Instruments and Hedging Activities"	C231		0					3.a.(1)
	(2) Applicable income tax effect	4486		0					3.a.(2)
b.	(1) TEXT 4487	4487		0					3.b.(1)
	(2) Applicable income tax effect	4488		0					3.b.(2)
c.	(1) TEXT 4489	4489		0					3.c.(1)
	(2) Applicable income tax effect	4491		0					3.c.(2)

Schedule RI-E - Continued

		Year-to-date			
Dollar Amounts in Thousands					
4. Restatements due to corrections of material accounting errors and changes in accounting principles (from Schedule RI-A, item 2) (itemize and describe all restatements):					
a.	TEXT B526	B526		0	4.a
b.	TEXT B527	B527		0	4.b.
5. Other transactions with parent holding company (from Schedule RI-A, item 11) (itemize and describe all such transactions):					
a.	TEXT 4498 Capital Contribution/Other	4498		5,019,000	5.a.
b.	TEXT 4499	4499		0	5.b.
6. Adjustments to allowance for loan and lease losses (from Schedule RI-B, part II, item 6) (itemize and describe all adjustments):					
a.	TEXT 4521 Acquired Reserves / Other	4521		1,695,000	6.a.
b.	TEXT 4522	4522		0	6.b.
7. Other explanations (the space below is provided for the bank to briefly describe, at its option, any other significant items affecting the Report of Income):					

Other explanations (Either enter text in the field below or skip and leave blank for "No comment"):

(TEXT 4769)



Consolidated Report of Condition for Insured Commercial
and State-Chartered Savings Banks for March 31, 2002

All schedules are to be reported in thousands of dollars. Unless otherwise indicated, report the amount outstanding as of the last business day of the quarter.

Schedule RC - Balance Sheet

		Dollar Amounts in Thousands				RCFD	Bil	Mil	Thou	
ASSETS										
1. Cash and balances due from depository institutions (from Schedule RC-A):										
a. Noninterest-bearing balances and currency and coin(1)					0081		10,025,000			1.a.
b. Interest-bearing balances(2)					0071		14,624,000			1.b.
2. Securities:										
a. Held-to-maturity securities (from Schedule RC-B, column A)					1754		160,000			2.a.
b. Available-for-sale securities (from Schedule RC-B, column D)					1773		56,440,000			2.b.
3. Federal funds sold and securities purchased under agreements to resell:										
a. Federal funds sold in domestic offices					RCON	B987	3,231,000			3.a.
b. Securities purchased under agreements to resell(3)					RCFD	B989	9,286,000			3.b.
4. Loans and lease financing receivables (from Schedule RC-C):						RCFD				
a. Loans and leases held for sale						5369	9,413,000			4.a.
b. Loans and leases, net of unearned income	B528		282,386,000							4.b.
c. LESS: Allowance for loan and lease losses	3123		7,570,000							4.c.
d. Loans and leases, net of unearned income and allowance (item 4.b minus 4.c)					B529		274,816,000			4.d.
5. Trading assets (from Schedule RC-D)						3545	35,752,000			5.
6. Premises and fixed assets (including capitalized leases)						2145	3,980,000			6.
7. Other real estate owned (from Schedule RC-M)						2150	168,000			7.
8. Investments in unconsolidated subsidiaries and associated companies (from Schedule RC-M)						2130	791,000			8.
9. Customers' liability to this bank on acceptances outstanding						2155	1,280,000			9.
10. Intangible assets:										
a. Goodwill						3163	5,039,000			10.a.
b. Other intangible assets (from Schedule RC-M)						0426	5,064,000			10.b.
11. Other assets (from Schedule RC-F)						2160	24,798,000			11.
12. Total assets (sum of items 1 through 11)						2170	454,867,000			12.

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

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

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

Schedule RC - Continued

Dollar Amounts in Thousands				Bil	Mil	Thou	
LIABILITIES							
13. Deposits:							
a. In domestic offices (sum of totals of columns A and C from Schedule RC-E, part I)				RCON			
				2200	104,796,000		13.a.
(1) Noninterest-bearing(1)				RCON	6631	18,498,000	13.a.(1)
(2) Interest-bearing				RCON	6636	86,298,000	13.a.(2)
b. In foreign offices, Edge and Agreement subsidiaries, and IBFs (from Schedule RC-E, part II)				RCFN			
				2200	204,363,000		13.b.
(1) Noninterest-bearing				RCFN	6631	14,854,000	13.b.(1)
(2) Interest-bearing				RCFN	6636	189,509,000	13.b.(2)
14. Federal funds purchased and securities sold under agreements to repurchase							
a. Federal funds purchased in domestic offices(2)				RCON	B993	12,904,000	14.a.
b. Securities sold under agreements to repurchase(3)				RCFD	B995	16,186,000	14.b.
15. Trading liabilities (from Schedule RC-D).....				RCFD	3548	17,907,000	15.
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule RC-M)				RCFD			
				3190	28,653,000		16.
17. Not applicable							
18. Bank's liability on acceptances executed and outstanding				2920	1,280,000		18.
19. Subordinated notes and debentures(4)				3200	10,700,000		19.
20. Other liabilities (from Schedule RC-G)				2930	19,530,000		20.
21. Total liabilities (sum of items 13 through 20)				2948	416,319,000		21.
22. Minority interest in consolidated subsidiaries				3000	207,000		22.
EQUITY CAPITAL							
23. Perpetual preferred stock and related surplus				3838	350,000		23.
24. Common stock				3230	751,000		24.
25. Surplus (exclude all surplus related to preferred stock)				3839	23,602,000		25.
a. Retained earnings				3632	15,845,000		26.a.
b. Accumulated other comprehensive income(5)				B530	(2,207,000)		26.b.
27. Other equity capital components(6).....				A130	0		27.
28. Total equity capital (sum of items 23 through 27)				3210	38,341,000		28.
29. Total liabilities, minority interest, and equity capital (sum of items 21, 22, and 28)				3300	454,867,000		29.

Memorandum

To be reported with the March Report of Condition.

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 2001

RCFD	Number
6724	2

M.1.

- 1 = Independent audit of the bank conducted in accordance with generally accepted auditing standards by a certified public accounting firm which submits a report on the bank
- 2 = Independent audit of the bank's parent holding company conducted in accordance with generally accepted auditing standards by a certified public accounting firm which submits a report on the consolidated holding company (but not on the bank separately)
- 3 = Attestation on bank management's assertion on the effectiveness of the bank's internal control over financial reporting by a certified public accounting firm

- 4 = Directors' examination of the bank conducted in accordance with generally accepted auditing standards by a certified public accounting firm (may be required by state chartering authority)
- 5 = Directors' examination of the bank performed by other external auditors (may be required by state chartering authority)
- 6 = Review of the bank's financial statements by external auditors
- 7 = Compilation of the bank's financial statements by external auditors
- 8 = Other audit procedures (excluding tax preparation work)
- 9 = No external audit work

(1) Includes total demand deposits and noninterest-bearing time and savings deposits.
 (2) Report overnight Federal Home Loan Bank advances in Schedule RC, item 16, "Other borrowed money."
 (3) Includes all securities repurchase agreements in domestic and foreign offices, regardless of maturity.
 (4) Includes limited-life preferred stock and related surplus.
 (5) Includes net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses) on cash flow hedges, cumulative foreign currency translation adjustments, and minimum pension liability adjustments.
 (6) Includes treasury stock and unearned Employee Stock Ownership Plan shares.

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

Exclude assets held for trading.

Dollar Amounts in Thousands	(Column A) Consolidated Bank				(Column B) Domestic Offices				
	RCFD	Bil	Mil	Thou	RCON	Bil	Mil	Thou	
1. Cash items in process of collection, unposted debits, and currency and coin	0022		3,536,000						1.
a. Cash items in process of collection and unposted debits					0020		1,731,000		1.a.
b. Currency and coin					0080		385,000		1.b.
2. Balances due from depository institutions in the U.S.					0082		1,403,000		2.
a. U.S. branches and agencies of foreign banks (including their IBFs)	0083		198,000						2.a.
b. Other commercial banks in the U.S. and other depository institutions in the U.S. (including their IBFs).....	0085		2,056,000						2.b.
3. Balances due from banks in foreign countries and foreign central banks					0070		20,000		3.
a. Foreign branches of other U.S. banks	0073		328,000						3.a.
b. Other banks in foreign countries and foreign central banks	0074		17,934,000						3.b.
4. Balances due from Federal Reserve Banks	0090		597,000		0090		555,000		4.
5. Total (sum of items 1 through 4) (total of column A must equal Schedule RC, sum of items 1.a and 1.b)	0010		24,649,000		0010		4,094,000		5.

Schedule RC-B - Securities

Exclude assets held for trading.

Dollar Amounts in Thousands	Held-to-maturity								Available-for-sale								
	(Column A) Amortized Cost				(Column B) Fair Value				(Column C) Amortized Cost				(Column D) Fair Value				
	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	
1. U.S. Treasury securities	0211		0		0213		0		1286		2,133,000		1287		2,138,000		1.
2. U.S. Government agency obligations (exclude mortgage-backed securities):																	
a. Issued by U.S. Government agencies(1)	1289		0		1290		0		1291		681,000		1293		819,000		2.a.
b. Issued by U.S. Government-sponsored agencies(2)	1294		0		1295		0		1297		2,497,000		1298		2,469,000		2.b.
3. Securities issued by states and political subdivisions in the U.S.	8496		0		8497		0		8498		5,935,000		8499		6,048,000		3.

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

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

Schedule RC-B - Continued

Dollar Amounts in Thousands	Held-to-maturity								Available-for-sale							
	(Column A) Amortized Cost				(Column B) Fair Value				(Column C) Amortized Cost				(Column D) Fair Value			
	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou	RCFD	Bil	Mil	Thou
4. Mortgage-backed securities (MBS):																
a. Pass-through securities:																
(1) Guaranteed by GNMA.....	1698		0		1699		0		1701		13,621,000		1702		13,506,000	4.a.(1)
(2) Issued by FNMA and FHLMC	1703		0		1705		0		1706		2,110,000		1707		2,145,000	4.a.(2)
(3) Other pass-through securities	1709		0		1710		0		1711		16,000		1713		16,000	4.a.(3)
b. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS):																
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA	1714		0		1715		0		1716		87,000		1717		87,000	4.b.(1)
(2) Collateralized by MBS issued or guaranteed by FNMA, FHLMC, or GNMA	1718		0		1719		0		1731		0		1732		0	4.b.(2)
(3) All other mortgage-backed securities	1733		0		1734		0		1735		0		1736		0	4.b.(3)
5. Asset-backed securities (ABS):																
a. Credit card receivables	B838		0		B839		0		B840		0		B841		0	5.a.
b. Home equity lines	B842		0		B843		0		B844		7,000		B845		7,000	5.b.
c. Automobile loans	B846		0		B847		0		B848		0		B849		0	5.c.
d. Other consumer loans	B850		0		B851		0		B852		0		B853		0	5.d.
e. Commercial and industrial loans	B854		0		B855		0		B856		7,000		B857		7,000	5.e.
f. Other	B858		0		B859		0		B860		176,000		B861		176,000	5.f.
6. Other debt securities:																
a. Other domestic debt securities.....	1737		0		1738		0		1739		1,817,000		1741		1,731,000	6.a.
b. Foreign debt securities.....	1742		160,000		1743		160,000		1744		26,083,000		1746		26,130,000	6.b.
7. Investments in mutual funds and other equity securities with readily determinable fair values(1) ...									A510		1,143,000		A511		1,161,000	7.
8. Total (sum of items 1 through 7) (total of column A must equal Schedule RC, item 2.a) (total of column D must equal Schedule RC, item 2.b)	1754		160,000		1771		160,000		1772		56,313,000		1773		56,440,000	8.

(1) Report Federal Reserve stock, Federal Home Loan Bank stock, and bankers' bank stock in Schedule RC-F, item 4.

Schedule RC-B - Continued

Memoranda

	Dollar Amounts in Thousands			
	RCFD	Bil	Mil	Thou
1. Pledged securities(1).....	0416	14,005,000		M.1.
2. Maturity and repricing data for debt securities(1),(2) (excluding those in nonaccrual status):				
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:(3),(4)				
(1) Three months or less	A549	7,375,000		M.2.a.(1)
(2) Over three months through 12 months	A550	7,822,000		M.2.a.(2)
(3) Over one year through three years	A551	9,253,000		M.2.a.(3)
(4) Over three years through five years	A552	2,540,000		M.2.a.(4)
(5) Over five years through 15 years	A553	5,293,000		M.2.a.(5)
(6) Over 15 years	A554	6,834,000		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:(3),(5)				
(1) Three months or less	A555	96,000		M.2.b.(1)
(2) Over three months through 12 months	A556	17,000		M.2.b.(2)
(3) Over one year through three years	A557	283,000		M.2.b.(3)
(4) Over three years through five years	A558	0		M.2.b.(4)
(5) Over five years through 15 years	A559	37,000		M.2.b.(5)
(6) Over 15 years	A560	15,234,000		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:(6)				
(1) Three years or less	A561	0		M.2.c.(1)
(2) Over three years.....	A562	87,000		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).....	A248	15,208,000		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) ...	1778	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):				
a. Amortized cost	8782	23,000		M.4.a.
b. Fair value.....	8783	23,000		M.4.b.

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

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

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

(4) Sum of Memorandum items 2.a.(1) through 2.a.(6) plus any nonaccrual debt securities in the categories of debt securities reported in Memorandum item 2.a that are included in Schedule RC-N, item 9, column C, must equal Schedule RC-B, sum of items 1, 2, 3, 5, and 6, columns A and D, plus mortgage pass-through securities other than those backed by closed-end first lien 1-4 family residential mortgages included in Schedule RC-B, item 4.a, columns A and D.

(5) Sum of Memorandum items 2.b.(1) through 2.b.(6) plus any nonaccrual mortgage pass-through securities backed by closed-end first lien 1-4 family residential mortgages included in Schedule RC-N, item 9, column C, must equal Schedule RC-B, item 4.a, sum of columns A and D, less the amount of mortgage pass-through securities other than those backed by closed-end first lien 1-4 family residential mortgages included in Schedule RC-B, item 4.a, columns A and D.

(6) Sum of Memorandum items 2.c.(1) and 2.c.(2) plus any nonaccrual "Other mortgage-backed securities" included in Schedule RC-N, item 9, column C, must equal Schedule RC-B, item 4.b, sum of columns A and D.

Schedule RC-C - Loans and Lease Financing Receivables

Part I. Loans and Leases

Do not deduct the allowance for loan and lease losses from amounts reported in this schedule. Report (1) loans and leases held for sale at the lower of cost or market value and (2) other loans and leases, net of unearned income. Report loans and leases net of any applicable allocated transfer risk reserve. Exclude assets held for trading and commercial paper.

Dollar Amounts in Thousands

	(Column A) Consolidated Bank				(Column B) Domestic Offices				
	RCFD	Bil	Mil	Thou	RCON	Bil	Mil	Thou	
1. Loans secured by real estate	1410	48,957,000							1.
a. Construction, land development, and other land loans					1415	285,000			1.a.
b. Secured by farmland (including farm residential and other improvements)					1420	0			1.b.
c. Secured by 1-4 family residential properties:									
(1) Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit					1797	3,128,000			1.c.(1)
(2) Closed-end loans secured by 1-4 family residential properties:									
(a) Secured by first liens					5367	17,414,000			1.c.(2)(a)
(b) Secured by junior liens					5368	18,000			1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties					1460	728,000			1.d.
e. Secured by nonfarm nonresidential properties					1480	2,329,000			1.e.
2. Loans to depository institutions and acceptances of other banks:									
a. To commercial banks in the U.S.					B531	15,378,000			2.a.
(1) To U.S. branches and agencies of foreign banks	B532	83,000							2.a.(1)
(2) To other commercial banks in the U.S.	B533	15,490,000							2.a.(2)
b. To other depository institutions in the U.S.	B534	8,908,000			B534	8,908,000			2.b.
c. To banks in foreign countries					B535	221,000			2.c.
(1) To foreign branches of other U.S. banks	B536	6,000							2.c.(1)
(2) To other banks in foreign countries	B537	4,915,000							2.c.(2)
3. Loans to finance agricultural production and other loans to farmers	1590	191,000			1590	0			3.
4. Commercial and industrial loans:									
a. To U.S. addressees (domicile)	1763	32,046,000			1763	30,294,000			4.a.
b. To non-U.S. addressees (domicile).....	1764	67,328,000			1764	477,000			4.b.
5. Not applicable									
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):									
a. Credit cards	B538	43,629,000			B538	32,939,000			6.a.
b. Other revolving credit plans	B539	9,991,000			B539	752,000			6.b.
c. Other consumer loans (includes single payment, installment, and all student loans)	2011	25,442,000			2011	1,232,000			6.c.
7. Loans to foreign governments and official institutions (including foreign central banks)	2081	1,596,000			2081	212,000			7.
8. Obligations (other than securities and leases) of states and political subdivisions in the U.S.	2107	441,000			2107	441,000			8.
9. Other loans	1563	18,370,000							9.
a. Loans for purchasing or carrying securities (secured and unsecured)					1545	707,000			9.a.
b. All other loans (exclude consumer loans)					1564	8,475,000			9.b.
10. Lease financing receivables (net of unearned income)					2165	12,519,000			10.
a. Of U.S. addressees (domicile)	2182	12,080,000							10.a.
b. Of non-U.S. addressees (domicile)	2183	4,379,000							10.b.
11. LESS: Any unearned income on loans reflected in items 1-9 above	2123	2,053,000			2123	1,128,000			11.
12. Total loans and leases, net of unearned income (sum of items 1 through 10 minus item 11) (total of column A must equal Schedule RC, sum of items 4.a and 4.b)	2122	291,799,000			2122	135,329,000			12.

Schedule RC-C - Continued

Part I. Continued

Memoranda

	Dollar Amounts in Thousands				
	RCFD	Bil	Mil	Thou	
1. Loans and leases restructured and in compliance with modified terms (included in Schedule RC-C, part I, above 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)	1616		540,000		M.1.
2. Maturity and repricing data for loans and leases (excluding those in nonaccrual status):					
a. Closed-end loans secured by first liens on 1-4 family residential properties in domestic offices (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B) with a remaining maturity or next repricing date of:(1),(2)	RCFN				
(1) Three months or less	A564		182,000		M.2.a.(1)
(2) Over three months through 12 months	A565		1,051,000		M.2.a.(2)
(3) Over one year through three years	A566		903,000		M.2.a.(3)
(4) Over three years through five years	A567		4,785,000		M.2.a.(4)
(5) Over five years through 15 years	A568		2,886,000		M.2.a.(5)
(6) Over 15 years	A569		7,450,000		M.2.a.(6)
b. All loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column A) EXCLUDING closed-end loans secured by first liens on 1-4 family residential properties in domestic offices (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B) with a remaining maturity or next repricing date of:(1),(3)	RCFD				
(1) Three months or less	A570		131,761,000		M.2.b.(1)
(2) Over three months through 12 months	A571		48,339,000		M.2.b.(2)
(3) Over one year through three years	A572		60,926,000		M.2.b.(3)
(4) Over three years through five years	A573		18,743,000		M.2.b.(4)
(5) Over five years through 15 years	A574		7,889,000		M.2.b.(5)
(6) Over 15 years	A575		2,975,000		M.2.b.(6)
c. Loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column A) with a REMAINING MATURITY of one year or less (excluding those in nonaccrual status)	A247		100,693,000		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 A(4)	2746		477,000		M.3.
4. Adjustable rate closed-end loans secured by first liens on 1-4 family residential properties in domestic offices (included in Schedule RC-C, part I, item 1.c.(2)(a), column B)	RCFN				
5. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RC-C, part I, item 1, column A, above)	B837		23,513,000		M.5.

(1) Report fixed rate loans and leases by remaining maturity and floating rate loans by next repricing date.

(2) Sum of Memorandum items 2.a.(1) through 2.a.(6) plus total nonaccrual closed-end loans secured by first liens on 1-4 family residential properties in domestic offices included in Schedule RC-N, item 1.c.(2)(a), column C, must equal total closed-end loans secured by first liens on 1-4 family residential properties from Schedule RC-C, part I, item 1.c.(2)(a), column B.

(3) Sum of Memorandum items 2.b.(1) through 2.b.(6), plus total nonaccrual loans and leases from Schedule RC-N, sum of items 1 through 8, column C, minus nonaccrual closed-end loans secured by first liens on 1-4 family residential properties in domestic offices included in Schedule RC-N, item 1.c.(2)(a), column C, must equal total loans and leases from Schedule RC-C, part I, sum of items 1 through 10, column A, minus total closed-end loans secured by first liens on 1-4 family residential properties in domestic offices from Schedule RC-C, part I, item 1.c.(2)(a), column B.

(4) Exclude loans secured by real estate that are included in Schedule RC-C, part I, item 1, column A.

Schedule RC-C - Continued

Part II. Loans to Small Businesses and Small Farms

Schedule RC-C, Part II is to be reported only with the June Report of Condition.

Report the number and amount currently outstanding as of June 30 of business loans with "original amounts" of \$1,000,000 or less and farm loans with "original amounts" of \$500,000 or less. The following guidelines should be used to determine the "original amount" of a loan: (1) For loans drawn down under lines of credit or loan commitments, the "original amount" of the loan is the size of the line of credit or loan commitment when the line of credit or loan commitment was most recently approved, extended, or renewed prior to the report date. However, if the amount currently outstanding as of the report date exceeds this size, the "original amount" is the amount currently outstanding on the report date. (2) For loan participations and syndications, the "original amount" of the loan participation or syndication is the entire amount of the credit originated by the lead lender. (3) For all other loans, the "original amount" is the total amount of the loan at origination or the amount currently outstanding as of the report date, whichever is larger.

Loans to Small Businesses

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" in domestic offices reported in Schedule RC-C, part I, item 1.e, column B, and all or substantially all of the dollar volume of your bank's "Commercial and industrial loans to U.S. addressees" in domestic offices reported in Schedule RC-C, part I, item 4.a, column B, have original amounts of \$100,000 or less (If your bank has no loans outstanding in both of these two loan categories, place an "N" in the box to the right for NO, otherwise mark it "Y" for YES.)

RCN	(Y / N)
6999	N/A

If YES, complete items 2.a and 2.b below, skip items 3 and 4, and go to item 5.
 If NO and your bank has loans outstanding in either loan category, skip items 2.a and 2.b, complete items 3 and 4 below, and go to item 5.
 If NO and your bank has no loans outstanding in both loan categories, skip items 2 through 4, and go to item 5.

2. Report the total number of loans currently outstanding for each of the following Schedule RC-C, part I, loan categories:

Number of Loans	
RCN	
5562	N/A
2.a.	
RCN	
5563	N/A
2.b.	

- a. "Loans secured by nonfarm nonresidential properties" in domestic offices reported in Schedule RC-C, part I, item 1.e, column B (Note: Item 1.e, column B, divided by the number of loans should NOT exceed \$100,000.)
- b. "Commercial and industrial loans to U.S. addressees" in domestic offices reported in Schedule RC-C, part I, item 4.a, column B (Note: Item 4.a, column B, divided by the number of loans should NOT exceed \$100,000.)

Dollar Amounts in Thousands	(Column A)		(Column B)			
	Number of Loans		Amount Currently Outstanding			
	RCN		RCN	Bil	Mil	Thou
3. Number and amount currently outstanding of "Loans secured by nonfarm nonresidential properties" in domestic offices reported in Schedule RC-C, part 1, item 1.e, column B (sum of items 3.a through 3.c must be less than or equal to Schedule RC-C, part 1, item 1.e, column B):						
a. With original amounts of \$100,000 or less	5564	N/A	5565			N/A
b. With original amounts of more than \$100,000 through \$250,000	5566	N/A	5567			N/A
c. With original amounts of more than \$250,000 through \$1,000,000	5568	N/A	5569			N/A
4. Number and amount currently outstanding of "Commercial and industrial loans to U.S. addressees" in domestic offices reported in Schedule RC-C, part I, item 4.a, column B (sum of items 4.a through 4.c must be less than or equal to Schedule RC-C, part I, item 4.a, column B):						
a. With original amounts of \$100,000 or less	5570	N/A	5571			N/A
b. With original amounts of more than \$100,000 through \$250,000	5572	N/A	5573			N/A
c. With original amounts of more than \$250,000 through \$1,000,000	5574	N/A	5575			N/A

Schedule RC-C - Continued

17b

Part II. Continued

Agricultural Loans to Small Farms

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)" in domestic offices reported in Schedule RC-C, part I, item 1.b, column B, and all or substantially all of the dollar volume of your bank's "Loans to finance agricultural production and other loans to farmers" in domestic offices reported in Schedule RC-C, part I, item 3, column B, have original amounts of \$100,000 or less (If your bank has no loans outstanding in both of these two loan categories, place an "N" in the box to the right for NO, otherwise mark it "Y" for YES.)

RCON	(Y / N)
6860	N/A

5.

If YES, complete items 6.a and 6.b below, and do not complete items 7 and 8.

If NO and your bank has loans outstanding in either loan category, skip items 6.a and 6.b and complete items 7 and 8 below.

If NO and your bank has no loans outstanding in both loan categories, do not complete items 6 through 8.

6. Report the total number of loans currently outstanding for each of the following Schedule RC-C, part I, loan categories:

Number of Loans	
RCON	
5576	N/A
6.a.	
RCON	
5577	N/A
6.b.	

- a. "Loans secured by farmland (including farm residential and other improvements)" in domestic offices reported in Schedule RC-C, part I, item 1.b, column B (Note: Item 1.b, column B, divided by the number of loans should NOT exceed \$100,000.)
- b. "Loans to finance agricultural production and other loans to farmers" in domestic offices reported in Schedule RC-C, part I, item 3, column B (Note: Item 3, column B, divided by the number of loans should NOT exceed \$100,000.)

Dollar Amounts in Thousands

7. Number and amount currently outstanding of "Loans secured by farmland (including farm residential and other improvements)" in domestic offices reported in Schedule RC-C, part I, item 1.b, column B (sum of items 7.a through 7.c must be less than or equal to Schedule RC-C, part I, item 1.b, column B):

	(Column A)		(Column B)			
	Number of Loans		Amount Currently Outstanding			
	RCON		RCON	Bil	Mil	Thou
a. With original amounts of \$100,000 or less	5578	N/A	5579			N/A
b. With original amounts of more than \$100,000 through \$250,000	5580	N/A	5581			N/A
c. With original amounts of more than \$250,000 through \$500,000	5582	N/A	5583			N/A
8. Number and amount currently outstanding of "Loans to finance agricultural production and other loans to farmers" in domestic offices reported in Schedule RC-C, part I, item 3, column B (sum of items 8.a through 8.c must be less than or equal to Schedule RC-C, part I, item 3, column B):						
a. With original amounts of \$100,000 or less	5584	N/A	5585			N/A
b. With original amounts of more than \$100,000 through \$250,000	5586	N/A	5587			N/A
c. With original amounts of more than \$250,000 through \$500,000	5588	N/A	5589			N/A

- a. With original amounts of \$100,000 or less
- b. With original amounts of more than \$100,000 through \$250,000
- c. With original amounts of more than \$250,000 through \$500,000

7.a.
7.b.
7.c.
8.a.
8.b.
8.c.

Schedule RC-D - Trading Assets and Liabilities

Schedule RC-D is to be completed by banks that reported average trading assets (Schedule RC-K, item 7) of \$2 million or more for any quarter of the preceding calendar year.

		Dollar Amounts in Thousands				
		RCON	Bil	Mil	Thou	
ASSETS						
1.	U.S. Treasury securities in domestic offices	3531		158,000		1.
2.	U.S. Government agency obligations in domestic offices (exclude mortgage-backed securities)	3532		0		2.
3.	Securities issued by states and political subdivisions in the U.S. in domestic offices	3533		29,000		3.
4.	Mortgage-backed securities (MBS) in domestic offices:					
a.	Pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA	3534		0		4.a.
b.	Other mortgage-backed securities issued or guaranteed by FNMA, FHLMC, or GNMA (include CMOs, REMICs, and stripped MBS).....	3535		0		4.b.
c.	All other mortgage-backed securities	3536		45,000		4.c.
5.	Other debt securities in domestic offices	3537		3,152,000		5.
6. - 8.	Not applicable					
9.	Other trading assets in domestic offices.....	3541		1,890,000		9.
10.	Trading assets in foreign offices	RCFN 3542		10,894,000		10.
11.	Revaluation gains on interest rate, foreign exchange rate, and other commodity and equity contracts:					
a.	In domestic offices	RCON 3543		5,536,000		11.a.
b.	In foreign offices	RCFN 3543		14,048,000		11.b.
12.	Total trading assets (sum of items 1 through 11) (must equal Schedule RC, item 5)	RCFD 3545		35,752,000		12.
LIABILITIES						
13.	Liability for short positions	RCFD 3546		1,416,000		13.
14.	Revaluation losses on interest rate, foreign exchange rate, and other commodity and equity contracts	3547		16,491,000		14.
15.	Total trading liabilities (sum of items 13 and 14) (must equal Schedule RC, item 15)	3548		17,907,000		15.

Schedule RC-E - Deposit Liabilities

Part I. Deposits in Domestic Offices

Dollar Amounts in Thousands	Transaction Accounts								Nontransaction Accounts				
	(Column A) Total transaction accounts (including total demand deposits)				(Column B) Memo: Total demand deposits (included in column A)				(Column C) Total nontransaction accounts (including MMDAs)				
	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	
Deposits of:													
1. Individuals, partnerships, and corporations (include all certified and official checks)	B549		9,418,000							B550		93,010,000	1.
2. U.S. Government	2202		3,000							2520		0	2.
3. States and political subdivisions in the U.S.	2203		61,000							2530		537,000	3.
4. Commercial banks and other depository institutions in the U.S.	B551		525,000							B552		15,000	4.
5. Banks in foreign countries	2213		1,194,000							2236		4,000	5.
6. Foreign governments and official institutions (including foreign central banks)	2216		29,000							2377		0	6.
7. Total (sum of items 1 through 6) (sum of columns A and C must equal Schedule RC, item 13.a)	2215		11,230,000		2210		10,261,000			2385		93,566,000	7.

Memoranda

Dollar Amounts in Thousands	RCON	Bil	Mil	Thou	
1. Selected components of total deposits (i.e., sum of item 7, columns A and C):					
a. Total Individual Retirement Accounts (IRAs) and Keogh Plan accounts	6835		1,625,000		M.1.a.
b. Total brokered deposits	2365		32,640,000		M.1.b.
c. Fully insured brokered deposits (included in Memorandum item 1.b above):					
(1) Issued in denominations of less than \$100,000	2343		25,270,000		M.1.c.(1)
(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	2344		564,000		M.1.c.(2)
d. Maturity data for brokered deposits:					
(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)	A243		25,270,000		M.1.d.(1)
(2) Brokered deposits issued in denominations of \$100,000 or more with a remaining maturity of one year or less (included in Memorandum item 1.b above)	A244		6,855,000		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)	5590		N/A		M.1.e.
2. Components of total nontransaction accounts (sum of Memorandum items 2.a through 2.c must equal item 7, column C above):					
a. Savings deposits:					
(1) Money market deposit accounts (MMDAs)	6810		67,488,000		M.2.a.(1)
(2) Other savings deposits (excludes MMDAs)	0352		6,200,000		M.2.a.(2)
b. Total time deposits of less than \$100,000	6648		4,159,000		M.2.b.
c. Total time deposits of \$100,000 or more	2604		15,719,000		M.2.c.

Schedule RC-E - Continued

Part I. Continued

Memoranda (continued)

Dollar Amounts in Thousands		RCON	Bil	Mil	Thou
3. Maturity and repricing data for time deposits of less than \$100,000:					
a. Time deposits of less than \$100,000 with a remaining maturity of next repricing date of:(1),(2)					
(1) Three months or less	A579		824,000		M.3.a.(1)
(2) Over three months through 12 months	A580		2,016,000		M.3.a.(2)
(3) Over one year through three years	A581		872,000		M.3.a.(3)
(4) Over three years.....	A582		447,000		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) through 3.a.(4) above)(3)					
	A241		2,840,000		M.3.b.
4. Maturity and repricing data for time deposits of \$100,000 or more:					
a. Time deposits of \$100,000 or more with a remaining maturity or next repricing date of:(1),(4)					
(1) Three months or less	A584		12,976,000		M.4.a.(1)
(2) Over three months through 12 months	A585		1,282,000		M.4.a.(2)
(3) Over one year through three years	A586		279,000		M.4.a.(3)
(4) Over three years.....	A587		1,182,000		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) through 4.a.(4) above)(3)					
	A242		14,251,000		M.4.b.

- (1) Report fixed rate time deposits by remaining maturity and floating rate time deposits by next repricing date.
- (2) Sum of Memorandum items 3.a.(1) through 3.a.(4) must equal Schedule RC-E, Memorandum item 2.b above.
- (3) Report both fixed and floating rate time deposits by remaining maturity. Exclude floating rate time deposits with a next repricing date of one year or less that have a remaining maturity of over one year.
- (4) Sum of Memorandum items 4.a.(1) through 4.a.(4) must equal Schedule RC-E, Memorandum item 2.c above.

Part II. Deposits in Foreign Offices (including Edge and Agreement subsidiaries and IBFs)

Dollar Amounts in Thousands		RCFN	Bil	Mil	Thou
Deposits of:					
1. Individuals, partnerships, and corporations (include all certified and official checks)	B553		179,413,000		1.
2. U.S. banks (including IBFs and foreign branches of U.S. banks) and other U.S. depository institutions	B554		1,608,000		2.
3. Foreign banks (including U.S. branches and agencies of foreign banks, including their IBFs)	2625		19,350,000		3.
4. Foreign governments and official institutions (including foreign central banks)	2650		3,884,000		4.
5. U.S. Government and states and political subdivisions in the U.S.	B555		108,000		5.
6. Total (sum of items 1 through 5) (must equal Schedule RC, item 13.b)	2200		204,363,000		6.

Memorandum

Dollar Amounts in Thousands		RCFN	Bil	Mil	Thou
1. Time deposits with a remaining maturity of one year or less (included in Part II, item 6 above)	A245		71,514,000		M.1.

Schedule RC-F - Other Assets

		Dollar Amounts in Thousands		RCFD	Bil	Mil	Thou	
1.	Accrued interest receivable(1)			B556		4,048,000		1.
2.	Net deferred tax assets(2)			2148		2,526,000		2.
3.	Interest-only strips receivable (not in form of a security)(3) on:							
a.	Mortgage loans			A519		516,000		3.a.
b.	Other financial assets			A520		0		3.b.
4.	Equity securities that DO NOT have readily determinable fair values(4)			1752		3,097,000		4.
5.	Other (itemize and describe amounts greater than \$25,000 that exceed 25% of this item)			2168		14,611,000		5.
a.	Prepaid expenses	2166	0					5.a.
b.	Cash surrender value of life insurance	C009	0					5.b.
c.	Repossessed personal property (including vehicles)	1578	0					5.c.
d.	Derivatives with a positive fair value held for purposes other than trading	C010	0					5.d.
e.	TEXT 3549	3549	0					5.e.
f.	TEXT 3550	3550	0					5.f.
g.	TEXT 3551	3551	0					5.g.
6.	Total (sum of items 1 through 5) (must equal Schedule RC, item 11)	2160				24,798,000		6.

Schedule RC-G - Other Liabilities

		Dollar Amounts in Thousands		RCON	Bil	Mil	Thou	
1.	a. Interest accrued and unpaid on deposits in domestic offices(5)			3645		89,000		1.a.
	b. Other expenses accrued and unpaid (includes accrued income taxes payable)			RCFD				
				3646		7,148,000		1.b.
2.	Net deferred tax liabilities(2)			3049		852,000		2.
3.	Allowance for credit losses on off-balance sheet credit exposures			B557		50,000		3.
4.	Other (itemize and describe amounts greater than \$25,000 that exceed 25% of this item)			2938		11,391,000		4.
a.	Accounts payable	3066	0					4.a.
b.	Deferred compensation liabilities	C011	0					4.b.
c.	Dividends declared but not yet payable	2932	0					4.c.
d.	Derivatives with a negative fair value held for purposes other than trading	C012	0					4.d.
e.	TEXT 3552	3552	0					4.e.
f.	TEXT 3553	3553	0					4.f.
g.	TEXT 3554	3554	0					4.g.
5.	Total (sum of items 1 through 4) (must equal Schedule RC, item 20)	2930				19,530,000		5.

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

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

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

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

(5) For savings banks, include "dividends" accrued and unpaid on deposits.

Schedule RC-H - Selected Balance Sheet Items for Domestic Offices

	Domestic Offices				
	RCON	Bil	Mil	Thou	
Dollar Amounts in Thousands					
1. Customers' liability to this bank on acceptances outstanding	2155		98,000		1.
2. Bank's liability on acceptances executed and outstanding	2920		98,000		2.
3. Securities purchased under agreements to resell	B989		7,174,000		3.
4. Securities sold under agreements to repurchase	B995		13,993,000		4.
5. Other borrowed money	3190		16,848,000		5.
<i>EITHER</i>					
6. Net due from own foreign offices, Edge and Agreement subsidiaries, and IBFs	2163		6,330,000		6.
<i>OR</i>					
7. Net due to own foreign offices, Edge and Agreement subsidiaries, and IBFs	2941		0		7.
8. Total assets (excludes net due from foreign offices, Edge and Agreement subsidiaries, and IBFs)	2192		204,548,000		8.
9. Total liabilities (excludes net due to foreign offices, Edge and Agreement subsidiaries, and IBFs)	3129		172,330,000		9.

In items 10-17, report the amortized (historical) cost of both held-to-maturity and available-for-sale securities in domestic offices.

	RCON	Bil	Mil	Thou	
10. U.S. Treasury securities	1039		818,000		10.
11. U.S. Government agency obligations (exclude mortgage-backed securities)	1041		2,522,000		11.
12. Securities issued by states and political subdivisions in the U.S.	1042		5,849,000		12.
13. Mortgage-backed securities (MBS):					
a. Pass-through securities:					
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA	1043		15,096,000		13.a.(1)
(2) Other pass-through securities	1044		16,000		13.a.(2)
b. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS):					
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA	1209		86,000		13.b.(1)
(2) All other mortgage-backed securities	1280		0		13.b.(2)
14. Other domestic debt securities (include domestic asset-backed securities)	1281		1,897,000		14.
15. Foreign debt securities (include foreign asset-backed securities)	1282		138,000		15.
16. Investments in mutual funds and other equity securities with readily determinable fair values	A510		983,000		16.
17. Total amortized (historical) cost of both held-to-maturity and available-for-sale securities (sum of items 10 through 16)	1374		27,405,000		17.
18. Equity securities that do not have readily determinable fair values	1752		2,533,000		18.

Schedule RC-I - Assets and Liabilities of IBFs

To be completed only by banks with IBFs and other "foreign" offices.

	Domestic Offices				
	RCFN	Bil	Mil	Thou	
Dollar Amounts in Thousands					
1. Total IBF assets of the consolidated bank (component of Schedule RC, item 12)	2133		9,610,000		1.
2. Total IBF liabilities (component of Schedule RC, item 21)	2898		9,264,000		2.

Schedule RC-K - Quarterly Averages(1)

	Dollar Amounts in Thousands				
	RCFD	Bil	Mil	Thou	
ASSETS					
1. Interest-bearing balances due from depository institutions	3381		17,759,000		1.
2. U.S. Treasury securities and U.S. Government agency obligations(2) (excluding mortgage-backed securities)	B558		4,163,000		2.
3. Mortgage-backed securities(2)	B559		12,162,000		3.
4. All other securities(2),(3) (includes securities issued by states and political subdivisions in the U.S.)	B560		34,660,000		4.
5. Federal funds sold and securities purchased under agreements to resell	3365		10,172,000		5.
6. Loans:					
a. Loans in domestic offices:					
RCFN					
(1) Total loans	3360		147,953,000		6.a.(1)
(2) Loans secured by real estate	3385		21,003,000		6.a.(2)
(3) Loans to finance agricultural production and other loans to farmers	3386		0		6.a.(3)
(4) Commercial and industrial loans	3387		31,528,000		6.a.(4)
(5) Loans to individuals for household, family, and other personal expenditures:					
(a) Credit cards.....	B561		33,455,000		6.a.(5)(a)
(b) Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	B562		3,336,000		6.a.(5)(b)
b. Total loans in foreign offices, Edge and Agreement subsidiaries, and IBFs	RCFN 3360		136,115,000		6.b.
7. Trading assets	RCFD 3401		14,347,000		7.
8. Lease and financing receivables (net of unearned income)	RCFD 3484		16,716,000		8.
9. Total assets(4)	RCFD 3368		456,008,000		9.
LIABILITIES					
10. Interest-bearing transaction accounts in domestic offices (NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts) (exclude demand deposits)	RCFN 3485		1,286,000		10.
11. Nontransaction accounts in domestic offices:					
a. Savings deposits (include MMDAs).....	B563		69,481,000		11.a.
b. Time deposits of \$100,000 or more.....	A514		10,928,000		11.b.
c. Time deposits of less than \$100,000	A529		4,094,000		11.c.
12. Interest-bearing deposits in foreign offices, Edge and Agreement subsidiaries, and IBFs	RCFN 3404		189,174,000		12.
13. Federal funds purchased and securities sold under agreements to repurchase	RCFD 3353		21,411,000		13.
14. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases)	RCFD 3355		28,671,000		14.

(1) For all items, banks have the option of reporting either (1) an average of DAILY figures for the quarter, or (2) an average of WEEKLY figures (i.e., the Wednesday of each week of the quarter).
 (2) Quarterly averages for all debt securities should be based on amortized cost.
 (3) Quarterly averages for all equity securities should be based on historical cost.
 (4) The quarterly average for total assets should reflect all debt securities (not held for trading) at amortized cost, equity securities with readily determinable fair values at the lower of cost or fair value, and equity securities without readily determinable fair values at historical cost.

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

Please read carefully the instructions for the preparation of Schedule RC-L. Some of the amounts reported in Schedule RC-L are regarded as volume indicators and not necessarily as measures of risk.

		Dollar Amounts in Thousands		RCFD	Bil	Mil	Thou	
1. Unused commitments:								
a. Revolving, open-end lines secured by 1-4 family residential properties, e.g., home equity lines								
				3814		4,667,000		1.a.
b. Credit card lines								
				3815		328,737,000		1.b.
c. Commercial real estate, construction, and land development:								
(1) Commitments to fund loans secured by real estate								
				3816		1,494,000		1.c.(1)
(2) Commitments to fund loans not secured by real estate								
				6550		246,000		1.c.(2)
d. Securities underwriting								
				3817		395,000		1.d.
e. Other unused commitments								
				3818		201,410,000		1.e.
2. Financial standby letters of credit and foreign office guarantees								
a. Amount of financial standby letters of credit conveyed to others								
		3820	358,000					2.a.
3. Performance standby letters of credit and foreign office guarantees								
a. Amount of performance standby letters of credit conveyed to others								
		3822	1,253,000	3821		6,587,000		3.a.
4. Commercial and similar letters of credit								
				3411		4,604,000		4.
5. Participations in acceptances (as described in the instructions) conveyed to others by the reporting bank								
				3428		0		5.
6. Securities lent (including customers' securities lent where the customer is indemnified against loss by the reporting bank)								
				3433		28,519,000		6.
7. Credit derivatives:								
a. Notional amount of credit derivatives on which the reporting bank is the guarantor								
(1) Gross positive fair value								
				A534		41,083,000		7.a.
				C219		281,000		7.a.(1)
(2) Gross negative fair value								
				C220		216,000		7.a.(2)
b. Notional amount of credit derivatives on which the reporting bank is the beneficiary								
(1) Gross positive fair value								
				A535		36,075,000		7.b.
				C221		229,000		7.b.(1)
(2) Gross negative fair value								
				C222		100,000		7.b.(2)
8. Spot foreign exchange contracts								
				8765		69,752,000		8.
9. All other off-balance sheet liabilities (exclude derivatives) (itemize and describe each component of this item over 25% of Schedule RC, item 28, "Total equity capital")								
				3430		2,396,000		9.
a. Securities borrowed								
		3432	0					9.a.
b. Commitments to purchase when-issued securities								
		3434	0					9.b.
c. TEXT 3555								
		3555	0					9.c.
d. TEXT 3556								
		3556	0					9.d.
e. TEXT 3557								
		3557	0					9.e.
10. All other off-balance sheet assets (exclude derivatives) (itemize and describe each component of this item over 25% of Schedule RC, item 28, "Total equity capital")								
				5591		375,000		10.
a. Commitments to sell when-issued securities								
		3435	0					10.a.
b. TEXT 5592								
		5592	0					10.b.
c. TEXT 5593								
		5593	0					10.c.
d. TEXT 5594								
		5594	0					10.d.
e. TEXT 5595								
		5595	0					10.e.

Schedule RC-L - Continued

11. Year-to-date merchant credit card sales volume:

	RCFD	Tril	Bil	Mil	Thou	
a. Sales for which the reporting bank is the acquiring bank	C223			3,354,000		11.a.
b. Sales for which the reporting bank is the agent bank with risk	C224			0		11.b.

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			
	Tril	Bil	Mil	Thou	Tril	Bil	Mil	Thou	Tril	Bil	Mil	Thou	Tril	Bil	Mil	Thou
Derivatives Position Indicators																
12. Gross amounts (e.g., notional amounts) (for each column, sum of items 12.a. through 12.e must equal sum of items 13 and 14):																
a. Futures contracts		RCFD 8693				RCFD 8694				RCFD 8695				RCFD 8696		
		372,028,000				4,249,000				3,743,000				753,000		
b. Forward contracts		RCFD 8697				RCFD 8698				RCFD 8699				RCFD 8700		
		328,223,000				1,279,160,000				858,000				3,803,000		
c. Exchange-traded option contracts:		RCFD 8701				RCFD 8702				RCFD 8703				RCFD 8704		
(1) Written options		103,870,000				0				10,784,000				73,000		
(2) Purchased options		75,757,000				0				12,577,000				25,000		
d. Over-the-counter option contracts:		RCFD 8709				RCFD 8710				RCFD 8711				RCFD 8712		
(1) Written options		276,072,000				159,136,000				20,399,000				4,332,000		
(2) Purchased options		247,206,000				153,627,000				18,599,000				6,235,000		
e. Swaps		RCFD 3450				RCFD 3826				RCFD 8719				RCFD 8720		
		3,253,911,000				253,598,000				11,786,000				5,298,000		
13. Total gross notional amount of derivative contracts held for trading		RCFD A126				RCFD A127				RCFD 8723				RCFD 8724		
		4,570,885,000				1,832,002,000				78,596,000				20,519,000		
14. Total gross notional amount of derivative contract held for purposes other than trading ...		RCFD 8725				RCFD 8726				RCFD 8727				RCFD 8728		
		86,182,000				17,768,000				150,000				0		
a. Interest rate swaps where the bank has agreed to pay a fixed rate		RCFD A589														
		12,624,000														
15. Gross fair values of derivative contracts:																
a. Contracts held for trading:		RCFD 8733				RCFD 8734				RCFD 8735				RCFD 8736		
(1) Gross positive fair value		39,784,000				23,955,000				4,435,000				1,227,000		
(2) Gross negative fair value		37,186,000				22,722,000				3,459,000				2,543,000		
b. Contracts held for purposes other than trading:		RCFD 8741				RCFD 8742				RCFD 8743				RCFD 8744		
(1) Gross positive fair value		1,196,000				195,000				27,000				0		
(2) Gross negative fair value		601,000				264,000				29,000				0		

Schedule RC-M - Memoranda

Dollar Amounts in Thousands		RCFD	Bil	Mil	Thou	
1. Extensions of credit by the reporting bank to its executive officers, directors, principal shareholders, and their related interests as of the report date:						
a. Aggregate amount of all extensions of credit to all executive officers, directors, principal shareholders, and their related interests		6164		4,000		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	Number 6165		2			1.b.
2. Intangible assets other than goodwill:						
a. Mortgage servicing assets		3164		1,310,000		2.a.
(1) Estimated fair value of mortgage servicing assets	A590		1,319,000			2.a.(1)
b. Purchased credit card relationships and nonmortgage servicing assets		B026		2,699,000		2.b.
c. All other identifiable intangible assets		5507		1,055,000		2.c.
d. Total (sum of items 2.a, 2.b, and 2.c) (must equal Schedule RC, item 10.b)		0426		5,064,000		2.d.
3. Other real estate owned:						
a. Direct and indirect investments in real estate ventures		5372		0		3.a.
b. All other real estate owned:		RCFN				
(1) Construction, land development, and other land in domestic offices		5508		0		3.b.(1)
(2) Farmland in domestic offices		5509		0		3.b.(2)
(3) 1-4 family residential properties in domestic offices		5510		12,000		3.b.(3)
(4) Multifamily (5 or more) residential properties in domestic offices		5511		0		3.b.(4)
(5) Nonfarm nonresidential properties in domestic offices		5512		82,000		3.b.(5)
(6) In foreign offices	RCFN	5513		74,000		3.b.(6)
c. Total (sum of items 3.a and 3.b) (must equal Schedule RC, item 7)		RCFD		168,000		3.c.
4. Investments in unconsolidated subsidiaries and associated companies:						
a. Direct and indirect investments in real estate ventures		5374		0		4.a.
b. All other investments in unconsolidated subsidiaries and associated companies		5375		791,000		4.b.
c. Total (sum of items 4.a and 4.b) (must equal Schedule RC, item 8)		2130		791,000		4.c.
5. Other borrowed money:						
a. Federal Home Loan Bank advances:						
(1) With a remaining maturity of one year or less(1)		2651		0		5.a.(1)
(2) With a remaining maturity of more than one year through three years		B565		0		5.a.(2)
(3) With a remaining maturity of more than three years		B566		0		5.a.(3)
b. Other borrowings:						
(1) With a remaining maturity of one year or less		B571		22,152,000		5.b.(1)
(2) With a remaining maturity of more than one year through three years		B567		4,993,000		5.b.(2)
(3) With a remaining maturity of more than three years		B568		1,508,000		5.b.(3)
c. Total (sum of items 5.a.(1) through 5.b.(3)) (must equal Schedule RC, item 16)		3190		28,653,000		5.c.
6. Does the reporting bank sell private label or third party mutual funds and annuities? Enter "Y" for YES or "N" for NO						
		RCFD	(Y / N)			6.
		B569	Y			
7. Assets under the reporting bank's management in proprietary mutual funds and annuities						
		RCFD	Bil	Mil	Thou	7.
		B570		34,018,000		

(1) Includes overnight Federal Home Loan Bank advances.

Schedule RC-N - Past Due and Nonaccrual Loans, Leases, and other Assets

	(Column A) Past Due 30 through 89 days and still accruing				(Column B) Past due 90 days or more and still accruing				(Column C) Nonaccrual				
	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	RCON	Bil	Mil	Thou	
Dollar Amounts in Thousands													
1. Loans secured by real estate:													
a. Construction, land development, and other													
land loans in domestic offices.....	2759		32,000		2769		10,000		3492		22,000		1.a.
b. Secured by farmland in domestic offices	3493		0		3494		0		3495		0		1.b.
c. Secured by 1-4 family residential													
properties in domestic offices:													
(1) Revolving, open-end loans secured by													
1-4 family residential properties and													
extended under lines of credit	5398		9,000		5399		0		5400		9,000		1.c.(1)
(2) Closed-end loans secured by													
1-4 family residential properties													
(a) Secured by first liens	C236		416,000		C237		519,000		C229		157,000		1.c.(2)(a)
(b) Secured by junior liens	C238		6,000		C239		0		C230		1,000		1.c.(2)(b)
d. Secured by multifamily (5 or more) residential													
properties in domestic offices.....	3499		1,000		3500		0		3501		2,000		1.d.
e. Secured by nonfarm nonresidential													
properties in domestic offices.....	3502		33,000		3503		4,000		3504		22,000		1.e.
	RCFN				RCFN				RCFN				
f. In foreign offices.....	B572		446,000		B573		27,000		B574		591,000		1.f.
2. Loans to depository institutions and acceptances													
of other banks:													
a. To U.S. banks and other U.S. depository													
institutions	RCFD		0		RCFD		0		RCFD		0		2.a.
b. To foreign banks	5380		2,000		5381		0		5382		76,000		2.b.
3. Loans to finance agricultural production and													
other loans to farmers	1594		0		1597		0		1583		1,000		3.
4. Commercial and industrial loans:													
a. To U.S. addressees (domicile)	1251		582,000		1252		31,000		1253		1,003,000		4.a.
b. To non-U.S. addressees (domicile)	1254		506,000		1255		9,000		1256		1,821,000		4.b.
5. Loans to individuals for household, family, and													
other personal expenditures:													
a. Credit cards	B575		1,131,000		B576		838,000		B577		77,000		5.a.
b. Other (includes single payment, installment,													
all student loans, and revolving credit													
plans other than credit cards).....	B578		538,000		B579		234,000		B580		920,000		5.b.
6. Loans to foreign governments and official													
institutions	5389		1,000		5390		0		5391		281,000		6.
7. All other loans	5459		136,000		5460		2,000		5461		153,000		7.
8. Lease financing receivables:													
a. Of U.S. addressees (domicile)	1257		517,000		1258		1,000		1259		355,000		8.a.
b. Of non-U.S. addressees (domicile)	1271		78,000		1272		12,000		1791		129,000		8.b.
9. Debt securities and other assets (exclude													
other real estate owned and other repossessed													
assets)	3505		0		3506		0		3507		20,000		9.

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

	Dollar Amounts in Thousands			
	RCON	Bil	Mil	Thou
1. Unposted debits (see instructions):				
a. Actual amount of all unposted debits	0030		0	1.a.
OR				
b. Separate amount of unposted debits:				
(1) Actual amount of unposted debits to demand deposits	0031		0	1.b.(1)
(2) Actual amount of unposted debits to time and savings deposits(1)	0032		0	1.b.(2)
2. Unposted credits (see instructions):				
a. Actual amount of all unposted credits	3510		0	2.a.
OR				
b. Separate amount of unposted credits:				
(1) Actual amount of unposted credits to demand deposits	3512		0	2.b.(1)
(2) Actual amount of unposted credits to time and savings deposits(1)	3514		0	2.b.(2)
3. Uninvested trust funds (cash) held in bank's own trust department (not included in total deposits in domestic offices)	3520		28,000	3.
4. Deposits of consolidated subsidiaries in domestic offices and in insured branches in Puerto Rico and U.S. territories and possessions (not included in total deposits):				
a. Demand deposits of consolidated subsidiaries	2211		844,000	4.a.
b. Time and savings deposits(1) of consolidated subsidiaries	2351		5,345,000	4.b.
c. Interest accrued and unpaid on deposits of consolidated subsidiaries	5514		1,000	4.c.
5. Deposits in insured branches in Puerto Rico and U.S. territories and possessions:				
a. Demand deposits in insured branches (included in Schedule RC-E, Part II)	2229		1,333,000	5.a.
b. Time and savings deposits(1) in insured branches (included in Schedule RC-E, Part II)	2383		1,456,000	5.b.
c. Interest accrued and unpaid on deposits in insured branches (included in Schedule RC-G, item 1.b.).....	5515		7,000	5.c.
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:				
a. Amount reflected in demand deposits (included in Schedule RC-E, Part I, item 7, column B)	2314		5,000	6.a.
b. Amount reflected in time and savings deposits(1) (included in Schedule RC-E, Part I, item 7, column A or C, but not column B)	2315		0	6.b.
7. Unamortized premiums and discounts on time and savings deposits:(1),(2)				
a. Unamortized premiums	5516		0	7.a.
b. Unamortized discounts	5517		0	7.b.
8. To be completed by banks with "Oakar deposits."				
a. Deposits purchased or acquired from other FDIC-insured institutions during the quarter (exclude deposits purchased or acquired from foreign offices other than insured branches in Puerto Rico and U.S. territories and possessions):				
(1) Total deposits purchased or acquired from other FDIC-insured institutions during the quarter	A531		N/A	8.a.(1)
(2) Amount of purchased or acquired deposits reported in item 8.a.(1) above attributable to a secondary fund (i.e., BIF members report deposits attributable to SAIF; SAIF members report deposits attributable to BIF)	A532		N/A	8.a.(2)
b. Total deposits sold or transferred to other FDIC-insured institutions during the quarter (exclude sales or transfers by the reporting bank of deposits in foreign offices other than insured branches in Puerto Rico and U.S. territories and possessions)	A533		N/A	8.b.

(1) For FDIC insurance and FICO assessment purposes, "time and savings deposits" consists of nontransaction accounts and all transaction accounts other than demand deposits.

(2) Exclude core deposit intangibles.

Schedule RC-O - Continued

	Dollar Amounts in Thousands				
	RCON	Bil	Mil	Thou	
9. Deposits in lifeline accounts	5596				9.
10. Benefit-responsive "Depository Institution Investment Contracts" (included in total deposits in domestic offices)	8432		0		10.
11. Adjustments to demand deposits in domestic offices and in insured branches in Puerto Rico and U.S. territories and possessions reported in Schedule RC-E for certain reciprocal demand balances:					
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	8785		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	A181		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	A182		0		11.c.
12. Amount of assets netted against deposit liabilities in domestic offices and in insured branches in Puerto Rico and U.S. territories and possessions on the balance sheet (Schedule RC) in accordance with generally accepted accounting principles (exclude amounts related to reciprocal demand balances):					
a. Amount of assets netted against demand deposits	A527		713,000		12.a.
b. Amount of assets netted against time and savings deposits	A528		68,000		12.b.

Memoranda (to be completed each quarter except as noted)

	Dollar Amounts in Thousands				
	RCON	Bil	Mil	Thou	
1. Total deposits in domestic offices of the bank and in insured branches in Puerto Rico and U.S. territories and possessions (sum of Memorandum items 1.a.(1) and 1.b.(1) must equal the sum of Schedule RC, item 13.a, and Schedule RC-O, items 5.a and 5.b)					
a. Deposit accounts of \$100,000 or less:					
(1) Amount of deposit accounts of \$100,000 or less	2702		53,108,000		M.1.a.(1)
(2) Number of deposit accounts of \$100,000 or less (to be completed for the June report only)	3779		N/A		M.1.a.(2)
b. Deposit accounts of more than \$100,000:					
(1) Amount of deposit accounts of more than \$100,000	2710		54,477,000		M.1.b.(1)
(2) Number of deposit accounts of more than \$100,000	2722		90,611		M.1.b.(2)
2. Memorandum item 2 is to be completed by all banks.					
Estimated amount of uninsured deposits in domestic offices of the bank and in insured branches in Puerto Rico and U.S. territories and possessions (see instructions)	5597		46,799,000		M.2.
3. Has the reporting institution been consolidated with a parent bank or savings association in that parent bank's or parent savings 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:					
TEXT A545	A545				M.3.

Schedule RC-R - Regulatory Capital

		Dollar Amounts in Thousands				
		RCFD	Bil	Mil	Thou	
Tier 1 Capital						
1.	Total equity capital (from Schedule RC, item 28)	3210	38,341,000			1.
2.	LESS: Net unrealized gains (losses) on available-for-sale securities(1) (if a gain, report as a positive value; if a loss, report as a negative value)	8434	(83,000)			2.
3.	LESS: Net unrealized loss on available-for-sale EQUITY securities(1) (report loss as a POSITIVE value)	A221	0			3.
4.	LESS: Accumulated net gains (losses) on cash flow hedges(1) (if a gain, report as a positive value; if a loss, report as a negative value)	4336	60,000			4.
5.	LESS: Nonqualifying perpetual preferred stock	B588	0			5.
6.	Qualifying minority interests in consolidated subsidiaries	B589	207,000			6.
7.	LESS: Disallowed goodwill and other disallowed intangible assets	B590	6,094,000			7.
8.	Subtotal (sum of items 1 and 6, less items 2, 3, 4, 5, and 7)	C227	32,477,000			8.
9. a.	LESS: Disallowed servicing assets and purchased credit card relationships	B591	134,000			9.a.
b.	LESS: Disallowed deferred tax assets	5610	0			9.b.
10.	Other additions to (deductions from) Tier 1 capital	B592	(40,000)			10.
11.	Tier 1 capital (sum of items 8 and 10 less items 9.a and 9.b)	8274	32,303,000			11.

Tier 2 Capital						
12.	Qualifying subordinated debt and redeemable preferred stock	5306	10,700,000			12.
13.	Cumulative perpetual preferred stock includible in Tier 2 capital	B593	0			13.
14.	Allowance for loan and lease losses includible in Tier 2 capital	5310	4,580,000			14.
15.	Unrealized gains on available-for-sale equity securities includible in Tier 2 capital	2221	8,000			15.
16.	Other Tier 2 capital components	B594	0			16.
17.	Tier 2 capital (sum of items 12 through 16)	5311	15,288,000			17.
18.	Allowable Tier 2 capital (lesser of item 11 or 17)	8275	15,288,000			18.
19.	Tier 3 capital allocated for market risk	1395	0			19.
20.	LESS: Deductions for total risk-based capital	B595	0			20.
21.	Total risk-based capital (sum of items 11, 18, and 19, less item 20)	3792	47,591,000			21.

Total assets for leverage ratio						
22.	Average total assets (from Schedule RC-K, item 9)	3368	456,008,000			22.
23.	LESS: Disallowed goodwill and other disallowed intangible assets (from item 7 above)	B590	6,094,000			23.
24.	LESS: Disallowed servicing assets and purchased credit card relationships (from item 9.a. above)	B591	134,000			24.
25.	LESS: Disallowed deferred tax assets (from item 9.b. above)	5610	0			25.
26.	LESS: Other deductions from assets for leverage capital purposes	B596	0			26.
27.	Average total assets for leverage capital purposes (item 22 less items 23 through 26)	A224	449,780,000			27.

Adjustments for financial subsidiaries						
28.a.	Adjustment to Tier 1 capital reported in item 11	C228	0			28.a.
b.	Adjustment to total risk-based capital reported in item 21	B503	0			28.b.
29.	Adjustment to risk-weighted assets reported in item 62	B504	0			29.
30.	Adjustment to average total assets reported in item 27	B505	0			30.

Capital ratios

(Column B is to be completed by all banks.

Column A is to be completed by banks with financial subsidiaries.)

	(Column A)		(Column B)		
	RCFD	Percentage	RCFD	Percentage	
31. Tier 1 leverage ratio (2)	7273	N/A	7204	7.18	31.
32. Tier 1 risk-based capital ratio (3)	7274	N/A	7206	8.89	32.
33. Total risk-based capital ratio (4)	7275	N/A	7205	13.10	33.

(1) Report amount included in Schedule RC, item 26.b, "Accumulated other comprehensive income."

(2) The ratio for column B is item 11 divided by item 27. The ratio for column A is item 11 minus item 28.a divided by (item 27 minus item 30).

(3) The ratio for column B is item 11 divided by item 62. The ratio for column A is item 11 minus item 28.a divided by (item 62 minus item 29).

(4) The ratio for column B is item 21 divided by item 62. The ratio for column A is item 21 minus item 28.b divided by (item 62 minus item 29).

Schedule RC-R - Continued

Banks are not required to risk-weight each on-balance sheet asset and the credit equivalent amount of each off-balance sheet item that qualifies for a risk weight of less than 100 percent (50 percent for derivatives) at its lower risk weight. When completing items 34 through 54 of Schedule RC-R, each bank should decide for itself how detailed a risk-weight analysis it wishes to perform. In other words, a bank can choose from among its assets and off-balance sheet items that have a risk weight of less than 100 percent which ones to risk-weight at an appropriate lower risk weight, or it can simply risk-weight some or all of these items at a 100 percent risk weight (50 percent for derivatives).

	(Column A) Totals (from Schedule RC)			(Column B) Items Not Subject to Risk-Weighting			(Column C) (Column D) (Column E) (Column F) Allocation by Risk Weight Category												
							0%			20%			50%			100%			
	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	
Dollar Amounts in Thousands																			
Balance Sheet Asset Categories																			
34. Cash and balances due from depository institutions (Column A equals the sum of Schedule RC, items 1.a and 1.b)	24,649,000						6,370,000			15,568,000						2,711,000			34.
	RCFD 0010						RCFD B600			RCFD B601						RCFD B602			
	RCFD 1754			RCFD B603			RCFD B604			RCFD B605			RCFD B606			RCFD B607			
35. Held-to-maturity securities	160,000			0			0			0			0			160,000			35.
	RCFD 1773			RCFD B608			RCFD B609			RCFD B610			RCFD B611			RCFD B612			
36. Available-for-sale securities	56,440,000			119,000			36,909,000			9,691,000			3,040,000			6,681,000			36.
37. Federal funds sold and securities purchased under agreements to resell	12,517,000						6,775,000			4,739,000						1,003,000			37.
	RCFD 5369			RCFD B617			RCFD B618			RCFD B619			RCFD B620			RCFD B621			
38. Loans and leases held for sale	9,413,000			0			349,000			0			3,864,000			5,200,000			38.
	RCFD B528			RCFD B622			RCFD B623			RCFD B624			RCFD B625			RCFD B626			
39. Loans and leases, net of unearned income(1)	282,386,000			(1,706,000)			7,174,000			36,159,000			33,288,000			207,471,000			39.
	RCFD 3123			RCFD 3123															
40. LESS: Allowance for loan and lease losses	7,570,000			7,570,000															40.
	RCFD 3545			RCFD B627			RCFD B628			RCFD B629			RCFD B630			RCFD B631			
41. Trading Assets	35,752,000			35,752,000			0			0			0			0			41.
	RCFD B639			RCFD B640			RCFD B641			RCFD B642			RCFD B643			RCFD 5339			
42. All other assets(2)	41,120,000			6,412,000			1,654,500			2,186,000			670,000			30,197,500			42.
	RCFD 2170			RCFD B644			RCFD 5320			RCFD 5327			RCFD 5334			RCFD 5340			
43. Total assets (sum of items 34 through 42)	454,867,000			33,007,000			59,231,500			68,343,000			40,862,000			253,423,500			43.

(1) Include any allocated transfer risk reserve in column B.

(2) Includes premises and fixed assets, other real estate owned, investments in unconsolidated subsidiaries and associated companies, customers' liabilities on acceptances outstanding, intangible assets, and other assets.

Schedule RC-R - Continued

	(Column A) Face Value or Notional Amount			Credit Conversion Factor	(Column B) Credit Equivalent Amount(1)			(Column C) Allocation by Risk Weight Category												(Column D)	(Column E)	(Column F)					
								0%				20%				50%				100%							
	Bil	Mil	Thou		Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou		
Derivatives and Off-Balance Sheet Items	RCFD B546				RCFD B547			RCFD B548				RCFD B581				RCFD B582				RCFD B583							
44. Financial standby letters of credit ...	28,433,000			1.00 (2)	28,433,000			9,297,000				2,731,000				33,000				16,372,000							44.
45. Performance standby letters of credit	RCFD 3821				RCFD B650			RCFD B651				RCFD B652				RCFD B653				RCFD B654							
	6,587,000			0.50	3,293,500			100,000				224,000				7,000				2,962,500							45.
46. Commercial and similar letters of credit	RCFD 3411				RCFD B655			RCFD B656				RCFD B657				RCFD B658				RCFD B659							
	4,604,000			0.20	920,800			50,000				169,000				0				701,800							46.
47. Risk participations in bankers acceptances acquired by the reporting institution	RCFD 3429				RCFD B660			RCFD B661				RCFD B662								RCFD B663							
	0			1.00	0			0				0								0							47.
48. Securities lent	RCFD 3433				RCFD B664			RCFD B665				RCFD B666				RCFD B667				RCFD B668							
	28,519,000			1.00	28,519,000			28,320,000				90,000				0				109,000							48.
49. Retained recourse on small business obligations sold with recourse	RCFD A250				RCFD B669			RCFD B670				RCFD B671				RCFD B672				RCFD B673							
	0			1.00	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	RCFD B541				RCFD B542															RCFD B543							
	88,400			12.50 (3)	1,105,000															1,105,000							50.
51. All other financial assets sold with recourse	RCFD B675				RCFD B676			RCFD B677				RCFD B678				RCFD B679				RCFD B680							
	6,065,000			1.00	6,065,000			0				0				449,000				5,616,000							51.
52. All other off-balance sheet liabilities	RCFD B681				RCFD B682			RCFD B683				RCFD B684				RCFD B685				RCFD B686							
	729,000			1.00	729,000			5,000				57,000				8,000				659,000							52.
53. Unused commitments with an original maturity exceeding one year	RCFD 3833				RCFD B687			RCFD B688				RCFD B689				RCFD B690				RCFD B691							
	60,860,000			0.50	30,430,000			552,000				5,274,000				915,000				23,689,000							53.
54. Derivative contracts					RCFD A167			RCFD B693				RCFD B694				RCFD B695											
					56,843,000			1,303,000				21,300,000				34,240,000											54.

(1) Column A multiplied by credit conversion factor.

(2) For financial standby letters of credit to which the low-level exposure rule applies, use a credit conversion factor of 12.5 or an institution-specific factor. For other financial standby letters of credit, use a credit conversion factor of 1.00. See instructions for further information.

(3) Or institution-specific factor.

Schedule RC-R - Continued

	(Column C)			(Column D)			(Column E)			(Column F)			
	Allocation by Risk Weight Category												
	0%			20%			50%			100%			
Dollar Amounts in Thousands	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	
Totals													
55. Total assets, derivatives, and off-balance sheet items by risk weight category (for each column, sum of items 43 through 54)	RCFD B696	RCFD B697		RCFD B698		RCFD B699							
	98,858,500	98,188,000		76,514,000		304,637,800		55.					
56. Risk weight factor	x 0%	x 20%		x 50%		x 100%		56.					
57. Risk-weighted assets by risk weight category (for each column, item 55 multiplied by item 56)	RCFD B700	RCFD B701		RCFD B702		RCFD B703							
	0	19,637,600		38,257,000		304,637,800		57.					
58. Market risk equivalent assets												RCFD 1651	
												3,870,000	58.
59. Risk-weighted assets before deductions for excess allowance for loan and lease losses and allocated transfer risk reserve (sum of item 57, columns C through F, and item 58)												RCFD B704	
												366,402,400	59.
60. LESS: Excess allowance for loan and lease losses												RCFD A222	
												3,047,000	60.
61. LESS: Allocated transfer risk reserve												RCFD 3128	
												0	61.
62. Total risk-weighted assets (item 59 minus items 60 and 61)												RCFD A223	
												363,355,400	62.

Memoranda

Dollar Amounts in Thousands	RCFD	Tril	Bil	Mil	Thou	
1. Current credit exposure across all derivative contracts covered by the risk-based capital standards	8764	22,403,000				M.1.

	With a remaining maturity of															
	(Column A) One year or less					(Column B) Over one year through five years					(Column C) Over five years					
	RCFD	Tril	Bil	Mil	Thou	RCFD	Tril	Bil	Mil	Thou	RCFD	Tril	Bil	Mil	Thou	
2. Notional principal amounts of derivative contracts:(1)																
a. Interest rate contracts.....	3809	1,454,603,000				8766	1,350,154,000				8767	913,107,000				M.2.a.
b. Foreign exchange contracts	3812	1,330,143,000				8769	162,148,000				8770	84,546,000				M.2.b.
c. Gold contracts.....	8771	4,064,000				8772	4,341,000				8773	2,841,000				M.2.c.
d. Other precious metals contracts	8774	4,000				8775	0				8776	0				M.2.d.
e. Other commodity contracts	8777	1,419,000				8778	3,420,000				8779	414,000				M.2.e.
f. Equity derivative contracts	A000	17,849,000				A001	30,568,000				A002	1,688,000				M.2.f.

(1) Exclude foreign exchange contracts with an original maturity of 14 days or less and all futures contracts.

Schedule RC-S - Servicing, Securitization, and Asset Sale Activities

All of Schedule RC-S is to be completed beginning June 30, 2001.

	(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 & Industrial Loans			(Column G) All Other Loans and All Leases		
	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou
Dollar Amounts in Thousands																					
Bank Securitization Activities																					
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	RCFD B705	RCFD B706	RCFD B707	RCFD B708	RCFD B709	RCFD B710	RCFD B711														
	71,831,000	759,000	38,540,000	4,000	66,000	0	783,000														
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. Retained interest-only strips (included in Schedules RC-B or RC-F or in Schedule RC, item 5) .	RCFD B712	RCFD B713	RCFD B714	RCFD B715	RCFD B716	RCFD B717	RCFD B718														
	516,000	0	0	0	0	0	1,000														
b. Standby letters of credit, subordinated securities, and other enhancements	RCFD B719	RCFD B720	RCFD B721	RCFD B722	RCFD B723	RCFD B724	RCFD B725														
	715,000	21,000	1,975,000	0	2,000	0	128,000														
3. Reporting bank's unused commitments to provide liquidity to structures reported in item 1	RCFD B726	RCFD B727	RCFD B728	RCFD B729	RCFD B730	RCFD B731	RCFD B732														
	19,000	2,000	113,000	0	0	0	0														
4. Past due loan amounts included in item 1:																					
a. 30-89 days past due	RCFD B733	RCFD B734	RCFD B735	RCFD B736	RCFD B737	RCFD B738	RCFD B739														
	2,144,000	6,000	948,000	0	0	0	4,000														
b. 90 days or more past due	RCFD B740	RCFD B741	RCFD B742	RCFD B743	RCFD B744	RCFD B745	RCFD B746														
	1,251,000	0	818,000	0	0	0	1,000														
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	RIAD B747	RIAD B748	RIAD B749	RIAD B750	RIAD B751	RIAD B752	RIAD B753														
	2,000	0	597,000	0	0	0	1,000														
b. Recoveries.....	RIAD B754	RIAD B755	RIAD B756	RIAD B757	RIAD B758	RIAD B759	RIAD B760														
	1,000	0	44,000	0	0	0	0														

Schedule RC-S - Continued

	(Column A) 1 - 4 Family Residential Loans			(Column B) Home Equity Lines			(Column C) Credit Card Receivables			(Column D) Auto Loans			(Column E) Other Consumer Loans			(Column F) Commercial & Industrial Loans			(Column G) All Other Loans and All Leases			
	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	
Dollar Amounts in Thousands																						
6. Amount of ownership (or seller's) interests carried as:																						
a. Securities																						
(included in Schedule RC-B or in Schedule RC, item 5)	RCFD B761			RCFD B762									RCFD B763									6.a.
	0			0									0									
b. Loans																						
(included in Schedule RC-C)	RCFD B500			RCFD B501									RCFD B502									6.b.
	54,000			455,000									0									
7. Past due loan amounts included in interests reported in item 6.a:																						
a. 30 - 89 days past due	RCFD B764			RCFD B765									RCFD B766									7.a.
	0			0									0									
b. 90 days or more past due	RCFD B767			RCFD B768									RCFD B769									7.b.
	0			0									0									
8. Charge-offs and recoveries on loan amounts included in interests reported in item 6.a (calendar year-to-date):																						
a. Charge-offs	RIAD B770			RIAD B771									RIAD B772									8.a.
	0			0									0									
b. Recoveries	RIAD B773			RIAD B774									RIAD B775									8.b.
	0			0									0									
For Securitization Facilities Sponsored By or Otherwise Established By Other Institutions																						
9. Maximum amount of credit exposure arising from credit enhancements provided by the reporting bank to other institutions' securitization structures in the form of standby letters of credit, purchased subordinated securities, and other enhancements	RCFD B776			RCFD B777			RCFD B778			RCFD B779			RCFD B780			RCFD B781			RCFD B782			9.
	7,000			0			0			0			0			0			10,000			
10. Reporting bank's unused commitments to provide liquidity to other institutions' securitization structures	RCFD B783			RCFD B784			RCFD B785			RCFD B786			RCFD B787			RCFD B788			RCFD B789			10.
	0			0			0			0			0			0			224,000			

Schedule RC-S - Continued

	(Column A) 1 - 4 Family Residential Loans			(Column B) Home Equity Lines			(Column C) Credit Card Receivables			(Column D) Auto Loans			(Column E) Other Consumer Loans			(Column F) Commercial & Industrial Loans			(Column G) All Other Loans and All Leases			
	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	
Dollar Amounts in Thousands																						
Bank Asset Sales																						
11. Assets sold with recourse or other seller-provided credit enhancements and not securitized by the reporting bank	RCFD B790			RCFD B791			RCFD B792			RCFD B793			RCFD B794			RCFD B795			RCFD B796			11.
	0			0			29,000			0			0			0			0			
12. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to assets reported in item 11	RCFD B797			RCFD B798			RCFD B799			RCFD B800			RCFD B801			RCFD B802			RCFD B803			12.
	0			0			4,000			0			0			0			0			

Memoranda

Dollar Amounts in Thousands

	RCFD	Bil	Mil	Thou	
1. Small business obligations transferred with recourse under Section 208 of the Riegle Community Development and Regulatory Improvement Act of 1994:					
a. Outstanding principal balance	A249			0	M.1.a.
b. Amount of retained recourse on these obligations as of the report date	A250			0	M.1.b.
2. Outstanding principal balance of assets serviced for others:					
a. 1-4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements	B804		972,000		M.2.a.
b. 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements	B805		70,060,000		M.2.b.
c. Other financial assets(1)	A591		39,849,000		M.2.c.
3. Asset-backed commercial paper conduits:					
a. Maximum amount of credit exposure arising from credit enhancements provided to conduit structures in the form of standby letters of credit, subordinated securities, and other enhancements:					
(1) Conduits sponsored by the bank, a bank affiliate, or the bank's holding company	B806		165,000		M.3.a.(1)
(2) Conduits sponsored by other unrelated institutions	B807		18,000		M.3.a.(2)
b. Unused commitments to provide liquidity to conduit structures:					
(1) Conduits sponsored by the bank, a bank affiliate, or the bank's holding company	B808		35,395,000		M.3.b.(1)
(2) Conduits sponsored by other unrelated institutions	B809		0		M.3.b.(2)

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

Schedule RC-T - Fiduciary and Related Services

Items 12 through 23 and Memorandum item 4 will not be made available to the public on an individual institution basis.

- 1. Does the institution have fiduciary powers? (enter "Y" for YES or "N" for NO)

RCFD	(Y / N)
A345	Y

 1.
(If "NO," do not complete Schedule RC-T.)
- 2. Does the institution exercise the fiduciary powers it has been granted? (enter "Y" for YES or "N" for NO)

RCFD	(Y / N)
A346	Y

 2.
- 3. Does the institution have any fiduciary or related activity (in the form of assets or accounts) to report in this schedule? (enter "Y" for YES or "N" for NO) (If "NO," do not complete the rest of Schedule RC-T.)

RCFD	(Y / N)
B867	Y

 3.

If the answer to item 3 is "YES," complete the applicable items of Schedule RC-T, as follows:

Institutions with total fiduciary assets (item 9, sum of columns A and B) greater than \$250 million (as of the preceding December 31) or with gross fiduciary and related services income greater than 10% of revenue (net interest income plus noninterest income) for the preceding calendar year must complete:

- Items 4 through 19.a quarterly,
- ☐ Items 20 through 23 annually with the December report, and
- ☐ Memorandum items 1 through 4 annually with the December report.

Institutions with total fiduciary assets (item 9, sum of columns A and B) greater than \$100 million but less than or equal to \$250 million (as of the preceding December 31) that do not meet the fiduciary income test for quarterly reporting must complete:

- ☐ Items 4 through 23 annually with the December report, and
- ☐ Memorandum items 1 through 4 annually with the December report.

Institutions with total fiduciary assets (item 9, sum of columns A and B) of \$100 million or less (as of the preceding December 31) that do not meet the fiduciary income test for quarterly reporting must complete:

- ☐ Items 4 through 11 annually with the December report, and
- ☐ Memorandum items 1 through 3 annually with the December report.

	(Column A) Managed Assets				(Column B) Non-Managed Assets				(Column C) Number of Managed Accounts	(Column D) Number of Non-Managed Accounts	
	Tril	Bil	Mil	Thou	Tril	Bil	Mil	Thou			
Dollar Amounts in Thousands											
FIDUCIARY AND RELATED ASSETS	RCFD B868				RCFD B869				RCFD B870	RCFD B871	
4. Personal trust and agency accounts	37,023,000				32,211,000				3,324	12,212	4.
5. Retirement related trust and agency accounts:											
a. Employee benefit - defined contribution	RCFD B872 497,000				RCFD B873 0				RCFD B874 6	RCFD B875 0	5.a.
b. Employee benefit - defined benefit	RCFD B876 11,792,000				RCFD B877 183,021,000				RCFD B878 77	RCFD B879 1,834	5.b.
c. Other retirement accounts	RCFD B880 158,000				RCFD B881 105,000				RCFD B882 20,075	RCFD B883 2	5.c.
6. Corporate trust and agency accounts	RCFD B884 0				RCFD B885 328,025,000				RCFD C001 0	RCFD C002 2,920	6.
7. Investment management agency accounts	RCFD B886 75,156,000								RCFD B888 2,906,862		7.
8. Other fiduciary accounts	RCFD B890 14,905,000				RCFD B891 83,403,000				RCFD B892 173	RCFD B893 912	8.

Schedule RC-T - Continued

	(Column A) Managed Assets				(Column B) Non-Managed Assets				(Column C) Number of Managed Accounts	(Column D) Number of Non-Managed Accounts	
	Tril	Bil	Mil	Thou	Tril	Bil	Mil	Thou			
Dollar Amounts in Thousands											
FIDUCIARY AND RELATED ASSETS - Continued											
9. Total fiduciary accounts (sum of items 4 through 8)	RCFD B894				RCFD B895				RCFD B896	RCFD B897	9.
	139,531,000				626,765,000				2,930,517	17,880	
10. Custody and safekeeping accounts					RCFD B898					RCFD B899	10.
					1,310,420,000					303,274	
11. Fiduciary accounts held in foreign offices (included in items 9 and 10)	RCFN B900				RCFN B901				RCFN B902	RCFN B903	11.
	70,756,000				968,890,000				2,925,154	307,384	

	Dollar Amounts in Thousands				RIAD	Bil	Mil	Thou
FIDUCIARY AND RELATED SERVICES INCOME								
12. Personal trust and agency accounts					B904		39,000	12.
13. Retirement related trust and agency accounts:								
a. Employee benefit - defined contribution					B905		0	13.a.
b. Employee benefit - defined benefit					B906		4,000	13.b.
c. Other retirement accounts					B907		0	13.c.
14. Corporate trust and agency accounts					A479		22,000	14.
15. Investment management agency accounts					B908		60,000	15.
16. Other fiduciary accounts					A480		41,000	16.
17. Custody and safekeeping accounts					B909		104,000	17.
18. Other fiduciary and related services income					B910		56,000	18.
19. Total gross fiduciary and related services income (sum of items 12 through 18) (must equal Schedule RI, item 5.a)					4070		326,000	19.
a. Fiduciary and related services income - foreign offices (included in item 19)					B912	109,000		19.a.
20. Less: Expenses					C058		N/A	20.
21. Less: Net losses from fiduciary and related services					A488		N/A	21.
22. Plus: Intracompany income credits for fiduciary and related services					B911		N/A	22.
23. Net fiduciary and related services income					A491		N/A	23.

Memoranda

	Managed Assets					
	Dollar Amounts in Thousands					
	RCFD	Tril	Bil	Mil	Thou	
1. Managed assets held in personal trust and agency accounts:						
a. Noninterest-bearing deposits	B913				N/A	M.1.a.
b. Interest-bearing deposits	B914				N/A	M.1.b.
c. U.S. Treasury and U.S. Government agency obligations	B915				N/A	M.1.c.
d. State, county, and municipal obligations	B916				N/A	M.1.d.
e. Money market mutual funds	B917				N/A	M.1.e.
f. Other short-term obligations	B918				N/A	M.1.f.
g. Other notes and bonds	B919				N/A	M.1.g.
h. Common and preferred stocks	B920				N/A	M.1.h.
i. Real estate mortgages	B921				N/A	M.1.i.
j. Real estate	B922				N/A	M.1.j.
k. Miscellaneous assets	B923				N/A	M.1.k.
l. Total managed assets held in personal trust and agency accounts (sum of Memorandum items 1.a through 1.k) (must equal Schedule RC-T, item 4, column A)	B868				N/A	M.1.l.

Schedule RC-T - Continued

Memoranda - Continued

	Dollar Amounts in Thousands					
	(Column A) Number of Issues		(Column B) Principal Amount Outstanding			
	RCFD		Tril	Bil	Mil	Thou
2. Corporate trust and agency accounts:	RCFD B928					
a. Corporate and municipal trusteeships	B927	N/A				N/A
b. Transfer agent, registrar, paying agent, and other corporate agency	B929	N/A				

M.2.a.
M.2.b.

	Dollar Amounts in Thousands						
	(Column A) Number of Funds		(Column B) Market Value of Fund Assets				
	RCFD		RCFD	Tril	Bil	Mil	Thou
3. Collective investments funds and common trust funds:							
a. Domestic equity	B931	N/A	B932				N/A
b. International/Global equity	B933	N/A	B934				N/A
c. Stock/Bond blend	B935	N/A	B936				N/A
d. Taxable bond	B937	N/A	B938				N/A
e. Municipal bond	B939	N/A	B940				N/A
f. Short term investments/Money market	B941	N/A	B942				N/A
g. Specialty/Other	B943	N/A	B944				N/A
h. Total collective investment funds (sum of Memorandum items 3.a through 3.g)	B945	N/A	B946				N/A

M.3.a.
M.3.b.
M.3.c.
M.3.d.
M.3.e.
M.3.f.
M.3.g.
M.3.h.

	Dollar Amounts in Thousands								
	(Column A) Gross Losses Managed Accounts			(Column B) Gross Losses Non-Managed Accounts			(Column C) Recoveries		
	RIAD	Mil	Thou	RIAD	Mil	Thou	RIAD	Mil	Thou
4. Fiduciary settlements, surcharges, and other losses:									
a. Personal trust and agency accounts	B947		N/A	B948		N/A	B949		N/A
b. Retirement related trust and agency accounts	B950		N/A	B951		N/A	B952		N/A
c. Investment management agency accounts	B953		N/A	B954		N/A	B955		N/A
d. Other fiduciary accounts and related services	B956		N/A	B957		N/A	B958		N/A
e. Total fiduciary settlements, surcharges, and other losses (sum of Memorandum items 4.a through 4.d) (sum of columns A and B minus column C must equal Schedule RC-T, item 21).....	B959		N/A	B960		N/A	B961		N/A

M.4.a.
M.4.b.
M.4.c.
M.4.d.
M.4.e.

Person to whom questions about Schedule RC-T - Fiduciary and Related Services should be directed:

Edward J. Schneider, Vice President

Name and Title (TEXT B962)

schneidere@citi.com

E-mail Address (TEXT B926)

(212) 559-1073

Telephone: Area code/phone number/extension (TEXT B963)

(212) 793-6652

FAX: Area code/phone number (TEXT B964)

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

at close of business on March 31, 2002

Citibank, N.A.
Legal Title of Bank

New York , NY
City State

The management of the reporting bank may, if it wishes, submit a brief narrative statement on the amounts reported in the Reports of Condition and Income. This optional statement will be made available to the public, along with the publicly available data in the Reports of Condition and Income, in response to any request for individual bank report data. However, the information reported in Schedule RC-T, items 12 through 23 and Memorandum item 4, is regarded as confidential and will not be released to the public. BANKS CHOOSING TO SUBMIT THE NARRATIVE STATEMENT SHOULD ENSURE THAT THE STATEMENT DOES NOT CONTAIN THE NAMES OR OTHER IDENTIFICATIONS OF INDIVIDUAL BANK CUSTOMERS, REFERENCES TO THE AMOUNTS REPORTED IN THE CONFIDENTIAL ITEMS IN SCHEDULE RC-T, OR ANY OTHER INFORMATION THAT THEY ARE NOT WILLING TO HAVE MADE PUBLIC OR THAT WOULD COMPROMISE THE PRIVACY OF THEIR CUSTOMERS. Banks choosing not to make a statement may check the "No comment" box below and should make no entries of any kind in the space provided for the narrative statement; i.e., DO NOT enter in this space such phrases as "No statement," "Not applicable," "N/A," "No comment," and "None."

appear as the bank's statement both on agency computerized records and in computer-file releases to the public.

All information furnished by the bank in the narrative statement must be accurate and not misleading. Appropriate efforts shall be taken by the submitting bank to ensure the statement's accuracy. The statement must be signed, in the space provided below, by a senior officer of the bank who thereby attests to its accuracy.

If, subsequent to the original submission, material changes are submitted for the data reported in the Reports of Condition and Income, the existing narrative statement will be deleted from the files, and from disclosure; the bank, at its option, may replace it with a statement, under signature, appropriate to the amended data.

The optional narrative statement will appear in agency records and in release to the public exactly as submitted (or amended as described in the preceding paragraph) by the management of the bank (except for the truncation of statements exceeding the 750-character limit described above). THE STATEMENT WILL NOT BE EDITED OR SCREENED IN ANY WAY BY THE SUPERVISORY AGENCIES FOR ACCURACY OR RELEVANCE. DISCLOSURE OF THE STATEMENT SHALL NOT SIGNIFY THAT ANY FEDERAL SUPERVISORY AGENCY HAS VERIFIED OR CONFIRMED THE ACCURACY OF THE INFORMATION CONTAINED THEREIN. A STATEMENT TO THIS EFFECT WILL APPEAR ON ANY PUBLIC RELEASE OF THE OPTIONAL STATEMENT SUBMITTED BY THE MANAGEMENT OF THE REPORTING BANK.

The optional statement must be entered on this sheet. The statement should not exceed 100 words. Further, regardless of the number of words, the statement must not exceed 750 characters, including punctuation, indentation, and standard spacing between words and sentences. If any submission should exceed 750 characters, as defined, it will be truncated at 750 characters with no notice to the submitting bank and the truncated statement will

BANK MANAGEMENT STATEMENT (Either enter text in the field below or skip and leave blank for "No comment"):

(TEXT 6980)

[Large empty rectangular box for entering the bank management statement]

Signature of Executive Officer of Bank

Date of Signature

THIS PAGE IS TO BE COMPLETED BY ALL BANKS

<p style="text-align: center;">NAME AND ADDRESS OF BANK</p> <hr/> <p style="text-align: center;">Citibank, N.A.</p> <hr/> <p style="text-align: center;">399 Park Avenue</p> <hr/> <p style="text-align: center;">New York, NY 10043</p>	<p style="text-align: center;">OMB No. For OCC: 1557-0081 OMB No. For FDIC: 3064-0052 OMB No. for Federal Reserve: 7100-0036 Expiration Date: 3/31/2005</p> <p style="text-align: center;">SPECIAL REPORT (Dollar Amounts in Thousands)</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 60%; text-align: center;">CLOSE OF BUSINESS DATE</td> <td style="width: 40%; text-align: center;">FDIC Certificate Number</td> </tr> <tr> <td style="text-align: center;">March 31, 2002</td> <td style="text-align: center;">0 7 2 1 3</td> </tr> </table>	CLOSE OF BUSINESS DATE	FDIC Certificate Number	March 31, 2002	0 7 2 1 3
CLOSE OF BUSINESS DATE	FDIC Certificate Number				
March 31, 2002	0 7 2 1 3				

LOANS TO EXECUTIVE OFFICERS (Complete as of each Call Report Date)

The following information is required by Public Laws 90-44 and 102-242, but does not constitute a part of the Report of Condition. With each Report of Condition, these Laws require all banks to furnish a report of all loans or other extensions of credit to their executive officers made since the date of the previous Report of Condition. Data regarding individual loans or other extensions of credit are not required. If no such loans or other extensions of credit were made during the period, insert "none" against subitem (a). (Exclude the first \$15,000 of indebtedness of each executive officer under bank credit card plan.) See Sections 215.2 and 215.3 of Title 12 of the Code of Federal Regulations (Federal Reserve Board Regulation O) for the definitions of "executive officer" and "extension of credit," respectively. Exclude loans and other extensions of credit to directors and principal shareholders who are not executive officers.

a. Number of loans made to executive officers since the previous Call Report date	RCFD 3561	0	a.
b. Total dollar amount of above loans (in thousands of dollars)	RCFD 3562	0	b.
c. Range of interest charged on above loans			
(example: 9 3/4% = 9.75)	RCFD 7701	0.00	% to
	RCFD 7702	0.00	% c.

SIGNATURE AND TITLE OF OFFICER AUTHORIZED TO SIGN REPORT	DATE (Month, Day, Year)
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