

Federal Financial Institutions Examination Council



**Consolidated Reports of Condition and Income for
A Bank With Domestic and Foreign Offices Only—FFIEC 031**

Report at the close of business September 30, 2005

This report is required by law: 12 U.S.C. Section 324 (State member banks); 12 U.S.C. Section 1817 (State nonmember banks); and 12 U.S.C. Section 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, William J. Gonska, Controller and Vice President

Name and Title of Officer Authorized to Sign Report

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.

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.

Director (Trustee)

Signature of Officer Authorized to Sign Report

Director (Trustee)

November 9, 2005

Date of Signature

Director (Trustee)

Submission of Reports

Each bank must prepare its Reports of Condition and Income (Call Report) data by either:

To fulfill the signature and attestation requirement for the Reports of Condition and Income for this report date, attach your bank's completed signature page (or a photocopy or a computer-generated version of this page) to the hard-copy record of the data file submitted to the CDR that your bank must place in its files.

- (a) Using computer software to prepare its Call Report and then submitting the report data directly to the FFIEC's Central Data Repository (CDR), an Internet-based system for data collection (<https://cdr.ffiec.gov/cdr/>), or
- (b) Completing its Call Report in paper form and arranging with a software vendor or another party to convert the data into the electronic format that can be processed by the CDR. The software vendor or other party then must electronically submit the bank's data file to the CDR.

The appearance of your bank's hard-copy record of the submitted data file need not match exactly the appearance of the FFIEC's sample report forms, but should show at least the caption of each Call Report item and the reported amount.

For technical assistance with submissions to the CDR, please contact the CDR Help Desk by telephone at (888) CDR-3111, by fax at (301) 495-7864, or by e-mail at CDR.Help@ffiec.gov.

Citibank, N.A.
Legal Title of Bank (RSSD 9017)

New York
City (RSSD 9130)

NY 10043-
State Abbrev. (RSSD 9200) Zip Code (RSSD 9220)

FDIC Certificate Number 07213
(RSSD 9050)

Contact Information for the Reports of Condition and Income

To facilitate communication between the Agencies and the bank concerning the Reports of Condition and Income, please provide contact information for (1) the authorized officer of the bank signing the reports for this quarter and (2) the person at the bank--other than the authorized officer--to whom questions about the reports should be directed. If the authorized officer is the primary contact for questions about the reports, please provide contact information for another person at the bank who will serve as a secondary contact for communications between the Agencies and the bank concerning the Reports of Condition and Income. Enter 'none' for the contact's e-mail address or fax number if not available. Contact information for the Reports of Condition and Income is for the confidential use of the Agencies and will not be released to the public.

Authorized Officer Signing the Reports

 Name (TEXT C490)

 Title (TEXT C491)

 E-mail Address (TEXT C492)

 Telephone: Area code/phone number/extension (TEXT C493)

 FAX: Area code/phone number (TEXT C494)

Other Person to Whom Questions about the Reports Should be Directed

 Name (TEXT C495)

 Title (TEXT C496)

 E-mail Address (TEXT 4086)

 Telephone: Area code/phone number/extension (TEXT 8902)

 FAX: Area code/phone number (TEXT 9116)

Emergency Contact Information

This information is being requested so the Agencies can distribute critical, time sensitive information to emergency contacts at banks. Please provide primary contact information for a senior official of the bank who has decision-making authority. Also provide information for a secondary contact if available. Enter 'none' for the primary contact's e-mail address or fax number if not available. Emergency contact information is for the confidential use of the Agencies and will not be released to the public.

Primary Contact

 Name (TEXT C366)

 Title (TEXT C367)

 E-mail Address (TEXT C368)

 Telephone: Area code/phone number/extension (TEXT C369)

 FAX: Area code/phone number (TEXT C370)

Secondary Contact

 Name (TEXT C371)

 Title (TEXT C372)

 E-mail Address (TEXT C373)

 Telephone: Area code/phone number/extension (TEXT C374)

 FAX: Area code/phone number (TEXT C375)

USA PATRIOT Act Section 314(a) Anti-Money Laundering Contact Information

This information is being requested to identify points-of-contact who are in charge of your depository institution's Section 314(a) searches and who could be contacted by federal law enforcement officers for additional information related to anti-terrorist financing and anti-money laundering. Please provide information for a secondary contact if available. Information for a third and fourth contact may be provided at the bank's option. Enter 'none' for the primary contact's e-mail address or fax number if not available. USA PATRIOT Act contact information is for the confidential use of the Agencies and the Financial Crimes Enforcement Network (FinCEN) and will not be released to the public.

Primary Contact

Name (TEXT C437)

Title (TEXT C438)

E-mail Address (TEXT C439)

Telephone: Area code/phone number/extension (TEXT C440)

FAX: Area code/phone number (TEXT C441)

Secondary Contact

Name (TEXT C442)

Title (TEXT C443)

E-mail Address (TEXT C444)

Telephone: Area code/phone number/extension (TEXT C445)

FAX: Area code/phone number (TEXT C446)

Third Contact

Name (TEXT C870)

Title (TEXT C871)

E-mail Address (TEXT C872)

Telephone: Area code/phone number/extension (TEXT C873)

FAX: Area code/phone number (TEXT C874)

Fourth Contact

Name (TEXT C875)

Title (TEXT C876)

E-mail Address (TEXT C877)

Telephone: Area code/phone number/extension (TEXT C878)

FAX: Area code/phone number (TEXT C879)

Consolidated Report of Income for the period January 1, 2005 - September 30, 2005

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

		Bil	Mill	Thou	
1. Interest income:					
a. Interest and fee income on loans:					
(1) In domestic offices:					
(a) Loans secured by real estate	RIAD4011		665,000		1.a.(1)(a)
(b) Loans to finance agricultural production and other loans to farmers	RIAD4024		0		1.a.(1)(b)
(c) Commercial and industrial loans	RIAD4012		877,000		1.a.(1)(c)
(d) Loans to individuals for household, family, and other personal expenditures:					
(1) Credit cards	RIADB485		3,234,000		1.a.(1)(d)(1)
(2) Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	RIADB486		999,000		1.a.(1)(d)(2)
(e) Loans to foreign governments and official institutions	RIAD4056		0		1.a.(1)(e)
(f) All other loans in domestic offices	RIADB487		1,953,000		1.a.(1)(f)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs	RIAD4059		12,807,000		1.a.(2)
(3) Total interest and fee income on loans (sum of items 1.a.(1)(a) through 1.a.(2))	RIAD4010		20,535,000		1.a.(3)
b. Income from lease financing receivables	RIAD4065		478,000		1.b.
c. Interest income on balances due from depository institutions ⁽¹⁾	RIAD4115		892,000		1.c.
d. Interest and dividend income on securities:					
(1) U.S. Treasury securities and U.S. Government agency obligations (excluding mortgage-backed securities)	RIADB488		498,000		1.d.(1)
(2) Mortgage-backed securities	RIADB489		219,000		1.d.(2)
(3) All other securities (includes securities issued by states and political subdivisions in the U.S.) ..	RIAD4060		2,373,000		1.d.(3)
e. Interest income from trading assets	RIAD4069		1,483,000		1.e.
f. Interest income on federal funds sold and securities purchased under agreements to resell	RIAD4020		382,000		1.f.
g. Other interest income	RIAD4518		70,000		1.g.
h. Total interest income (sum of items 1.a.(3) through 1.g)	RIAD4107		26,930,000		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)	RIAD4508		36,000		2.a.(1)(a)
(b) Nontransaction accounts:					
(1) Savings deposits (includes MMDAs)	RIAD0093		1,132,000		2.a.(1)(b)(1)
(2) Time deposits of \$100,000 or more	RIADA517		735,000		2.a.(1)(b)(2)
(3) Time deposits of less than \$100,000	RIADA518		103,000		2.a.(1)(b)(3)
(2) Interest on deposits in foreign offices, Edge and Agreement subsidiaries, and IBFs	RIAD4172		6,051,000		2.a.(2)
b. Expense of federal funds purchased and securities sold under agreements to repurchase	RIAD4180		534,000		2.b.
c. Interest on trading liabilities and other borrowed money	RIAD4185		1,870,000		2.c.

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

Schedule RI - Continued

Dollar Amounts in Thousands

		Bil	Mil	Thou	
d. Interest on subordinated notes and debentures	RIAD4200		701,000		2.d.
e. Total interest expense (sum of items 2.a through 2.d)	RIAD4073		11,162,000		2.e.
3. Net interest income (item 1.h minus 2.e)	RIAD4074		15,768,000		3.
4. Provision for loan and lease losses	RIAD4230		3,561,000		4.
5. Noninterest income:					
a. Income from fiduciary activities ⁽¹⁾	RIAD4070		1,211,000		5.a.
b. Service charges on deposit accounts in domestic offices	RIAD4080		259,000		5.b.
c. Trading revenue ⁽²⁾	RIADA220		2,629,000		5.c.
d. Investment banking, advisory, brokerage, and underwriting fees and commissions	RIADB490		0		5.d.
e. Venture capital revenue	RIADB491		111,000		5.e.
f. Net servicing fees	RIADB492		1,322,000		5.f.
g. Net securitization income	RIADB493		2,832,000		5.g.
h.					
(1) Underwriting income from insurance and reinsurance activities	RIADC386		136,000		5.h.(1)
(2) Income from other insurance activities	RIADC387		553,000		5.h.(2)
i. Net gains (losses) on sales of loans and leases	RIAD5416		226,000		5.i.
j. Net gains (losses) on sales of other real estate owned	RIAD5415		11,000		5.j.
k. Net gains (losses) on sales of other assets (excluding securities)	RIADB496		366,000		5.k.
l. Other noninterest income ^(*)	RIADB497		6,303,000		5.l.
m. Total noninterest income (sum of items 5.a. through 5.l)	RIAD4079		15,959,000		5.m.
6.					
a. Realized gains (losses) on held-to-maturity securities	RIAD3521		8,000		6.a.
b. Realized gains (losses) on available-for-sale securities	RIAD3196		317,000		6.b.
7. Noninterest expense:					
a. Salaries and employee benefits	RIAD4135		8,230,000		7.a.
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest)	RIAD4217		2,196,000		7.b.
c.					
(1) Goodwill impairment losses	RIADC216		0		7.c.(1)
(2) Amortization expense and impairment losses for other intangible assets	RIADC232		527,000		7.c.(2)
d. Other noninterest expense ^(*)	RIAD4092		7,994,000		7.d.
e. Total noninterest expense (sum of items 7.a. through 7.d)	RIAD4093		18,947,000		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)	RIAD4301		9,544,000		8.
9. Applicable income taxes (on item 8)	RIAD4302		2,749,000		9.
10. Income (loss) before extraordinary items and other adjustments (item 8 minus item 9)	RIAD4300		6,795,000		10.
11. Extraordinary items and other adjustments, net of income taxes ^(*)	RIAD4320		0		11.
12. Net income (loss) (sum of items 10 and 11)	RIAD4340		6,795,000		12.

(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.

(*) Describe on Schedule RI-E - Explanations

Schedule RI - Continued

Memoranda

Dollar Amounts in Thousands

		Bil	Mil	Thou	
1. Interest expense incurred to carry tax-exempt securities, loans, and leases acquired after August 7, 1986, that is not deductible for federal income tax purposes	RIAD4513		16,000		M.1.
2. Income from the sale and servicing of mutual funds and annuities in domestic offices (included in Schedule RI, item 8)	RIAD8431		0		M.2.
3. Income on tax-exempt loans and leases to states and political subdivisions in the U.S. (included in Schedule RI, items 1.a and 1.b)	RIAD4313		9,000		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))	RIAD4507		350,000		M.4.
5. Number of full-time equivalent employees at end of current period (round to nearest whole number)	RIAD4150		181834		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⁾	RIAD9106				M.7.
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	RIAD8757		297,000		M.8.a.
b. Foreign exchange exposures	RIAD8758		1,898,000		M.8.b.
c. Equity security and index exposures	RIAD8759		258,000		M.8.c.
d. Commodity and other exposures	RIAD8760		176,000		M.8.d.
9. Impact on income of derivatives held for purposes other than trading:					
a. Net increase (decrease) to interest income	RIAD8761		176,000		M.9.a.
b. Net (increase) decrease to interest expense	RIAD8762		(315,000)		M.9.b.
c. Other (noninterest) allocations	RIAD8763		266,000		M.9.c.
10. Credit losses on derivatives (see instructions)	RIADA251		0		M.10.
11. Does the reporting bank have a Subchapter S election in effect for federal income tax purposes for the current tax year?	RIADA530		NO		M.11.

(1) For example, a bank acquired on March 1, 2005, would report 20050301.

Schedule RI-A - Changes in Equity Capital

Indicate decreases and losses in parentheses.

Dollar Amounts in Thousands

		Bil	Mil	Thou	
1. Total equity capital most recently reported for the December 31, 2004, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income)	RIAD3217	54,141,000			1.
2. Restatements due to corrections of material accounting errors and changes in accounting principles (*)	RIADB507	0			2.
3. Balance end of previous calendar year as restated (sum of items 1 and 2)	RIADB508	54,141,000			3.
4. Net income (loss) (must equal Schedule RI, item 12)	RIAD4340	6,795,000			4.
5. Sale, conversion, acquisition, or retirement of capital stock, net (excluding treasury stock transactions)	RIADB509	0			5.
6. Treasury stock transactions, net	RIADB510	0			6.
7. Changes incident to business combinations, net	RIAD4356	0			7.
8. LESS: Cash dividends declared on preferred stock	RIAD4470	97,000			8.
9. LESS: Cash dividends declared on common stock	RIAD4460	3,931,000			9.
10. Other comprehensive income (1)	RIADB511	(1,563,000)			10.
11. Other transactions with parent holding company(*) (not included in items 5, 6, 8, or 9 above)	RIAD4415	190,000			11.
12. Total equity capital end of current period (sum of items 3 through 11) (must equal Schedule RC, item 28)	RIAD3210	55,535,000			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 ⁽¹⁾ and Recoveries on Loans and Leases

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

Dollar Amounts in Thousands	(Column A) Charge-offs: Calendar YTD		(Column B) Recoveries: Calendar YTD		
1. Loans secured by real estate:					
a. Construction, land development, and other land loans in domestic offices	RIAD3582	0	RIAD3583	0	1.a.
b. Secured by farmland in domestic offices	RIAD3584	0	RIAD3585	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	RIAD5411	0	RIAD5412	0	1.c.(1)
(2) Closed-end loans secured by 1-4 family residential properties:					
(a) Secured by first liens	RIADC234	0	RIADC217	0	1.c.(2)(a)
(b) Secured by junior liens	RIADC235	1,000	RIADC218	0	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices	RIAD3588	4,000	RIAD3589	0	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices .	RIAD3590	0	RIAD3591	0	1.e.
f. In foreign offices	RIADB512	60,000	RIADB513	20,000	1.f.
2. Loans to depository institutions and acceptances of other banks:					
a. To U.S. banks and other U.S. depository institutions	RIAD4653	0	RIAD4663	0	2.a.
b. To foreign banks	RIAD4654	0	RIAD4664	1,000	2.b.
3. Loans to finance agricultural production and other loans to farmers .	RIAD4655	0	RIAD4665	0	3.
4. Commercial and industrial loans:					
a. To U.S. addressees (domicile)	RIAD4645	61,000	RIAD4617	56,000	4.a.
b. To non-U.S. addressees (domicile)	RIAD4646	234,000	RIAD4618	262,000	4.b.
5. Loans to individuals for household, family, and other personal expenditures:					
a. Credit cards	RIADB514	2,291,000	RIADB515	634,000	5.a.
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	RIADB516	2,874,000	RIADB517	298,000	5.b.
6. Loans to foreign governments and official institutions	RIAD4643	0	RIAD4627	98,000	6.
7. All other loans	RIAD4644	13,000	RIAD4628	26,000	7.
8. Lease financing receivables:					
a. To U.S. addressees (domicile)	RIAD4658	47,000	RIAD4668	30,000	8.a.
b. To non-U.S. addressees (domicile)	RIAD4659	21,000	RIAD4669	17,000	8.b.
9. Total (sum of items 1 through 8)	RIAD4635	5,606,000	RIAD4605	1,442,000	9.

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

Schedule RI-B - Continued

Memoranda

Dollar Amounts in Thousands	(Column A) Charge-offs: Calendar YTD		(Column B) Recoveries: Calendar YTD		
1. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RI-B, part I, items 4 and 7, above	RIAD5409	0	RIAD5410	0	M.1.
2. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RI-B, part I, item 1, above)	RIAD4652	60,000	RIAD4662	20,000	M.2.

Dollar Amounts in Thousands	Bil Mil Thou			
3. Not applicable <i>Memorandum item 4 is to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.</i>				
4. Uncollectible retail credit card fees and finance charges reversed against income (i.e., not included in charge-offs against the allowance for loan and lease losses)	RIADC388	437,000		M.4.

Schedule RI-B - Continued

Part II. Changes in Allowance for Loan and Lease Losses

Dollar Amounts in Thousands

		Bil	Mil	Thou	
1. Balance most recently reported for the December 31, 2004, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income)	RIADB522		7,897,000		1.
2. Recoveries (must equal part I, item 9, column B, above)	RIAD4605		1,442,000		2.
3. LESS: Charge-offs (must equal part I, item 9, column A, above less Schedule RI-B, part II, item 4)	RIADC079		5,606,000		3.
4. LESS: Write-downs arising from transfers of loans to a held-for-sale account	RIAD5523		0		4.
5. Provision for loan and lease losses (must equal Schedule RI, item 4)	RIAD4230		3,561,000		5.
6. Adjustments (see instructions for this schedule) (*)	RIADC233		(673,000)		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)	RIAD3123		6,621,000		7.

Memoranda

Dollar Amounts in Thousands

		Bil	Mil	Thou	
1. Allocated transfer risk reserve included in Schedule RI-B, part II, item 7, above	RIADC435		33,000		M.1.
<i>Memorandum items 2 and 3 are to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.</i>					
2. Separate valuation allowance for uncollectible retail credit card fees and finance charges	RIADC389		0		M.2.
3. Amount of allowance for loan and lease losses attributable to retail credit card fees and finance charges	RIADC390		303,000		M.3.
Memorandum item 4 is to be completed by all banks.					
4. Amount of allowance for post-acquisition losses on purchased impaired loans accounted for in accordance with AICPA Statement of Position 03-3 (included in Schedule RI-B, part II, item 7, above)	RIADC781		0		M.4.

(*) Describe on Schedule RI-E - Explanations.

Schedule RID

11

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.

Dollar Amounts in Thousands

		Bil	Mil	Thou	
1. Interest income and expense attributable to international operations:					
a. Gross interest income	RIADB523	16,176,000			1.a.
b. Gross interest expense	RIADB524	5,798,000			1.b.
2. Net interest income attributable to international operations (item 1.a minus 1.b.)	RIADB525	10,378,000			2.
3. Noninterest income and expense attributable to international operations:					
a. Noninterest income attributable to international operations	RIAD4097	7,930,000			3.a.
b. Provision for loan and lease losses attributable to international operations	RIAD4235	2,359,000			3.b.
c. Other noninterest expense attributable to international operations	RIAD4239	9,495,000			3.c.
d. Net noninterest income (expense) attributable to international operations (item 3.a minus 3.b and 3.c)	RIAD4843	(3,924,000)			3.d.
4. Estimated pretax income attributable to international operations before capital allocation adjustment (sum of items 2 and 3.d)	RIAD4844	6,454,000			4.
5. Adjustment to pretax income for internal allocations to international operations to reflect the effects of equity capital on overall bank funding costs	RIAD4845	(225,000)			5.
6. Estimated pretax income attributable to international operations after capital allocation adjustment (sum of items 4 and 5)	RIAD4846	6,229,000			6.
7. Income taxes attributable to income from international operations as estimated in item 6	RIAD4797	1,750,000			7.
8. Estimated net income attributable to international operations (item 6 minus 7)	RIAD4341	4,479,000			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

		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	RIADC013	0		1.a.
b.	Earnings on/increase in value of cash surrender value of life insurance	RIADC014	0		1.b.
c.	Income and fees from automated teller machines (ATMs)	RIADC016	0		1.c.
d.	Rent and other income from other real estate owned	RIAD4042	0		1.d.
e.	Safe deposit box rent	RIADC015	0		1.e.
f.	TEXT4461 Operating Income from Affiliates	RIAD4461	1,856,000		1.f.
g.	TEXT4462 Credit & Charge Card Fees	RIAD4462	696,000		1.g.
h.	TEXT4463	RIAD4463	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	RIADC017	822,000		2.a.
b.	Advertising and marketing expenses	RIAD0497	1,485,000		2.b.
c.	Directors' fees	RIAD4136	0		2.c.
d.	Printing, stationery, and supplies	RIADC018	470,000		2.d.
e.	Postage	RIAD8403	0		2.e.
f.	Legal fees and expenses	RIAD4141	0		2.f.
g.	FDIC deposit insurance assessments	RIAD4146	0		2.g.
h.	TEXT4464 Operating Expense Paid to Affiliates	RIAD4464	1,158,000		2.h.
i.	TEXT4467 Technology/Communication Expense	RIAD4467	695,000		2.i.
j.	TEXT4468	RIAD4468	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) TEXT4469	RIAD4469	0		3.a.(1)
	(2) Applicable income tax effect	RIAD4486	0		3.a.(2)
b.	(1) TEXT4487	RIAD4487	0		3.b.(1)
	(2) Applicable income tax effect	RIAD4488	0		3.b.(2)
c.	(1) TEXT4489	RIAD4489	0		3.c.(1)
	(2) Applicable income tax effect	RIAD4491	0		3.c.(2)

Schedule RI-E - Continued

Dollar Amounts in Thousands

		Bil	Mil	Thou	
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. TEXTB526	RIADB526		0		4.a.
b. TEXTB527	RIADB527		0		4.b.
5. Other transactions with parent holding company (from Schedule RI-A, item 11) (itemize and describe all such transactions):					
a. TEXT4498 Capital Contribution/Other	RIAD4498		190,000		5.a.
b. TEXT4499	RIAD4499		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. TEXT4521 Foreign Currency Translation / Other	RIAD4521		(673,000)		6.a.
b. TEXT4522	RIAD4522		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):					
a. Do you have comments?	RIAD4769		NO		7.a.
b. Other explanations (TEXT 4769)					

Consolidated Report of Condition for Insured Commercial and State-Chartered Savings Banks for September 30, 2005

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

		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⁾	RCFD0081	16,437,000			1.a.
b. Interest-bearing balances ⁽²⁾	RCFD0071	28,389,000			1.b.
2. Securities:					
a. Held-to-maturity securities (from Schedule RC-B, column A)	RCFD1754	0			2.a.
b. Available-for-sale securities (from Schedule RC-B, column D)	RCFD1773	108,701,000			2.b.
3. Federal funds sold and securities purchased under agreements to resell:					
a. Federal funds sold in domestic offices	RCONB987	14,072,000			3.a.
b. Securities purchased under agreements to resell ⁽³⁾	RCFDB989	8,791,000			3.b.
4. Loans and lease financing receivables (from Schedule RC-C):					
a. Loans and leases held for sale	RCFD5369	1,568,000			4.a.
b. Loans and leases, net of unearned income	RCFDB528	376,526,000			4.b.
c. LESS: Allowance for loan and lease losses	RCFD3123	6,621,000			4.c.
d. Loans and leases, net of unearned income and allowance (item 4.b minus 4.c)	RCFDB529	369,905,000			4.d.
5. Trading assets (from Schedule RC-D)	RCFD3545	96,042,000			5.
6. Premises and fixed assets (including capitalized leases)	RCFD2145	4,207,000			6.
7. Other real estate owned (from Schedule RC-M)	RCFD2150	54,000			7.
8. Investments in unconsolidated subsidiaries and associated companies (from Schedule RC-M)	RCFD2130	1,277,000			8.
9. Customers' liability to this bank on acceptances outstanding	RCFD2155	1,010,000			9.
10. Intangible assets:					
a. Goodwill	RCFD3163	9,123,000			10.a.
b. Other intangible assets (from Schedule RC-M)	RCFD0426	10,607,000			10.b.
11. Other assets (from Schedule RC-F)	RCFD2160	34,433,000			11.
12. Total assets (sum of items 1 through 11)	RCFD2170	704,616,000			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)	RCON2200	128,873,000			13.a.
(1) Noninterest-bearing ⁽¹⁾	RCON6631	22,598,000			13.a.(1)
(2) Interest-bearing	RCON6636	106,275,000			13.a.(2)
b. In foreign offices, Edge and Agreement subsidiaries, and IBFs (from Schedule RC-E, part II)	RCFN2200	348,584,000			13.b.
(1) Noninterest-bearing	RCFN6631	29,077,000			13.b.(1)
(2) Interest-bearing	RCFN6636	319,507,000			13.b.(2)
14. Federal funds purchased and securities sold under agreements to repurchase:					
a. Federal funds purchased in domestic offices ⁽²⁾	RCONB993	19,291,000			14.a.
b. Securities sold under agreements to repurchase ⁽³⁾	RCFDB995	4,971,000			14.b.
15. Trading liabilities (from Schedule RC-D)	RCFD3548	52,879,000			15.
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule RC-M)	RCFD3190	46,937,000			16.
17. Not applicable					
18. Bank's liability on acceptances executed and outstanding	RCFD2920	1,010,000			18.
19. Subordinated notes and debentures ⁽⁴⁾	RCFD3200	14,975,000			19.
20. Other liabilities (from Schedule RC-G)	RCFD2930	31,089,000			20.
21. Total liabilities (sum of items 13 through 20)	RCFD2948	648,609,000			21.
22. Minority interest in consolidated subsidiaries	RCFD3000	472,000			22.
EQUITY CAPITAL					
23. Perpetual preferred stock and related surplus	RCFD3838	1,950,000			23.
24. Common stock	RCFD3230	751,000			24.
25. Surplus (exclude all surplus related to preferred stock)	RCFD3839	26,162,000			25.
26.					
a. Retained earnings	RCFD3632	28,702,000			26.a.
b. Accumulated other comprehensive income ⁽⁵⁾	RCFDB530	(2,030,000)			26.b.
27. Other equity capital components ⁽⁶⁾	RCFDA130	0			27.
28. Total equity capital (sum of items 23 through 27)	RCFD3210	55,535,000			28.
29. Total liabilities, minority interest, and equity capital (sum of items 21, 22, and 28)	RCFD3300	704,616,000			29.

Memorandum

To be reported with the March Report of Condition.

		Number	
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 2004	RCFD6724	N/A	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			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)
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)			5 = Directors' examination of the bank performed by other external auditors (may be required by state chartering authority)
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			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		
1. Cash items in process of collection, unposted debits, and currency and coin	RCFD0022	6,202,000			1.
a. Cash items in process of collection and unposted debits			RCON0020	3,010,000	1.a.
b. Currency and coin			RCON0080	374,000	1.b.
2. Balances due from depository institutions in the U.S.			RCON0082	4,087,000	2.
a. U.S. branches and agencies of foreign banks (including their IBFs)					2.a.
b. Other commercial banks in the U.S. and other depository institutions in the U.S. (including their IBFs)	RCFD0083	1,712,000			2.b.
3. Balances due from banks in foreign countries and foreign central banks	RCFD0085	4,351,000			3.
a. Foreign branches of other U.S. banks			RCON0070	58,000	3.a.
b. Other banks in foreign countries and foreign central banks	RCFD0073	236,000			3.b.
4. Balances due from Federal Reserve Banks	RCFD0074	31,581,000			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)	RCFD0090	744,000	RCON0090	730,000	5.
	RCFD0010	44,826,000	RCON0010	8,259,000	

Schedule RC-B - Securities

Exclude assets held for trading.

Dollar Amounts in Thousands	(Column A) Held-to-maturity Amortized Cost	(Column B) Held-to-maturity Fair Value	(Column C) Available-for- sale Amortized Cost	(Column D) Available-for- sale Fair Value	
1. U.S. Treasury securities	RCFD0211	RCFD0213	RCFD1286	RCFD1287	
	0	0	11,886,000	11,641,000	1.
2. U.S. Government agency obligations (exclude mortgage-backed securities):					
a. Issued by U.S. Government agencies ⁽¹⁾	RCFD1289	RCFD1290	RCFD1291	RCFD1293	
	0	0	104,000	106,000	2.a.
b. Issued by U.S. Government-sponsored agencies ⁽²⁾	RCFD1294	RCFD1295	RCFD1297	RCFD1298	
	0	0	5,840,000	5,756,000	2.b.
3. Securities issued by states and political subdivisions in the U.S.	RCFD8496	RCFD8497	RCFD8498	RCFD8499	
	0	0	10,962,000	11,466,000	3.
4. Mortgage-backed securities (MBS):					
a. Pass-through securities:					
(1) Guaranteed by GNMA	RCFD1698	RCFD1699	RCFD1701	RCFD1702	
	0	0	3,321,000	3,287,000	4.a.(1)
(2) Issued by FNMA and FHLMC	RCFD1703	RCFD1705	RCFD1706	RCFD1707	
	0	0	2,358,000	2,261,000	4.a.(2)
(3) Other pass-through securities	RCFD1709	RCFD1710	RCFD1711	RCFD1713	
	0	0	19,000	19,000	4.a.(3)
b. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS):					
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA	RCFD1714	RCFD1715	RCFD1716	RCFD1717	
	0	0	0	0	4.b.(1)
(2) Collateralized by MBS issued or guaranteed by FNMA, FHLMC, or GNMA	RCFD1718	RCFD1719	RCFD1731	RCFD1732	
	0	0	0	0	4.b.(2)
(3) All other mortgage-backed securities	RCFD1733	RCFD1734	RCFD1735	RCFD1736	
	0	0	0	0	4.b.(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	(Column A) Held-to-maturity Amortized Cost	(Column B) Held-to-maturity Fair Value	(Column C) Available-for- sale Amortized Cost	(Column D) Available-for- sale Fair Value	
5. Asset-backed securities (ABS):					
a. Credit card receivables	RCFDB838	RCFDB839	RCFDB840	RCFDB841	5.a.
	0	0	4,111,000	4,233,000	
b. Home equity lines	RCFDB842	RCFDB843	RCFDB844	RCFDB845	5.b.
	0	0	0	0	
c. Automobile loans	RCFDB846	RCFDB847	RCFDB848	RCFDB849	5.c.
	0	0	4,000	4,000	
d. Other consumer loans	RCFDB850	RCFDB851	RCFDB852	RCFDB853	5.d.
	0	0	32,000	32,000	
e. Commercial and industrial loans	RCFDB854	RCFDB855	RCFDB856	RCFDB857	5.e.
	0	0	0	0	
f. Other	RCFDB858	RCFDB859	RCFDB860	RCFDB861	5.f.
	0	0	1,431,000	1,431,000	
6. Other debt securities:					
a. Other domestic debt securities	RCFD1737	RCFD1738	RCFD1739	RCFD1741	6.a.
	0	0	12,231,000	11,987,000	
b. Foreign debt securities	RCFD1742	RCFD1743	RCFD1744	RCFD1746	6.b.
	0	0	56,299,000	56,209,000	
7. Investments in mutual funds and other equity securities with readily determinable fair values ⁽¹⁾			RCFDA510	RCFDA511	7.
			177,000	269,000	
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.)	RCFD1754	RCFD1771	RCFD1772	RCFD1773	8.
	0	0	108,775,000	108,701,000	

(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

		Bil	Mil	Thou	
1. Pledged securities ⁽¹⁾	RCFD0416	46,258,000			M.1.
2. Maturity and repricing data for debt securities (excluding those in nonaccrual status): ^{(1) (2)}					
a. Securities issued by the U.S. Treasury, U.S. Government agencies, and states and political subdivisions in the U.S.; other non-mortgage debt securities; and mortgage pass-through securities other than those backed by closed-end first lien 1-4 family residential mortgages with a remaining maturity or next repricing data of: ^{(3) (4)}					
(1) Three months or less	RCFDA549	14,075,000			M.2.a.(1)
(2) Over three months through 12 months	RCFDA550	14,827,000			M.2.a.(2)
(3) Over one year through three years	RCFDA551	31,899,000			M.2.a.(3)
(4) Over three years through five years	RCFDA552	9,177,000			M.2.a.(4)
(5) Over five years through 15 years	RCFDA553	11,121,000			M.2.a.(5)
(6) Over 15 years	RCFDA554	21,700,000			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	RCFDA555	0			M.2.b.(1)
(2) Over three months through 12 months	RCFDA556	80,000			M.2.b.(2)
(3) Over one year through three years	RCFDA557	221,000			M.2.b.(3)
(4) Over three years through five years	RCFDA558	8,000			M.2.b.(4)
(5) Over five years through 15 years	RCFDA559	39,000			M.2.b.(5)
(6) Over 15 years	RCFDA560	5,219,000			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	RCFDA561	0			M.2.c.(1)
(2) Over three years	RCFDA562	0			M.2.c.(2)
d. Debt securities with a REMAINING MATURITY of one year or less (included in Memorandum items 2.a through 2.c above)	RCFDA248	26,134,000			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)	RCFD1778	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	RCFD8782	0			M.4.a.
b. Fair value	RCFD8783	0			M.4.b.

(1) Includes held-to-maturity securities at amortized cost and available-for-sale securities at fair value.
 (2) Exclude investments in mutual funds and other equity securities with readily determinable fair values.
 (3) Report fixed rate debt securities by remaining maturity and floating 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 or the allocated transfer risk reserve from amounts reported in this schedule. Report (1) loans and leases held for sale at the lower of cost or market value and (2) loans and leases held for investment, net of unearned income. Exclude assets held for trading and commercial paper.

Dollar Amounts in Thousands	(Column A) Consolidated Bank		(Column B) Domestic Offices		
1. Loans secured by real estate	RCFD1410	56,255,000			1.
a. Construction, land development, and other land loans			RCON1415	594,000	1.a.
b. Secured by farmland (including farm residential and other improvements)			RCON1420	23,000	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			RCON1797	7,296,000	1.c.(1)
(2) Closed-end loans secured by 1-4 family residential properties:					
(a) Secured by first liens			RCON5367	6,566,000	1.c.(2)(a)
(b) Secured by junior liens			RCON5368	572,000	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties			RCON1460	965,000	1.d.
e. Secured by nonfarm nonresidential properties			RCON1480	2,146,000	1.e.
2. Loans to depository institutions and acceptances of other banks:					
a. To commercial banks in the U.S.			RCONB531	2,501,000	2.a.
(1) To U.S. branches and agencies of foreign banks	RCFDB532	71,000			2.a.(1)
(2) To other commercial banks in the U.S.	RCFDB533	2,572,000			2.a.(2)
b. To other depository institutions in the U.S.	RCFDB534	54,967,000	RCONB534	54,967,000	2.b.
c. To banks in foreign countries			RCONB535	466,000	2.c.
(1) To foreign branches of other U.S. banks	RCFDB536	53,000			2.c.(1)
(2) To other banks in foreign countries	RCFDB537	6,813,000			2.c.(2)
3. Loans to finance agricultural production and other loans to farmers	RCFD1590	470,000	RCON1590	0	3.
4. Commercial and industrial loans:					
a. To U.S. addressees (domicile)	RCFD1763	21,588,000	RCON1763	19,619,000	4.a.
b. To non-U.S. addressees (domicile)	RCFD1764	80,322,000	RCON1764	975,000	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	RCFDB538	47,612,000	RCONB538	28,327,000	6.a.
b. Other revolving credit plans	RCFDB539	12,477,000	RCONB539	651,000	6.b.
c. Other consumer loans (includes single payment, installment, and all student loans)	RCFD2011	61,177,000	RCON2011	27,702,000	6.c.
7. Loans to foreign governments and official institutions (including foreign central banks)	RCFD2081	1,197,000	RCON2081	88,000	7.
8. Obligations (other than securities and leases) of states and political subdivisions in the U.S.	RCFD2107	239,000	RCON2107	239,000	8.
9. Other loans	RCFD1563	25,606,000			9.
a. Loans for purchasing or carrying securities (secured and unsecured)			RCON1545	3,008,000	9.a.
b. All other loans (exclude consumer loans)			RCON1564	8,012,000	9.b.
10. Lease financing receivables (net of unearned income)			RCON2165	5,265,000	10.
a. Of U.S. addressees (domicile)	RCFD2182	4,596,000			10.a.
b. Of non-U.S. addressees (domicile)	RCFD2183	3,317,000			10.b.
11. LESS: Any unearned income on loans reflected in items 1-9 above	RCFD2123	1,238,000	RCON2123	131,000	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)	RCFD2122	378,094,000	RCON2122	169,851,000	12.

Schedule RC-C - Continued

Part I. Continued

Memoranda

Dollar Amounts in Thousands

		Bil	Mil	Thou	
1. Loans and leases restructured and in compliance with modified terms (included in Schedule RC-C, part I, and not reported as past due or nonaccrual in Schedule RC-N, Memorandum item 1) (exclude loans secured by 1-4 family residential properties and loans to individuals for household, family, and other personal expenditures)	RCFD1616		23,000		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⁾					
(1) Three months or less	RCONA564		152,000		M.2.a.(1)
(2) Over three months through 12 months	RCONA565		518,000		M.2.a.(2)
(3) Over one year through three years	RCONA566		1,128,000		M.2.a.(3)
(4) Over three years through five years	RCONA567		1,619,000		M.2.a.(4)
(5) Over five years through 15 years	RCONA568		1,338,000		M.2.a.(5)
(6) Over 15 years	RCONA569		1,777,000		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⁾					
(1) Three months or less	RCFDA570		199,392,000		M.2.b.(1)
(2) Over three months through 12 months	RCFDA571		48,357,000		M.2.b.(2)
(3) Over one year through three years	RCFDA572		70,445,000		M.2.b.(3)
(4) Over three years through five years	RCFDA573		35,029,000		M.2.b.(4)
(5) Over five years through 15 years	RCFDA574		13,070,000		M.2.b.(5)
(6) Over 15 years	RCFDA575		3,118,000		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)	RCFDA247		133,934,000		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⁾	RCFD2746		562,000		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)	RCON5370		3,744,000		M.4.
5. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RC-C, part I, item 1, column A)	RCFDB837		36,552,000		M.5.
<i>Memorandum item 6 is to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.</i>					
6. Outstanding credit card fees and finance charges included in Schedule RC-C, part I, item 6.a, column A	RCFDC391		2,969,000		M.6.
<i>Memorandum item 7 is to be completed by all banks.</i>					
7. Purchased impaired loans held for investment accounted for in accordance with AICPA Statement of Position 03-3 (exclude loans held for sale):					
a. Outstanding balance	RCFDC779		0		M.7.a.
b. Carrying amount included in Schedule RC-C, part I, items 1 through 9	RCFDC780		0		M.7.b.

(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

		Yes/No
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 "X" in the box marked "NO.")	RCON6999	N/A

1.

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.

		Number
2. Report the total number of loans currently outstanding for each of the following Schedule RC-C, part I, loan categories:		
a. "Loans secured by farmland (including farm residential and other improvements)" reported in Schedule RC-C, part I, item 1.b, (Note: Item 1.b divided by the number of loans should NOT exceed \$100,000.)	RCON5562	N/A
b. "Loans to finance agricultural production and other loans to farmers" reported in Schedule RC-C, part I, item 3 (Note: Item 3 divided by the number of loans should NOT exceed \$100,000.)	RCON5563	N/A

2.a.

2.b.

Dollar Amounts in Thousands	(Column A) Number of Loans	(Column B) Amount Currently Outstanding	(Column A) Number of Loans	(Column B) Amount Currently Outstanding	
3. Number and amount currently outstanding of "Loans secured by nonfarm nonresidential properties" in domestic offices reported in Schedule RC-C, part I, item 1.e, column B (sum of items 3.a through 3.c must be less than or equal to Schedule RC-C, part I, item 1.e, column B):					
a. With original amounts of \$100,000 or less	RCON5564	N/A	RCON5565	N/A	3.a.
b. With original amounts of more than \$100,000 through \$250,000	RCON5566	N/A	RCON5567	N/A	3.b.
c. With original amounts of more than \$250,000 through \$1,000,000	RCON5568	N/A	RCON5569	N/A	3.c.
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	RCON5570	N/A	RCON5571	N/A	4.a.
b. With original amounts of more than \$100,000 through \$250,000	RCON5572	N/A	RCON5573	N/A	4.b.
c. With original amounts of more than \$250,000 through \$1,000,000	RCON5574	N/A	RCON5575	N/A	4.c.

Schedule RC-C - Continued

Part II. Continued

Agricultural Loans to Small Farms

		Yes/No
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 "X" in the box marked "NO.")		
	RCON6860	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.

		Number
6. Report the total number of loans currently outstanding for each of the following Schedule RC-C, part I, loan categories:		
a. "Loans secured by farmland (including farm residential and other improvements)" reported in Schedule RC-C, part I, item 1.b, (Note: Item 1.b divided by the number of loans should NOT exceed \$100,000.)	RCON5576	N/A
b. "Loans to finance agricultural production and other loans to farmers" reported in Schedule RC-C, part I, item 3 (Note: Item 3 divided by the number of loans should NOT exceed \$100,000.)	RCON5577	N/A

6.a.

6.b.

Dollar Amounts in Thousands	(Column A) Number of Loans	(Column B) Amount Currently Outstanding	(Column A) Number of Loans	(Column B) Amount Currently Outstanding	
7. Number and amount currently outstanding of "Loans secured by farmland (including farm residential and other improvements)" 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):					
a. With original amounts of \$100,000 or less	RCON5578	N/A	RCON5579	N/A	7.a.
b. With original amounts of more than \$100,000 through \$250,000	RCON5580	N/A	RCON5581	N/A	7.b.
c. With original amounts of more than \$250,000 through \$500,000	RCON5582	N/A	RCON5583	N/A	7.c.
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	RCON5584	N/A	RCON5585	N/A	8.a.
b. With original amounts of more than \$100,000 through \$250,000	RCON5586	N/A	RCON5587	N/A	8.b.
c. With original amounts of more than \$250,000 through \$500,000	RCON5588	N/A	RCON5589	N/A	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

		Bil	Mil	Thou	
ASSETS					
1. U.S. Treasury securities in domestic offices	RCON3531	1,301,000			1.
2. U.S. Government agency obligations in domestic offices (exclude mortgage-backed securities)	RCON3532	0			2.
3. Securities issued by states and political subdivisions in the U.S. in domestic offices	RCON3533	0			3.
4. Mortgage-backed securities (MBS) in domestic offices:					
a. Pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA	RCON3534	1,018,000			4.a.
b. Other mortgage-backed securities issued or guaranteed by FNMA, FHLMC, or GNMA (include CMOs, REMICs, and stripped MBS)	RCON3535	1,742,000			4.b.
c. All other mortgage-backed securities	RCON3536	77,000			4.c.
5. Other debt securities in domestic offices	RCON3537	3,314,000			5.
6. Not applicable					
7. Not applicable					
8. Not applicable					
9. Other trading assets in domestic offices	RCON3541	19,815,000			9.
10. Trading assets in foreign offices	RCFN3542	21,895,000			10.
11. Derivatives with a positive fair value:					
a. In domestic offices	RCON3543	17,706,000			11.a.
b. In foreign offices	RCFN3543	29,174,000			11.b.
12. Total trading assets (sum of items 1 through 11) (must equal Schedule RC, item 5)	RCFD3545	96,042,000			12.
LIABILITIES					
13. Liability for short positions	RCFD3546	7,896,000			13.
14. Derivatives with a negative fair value	RCFD3547	44,983,000			14.
15. Total trading liabilities (sum of items 13 and 14) (must equal Schedule RC, item 15)	RCFD3548	52,879,000			15.

Schedule RC-E -- Deposit Liabilities

Part I. Deposits in Domestic Offices

Dollar Amounts in Thousands	(Column A) Total Transaction accounts (including total demand deposits)	(Column B) Memo: Total demand deposits (included in col A)	(Column C) Total nontransaction accounts (including MMDAs)	
Deposits of:				
1. Individuals, partnerships, and corporations (include all certified and official checks)	RCONB549 12,061,000		RCONB550 112,798,000	1.
2. U.S. Government	RCON2202 2,000		RCON2520 0	2.
3. States and political subdivisions in the U.S.	RCON2203 104,000		RCON2530 1,339,000	3.
4. Commercial banks and other depository institutions in the U.S.	RCONB551 906,000		RCONB552 11,000	4.
5. Banks in foreign countries	RCON2213 1,529,000		RCON2236 0	5.
6. Foreign governments and official institutions (including foreign central banks)	RCON2216 123,000		RCON2377 0	6.
7. Total (sum of items 1 through 6) (sum of columns A and C must equal Schedule RC, item 13.a)	RCON2215 14,725,000	RCON2210 12,519,000	RCON2385 114,148,000	7.

Schedule RC-E - Continued

Part I. Continued

Memoranda

Dollar Amounts in Thousands

		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	RCON6835	1,548,000			M.1.a.
b. Total brokered deposits	RCON2365	43,914,000			M.1.b.
c. Fully insured brokered deposits (included in Memorandum item 1.b above):					
(1) Issued in denominations of less than \$100,000	RCON2343	28,502,000			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	RCON2344	15,000			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)	RCONA243	28,499,000			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)	RCONA244	15,376,000			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)	RCON5590	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)	RCON6810	81,509,000			M.2.a.(1)
(2) Other savings deposits (excludes MMDAs)	RCON0352	5,174,000			M.2.a.(2)
b. Total time deposits of less than \$100,000	RCON6648	3,592,000			M.2.b.
c. Total time deposits of \$100,000 or more	RCON2604	23,873,000			M.2.c.
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 or next repricing date of: ⁽¹⁾ ⁽²⁾					
(1) Three months or less	RCONA579	571,000			M.3.a.(1)
(2) Over three months through 12 months	RCONA580	2,022,000			M.3.a.(2)
(3) Over one year through three years	RCONA581	475,000			M.3.a.(3)
(4) Over three years	RCONA582	524,000			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) and 3.a.(2) above) ⁽³⁾	RCONA241	2,593,000			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	RCONA584	20,582,000			M.4.a.(1)
(2) Over three months through 12 months	RCONA585	1,766,000			M.4.a.(2)
(3) Over one year through three years	RCONA586	436,000			M.4.a.(3)
(4) Over three years	RCONA587	1,089,000			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) and 4.a.(2) above) ⁽³⁾	RCONA242	22,348,000			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.

(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.

Schedule RC-E - Continued

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

Dollar Amounts in Thousands			Bil	Mil	Thou	
Deposits of:						
1. Individuals, partnerships, and corporations (include all certified and official checks)	RCFNB553		295,479,000			1.
2. U.S. banks (including IBFs and foreign branches of U.S. banks) and other U.S. depository institutions	RCFNB554		7,271,000			2.
3. Foreign banks (including U.S. branches and agencies of foreign banks, including their IBFs)	RCFN2625		29,736,000			3.
4. Foreign governments and official institutions (including foreign central banks)	RCFN2650		15,957,000			4.
5. U.S. Government and states and political subdivisions in the U.S.	RCFNB555		141,000			5.
6. Total (sum of items 1 through 5) (must equal Schedule RC, item 13.b)	RCFN2200		348,584,000			6.

Memorandum

Dollar Amounts in Thousands			Bil	Mil	Thou	
1. Time deposits with a remaining maturity of one year or less (included in Part II, item 6 above)	RCFNA245		114,179,000			M.1.

Schedule RC-F - Other Assets

Dollar Amounts in Thousands

		Bil	Mil	Thou	
1. Accrued interest receivable ⁽¹⁾	RCFDB556		5,415,000		1.
2. Net deferred tax assets ⁽²⁾	RCFD2148		3,035,000		2.
3. Interest-only strips receivable (not in the form of a security) on: ⁽³⁾					
a. Mortgage loans	RCFDA519		637,000		3.a.
b. Other financial assets	RCFDA520		0		3.b.
4. Equity securities that DO NOT have readily determinable fair values ⁽⁴⁾	RCFD1752		3,437,000		4.
5. All other assets (itemize and describe amounts greater than \$25,000 that exceed 25% of this item)					
.....	RCFD2168		21,909,000		5.
a. Prepaid expenses	RCFD2166		0		5.a.
b. Cash surrender value of life insurance	RCFDC009		0		5.b.
c. Repossessed personal property (including vehicles)	RCFD1578		0		5.c.
d. Derivatives with a positive fair value held for purposes other than trading	RCFDC010		0		5.d.
e. Retained interests in accrued interest receivable related to securitized credit cards	RCFDC436		0		5.e.
f. TEXT3549	RCFD3549		0		5.f.
g. TEXT3550	RCFD3550		0		5.g.
h. TEXT3551	RCFD3551		0		5.h.
6. Total (sum of items 1 through 5) (must equal Schedule RC, item 11)	RCFD2160		34,433,000		6.

(1) Includes 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.

Schedule RC-G - Other Liabilities

Dollar Amounts in Thousands

		Bil	Mil	Thou	
1.					
a.	Interest accrued and unpaid on deposits in domestic offices ⁽¹⁾	RCON3645	164,000		1.a.
b.	Other expenses accrued and unpaid (includes accrued income taxes payable)	RCFD3646	8,273,000		1.b.
2.	Net deferred tax liabilities ⁽²⁾	RCFD3049	1,014,000		2.
3.	Allowance for credit losses on off-balance sheet credit exposures	RCFDB557	800,000		3.
4.	All other liabilities (itemize and describe amounts greater than \$25,000 that exceed 25% of this item)	RCFD2938	20,838,000		4.
a.	Accounts payable	RCFD3066	6,148,000		4.a.
b.	Deferred compensation liabilities	RCFDC011	0		4.b.
c.	Dividends declared but not yet payable	RCFD2932	0		4.c.
d.	Derivatives with a negative fair value held for purposes other than trading	RCFDC012	0		4.d.
e.	TEXT3552	RCFD3552	0		4.e.
f.	TEXT3553	RCFD3553	0		4.f.
g.	TEXT3554	RCFD3554	0		4.g.
5.	Total (sum of items 1 through 4) (must equal Schedule RC, item 20)	RCFD2930	31,089,000		5.

(1) For savings banks, include "dividends" accrued and unpaid on deposits.
 (2) See discussion of deferred income taxes in Glossary entry on "income taxes."

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

Dollar Amounts in Thousands

		Bil	Mil	Thou	
1. Customers' liability to this bank on acceptances outstanding	RCON2155		130,000		1.
2. Bank's liability on acceptances executed and outstanding	RCON2920		130,000		2.
3. Securities purchased under agreements to resell	RCONB989		1,554,000		3.
4. Securities sold under agreements to repurchase	RCONB995		1,769,000		4.
5. Other borrowed money	RCON3190		24,867,000		5.
<i>EITHER</i>					
6. Net due from own foreign offices, Edge and Agreement subsidiaries, and IBFs	RCON2163		0		6.
<i>OR</i>					
7. Net due to own foreign offices, Edge and Agreement subsidiaries, and IBFs	RCON2941		29,601,000		7.
8. Total assets (excludes net due from foreign offices, Edge and Agreement subsidiaries, and IBFs)	RCON2192		308,818,000		8.
9. Total liabilities (excludes net due to foreign offices, Edge and Agreement subsidiaries, and IBFs)	RCON3129		223,210,000		9.
In items 10-17, report the amortized (historical) cost of both held-to-maturity and available-for-sale securities in domestic offices.					
10. U.S. Treasury securities	RCON1039		9,962,000		10.
11. U.S. Government agency obligations (exclude mortgage-backed securities)	RCON1041		5,307,000		11.
12. Securities issued by states and political subdivisions in the U.S.	RCON1042		10,934,000		12.
13. Mortgage-backed securities (MBS):					
a. Pass-through securities:					
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA	RCON1043		5,375,000		13.a.(1)
(2) Other pass-through securities	RCON1044		19,000		13.a.(2)
b. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS):					
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA	RCON1209		0		13.b.(1)
(2) All other mortgage-backed securities	RCON1280		0		13.b.(2)
14. Other domestic debt securities (include domestic asset-backed securities)	RCON1281		17,694,000		14.
15. Foreign debt securities (include foreign asset-backed securities)	RCON1282		145,000		15.
16. Investments in mutual funds and other equity securities with readily determinable fair values	RCONA510		131,000		16.
17. Total amortized (historical) cost of both held-to-maturity and available-for-sale securities (sum of items 10 through 16)	RCON1374		49,567,000		17.
18. Equity securities that do not have readily determinable fair values	RCON1752		2,107,000		18.

Schedule RCI

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Schedule RC-I - Assets and Liabilities of IBFs

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

Dollar Amounts in Thousands

		Bil	Mil	Thou	
1. Total IBF assets of the consolidated bank (component of Schedule RC, item 12)	RCFN2133		6,043,000		1.
2. Total IBF liabilities (component of Schedule RC, item 21)	RCFN2898		13,228,000		2.

Schedule RC-K - Quarterly Averages (1)

Dollar Amounts in Thousands

		Bil	Mil	Thou	
ASSETS					
1. Interest-bearing balances due from depository institutions	RCFD3381	28,652,000			1.
2. U.S. Treasury securities and U.S. Government agency obligations (excluding mortgage-backed securities) (2)	RCFDB558	20,423,000			2.
3. Mortgage-backed securities (2)	RCFDB559	5,763,000			3.
4. All other securities (includes securities issued by states and political subdivisions in the U.S.) (2) (3)	RCFDB560	83,018,000			4.
5. Federal funds sold and securities purchased under agreements to resell	RCFD3365	22,441,000			5.
6. Loans:					
a. Loans in domestic offices:					
(1) Total loans	RCON3360	160,905,000			6.a.(1)
(2) Loans secured by real estate	RCON3385	17,262,000			6.a.(2)
(3) Loans to finance agricultural production and other loans to farmers	RCON3386	0			6.a.(3)
(4) Commercial and industrial loans	RCON3387	18,807,000			6.a.(4)
(5) Loans to individuals for household, family, and other personal expenditures:					
(a) Credit cards	RCONB561	33,444,000			6.a.(5)(a)
(b) Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	RCONB562	28,261,000			6.a.(5)(b)
b. Total loans in foreign offices, Edge and Agreement subsidiaries, and IBFs	RCFN3360	206,417,000			6.b.
7. Trading assets	RCFD3401	91,504,000			7.
8. Lease financing receivables (net of unearned income)	RCFD3484	8,176,000			8.
9. Total assets (4)	RCFD3368	707,034,000			9.
LIABILITIES					
10. Interest-bearing transaction accounts in domestic offices (NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts) (exclude demand deposits)	RCON3485	2,326,000			10.
11. Nontransaction accounts in domestic offices:					
a. Savings deposits (includes MMDAs)	RCONB563	90,516,000			11.a.
b. Time deposits of \$100,000 or more	RCONA514	21,766,000			11.b.
c. Time deposits of less than \$100,000	RCONA529	3,471,000			11.c.
12. Interest-bearing deposits in foreign offices, EDGE and Agreement subsidiaries, and IBFs	RCFN3404	315,134,000			12.
13. Federal funds purchased and securities sold under agreements to repurchase	RCFD3353	20,957,000			13.
14. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases)	RCFD3355	50,312,000			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

		Bil	Mil	Thou	
1. Unused commitments:					
a. Revolving, open-end lines secured by 1-4 family residential properties, e.g., home equity lines ...	RCFD3814		7,429,000		1.a.
b. Credit card lines	RCFD3815		364,159,000		1.b.
c.					
(1) Commitments to fund commercial real estate, construction, and land development loans secured by real estate	RCFD3816		880,000		1.c.(1)
(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate	RCFD6550		280,000		1.c.(2)
d. Securities underwriting	RCFD3817		24,000		1.d.
e. Other unused commitments	RCFD3818		282,246,000		1.e.
2. Financial standby letters of credit and foreign office guarantees	RCFD3819		47,514,000		2.
a. Amount of financial standby letters of credit conveyed to others	RCFD3820		11,604,000		2.a.
3. Performance standby letters of credit and foreign office guarantees	RCFD3821		12,393,000		3.
a. Amount of performance standby letters of credit conveyed to others	RCFD3822		325,000		3.a.
4. Commercial and similar letters of credit	RCFD3411		5,288,000		4.
5. Participations in acceptances (as described in the instructions) conveyed to others by the reporting bank	RCFD3428		0		5.
6. Securities lent (including customers' securities lent where the customer is indemnified against loss by the reporting bank)	RCFD3433		80,570,000		6.
7. Credit derivatives:					
a. Notional amount of credit derivatives on which the reporting bank is the guarantor	RCFDA534		375,618,000		7.a.
(1) Gross positive fair value	RCFDC219		2,610,000		7.a.(1)
(2) Gross negative fair value	RCFDC220		3,129,000		7.a.(2)
b. Notional amount of credit derivatives on which the reporting bank is the beneficiary	RCFDA535		420,661,000		7.b.
(1) Gross positive fair value	RCFDC221		3,333,000		7.b.(1)
(2) Gross negative fair value	RCFDC222		3,071,000		7.b.(2)
8. Spot foreign exchange contracts	RCFD8765		285,036,000		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")	RCFD3430		4,587,000		9.
a. Securities borrowed	RCFD3432		0		9.a.
b. Commitments to purchase when-issued securities	RCFD3434		0		9.b.
c. TEXT3555	RCFD3555		0		9.c.
d. TEXT3556	RCFD3556		0		9.d.
e. TEXT3557	RCFD3557		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")	RCFD5591		90,000		10.
a. Commitments to sell when-issued securities	RCFD3435		0		10.a.
b. TEXT5592	RCFD5592		0		10.b.
c. TEXT5593	RCFD5593		0		10.c.
d. TEXT5594	RCFD5594		0		10.d.
e. TEXT5595	RCFD5595		0		10.e.
11. Year-to-date merchant credit card sales volume:					
a. Sales for which the reporting bank is the acquiring bank	RCFDC223		26,030,000		11.a.
b. Sales for which the reporting bank is the agent bank with risk	RCFDC224		0		11.b.

Schedule RC-L - Continued

Dollar Amounts in Thousands	(Column A) Interest Rate Contracts	(Column B) Foreign Exchange Contracts	(Column C) Equity Derivative Contracts	(Column D) Commodity and Other Contracts	
12. Gross amounts (e.g., notional amounts) (for each column, sum of items 12.a through 12.e must equal sum of items 13 and 14):					
a. Futures contracts	RCFD8693	RCFD8694	RCFD8695	RCFD8696	12.a.
	327,868,000	6,014,000	4,139,000	7,428,000	
b. Forward contracts	RCFD8697	RCFD8698	RCFD8699	RCFD8700	12.b.
	702,095,000	1,584,437,000	2,841,000	3,249,000	
c. Exchange-traded option contracts:					
(1) Written options	RCFD8701	RCFD8702	RCFD8703	RCFD8704	12.c.(1)
	192,358,000	829,000	1,150,000	138,000	
(2) Purchased options	RCFD8705	RCFD8706	RCFD8707	RCFD8708	12.c.(2)
	147,383,000	754,000	789,000	312,000	
d. Over-the-counter option contracts:					
(1) Written options	RCFD8709	RCFD8710	RCFD8711	RCFD8712	12.d.(1)
	1,483,043,000	274,512,000	29,543,000	7,631,000	
(2) Purchased options	RCFD8713	RCFD8714	RCFD8715	RCFD8716	12.d.(2)
	1,344,141,000	255,398,000	30,716,000	8,871,000	
e. Swaps	RCFD3450	RCFD3826	RCFD8719	RCFD8720	12.e.
	12,061,488,000	527,598,000	51,064,000	11,621,000	
13. Total gross notional amount of derivative contracts held for trading	RCFDA126	RCFDA127	RCFD8723	RCFD8724	13.
	15,914,499,000	2,608,490,000	120,110,000	39,250,000	
14. Total gross notional amount of derivative contracts held for purposes other than trading	RCFD8725	RCFD8726	RCFD8727	RCFD8728	14.
	343,877,000	41,052,000	132,000	0	
a. Interest rate swaps where the bank has agreed to pay a fixed rate	RCFDA589				14.a.
	56,589,000				
15. Gross fair values of derivative contracts:					
a. Contracts held for trading:					
(1) Gross positive fair value	RCFD8733	RCFD8734	RCFD8735	RCFD8736	15.a.(1)
	200,565,000	43,830,000	7,324,000	8,280,000	
(2) Gross negative fair value	RCFD8737	RCFD8738	RCFD8739	RCFD8740	15.a.(2)
	199,591,000	41,680,000	7,307,000	8,092,000	
b. Contracts held for purposes other than trading:					
(1) Gross positive fair value	RCFD8741	RCFD8742	RCFD8743	RCFD8744	15.b.(1)
	2,337,000	246,000	11,000	0	
(2) Gross negative fair value	RCFD8745	RCFD8746	RCFD8747	RCFD8748	15.b.(2)
	1,224,000	275,000	1,000	0	

Schedule RC-M - Memoranda

Dollar Amounts in Thousands

		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	RCFD6164		17,000		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	RCFD6165		8		1.b.
2. Intangible assets other than goodwill:					
a. Mortgage servicing assets	RCFD3164		4,179,000		2.a.
(1) Estimated fair value of mortgage servicing assets	RCFDA590		4,193,000		2.a.(1)
b. Purchased credit card relationships and nonmortgage servicing assets	RCFDB026		3,550,000		2.b.
c. All other identifiable intangible assets	RCFD5507		2,878,000		2.c.
d. Total (sum of items 2.a, 2.b, and 2.c) (must equal Schedule RC, item 10.b)	RCFD0426		10,607,000		2.d.
3. Other real estate owned:					
a. Direct and indirect investments in real estate ventures	RCFD5372		0		3.a.
b. All other real estate owned:					
(1) Construction, land development, and other land in domestic offices	RCON5508		0		3.b.(1)
(2) Farmland in domestic offices	RCON5509		0		3.b.(2)
(3) 1-4 family residential properties in domestic offices	RCON5510		1,000		3.b.(3)
(4) Multifamily (5 or more) residential properties in domestic offices	RCON5511		0		3.b.(4)
(5) Nonfarm nonresidential properties in domestic offices	RCON5512		0		3.b.(5)
(6) In foreign offices	RCFN5513		53,000		3.b.(6)
c. Total (sum of items 3.a and 3.b) (must equal Schedule RC, item 7)	RCFD2150		54,000		3.c.
4. Investments in unconsolidated subsidiaries and associated companies:					
a. Direct and indirect investments in real estate ventures	RCFD5374		0		4.a.
b. All other investments in unconsolidated subsidiaries and associated companies	RCFD5375		1,277,000		4.b.
c. Total (sum of items 4.a and 4.b) (must equal Schedule RC, item 8)	RCFD2130		1,277,000		4.c.
5. Other borrowed money:					
a. Federal Home Loan Bank advances:					
(1) With a remaining maturity of one year or less ⁽¹⁾	RCFD2651		0		5.a.(1)
(2) With a remaining maturity of more than one year through three years	RCFDB565		0		5.a.(2)
(3) With a remaining maturity of more than three years	RCFDB566		0		5.a.(3)
b. Other borrowings:					
(1) With a remaining maturity of one year or less	RCFDB571		26,678,000		5.b.(1)
(2) With a remaining maturity of more than one year through three years	RCFDB567		12,522,000		5.b.(2)
(3) With a remaining maturity of more than three years	RCFDB568		7,737,000		5.b.(3)
c. Total (sum of items 5.a.(1) through 5.b.(3)) (must equal Schedule RC, item 16)	RCFD3190		46,937,000		5.c.
6. Does the reporting bank sell private label or third party mutual funds and annuities?	RCFDB569	YES			6.
7. Assets under the reporting bank's management in proprietary mutual funds and annuities	RCFDB570		8,875,000		7.
8. Primary Internet Web site address of bank (home page), if any	TEXT4087	www.citibank.com			8.
9. Do any of the bank's Internet Web sites have transactional capability, i.e., allow the bank's customers to execute transactions on their accounts through the Web site?	RCFD4088	YES			9.

(1) Includes overnight Federal Home Loan Bank advances.

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

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
1. Loans secured by real estate:							
a. Construction, land development, and other land loans in domestic offices	RCON2759	17,000	RCON2769	0	RCON3492	10,000	1.a.
b. Secured by farmland in domestic offices	RCON3493	0	RCON3494	0	RCON3495	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	RCON5398	16,000	RCON5399	0	RCON5400	5,000	1.c.(1)
(2) Closed-end loans secured by 1-4 family residential properties:							
(a) Secured by first liens	RCONC236	107,000	RCONC237	93,000	RCONC229	34,000	1.c.(2)(a)
(b) Secured by junior liens	RCONC238	1,000	RCONC239	0	RCONC230	0	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices	RCON3499	3,000	RCON3500	0	RCON3501	1,000	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices	RCON3502	15,000	RCON3503	0	RCON3504	53,000	1.e.
f. In foreign offices	RCFNB572	488,000	RCFNB573	45,000	RCFNB574	628,000	1.f.
2. Loans to depository institutions and acceptances of other banks:							
a. To U.S. banks and other U.S. depository institutions	RCFD5377	0	RCFD5378	0	RCFD5379	0	2.a.
b. To foreign banks	RCFD5380	0	RCFD5381	0	RCFD5382	0	2.b.
3. Loans to finance agricultural production and other loans to farmers	RCFD1594	1,000	RCFD1597	0	RCFD1583	9,000	3.
4. Commercial and industrial loans:							
a. To U.S. addressees (domicile)	RCFD1251	612,000	RCFD1252	47,000	RCFD1253	200,000	4.a.
b. To non-U.S. addressees (domicile)	RCFD1254	92,000	RCFD1255	6,000	RCFD1256	845,000	4.b.
5. Loans to individuals for household, family, and other personal expenditures:							
a. Credit cards	RCFDB575	1,336,000	RCFDB576	889,000	RCFDB577	89,000	5.a.
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards)	RCFDB578	1,433,000	RCFDB579	926,000	RCFDB580	503,000	5.b.
6. Loans to foreign governments and official institutions	RCFD5389	0	RCFD5390	0	RCFD5391	10,000	6.
7. All other loans	RCFD5459	53,000	RCFD5460	20,000	RCFD5461	19,000	7.
8. Lease financing receivables:							
a. Of U.S. addressees (domicile)	RCFD1257	120,000	RCFD1258	0	RCFD1259	55,000	8.a.
b. Of non-U.S. addressees (domicile)	RCFD1271	14,000	RCFD1272	3,000	RCFD1791	27,000	8.b.
9. Debt securities and other assets (exclude other real estate owned and other repossessed assets)	RCFD3505	0	RCFD3506	0	RCFD3507	5,000	9.

Schedule RC-N - Continued

Amounts reported in Schedule RC-N, items 1 through 8, above include guaranteed and unguaranteed portions of past due and nonaccrual loans and leases. Report in item 10 below certain guaranteed loans and leases that have already been included in the amounts reported in items 1 through 8.

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
10. Loans and leases reported in items 1 through 8 above which are wholly or partially guaranteed by the U.S. Government	RCFD5612	713,000	RCFD5613	896,000	RCFD5614	0	10.
a. Guaranteed portion of loans and leases included in item 10 above (exclude rebooked "GNMA loans")	RCFD5615	709,000	RCFD5616	881,000	RCFD5617	0	10.a.
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 10 above	RCFDC866	0	RCFDC867	0	RCFDC868	0	10.b.

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
1. Restructured loans and leases included in Schedule RC-N, items 1 through 8, above (and not reported in Schedule RC-C, Part I, Memorandum, item 1)	RCFD1658	1,000	RCFD1659	0	RCFD1661	2,000	M.1.
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-N, items 4 and 7, above	RCFD6558	0	RCFD6559	0	RCFD6560	0	M.2.
3. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RC-N, item 1, above)	RCFD1248	398,000	RCFD1249	45,000	RCFD1250	604,000	M.3.
4. Not applicable							
5. Loans and leases held for sale (included in Schedule RC-N, items 1 through 8, above)	RCFDC240	0	RCFDC241	0	RCFDC226	0	M.5.

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days		(Column B) Past due 90 days or more		
6. Interest rate, foreign exchange rate, and other commodity and equity contracts: Fair value of amounts carried as assets	RCFD3529	0	RCFD3530	0	M.6.

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

Dollar Amounts in Thousands

		Bil	Mil	Thou	
1. Unposted debits (see instructions):					
a. Actual amount of all unposted debits	RCON0030			0	1.a.
OR					
b. Separate amount of unposted debits:					
(1) Actual amount of unposted debits to demand deposits	RCON0031			0	1.b.(1)
(2) Actual amount of unposted debits to time and savings deposits ⁽¹⁾	RCON0032			0	1.b.(2)
2. Unposted credits (see instructions):					
a. Actual amount of all unposted credits	RCON3510			0	2.a.
OR					
b. Separate amount of unposted credits:					
(1) Actual amount of unposted credits to demand deposits	RCON3512			0	2.b.(1)
(2) Actual amount of unposted credits to time and savings deposits ⁽¹⁾	RCON3514			0	2.b.(2)
3. Uninvested trust funds (cash) held in bank's own trust department (not included in total deposits in domestic offices)	RCON3520		2,000		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	RCON2211	2,104,000			4.a.
b. Time and savings deposits ⁽¹⁾ of consolidated subsidiaries	RCON2351	4,676,000			4.b.
c. Interest accrued and unpaid on deposits of consolidated subsidiaries	RCON5514	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 Schedules RC-E, Part II)	RCON2229	2,381,000			5.a.
b. Time and savings deposits ⁽¹⁾ in insured branches (included in Schedule RC-E, Part II)	RCON2383	1,176,000			5.b.
c. Interest accrued and unpaid on deposits in insured branches (included in Schedule RC-G, item 1.b.)	RCON5515	5,000			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)	RCON2314			0	6.a.
b. Amount reflected in time and savings deposits ⁽¹⁾ (included in Schedule RC-E, item 7, column A or C, but not column B)	RCON2315			0	6.b.
7. Unamortized premiums and discounts on time and savings deposits: ⁽¹⁾ ⁽²⁾					
a. Unamortized premiums	RCON5516			0	7.a.
b. Unamortized discounts	RCON5517			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 ..	RCONA531			0	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)	RCONA532			0	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)	RCONA533			0	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

		Bil	Mil	Thou	
9. Deposits in lifeline accounts					
10. Benefit-responsive "Depository Institution Investment Contracts" (included in total deposits in domestic offices)	RCON8432			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	RCON8785			0	11.a.
b. Amount by which demand deposits would be increased if the reporting bank's reciprocal demand balances with foreign banks and foreign offices of other U.S. banks (other than insured branches in Puerto Rico and U.S. territories and possessions) that were reported on a net basis in Schedule RC-E had been reported on a gross basis	RCONA181			0	11.b.
c. Amount by which demand deposits would be reduced if cash items in process of collection were included in the calculation of the reporting bank's net reciprocal demand balances with the domestic offices of U.S. banks and savings associations and insured branches in Puerto Rico and U.S. territories and possessions in Schedule RC-E	RCONA182			0	11.c.
12. Amount of assets netted against deposit liabilities 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	RCONA527			0	12.a.
b. Amount of assets netted against time and savings deposits	RCONA528			0	12.b.

Memoranda (to be completed each quarter except as noted)

Dollar Amounts in Thousands

		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⁾					
(1) Amount of deposit accounts of \$100,000 or less	RCON2702		56,887,000		M.1.a.(1)
(2) Number of deposit accounts of \$100,000 or less (to be completed for the June report only)	RCON3779		N/A		M.1.a.(2)
b. Deposit accounts of more than \$100,000: ⁽¹⁾					
(1) Amount of deposit accounts of more than \$100,000	RCON2710		75,543,000		M.1.b.(1)
(2) Number of deposit accounts of more than \$100,000	RCON2722		105704		M.1.b.(2)
Memorandum item 2 is to be completed by all banks.					
2. Estimated amount of uninsured deposits in domestic offices of the bank and in insured branches in Puerto Rico and U.S. territories and possessions	RCON5597		66,287,000		M.2.
3. Has the reporting institution been consolidated with a parent bank or savings association in that parent bank's or parent saving association's Call Report or Thrift Financial Report? If so, report the legal title and FDIC Certificate Number of the parent bank or parent savings association:					
a. Legal title	TEXTA545				M.3.a.
b. FDIC Certificate Number	RCONA545			0	M.3.b.

(1) The dollar amounts used as the basis for reporting in Memoranda items 1.a and 1.b reflect the deposit insurance limits in effect on the report date.

Schedule RC-R - Regulatory Capital

Dollar Amounts in Thousands

		Bil	Mil	Thou	
Tier 1 capital					
1. Total equity capital (from Schedule RC, item 28)	RCFD3210	55,535,000			1.
2. LESS: Net unrealized gains (losses) on available-for-sale securities (if a gain, report as a positive value; if a loss, report as a negative value) ⁽¹⁾	RCFD8434	(53,000)			2.
3. LESS: Net unrealized loss on available-for-sale EQUITY securities ⁽¹⁾ (report loss as a positive value)	RCFDA221	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)	RCFD4336	211,000			4.
5. LESS: Nonqualifying perpetual preferred stock	RCFDB588	0			5.
6. Qualifying minority interests in consolidated subsidiaries	RCFDB589	472,000			6.
7. LESS: Disallowed goodwill and other disallowed intangible assets	RCFDB590	12,011,000			7.
8. Subtotal (sum of items 1 and 6, less items 2, 3, 4, 5, and 7)	RCFDC227	43,838,000			8.
9.					
a. LESS: Disallowed servicing assets and purchased credit card relationships	RCFDB591	405,000			9.a.
b. LESS: Disallowed deferred tax assets	RCFD5610	0			9.b.
10. Other additions to (deductions from) Tier 1 capital	RCFDB592	(34,000)			10.
11. Tier 1 capital (sum of items 8 and 10, less items 9.a and 9.b)	RCFD8274	43,399,000			11.
Tier 2 capital					
12. Qualifying subordinated debt and redeemable preferred stock	RCFD5306	14,975,000			12.
13. Cumulative perpetual preferred stock includible in Tier 2 capital	RCFDB593	0			13.
14. Allowance for loan and lease losses includible in Tier 2 capital	RCFD5310	6,545,000			14.
15. Unrealized gains on available-for-sale equity securities includible in Tier 2 capital	RCFD2221	41,000			15.
16. Other Tier 2 capital components	RCFDB594	0			16.
17. Tier 2 capital (sum of items 12 through 16)	RCFD5311	21,561,000			17.
18. Allowable Tier 2 capital (lesser of item 11 or 17)	RCFD8275	21,561,000			18.
19. Tier 3 capital allocated for market risk	RCFD1395	0			19.
20. LESS: Deductions for total risk-based capital	RCFDB595	0			20.
21. Total risk-based capital (sum of items 11, 18, and 19, less item 20)	RCFD3792	64,960,000			21.
Total assets for leverage ratio					
22. Average total assets (from Schedule RC-K, item 9)	RCFD3368	707,034,000			22.
23. LESS: Disallowed goodwill and other disallowed intangible assets (from item 7 above)	RCFDB590	12,011,000			23.
24. LESS: Disallowed servicing assets and purchased credit card relationships (from item 9.a above)	RCFDB591	405,000			24.
25. LESS: Disallowed deferred tax assets (from item 9.b above)	RCFD5610	0			25.
26. LESS: Other deductions from assets for leverage capital purposes	RCFDB596	431,000			26.
27. Average total assets for leverage capital purposes (item 22 less items 23 through 26)	RCFDA224	694,187,000			27.
Adjustments for financial subsidiaries					
28.					
a. Adjustment to Tier 1 capital reported in item 11	RCFDC228	0			28.a.
b. Adjustment to total risk-based capital reported in item 21	RCFDB503	0			28.b.
29. Adjustment to risk-weighted assets in item 62	RCFDB504	0			29.
30. Adjustment to average total assets in item 27	RCFDB505	0			30.

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

Schedule RC-R - Continued

Capital ratios

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

	(Column A) Percentage (Banks with Financial Subsidiaries)		(Column B) Percentage (All Banks)		
31. Tier 1 leverage ratio ⁽²⁾	RCFD7273	0	RCFD7204	6.25	31.
32. Tier 1 risk-based capital ratio ⁽³⁾	RCFD7274	0	RCFD7206	8.45	32.
33. Total risk-based capital ratio ⁽⁴⁾	RCFD7275	0	RCFD7205	12.65	33.

(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).

Balance Sheet Asset Categories

Dollar Amounts in Thousands						
	(Column A) Totals (from Schedule RC)	(Column B) Items Not Subject to Risk- Weighting	(Column C) Allocation by Risk Weight Category 0%	(Column D) Allocation by Risk Weight Category 20%	(Column E) Allocation by Risk Weight Category 50%	(Column F) Allocation by Risk Weight Category 100%
34. Cash and balances due from depository institutions (Column A equals the sum of Schedule RC items 1.a and 1.b)	RCFD0010 44,826,000	RCFDC869 0	RCFDB600 18,188,000	RCFDB601 22,612,000		RCFDB602 4,026,000
35. Held-to-maturity securities	RCFD1754 0	RCFDB603 0	RCFDB604 0	RCFDB605 0	RCFDB606 0	RCFDB607 0
36. Available-for-sale securities	RCFD1773 108,701,000	RCFDB608 (291,000)	RCFDB609 57,087,000	RCFDB610 35,186,000	RCFDB611 6,288,000	RCFDB612 10,431,000
37. Federal funds sold and securities purchased under agreements to resell	RCFDC225 22,863,000		RCFDC063 10,597,000	RCFDC064 10,940,000		RCFDB520 1,326,000
38. Loans and leases held for sale	RCFD5369 1,568,000	RCFDB617 0	RCFDB618 0	RCFDB619 1,568,000	RCFDB620 0	RCFDB621 0
39. Loans and leases, net of unearned income	RCFDB528 376,526,000	RCFDB622 (15,000)	RCFDB623 10,339,000	RCFDB624 90,657,000	RCFDB625 34,888,000	RCFDB626 240,657,000
40. LESS: Allowance for loan and lease losses	RCFD3123 6,621,000	RCFD3123 6,621,000				
41. Trading assets	RCFD3545 96,042,000	RCFDB627 96,042,000	RCFDB628 0	RCFDB629 0	RCFDB630 0	RCFDB631 0
42. All other assets ⁽¹⁾	RCFDB639 60,711,000	RCFDB640 13,661,000	RCFDB641 2,039,000	RCFDB642 4,931,000	RCFDB643 505,000	RCFD5339 39,575,000
43. Total assets (sum of items 34 through 42)	RCFD2170 704,616,000	RCFDB644 102,776,000	RCFD5320 98,250,000	RCFD5327 165,894,000	RCFD5334 41,681,000	RCFD5340 296,015,000

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

Schedule RC-R - Continued

Derivatives and Off-Balance Sheet Items

	(Column A) Face Value or Notional Amount	Credit Conversion Factor	(Column B) Credit Equivalent Amount (1)	(Column C) Allocation by Risk Weight Category 0%	(Column D) Allocation by Risk Weight Category 20%	(Column E) Allocation by Risk Weight Category 50%	(Column F) Allocation by Risk Weight Category 100%	
Dollar Amounts in Thousands								
44. Financial standby letters of credit	RCFDB546		RCFDB547	RCFDB548	RCFDB581	RCFDB582	RCFDB583	
	47,514,000	1.00 or 12.5 (2)	47,514,000	10,575,000	12,987,000	901,000	23,051,000	44.
45. Performance standby letters of credit	RCFD3821		RCFDB650	RCFDB651	RCFDB652	RCFDB653	RCFDB654	
	12,393,000	.50	6,196,500	1,798,500	334,000	9,000	4,055,000	45.
46. Commercial and similar letters of credit	RCFD3411		RCFDB655	RCFDB656	RCFDB657	RCFDB658	RCFDB659	
	5,288,000	.20	1,057,600	29,000	137,000	0	891,600	46.
47. Risk participations in bankers acceptances acquired by the reporting institution	RCFD3429		RCFDB660	RCFDB661	RCFDB662		RCFDB663	
	0	1.00	0	0	0		0	47.
48. Securities lent	RCFD3433		RCFDB664	RCFDB665	RCFDB666	RCFDB667	RCFDB668	
	80,570,000	1.00	80,570,000	80,390,000	180,000	0	0	48.
49. Retained recourse on small business obligations sold with recourse	RCFDA250		RCFDB669	RCFDB670	RCFDB671	RCFDB672	RCFDB673	
	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	RCFDB541		RCFDB542				RCFDB543	
	1,984,953	12.5 (3)	15,693,000				15,693,000	50.
51. All other financial assets sold with recourse	RCFDB675		RCFDB676	RCFDB677	RCFDB678	RCFDB679	RCFDB680	
	0	1.00	0	0	0	0	0	51.
52. All other off-balance sheet liabilities	RCFDB681		RCFDB682	RCFDB683	RCFDB684	RCFDB685	RCFDB686	
	1,147,000	1.00	1,147,000	9,000	62,000	7,000	1,069,000	52.
53. Unused commitments with an original maturity exceeding one year	RCFD3833		RCFDB687	RCFDB688	RCFDB689	RCFDB690	RCFDB691	
	138,464,000	.50	69,232,000	5,184,100	16,428,000	2,946,000	44,673,900	53.
54. Derivative contracts			RCFDA167	RCFDB693	RCFDB694	RCFDB695		
			155,629,000	6,644,000	93,478,000	55,507,000		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

Dollar Amounts in Thousands					
	(Column C) Allocation by Risk Weight Category 0%	(Column D) Allocation by Risk Weight Category 20%	(Column E) Allocation by Risk Weight Category 50%	(Column F) Allocation by Risk Weight Category 100%	
55. Total assets, derivatives, and off-balance sheet items by risk weight category (for each column, sum of items 43 through 54)	RCFDB696 202,879,600	RCFDB697 289,500,000	RCFDB698 101,051,000	RCFDB699 385,448,500	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)	RCFDB700 0	RCFDB701 57,900,000	RCFDB702 50,525,500	RCFDB703 385,448,500	57.
58. Market risk equivalent assets				RCFD1651 20,575,000	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)				RCFDB704 514,449,000	59.
60. LESS: Excess allowance for loan and lease losses				RCFDA222 843,000	60.
61. LESS: Allocated transfer risk reserve				RCFD3128 33,000	61.
62. Total risk-weighted assets (item 59 minus items 60 and 61)				RCFDA223 513,573,000	62.

Memoranda

Dollar Amounts in Thousands			Bil	Mil	Thou
1. Current credit exposure across all derivative contracts covered by the risk-based capital standards	RCFD8764	51,813,000			

Dollar Amounts in Thousands						
	(Column A) With a remaining maturity of one year or less		(Column B) With a remaining maturity of over one year through five years		(Column C) With a remaining maturity of over five years	
2. Notional principal amounts of derivative contracts: (1)						
a. Interest rate contracts	RCFD3809	5,034,869,000	RCFD8766	5,143,172,000	RCFD8767	3,670,290,000
b. Foreign exchange contracts	RCFD3812	1,711,656,000	RCFD8769	359,474,000	RCFD8770	172,452,000
c. Gold contracts	RCFD8771	3,292,000	RCFD8772	4,791,000	RCFD8773	316,000
d. Other precious metals contracts	RCFD8774	42,000	RCFD8775	10,000	RCFD8776	0
e. Other commodity contracts	RCFD8777	17,158,000	RCFD8778	30,186,000	RCFD8779	4,947,000
f. Equity derivative contracts	RCFDA000	59,793,000	RCFDA001	325,763,000	RCFDA002	78,675,000

(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

Bank Securitization Activities

Dollar Amounts in Thousands		(Column A) 1-4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans and All Leases	
1. Outstanding principle balance of assets sold and securitized by the reporting bank with servicing retained or with recourse or other seller-provided credit enhancements		RCFDB705	RCFDB706	RCFDB707	RCFDB708	RCFDB709	RCFDB710	RCFDB711	1.
	503,000	762,000	61,376,000	27,000	4,347,000	794,000	2,331,000		
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. Credit-enhancing interest-only strips (included in Schedules RC-B or RC-F or in Schedule RC, item 5)		RCFDB712	RCFDB713	RCFDB714	RCFDB715	RCFDB716	RCFDB717	RCFDB718	2.a.
	5,000	21,000	969,000	1,000	134,000	0	0		
b. Subordinated securities and other residual interests		RCFDC393	RCFDC394	RCFDC395	RCFDC396	RCFDC397	RCFDC398	RCFDC399	2.b.
	2,000	20,000	4,526,000	2,000	0	13,000	0		
c. Standby letters of credit and other enhancements ...		RCFDC400	RCFDC401	RCFDC402	RCFDC403	RCFDC404	RCFDC405	RCFDC406	2.c.
	2,000	0	0	0	0	38,000	0		
3. Reporting bank's unused commitments to provide liquidity to structures reported in item 1		RCFDB726	RCFDB727	RCFDB728	RCFDB729	RCFDB730	RCFDB731	RCFDB732	3.
	4,000	0	0	0	0	0	0		
4. Past due loan amounts included in item 1:									
a. 30-89 days past due		RCFDB733	RCFDB734	RCFDB735	RCFDB736	RCFDB737	RCFDB738	RCFDB739	4.a.
	18,000	6,000	1,334,000	3,000	88,000	68,000	0		
b. 90 days or more past due		RCFDB740	RCFDB741	RCFDB742	RCFDB743	RCFDB744	RCFDB745	RCFDB746	4.b.
	3,000	1,000	957,000	1,000	85,000	25,000	0		
5. Charge-offs and recoveries on assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements (calendar year-to-date):									
a. Charge-offs		RIADB747	RIADB748	RIADB749	RIADB750	RIADB751	RIADB752	RIADB753	5.a.
	0	0	3,070,000	1,000	1,000	0	0		
b. Recoveries		RIADB754	RIADB755	RIADB756	RIADB757	RIADB758	RIADB759	RIADB760	5.b.
	0	0	338,000	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 and Industrial Loans	(Column G) All Other Loans and All Leases	
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)	RCFDB761	RCFDB762				RCFDB763		6.a.
	0	0				0		
b. Loans (included in Schedule RC-C)	RCFDB500	RCFDB501				RCFDB502		6.b.
	136,000	8,039,000				0		
7. Past due loan amounts included in interests reported in item 6.a:								
a. 30-89 days past due	RCFDB764	RCFDB765				RCFDB766		7.a.
	0	0				0		
b. 90 days or more past due	RCFDB767	RCFDB768				RCFDB769		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	RIADB770	RIADB771				RIADB772		8.a.
	0	0				0		
b. Recoveries	RIADB773	RIADB774				RIADB775		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	RCFDB776	RCFDB777	RCFDB778	RCFDB779	RCFDB780	RCFDB781	RCFDB782	9.
	0	0	0	0	0	0	0	
10. Reporting bank's unused commitments to provide liquidity to other institutions' securitization structures	RCFDB783	RCFDB784	RCFDB785	RCFDB786	RCFDB787	RCFDB788	RCFDB789	10.
	0	0	0	0	0	0	0	
Bank Asset Sales								
11. Assets sold with recourse or other seller-provided credit enhancements and not securitized by the reporting bank	RCFDB790	RCFDB791	RCFDB792	RCFDB793	RCFDB794	RCFDB795	RCFDB796	11.
	0	0	219,000	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	RCFDB797	RCFDB798	RCFDB799	RCFDB800	RCFDB801	RCFDB802	RCFDB803	12.
	0	0	2,000	0	0	0	0	

Schedule RC-S - Continued

Memoranda

Dollar Amounts in Thousands

		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	RCFDA249		0		M.1.a.
b. Amount of retained recourse on these obligations as of the report date	RCFDA250		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	RCFDB804		253,000		M.2.a.
b. 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements	RCFDB805		251,000		M.2.b.
c. Other financial assets ⁽¹⁾	RCFDA591		69,808,000		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	RCFDB806		1,481,000		M.3.a.(1)
(2) Conduits sponsored by other unrelated institutions	RCFDB807		0		M.3.a.(2)
b. Unused commitments to provide liquidity to conduit structures:					
(1) Conduits sponsored by the bank, a bank affiliate, or the bank's holding company	RCFDB808		44,660,000		M.3.b.(1)
(2) Conduits sponsored by other unrelated institutions	RCFDB809		1,917,000		M.3.b.(2)
4. Outstanding credit card fees and finance charges included in Schedule RC-S, item 1, col C ⁽²⁾	RCFDC407		814,000		M.4.

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

(2) Memorandum item 4 is to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.

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.

		Yes/No	
1. Does the institution have fiduciary powers? (If "NO," do not complete Schedule RC-T.)	RCFDA345	YES	1.
2. Does the institution exercise the fiduciary powers it has been granted?	RCFDA346	YES	2.
3. Does the institution have any fiduciary or related activity (in the form of assets or accounts) to report in this schedule? (If "NO," do not complete the rest of Schedule RC-T.)	RCFDB867	YES	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 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 10 annually with the December report, and
- Memorandum items 1 through 3 annually with the December report.

FIDUCIARY AND RELATED ASSETS

Dollar Amounts in Thousands	(Column A) Managed Assets	(Column B) Non- Managed Assets	(Column C) Number of Managed Accounts	(Column D) Number of Non-Managed Accounts	
4. Personal trust and agency accounts	RCFDB868 10,915,000	RCFDB869 48,921,000	RCFDB870 3860	RCFDB871 9261	4.
5. Retirement related trust and agency accounts:					
a. Employee benefit - defined contribution	RCFDB872 445,000	RCFDB873 7,837,000	RCFDB874 6	RCFDB875 9	5.a.
b. Employee benefit - defined benefit	RCFDB876 0	RCFDB877 37,837,000	RCFDB878 0	RCFDB879 67	5.b.
c. Other retirement accounts	RCFDB880 73,000	RCFDB881 92,793,000	RCFDB882 10	RCFDB883 4	5.c.
6. Corporate trust and agency accounts	RCFDB884 2,330,000	RCFDB885 250,402,000	RCFDC001 391	RCFDC002 1692	6.
7. Investment management agency accounts	RCFDB886 144,716,000		RCFDB888 1381963		7.
8. Other fiduciary accounts	RCFDB890 15,261,000	RCFDB891 127,088,000	RCFDB892 240	RCFDB893 5268	8.
9. Total fiduciary accounts (sum of items 4 through 8)	RCFDB894 173,740,000	RCFDB895 564,878,000	RCFDB896 1386470	RCFDB897 16301	9.
10. Custody and safekeeping accounts		RCFDB898 4,225,070,000		RCFDB899 387925	10.

Schedule RC-T - Continued

Dollar Amounts in Thousands	(Column A) Managed Assets	(Column B) Non- Managed Assets	(Column C) Number of Managed Accounts	(Column D) Number of Non- Managed Accounts	
	RCFNB900	RCFNB901	RCFNB902	RCFNB903	
11. Fiduciary accounts held in foreign offices (included in items 9 and 10)	145,603,000	2,831,975,000	1380890	387899	11.

FIDUCIARY AND RELATED SERVICES INCOME

Dollar Amounts in Thousands		Bil	Mil	Thou	
12. Personal trust and agency accounts	RIADB904		161,000		12.
13. Retirement related trust and agency accounts:					
a. Employee benefit - defined contribution	RIADB905		1,000		13.a.
b. Employee benefit - defined benefit	RIADB906		13,000		13.b.
c. Other retirement accounts	RIADB907		10,000		13.c.
14. Corporate trust and agency accounts	RIADA479		75,000		14.
15. Investment management agency accounts	RIADB908		193,000		15.
16. Other fiduciary accounts	RIADA480		97,000		16.
17. Custody and safekeeping accounts	RIADB909		521,000		17.
18. Other fiduciary and related services income	RIADB910		140,000		18.
19. Total gross fiduciary and related services income (sum of items 12 through 18) (must equal Schedule RI, item 5.a)	RIAD4070		1,211,000		19.
a. Fiduciary and related services income - foreign offices (included in item 19)	RIADB912		998,000		19.a.
20. Less: Expenses	RIADC058		N/A		20.
21. Less: Net losses from fiduciary and related services	RIADA488		N/A		21.
22. Plus: Intracompany income credits for fiduciary and related services	RIADB911		N/A		22.
23. Net fiduciary and related services income	RIADA491		N/A		23.

Schedule RC-T - Continued

Memoranda

Dollar Amounts in Thousands

		Bil	Mil	Thou	
1. Managed assets held in personal trust and agency accounts:					
a. Noninterest-bearing deposits	RCFDB913			N/A	M.1.a.
b. Interest-bearing deposits	RCFDB914			N/A	M.1.b.
c. U.S. Treasury and U.S. Government agency obligations	RCFDB915			N/A	M.1.c.
d. State, county and municipal obligations	RCFDB916			N/A	M.1.d.
e. Money market mutual funds	RCFDB917			N/A	M.1.e.
f. Other short-term obligations	RCFDB918			N/A	M.1.f.
g. Other notes and bonds	RCFDB919			N/A	M.1.g.
h. Common and preferred stocks	RCFDB920			N/A	M.1.h.
i. Real estate mortgages	RCFDB921			N/A	M.1.i.
j. Real estate	RCFDB922			N/A	M.1.j.
k. Miscellaneous assets	RCFDB923			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)	RCFDB868		10,915,000		M.1.l.

Dollar Amounts in Thousands	(Column A) Number of Issues	(Column B) Principal Amount Outstanding	
2. Corporate trust and agency accounts:			
a. Corporate and municipal trusteeships	RCFDB927	N/A	M.2.a.
b. Transfer agent, registrar, paying agent, and other corporate agency	RCFDB929	N/A	M.2.b.

Dollar Amounts in Thousands	(Column A) Number of Funds	(Column B) Market Value of Fund Assets	
3. Collective investment funds and common trust funds:			
a. Domestic equity	RCFDB931	N/A	M.3.a.
b. International/Global equity	RCFDB933	N/A	M.3.b.
c. Stock/Bond blend	RCFDB935	N/A	M.3.c.
d. Taxable bond	RCFDB937	N/A	M.3.d.
e. Municipal bond	RCFDB939	N/A	M.3.e.
f. Short term investments/Money market	RCFDB941	N/A	M.3.f.
g. Specialty/Other	RCFDB943	N/A	M.3.g.
h. Total collective investment funds (sum of Memorandum items 3.a through 3.g)	RCFDB945	N/A	M.3.h.

Schedule RC-T - Continued

Memoranda-Continued

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

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

[Cheryl Fous, Vice President](#)

Name and Title (TEXT B962)

fousc@citigroup.com

E-mail Address (TEXT B926)

[\(212\)559-3690](tel:(212)559-3690)

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

[\(212\)739-6652](tel:(212)739-6652)

FAX: Area code/phone number (TEXT B964)

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

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 Report 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."

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 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 CONTAIN THEREIN. A STATEMENT TO THIS EFFECT WILL APPEAR ON ANY PUBLIC RELEASE OF THE OPTIONAL STATEMENT SUBMITTED BY THE MANAGEMENT OF THE REPORTING BANK.

Comment **NO** (RCON 6979)

BANK MANAGEMENT STATEMENT (Please type or print clearly):
(TEXT 6980)

THIS PAGE IS TO BE COMPLETED BY ALL BANKS

NAME AND ADDRESS OF BANK Citibank, N.A. New York, NY 10043-	OMB No. For OCC: 1557-0081 OMB No. For FDIC: 3064-0052 OMB No. for Federal Reserve: 7100-0036 Expiration Date: 3/31/2007 SPECIAL REPORT (Dollar Amounts in Thousands)	
	CLOSE OF BUSINESS DATE September 30, 2005	FDIC Certificate Number 07213

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	RCFD3561	0	a.
b. Total dollar amount of above loans (in thousands of dollars)	RCFD3562	0	b.

c. Range of interest charged on above loans (example: 9 3/4% = 9.75)	from		to	
	RCFD7701	0	RCFD7702	0

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