

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP  
ONE RODNEY SQUARE  
920 N. KING STREET  
WILMINGTON, DELAWARE 19801

TEL: (302) 651-3000  
FAX: (302) 651 3001  
www.skadden.com

FIRM/AFFILIATE OFFICES

BOSTON  
CHICAGO  
HOUSTON  
LOS ANGELES  
NEW YORK  
PALO ALTO  
WILMINGTON

BEIJING  
BRUSSELS  
FRANKFURT  
HONG KONG  
LONDON  
MOSCOW  
MUNICH  
PARIS  
SÃO PAULO  
SEOUL  
SHANGHAI  
SINGAPORE  
SYDNEY  
TOKYO  
TORONTO

DIRECT DIAL  
(302) 651-3250  
DIRECT FAX  
(302) 434-3045  
EMAIL ADDRESS  
faiz.ahmad@skadden.com

January 28, 2022

BY ELECTRONIC MAIL

Robert A. Glen  
Commissioner  
Office of the State Bank Commissioner  
1110 Forrest Avenue  
Dover, DE 10004

RE: OceanFirst Financial Corp. / The Bank of Delmarva  
Application pursuant to Section 843 of the Delaware Banking Code

Dear Commissioner Glen:

We are writing on behalf of OceanFirst Financial Corp. ("OCFCorp"). OCFCorp is the parent bank holding company of OceanFirst Bank, National Association (the "OCFBank"), which is a national bank with its main office in New Jersey.

On January 18, 2022, OCFCorp provided to the Delaware Office of the State Bank Commissioner (the "Office" or the "Commissioner") a copy of its applications to the Board of Governors of the Federal Reserve System (the "Federal Reserve") and the Office of the Comptroller of the Currency (the "OCC") in connection with a proposed transaction involving The Bank of Delmarva ("DBank"). DBank is a Delaware state bank and a wholly owned subsidiary of Partners Bancorp ("PBancorp"), which is a Maryland bank holding company.

Robert A. Glen  
January 28, 2022  
Page 2

OCFCorp proposes to acquire PBancorp by operation of merger and *immediately* thereafter merge DBank into OCFBank, with OCFBank as the resulting institution (the "Transaction"). As a result of this second-step merger, DBank will cease to exist as a Delaware state bank. Its asset and operations will become part of OCFBank. The Transaction is subject to the prior approval of the Federal Reserve under the Bank Holding Company Act of 1956 and the OCC under the Bank Merger Act.

Because the resulting institution will be a national bank, the merger of DBank into OCFBank does not require prior approval of the Commissioner pursuant to section 795E of the Delaware Banking Code. However, because of the two-step structure of the transaction, the Office has requested that OCFCorp seek approval of the Commissioner under section 843 of the Delaware Banking Code with respect to the notional moment between the first-step acquisition and the second-step merger.

Accordingly, OCFCorp hereby requests approval of the Commissioner pursuant to section 843 of the Delaware Banking Code to acquire control of DBank for a notional moment prior to the merger of DBank into OCFBank. In your consideration and processing of this application, we would like to emphasize the following points.

- OCFCorp and OCFBank are subject to comprehensive regulation and supervision by the Federal Reserve and OCC, respectively. Both are well-capitalized and well-managed, and neither is subject to any formal or informal enforcement action by any banking or financial regulator.
- The Transaction is subject to approval of the Federal Reserve and the OCC.
- Because DBank will merge into OCFBank *immediately* upon consummation of the Transaction, there will be no period of time during which DBank operates as a subsidiary of OCFCorp.

Under separate cover, we have provided two checks payable to the Office of the State Bank Commissioner for the filing fee of \$5,750 and the processing fee of \$1,150. We respectfully request approval on or before March 15, 2022, which is the same target approval date requested of the federal banking regulators.

Robert A. Glen  
January 28, 2022  
Page 3

Please contact Brian Christiansen (202.371.7852; brian.christiansen@skadden.com) or me if you have any questions or require additional information.

Sincerely,

Faiz Ahmad

cc: Lisa W. Collison (Office of the State Bank Commissioner)  
Steven J. Tsimbinos (OceanFirst Financial Corp.)  
Brian D. Christiansen (Skadden)

Attachments

**Information Enumerated  
in  
Section 803 of Title 5 of the Delaware Administrative Code**

---

**Attachments**

Executed Certification	A
FDIC Summary Financial Report: The Bank of Delmarva	B
FDIC Summary Financial Report: OceanFirst Bank, National Association	C
Federal Reserve Form FR Y-9C: OceanFirst Financial Corp.	D
SEC Filings: Links to Requested Filings	E

**Key Defined Terms**

DBank	The Bank of Delmarva
PBancorp	Partners Bancorp
OCFCorp	OceanFirst Financial Corp.
OCFBank	OceanFirst Bank, National Association

References herein to Volumes and Exhibits refer to the federal application materials, copies of which have been provided to the Delaware Office of the State Bank Commissioner.

## I. Certification

**The executed certification is provided at Attachment A.**

## II. Identification of Applicant

A. State formal name and state of incorporation of applicant.

**OceanFirst Financial Corp.  
(a Delaware corporation)**

B. Identify the name and address of a resident of the State of Delaware who is designated as agent of the applicant for the service of any paper, notice or legal process upon applicant in connection with any matter arising out of Subchapter IV, Chapter 8, Title 5, Delaware Code.

**The Corporation Trust Company  
Corporation Trust Center  
1209 Orange St.  
Wilmington, DE 19801**

## III. Acquisition

- A. Identify the Delaware bank or bank holding company to be acquired (if a bank holding company, further identify the bank subsidiary or subsidiaries of such holding company).

**The Bank of Delmarva  
910 Norman Eskridge Hwy  
Seaford, DE 19973**

**The Transaction does not involve any Delaware bank holding company. DBank is currently a subsidiary of PBancorp. PBancorp is not a Delaware bank holding company because it is not "located" in Delaware for purposes of 5 Del. C. 842(5). Delaware is not the state in which the amount of aggregate deposits of all of PBancorp's bank or nonbank subsidiaries is greatest. For purposes of 5 Del. C. 842(5), PBancorp is "located" in Maryland.**

- B. Describe the method of acquisition of the Delaware bank holding company or bank (if not otherwise included as part of the Application for Formation of an Interim Bank, enclose as an exhibit to this Application a copy of the acquisition agreement between the applicant and the Delaware bank or bank holding company).

**A description of the Transaction is provided in the Overview at Volume A, Exhibit 1.**

**The Transaction is governed by the legal documents summarized in the table in the Overview at Volume A, Exhibit 1 and provided at Volume B, Exhibit 12.**

- C. Indicate whether this Application is the only pending application for the acquisition of a Delaware bank or bank holding company. If not, identify and attach a copy of any other application pending.

**OCFCorp does not have any other pending application for the acquisition of a Delaware bank or Delaware bank holding company.**

- D. Attach as an exhibit a statement of counsel that the Delaware bank holding company and/or Delaware bank are not prohibited by its articles of incorporation, charter, or legislative act from being acquired.

**The following representation is included in section 3.3(b) of the Agreement and Plan of Merger, a copy of which is provided at Volume A, Exhibit 12.**

**Neither the execution and delivery of this Agreement by the Company, nor the consummation of the transactions contemplated hereby, including the Integrated Mergers and the Bank Mergers, nor compliance by the Company with each of the terms and provisions hereof will (i) violate any provision of**

the Company Certificate or the Company Bylaws or any governing or organizational document of any Company Subsidiary or (ii) assuming that the [required regulatory approvals] are duly obtained, [] violate any Law applicable to the Company or any of its Subsidiaries or any of their respective properties or assets ....

- E. If not previously filed, attach as exhibits the most recent statement of income and condition, together with the three most recent annual statements of income and condition of each bank subsidiary of the Delaware bank holding company to be acquired filed with the Office of the State Bank Commissioner or, if a national bank, the Comptroller of the Currency.

**Attachment B provides FDIC summary financial reports of DBank for the most recent available quarter and the past three years. Historical Reports of Condition and Income may be accessed through the Central Data Repository maintained by the Federal Financial Institutions Examinations Council at:**

<https://cdr.ffiec.gov/public/ManageFacsimiles.aspx>

**The Transaction does not involve any Delaware bank holding company. DBank is currently a subsidiary of Partners Bancorp. Partners Bancorp is not a Delaware bank holding company because it is not "located" in Delaware for purposes of 5 Del. C. 842(5) because Delaware is not the state in which the amount of aggregate deposits of all its bank or nonbank subsidiaries is greatest. For purposes of 5 Del. C. 842(5), Partners Bancorp is "located" in Maryland.**

- F. State whether the proposed acquisition has received: (1) the necessary approval of the stockholders of the out-of-state bank holding company and the Delaware bank holding company or bank (if so, attach certified copies of the resolutions of such approval; if not, describe the status of such approval processes); and (2) whether all necessary federal regulatory approvals have been obtained (if so, provide copies of such approvals; if not, describe the status of the application process for such approvals and attach actual or pro forma applications without exhibits except for transmittal correspondence, and any responses from the federal regulatory authorities).

**The Transaction does not require approval of the stockholders of OCFCorp. The Transaction does require approval of the stockholders of PBancorp. The parties jointly prepared a Form S-4 related to the Transaction, and OCFCorp filed an amended Form S-4 with the Securities and Exchange Commission on January 14, 2022. A special meeting of the stockholders of PBancorp is scheduled to occur on March 9, 2022, at which the stockholders of PBancorp will be asked to vote to approve the Transaction.**

**Other corporate governance approvals related to the Transaction are provided at Volume A, Exhibits 17 and 18.**

**The Transaction is subject to approval by the OCC and the Federal Reserve. Applications requesting such approvals were filed with the OCC and the Federal Reserve on January 18, 2022. The OCC is conducting its initial review. The Federal Reserve has acknowledged receipt of the application and has stated that it anticipates action on the application by March 4, 2022.**

IV. Information regarding formation of interim bank (OPTIONAL).

- A. If applicant is seeking a certificate of public convenience and advantage from the Commissioner for an interim bank as part of this Application, then applicant should comply with the provisions of Regulation No. 102 with respect to the formation of such interim bank as part of this Application; provided, however, that an application for authorization to form an interim bank which is filed as part of this Application by an out-of-state bank holding company shall be governed by the notice, publication and hearing requirements of this Application as described in the section captioned "Application Process", rather than the notice and publication requirements of Regulation No.102.
- B. If applicant has previously applied for a certificate of public convenience and advantage for an interim bank from the Comptroller of the Currency, attach the certificate of public convenience and advantage issued with respect to such interim bank. If such certificate has not been issued, provide a copy of the application to form such interim bank without exhibits other than the transmittal letter and any responses received from the Office of the Comptroller of the Currency.

**Not applicable. The Transaction does not involve any interim charter.**

V. Information addressing the criteria for approving or disapproving an acquisition provided for at 5 Del. C. §844(b).

- A. Financial history of the applicant.
  - 1. Describe in narrative fashion the financial history of the applicant, its affiliates, and its bank and non-bank subsidiaries over the past three (3) years. Include as exhibits all annual statements of income and condition filed with the bank regulatory authority or authorities in each state where the bank holding company maintains a bank subsidiary or, in the case of a national bank, with the Comptroller of the Currency; provided, that such filings shall not be required with respect to any bank subsidiary under the jurisdiction of a bank regulatory authority with whom the State Bank Commissioner shall have entered into a cooperative agreement for the

provision of such reports pursuant to the provisions of 5 Del. C. §845 or any other provision of Title 5.

**OCFCorp is a bank holding company subject to comprehensive regulation and supervisory by the Federal Reserve. Its common stock is publicly traded on the NASDAQ. It is well-capitalized and well-managed. It has been profitable for more than 20 consecutive years. A copy of OCFCorp's most recent FR Y-9C filed with the Board of Governors of the Federal Reserve is provided at Attachment D. Additional historical FR Y-9Cs are available through the FFIEC National Information Center at:**

[www.ffiec.gov/NPW](http://www.ffiec.gov/NPW)

**OCFBank is, and will remain, the only bank subsidiary of OCFCorp. OCFBank is a well-capitalized and well-managed national bank subject to comprehensive regulation and supervision by the OCC. Summary FDIC financial reports for OCFBank for the most recent available quarter and the past three years are provided at Attachment C. Historical Reports of Condition and Income may be accessed through the Central Data Repository maintained by the Federal Financial Institutions Examinations Council at:**

<https://cdr.ffiec.gov/public/ManageFacsimiles.aspx>

2. Provide for the past three calendar years, copies of all Form 10-K's and quarterly reports filed on Form 10-Q (or their state equivalents) (if required) with respect to the bank holding company, together with all proxy statements, tender offer materials, other disclosure documents, etc. relating to the proposed application (if required), or any other acquisition undertaken by applicant.

If an applicant is not required to file any report under the Securities Exchange Act of 1934 (15 U.S.C. §78 et seq. as amended), or an equivalent state filing, the applicant shall file information substantially equivalent to the information which would otherwise be contained in such reports in a form reasonably satisfactory to the Commissioner, including the previous three years' statements of condition and a three year income statement, statements of changes in shareholders' equity, all as prepared in accordance with generally accepted accounting principles.

**OCFCorp is a publicly traded company that makes regular and event-driven filings with the SEC. Attachment E provides electronic links to (i) OCFCorp's Form 10-K and Form 10-Q filings since calendar year 2019 and (ii) proxy statements, tender offer materials, other**



**disclosure documents filed with the Securities and Exchange Commission by OCFCorp since calendar year 2019 that relate to the Transaction and other acquisitions by OCFCorp.**

- B. Provide a statement in narrative form of a three (3) year business plan of applicant for the Delaware bank holding company and its bank and non-bank subsidiaries, or the Delaware bank to be acquired. Such plan should include but is not limited to a description of:
1. In detail, any proposed change during the first year of operation in the products or services offered by the Delaware bank or the subsidiary or subsidiaries of the Delaware bank holding company;
  2. In detail, any contemplated or proposed change during the first year after the effective date of the acquisition in the executive officers of the Delaware bank or the Delaware bank holding company, with specific reference to the termination, transfer, or reduction of authority or responsibilities of any such executive officers;
  3. Using the current table of organization of the Delaware bank or bank subsidiary, describe proposed changes in levels of employment among non-management personnel.
  4. Any change in the geographic market to be served by the Delaware bank or the subsidiary of the Delaware bank holding company (with specific reference to the opening, closing or expansion of branches);
  5. Additional products or services which the Delaware bank or subsidiary of the Delaware bank holding company will provide after the acquisition;
  6. For the next three (3) years, proposed changes in the capitalization of the Delaware bank or the Delaware bank holding company and any subsidiary thereof.

With respect to each of the above subject areas, include specific references, if any, to any relevant sections of the acquisition agreement, merger agreement with an interim bank, any other agreement or understanding (with any person or party) not incorporated in such acquisition or merger agreements or any exhibits or supplements as to any of such items.

**Not applicable. Immediately upon consummation of the Transaction, DBank will merge with and into OCFBank, with OCFBank as the resulting national bank. DBank will not operate as a Delaware bank or Delaware bank holding company at any time following consummation of the Transaction.**

- C. State whether the applicant, or any subsidiary thereof, would control, together with any affiliated insured depository institution (as defined in the Federal Deposit Insurance Act at 12 U.S.C. §1813(c)), 30 percent or more of the total amount of deposits of insured depository institutions in this State after the proposed acquisition. If so, explain why the Application should be approved in accordance with the convenience and needs of the public of this State.

**Neither the applicant, nor any subsidiary thereof, would control, together with any affiliated insured depository institution (as defined in the Federal Deposit Insurance Act at 12 U.S.C. §1813(c)), 30 percent or more of the total amount of deposits of insured depository institutions in Delaware after the Transaction.**

- D. If applicant has acquired or has made application to acquire any other Delaware bank holding company or Delaware bank, describe in detail the extent to which the acquisition which is the subject of this Application will affect present competition between the banks or bank subsidiaries of a Delaware bank holding company to be acquired under this Application and the Delaware bank or bank subsidiary of a Delaware bank holding company previously acquired or pending acquisition approval.

**Not applicable.**

**OCFCorp has neither acquired nor made application to acquire any other Delaware bank holding company or Delaware bank.**

- E. Describe in detail the activities which applicant proposes for fostering economic development and employment within the State of Delaware. By way of historical background, and as part of such description, include the following information:
1. With respect to the commercial loan activity of the bank subsidiaries of both the applicant and the Delaware bank or bank subsidiary of the bank holding company to be acquired, the total dollar value, and the percentage of total commercial loans outstanding, of the following categories of commercial loans:
    - a. Small business loans (SBA)
    - b. Other small business loans
    - c. Industrial authority development loans
    - d. Financing of ESOP's and leveraged buy-outs
    - e. Financing directly or indirectly of non-profit, community development projects
    - f. Loans in other categories designed to stimulate industrial growth and employment

**The Overview provided at Volume A, Exhibit 1 describes how the Transaction will advance the convenience and needs of the community, including the Delaware communities now served by DBank. Examples of the community engagement and outreach activities of both OCFBank and DBank are provided at Volume A, Exhibit 7.**

**OceanFirst does not anticipate any reduction in the geographic footprint to be served by branches of the combined institution. The pro forma Community Reinvestment Act assessment area of OCFBank following the Transaction is provided at Volume A, Exhibit 6 and will include the Salisbury, MD-DE Metropolitan Statistical Area, which includes the entirety of Sussex County, Delaware.**

**OCFBank has a significant commercial and small business lending programs. The table below shows the amounts of certain commercial lending activity of each institution as reflected on its most recent call report.**

<i>Select Commercial Lending Activity</i>		
<i>Source: Call Reports (9/30/21)</i> <i>(\$000s)</i>	<i>OCFBank</i>	<i>DBank</i>
Commercial and industrial loans	444,850	64,978
SBA Paycheck Protection Program (PPP) / Federal Reserve PPPLF	52,520	0
Small business lending: C&I loans to U.S. addressees of \$1,000,000 or less	120,463	27,474
Small business lending: Loans secured by nonfarm nonresidential properties of \$1,000,000 or less	454,818	121,932

**Neither institution has material activities in industrial authority development loans, financing of ESOPs, or leveraged buy-outs.**

**OCFBank has a significantly larger platform for commercial and business lending than does DBank. OCFBank has significant experience and expertise in these areas and a much larger capital base than does DBank. Indeed, the ability to bring OCFBank's commercial- and business-oriented products and services to the communities now served by DBank is one of the strategic objectives of the Transaction.**

**For these reasons, the parties expect that the Transaction will foster economic development and employment in Delaware.**

2. Enclose for both the bank subsidiary or subsidiaries of applicant and the Delaware bank or bank subsidiaries of the bank holding company to be acquired copies of the most recent report filed pursuant to the Home Mortgage Disclosure Act, 12 U.S.C. §2801 et seq.

**Disclosure reports under the Home Mortgage Disclosure Act are available at:**

**<https://ffiec.cfbp.gov/data-publication/disclosure-reports/>**

**ATTACHMENT A**

Executed Certification



5 DE Admin. Code 800

Banking

5 DE Admin. Code 800

APPLICATION FOR AUTHORITY OF AN OUT-OF-STATE  
BANK HOLDING COMPANY  
TO ACQUIRE A DELAWARE BANK OR BANK HOLDING COMPANY

I. Certification.

The undersigned, \_\_\_\_\_

**Steven J. Tsimbinos**  
**Executive Vice President, General Counsel & Corporate Secretary**

**OceanFirst Financial Corp.**  
(Name of Bank Holding Company)

having first been duly authorized, does hereby make application on behalf of  
**OceanFirst Financial Corp.** to

acquire **The Bank of Delmarva**  
(Name of Delaware Bank or Bank Holding Company)

The undersigned acknowledges that he/she has read and is familiar with the provisions of the Delaware Interstate Banking Act and all rules and regulations issued in connection therewith; that all of the information provided as part of this Application is, to the best of the knowledge and belief of the undersigned, true and accurate; and that he/she is duly authorized to execute this certification on behalf of the applicant.

WITNESS SONIKA MUNJAL

Sworn to and subscribed before me, a Notary Public of the State of New Jersey,  
this 26 day of January 2022

**MERYL A. RUSSELL**  
**NOTARY PUBLIC OF NEW JERSEY**  
**My Commission Expires 11/2/2025**

**ATTACHMENT B**

FDIC Summary Financial Report  
The Bank of Delmarva

**The Bank of Delmarva**910 Norman Eskridge Hwy  
Seaford, DE 19973

FDIC Certificate #: 8810 Bank Charter Class: SM

<i>Definition</i>	<i>Dollar figures in thousands</i>	<b>THE BANK OF DELMARVA Seaford, DE September 30, 2021</b>	<b>THE BANK OF DELMARVA Seaford, DE December 31, 2020</b>
<b>All Summary Information</b>			
<b>Assets and Liabilities</b>			
1 Total employees (full-time equivalent)		164	152
2 <b>Total assets</b>		<b>1,025,075</b>	<b>945,166</b>
3 Cash and due from depository institutions		220,135	176,618
4 Interest-bearing balances		206,040	160,227
5 Securities		60,952	66,622
6 Federal funds sold and reverse repurchase agreements		17,911	18,386
7 Net loans and leases		680,887	641,313
8 Allowance for loan and lease losses **		11,888	11,503
9 Trading account assets		0	0
10 Bank premises and fixed assets		15,811	13,947
11 Other real estate owned		1,303	2,677
12 Goodwill and other intangibles		5,672	5,788
13 All other assets		22,404	19,815
14 <b>Total liabilities and capital</b>		<b>1,025,075</b>	<b>945,165</b>
15 <b>Total liabilities</b>		<b>937,727</b>	<b>860,416</b>
16 Total deposits		924,532	843,174
17 Interest-bearing deposits		581,067	539,834
18 Deposits held in domestic offices		924,532	843,174
19 % insured		76.84%	77.12%
20 Federal funds purchased & repurchase agreements		0	0
21 Trading liabilities		0	0
22 Other borrowed funds		7,286	13,805
23 Subordinated debt		0	0
24 All other liabilities		5,909	3,437
25 <b>Total equity capital</b>		<b>87,348</b>	<b>84,749</b>
26 Total bank equity capital		87,348	84,749
27 Perpetual preferred stock		0	0
28 Common stock		14,811	14,811
29 Surplus		26,342	26,338
30 Undivided profits		46,195	43,600
31 Noncontrolling interests in consolidated subsidiaries		0	0
<b>Memoranda:</b>			
32 Noncurrent loans and leases		6,401	4,454
33 Noncurrent loans that are wholly or partially guaranteed by the U.S. government		0	0
34 Income earned, not collected on loans		2,007	2,698
35 Earning assets		965,790	886,548
36 Long-term assets (5+ years)		161,669	152,125
37 Average Assets, year-to-date		993,891	879,926
38 Average Assets, quarterly		1,019,461	947,031
39 Total risk weighted assets		698,482	662,936
40 Adjusted average assets for leverage capital purposes		1,020,587	956,538
41 Life insurance assets		9,989	6,827
42 General account life insurance assets		9,989	6,827
43 Separate account life insurance assets		0	0
44 Hybrid life insurance assets		0	0
45 Volatile liabilities		46,925	58,786
46 Insider loans		11,358	12,952
47 FHLB advances		6,678	13,172
48 Loans and leases held for sale		0	0
49 Unused loan commitments		146,171	145,730
50 Tier 1 (core) risk-based capital		80,670	77,168
51 Tier 2 risk-based capital		8,773	8,329
52 Total unused commitments		146,171	145,730
53 Derivatives		0	0
Restructured Loans and leases			
Past due and nonaccrual assets			
Fiduciary and related services			

\*Note: For institutions that have adopted CECL Methodology (ASU 2016-13), securities are reported net of allowances for credit losses.

**\*\* Note : For institutions that have adopted CECL methodology (ASU 2016-13), this item represents the allowance for credit losses on loans and leases held for investment and allocated transfer risk.**

<b>Income and Expense</b>	<b>(Year-to-date)</b>	<b>(Year-to-date)</b>
54 Number of institutions reporting	1	1
55 Total interest income	24,386	34,275
56 Total interest expense	3,054	6,374
57 Net interest income	21,332	27,901
58 Provision for credit losses *	1,050	5,400
59 Total noninterest income	3,171	3,260
60 Fiduciary activities	0	0
61 Service charges on deposit accounts	504	751
62 Trading account gains & fees	0	0
63 Additional noninterest income	2,667	2,509
64 Total noninterest expense	16,948	20,838
65 Salaries and employee benefits	9,385	11,358
66 Premises and equipment expense	2,948	3,555
67 Additional noninterest expense	4,615	5,925
68 Pre-tax net operating income	6,505	4,923
69 Securities gains (losses)	-35	229
70 Applicable income taxes	1,532	1,249
71 Income before extraordinary items	4,938	3,903
72 Discontinued operations (Extraordinary gains - net)**	0	0
73 Net income attributable to bank and noncontrolling interests	4,938	3,903
74 Net income attributable to noncontrolling interests	0	0
<b>75 Net income attributable to bank</b>	<b>4,938</b>	<b>3,903</b>
76 Net charge-offs	665	960
77 Cash dividends	1,555	1,717
78 Sale, conversion, retirement of capital stock, net	0	-8
79 Net operating income	4,966	3,722

**Memo:**

Gross fiduciary and related services income

**\* Note: For institutions that have adopted CECL methodology (ASU 2016-13), this item represents provisions for all credit losses on a consolidated basis. For institutions that have not adopted CECL methodology (ASU 2016-13), this item represents the provision for loan and lease losses.**

**\*\* Note: Accounting change as of September 2016, Extraordinary Gains, Net now only includes Discontinued Operations Expense.**

**Performance and Condition Ratios**

80 % of unprofitable institutions	N/A	N/A
81 % of institutions with earnings gains	N/A	N/A
<b>Performance Ratios (% , annualized)</b>	<b>(Year-to-date)</b>	<b>(Year-to-date)</b>
82 Yield on earning assets	3.48%	4.15%
83 Cost of funding earning assets	0.44%	0.77%
84 Net interest margin	3.05%	3.37%
85 Noninterest income to assets	0.43%	0.37%
86 Noninterest expense to assets	2.27%	2.37%
87 Credit loss provision to assets *	0.14%	0.61%
88 Net operating income to assets	0.67%	0.42%
89 Return on assets (ROA)	0.66%	0.44%
90 Pretax return on assets	0.87%	0.59%
91 Return on equity (ROE)	7.69%	4.81%
92 Retained earnings to average equity (YTD only)	5.27%	2.69%
93 Net charge-offs to loans and leases	0.13%	0.15%
94 Loan and lease loss provision to net charge-offs	157.89%	562.50%
95 Earnings coverage of net loan charge-offs (x)	11.36	10.75
96 Efficiency ratio	68.69%	66.18%
97 Assets per employee (\$ millions)	6.25	6.22
98 Cash dividends to net income (YTD only)	31.49%	43.99%
<b>Condition Ratios (%)</b>		
99 Earning assets to total assets	94.22%	93.80%
100 Loan and lease loss allowance to loans and leases **	1.72%	1.76%
101 Loan and lease loss allowance to noncurrent loans and leases **	185.72%	258.26%
102 Noncurrent assets plus other real estate owned to assets	0.75%	0.75%
103 Noncurrent loans to loans	0.92%	0.68%
104 Net loans and leases to assets	66.42%	67.85%
105 Net loans and leases to deposits	73.65%	76.06%
106 Net loans and leases to core deposits	78.67%	82.41%
107 Domestic deposits to total assets	90.19%	89.21%
108 Equity capital to assets	8.52%	8.97%
109 Leverage (core capital) ratio	7.90%	8.07%
110 Elected community bank leverage ratio framework (1 is Yes)	0	0
111 Common equity tier 1 capital ratio ***	11.55%	11.64%
112 Tier 1 risk-based capital ratio ***	11.55%	11.64%



113 Total risk-based capital ratio ***	12.81%	12.90%
<b>Memoranda:</b>		
114 Average assets	993,891	879,926
115 Average earning assets	933,542	826,722
116 Average equity	85,598	81,211
117 Average loans	670,685	641,514

\* **Note:** For institutions that have adopted CECL methodology (ASU 2016-13), this item represents provisions for all credit losses on a consolidated basis. For institutions that have not adopted CECL methodology (ASU 2016-13), this item represents the provision for loan and lease losses.

\*\* **Note:** For institutions that have adopted CECL methodology (ASU 2016-13) this item represents the allowance for credit losses on loans and leases held for investment and allocated transfer risk.

\*\*\* **Note:** As of March 2020, not available for institutions that have elected the Community Bank Leverage Ratio (CBLR) framework.

<i>Definition</i>	<i>Demographic Information</i>	<b>January 27, 2022</b>	<b>September 30, 2021</b>	<b>December 31, 2020</b>
1 Status		Active	Active	Active
2 Bank Holding Company (Regulatory Top Holder)		See Note!	PARTNERS BCORP	PARTNERS BCORP
3 Certificate#		8810	8810	8810
4 Federal Reserve ID Number		885225	885225	885225
5 Institution Name		The Bank of Delmarva	THE BANK OF DELMARVA	THE BANK OF DELMARVA
6 City,State,Zip		Seaford, DE, 19973	Seaford, DE, 19973	Seaford, DE, 19973
7 Number of Domestic Offices			17	17
8 Number of Foreign Offices			N/A	N/A
9 Offices in insured other areas			N/A	N/A
10 Interstate Offices			Yes	Yes
11 Summary Of Deposits			June 30, 2021	June 30, 2020
12 Current List of Total Offices		Offices		
13 Asset Concentration Hierarchy		Commercial Lending Specialization	Commercial Lending Specialization	Commercial Lending Specialization
14 Subchapter S Corporation			No	No
15 County		Sussex	Sussex	Sussex
16 Metropolitan Statistical Area		Salisbury, MD- DE	Salisbury, MD-DE	Salisbury, MD-DE
17 Established Date		December 14, 1896	December 14, 1896	December 14, 1896
18 Date of Deposit Insurance		January 1, 1934	January 1, 1934	January 1, 1934
19 Last Structure Change Process Date		December 2, 2020		
20 Last Structure Change Effective Date		December 1, 2020		
21 Ownership Type			Stock	Stock
22 Directly Owned by Another Bank?(CERT)			No	No
23 FDIC Community Bank		Yes	Yes	Yes
24 Trust Powers Granted		Yes	Yes	Yes
25 Bank Charter Class		Federal Reserve Member	Federal Reserve Member	Federal Reserve Member
26 Regulator		FED	FED	FED
27 CFPB Supervised		No		
28 Insurance fund membership		DIF	DIF	DIF
29 FDIC Quarterly Banking Profile Region		New York	New York	New York
30 FDIC Geographic Region		New York	New York	New York
31 FDIC Supervisory Region		Atlanta	ATLANTA	ATLANTA
32 FDIC Field Office		Claymont	Claymont	Claymont
33 Federal Reserve District		Philadelphia	Philadelphia	Philadelphia
34 Office of the Comptroller of the Currency District		Northeastern	Northeastern	Northeastern
35 FFIEC CallForm			41	41
36 Primary Web Address				bankofdelmarva.com
37 Other Name				
38 Other Name				
39 Other Name				
40 Other Name				
41 Other Name				
42 Other Name				
43 Other Website				
44 Other Website				
45 Other Website				
46 OtherWebsite				
47 Other Website				
48 Other Website				
49 Other Website				

50 Other Website

51 Other Website

52 Other Website

The other name and additional website information begins in March 2014. The use of other names and additional websites is an optional business practice, not used by all banks. When one bank purchases another bank, the name recognition and reputation of the bank being purchased may be very well known and established in its market area. Rather than change the name of this bank, the bank making the purchase will continue to use the acquired bank's original name as a trade name, to benefit from its good name and reputation.

In addition to having physical branches to accept deposits, many banks have established online deposit accepting websites (also known as 'URLs' or 'Uniform Resource Locators'). Some of these websites will be named similarly to the name of the bank, such as, the website for a bank named 'ABC Bank' being named 'www.abcbank.com.' However, some banks will also have websites that have names that are not connected to the actual name of the bank.

Please note that this information is provided electronically by the bank to the FDIC on the required FFIEC CALL reports. The information is not edited by the FDIC.

For more information regarding a trade name and/or URL for a particular bank, call the FDIC at 1-877-275-3342 and ask to speak with a deposit insurance specialist. If you do not see the Trade Name and/or URL that you are looking for, please call the FDIC. more

PUBLIC

**The Bank of Delmarva**910 Norman Eskridge Hwy  
Seaford, DE 19973

FDIC Certificate #: 8810 Bank Charter Class: SM

<i>Definition</i>	<i>Dollar figures in thousands</i>	<b>THE BANK OF DELMARVA Seaford, DE December 31, 2019</b>	<b>THE BANK OF DELMARVA Seaford, DE December 31, 2018</b>
<b>All Summary Information</b>			
<b>Assets and Liabilities</b>			
1 Total employees (full-time equivalent)		157	161
2 <b>Total assets</b>		<b>796,056</b>	<b>738,997</b>
3 Cash and due from depository institutions		56,546	28,440
4 Interest-bearing balances		40,856	16,698
5 Securities		56,593	51,300
6 Federal funds sold and reverse repurchase agreements		27,525	1,254
7 Net loans and leases		623,405	625,514
8 Allowance for loan and lease losses **		7,063	7,063
9 Trading account assets		0	0
10 Bank premises and fixed assets		13,212	10,048
11 Other real estate owned		2,417	3,660
12 Goodwill and other intangibles		6,004	6,306
13 All other assets		10,354	12,475
14 <b>Total liabilities and capital</b>		<b>796,056</b>	<b>738,997</b>
15 <b>Total liabilities</b>		<b>717,746</b>	<b>667,355</b>
16 Total deposits		663,383	615,279
17 Interest-bearing deposits		456,416	409,648
18 Deposits held in domestic offices		663,383	615,279
19 % insured		85.10%	86.14%
20 Federal funds purchased & repurchase agreements		0	0
21 Trading liabilities		0	0
22 Other borrowed funds		52,044	50,489
23 Subordinated debt		0	0
24 All other liabilities		2,319	1,587
25 <b>Total equity capital</b>		<b>78,310</b>	<b>71,642</b>
26 Total bank equity capital		78,310	71,642
27 Perpetual preferred stock		0	0
28 Common stock		14,811	14,811
29 Surplus		23,317	23,295
30 Undivided profits		40,182	33,536
31 Noncontrolling interests in consolidated subsidiaries		0	0
<b>Memoranda:</b>			
32 Noncurrent loans and leases		4,390	9,754
33 Noncurrent loans that are wholly or partially guaranteed by the U.S. government		0	0
34 Income earned, not collected on loans		2,093	2,103
35 Earning assets		748,379	694,766
36 Long-term assets (5+ years)		103,150	91,704
37 Average Assets, year-to-date		771,236	700,775
38 Average Assets, quarterly		794,184	738,390
39 Total risk weighted assets		620,301	611,899
40 Adjusted average assets for leverage capital purposes		787,988	734,424
41 Life insurance assets		0	0
42 General account life insurance assets		0	0
43 Separate account life insurance assets		0	0
44 Hybrid life insurance assets		0	0
45 Volatile liabilities		73,252	59,380
46 Insider loans		3,893	8,266
47 FHLB advances		48,830	50,489
48 Loans and leases held for sale		0	0
49 Unused loan commitments		92,730	114,396
50 Tier 1 (core) risk-based capital		71,752	64,170
51 Tier 2 risk-based capital		7,328	7,328
52 Total unused commitments		92,730	114,396
53 Derivatives		0	0
Restructured Loans and leases			
Past due and nonaccrual assets			
Fiduciary and related services			

\*Note: For institutions that have adopted CECL Methodology (ASU 2016-13), securities are reported net of allowances for credit losses.

**\*\* Note : For institutions that have adopted CECL methodology (ASU 2016-13), this item represents the allowance for credit losses on loans and leases held for investment and allocated transfer risk.**

<b>Income and Expense</b>	<b>(Year-to-date)</b>	<b>(Year-to-date)</b>
54 Number of institutions reporting	1	1
55 Total interest income	36,738	33,173
56 Total interest expense	7,193	4,931
57 Net interest income	29,545	28,242
58 Provision for credit losses *	1,200	1,175
59 Total noninterest income	3,158	2,984
60 Fiduciary activities	0	0
61 Service charges on deposit accounts	1,157	1,317
62 Trading account gains & fees	0	0
63 Additional noninterest income	2,001	1,667
64 Total noninterest expense	20,755	21,393
65 Salaries and employee benefits	11,228	10,997
66 Premises and equipment expense	3,617	3,258
67 Additional noninterest expense	5,910	7,138
68 Pre-tax net operating income	10,748	8,658
69 Securities gains (losses)	88	0
70 Applicable income taxes	3,040	2,582
71 Income before extraordinary items	7,796	6,076
72 Discontinued operations (Extraordinary gains - net)**	0	0
73 Net income attributable to bank and noncontrolling interests	7,796	6,076
74 Net income attributable to noncontrolling interests	0	0
<b>75 Net income attributable to bank</b>	<b>7,796</b>	<b>6,076</b>
76 Net charge-offs	1,200	815
77 Cash dividends	2,379	1,956
78 Sale, conversion, retirement of capital stock, net	0	0
79 Net operating income	7,726	6,076

**Memo:**

Gross fiduciary and related services income

**\* Note: For institutions that have adopted CECL methodology (ASU 2016-13), this item represents provisions for all credit losses on a consolidated basis. For institutions that have not adopted CECL methodology (ASU 2016-13), this item represents the provision for loan and lease losses.**

**\*\* Note: Accounting change as of September 2016, Extraordinary Gains, Net now only includes Discontinued Operations Expense.**

**Performance and Condition Ratios**

80 % of unprofitable institutions	N/A	N/A
81 % of institutions with earnings gains	N/A	N/A
<b>Performance Ratios (% , annualized)</b>	<b>(Year-to-date)</b>	<b>(Year-to-date)</b>
82 Yield on earning assets	5.09%	5.07%
83 Cost of funding earning assets	1.00%	0.75%
84 Net interest margin	4.09%	4.31%
85 Noninterest income to assets	0.41%	0.43%
86 Noninterest expense to assets	2.69%	3.05%
87 Credit loss provision to assets *	0.16%	0.17%
88 Net operating income to assets	1.00%	0.87%
89 Return on assets (ROA)	1.01%	0.87%
90 Pretax return on assets	1.41%	1.24%
91 Return on equity (ROE)	10.38%	9.22%
92 Retained earnings to average equity (YTD only)	7.22%	6.25%
93 Net charge-offs to loans and leases	0.19%	0.14%
94 Loan and lease loss provision to net charge-offs	100.00%	144.17%
95 Earnings coverage of net loan charge-offs (x)	9.96	12.07
96 Efficiency ratio	62.54%	67.17%
97 Assets per employee (\$ millions)	5.07	4.59
98 Cash dividends to net income (YTD only)	30.52%	32.19%
<b>Condition Ratios (%)</b>		
99 Earning assets to total assets	94.01%	94.01%
100 Loan and lease loss allowance to loans and leases **	1.12%	1.12%
101 Loan and lease loss allowance to noncurrent loans and leases **	160.89%	72.41%
102 Noncurrent assets plus other real estate owned to assets	0.86%	1.82%
103 Noncurrent loans to loans	0.70%	1.54%
104 Net loans and leases to assets	78.31%	84.64%
105 Net loans and leases to deposits	93.97%	101.66%
106 Net loans and leases to core deposits	107.11%	114.86%
107 Domestic deposits to total assets	83.33%	83.26%
108 Equity capital to assets	9.84%	9.69%
109 Leverage (core capital) ratio	9.11%	8.74%
110 Elected community bank leverage ratio framework (1 is Yes)	N/A	N/A
111 Common equity tier 1 capital ratio ***	11.57%	10.49%
112 Tier 1 risk-based capital ratio ***	11.57%	10.49%

113 Total risk-based capital ratio ***	12.75%	11.68%
<b>Memoranda:</b>		
114 Average assets	771,236	700,775
115 Average earning assets	722,293	654,759
116 Average equity	75,078	65,880
117 Average loans	638,557	588,308

\* **Note:** For institutions that have adopted CECL methodology (ASU 2016-13), this item represents provisions for all credit losses on a consolidated basis. For institutions that have not adopted CECL methodology (ASU 2016-13), this item represents the provision for loan and lease losses.

\*\* **Note:** For institutions that have adopted CECL methodology (ASU 2016-13) this item represents the allowance for credit losses on loans and leases held for investment and allocated transfer risk.

\*\*\* **Note:** As of March 2020, not available for institutions that have elected the Community Bank Leverage Ratio (CBLR) framework.

<i>Definition</i>	<i>Demographic Information</i>	January 27, 2022	December 31, 2019	December 31, 2018
1 Status		Active	Active	Active
2 Bank Holding Company (Regulatory Top Holder)		See Note!	DELMAR BCORP	DELMAR BCORP
3 Certificate#		8810	8810	8810
4 Federal Reserve ID Number		885225	885225	885225
5 Institution Name		The Bank of Delmarva	THE BANK OF DELMARVA	THE BANK OF DELMARVA
6 City,State,Zip		Seaford, DE, 19973	Seaford, DE, 19973	Seaford, DE, 19973
7 Number of Domestic Offices			17	17
8 Number of Foreign Offices			N/A	N/A
9 Offices in insured other areas			N/A	N/A
10 Interstate Offices			Yes	Yes
11 Summary Of Deposits			June 30, 2019	June 30, 2018
12 Current List of Total Offices		Offices		
13 Asset Concentration Hierarchy		Commercial Lending Specialization	Commercial Lending Specialization	Commercial Lending Specialization
14 Subchapter S Corporation			No	No
15 County		Sussex	Sussex	Sussex
16 Metropolitan Statistical Area		Salisbury, MD-DE	Salisbury, MD-DE	Salisbury, MD-DE
17 Established Date		December 14, 1896	December 14, 1896	December 14, 1896
18 Date of Deposit Insurance		January 1, 1934	January 1, 1934	January 1, 1934
19 Last Structure Change Process Date		December 2, 2020		
20 Last Structure Change Effective Date		December 1, 2020		
21 Ownership Type			Stock	Stock
22 Directly Owned by Another Bank?(CERT)			No	No
23 FDIC Community Bank		Yes	Yes	Yes
24 Trust Powers Granted		Yes	Yes	Yes
25 Bank Charter Class		Federal Reserve Member	Federal Reserve Non-member	Federal Reserve Non-member
26 Regulator		FED	FDIC	FDIC
27 CFPB Supervised		No		
28 Insurance fund membership		DIF	DIF	DIF
29 FDIC Quarterly Banking Profile Region		New York	New York	New York
30 FDIC Geographic Region		New York	New York	New York
31 FDIC Supervisory Region		Atlanta	ATLANTA	ATLANTA
32 FDIC Field Office		Claymont	Claymont	Claymont
33 Federal Reserve District		Philadelphia	Philadelphia	Philadelphia
34 Office of the Comptroller of the Currency District		Northeastern	Northeastern	Northeastern
35 FFIEC CallForm			41	41
36 Primary Web Address			<a href="https://www.bankofdelmarva.com">https://www.bankofdelmarva.com</a>	<a href="https://www.bankofdelmarva.com">https://www.bankofdelmarva.com</a>
37 Other Name			Liberty Bell Bank a Division of The Bank of Delmarva	Liberty Bell Bank a Division of The Bank of Delmarva
38 Other Name				
39 Other Name				
40 Other Name				
41 Other Name				
42 Other Name				
43 Other Website			libertybellbank.com	libertybellbank.com
44 Other Website				
45 Other Website				
46 OtherWebsite				
47 Other Website				
48 Other Website				

49 Other Website  
50 Other Website  
51 Other Website  
52 Other Website

The other name and additional website information begins in March 2014. The use of other names and additional websites is an optional business practice, not used by all banks. When one bank purchases another bank, the name recognition and reputation of the bank being purchased may be very well known and established in its market area. Rather than change the name of this bank, the bank making the purchase will continue to use the acquired bank's original name as a trade name, to benefit from its good name and reputation.

In addition to having physical branches to accept deposits, many banks have established online deposit accepting websites (also known as 'URLs' or 'Uniform Resource Locators'). Some of these websites will be named similarly to the name of the bank, such as, the website for a bank named 'ABC Bank' being named 'www.abcbank.com.' However, some banks will also have websites that have names that are not connected to the actual name of the bank.

Please note that this information is provided electronically by the bank to the FDIC on the required FFIEC CALL reports. The information is not edited by the FDIC.

For more information regarding a trade name and/or URL for a particular bank, call the FDIC at 1-877-275-3342 and ask to speak with a deposit insurance specialist. If you do not see the Trade Name and/or URL that you are looking for, please call the FDIC. more

**ATTACHMENT C**

FDIC Summary Financial Report  
OceanFirst Bank, National Association

### OceanFirst Bank, National Association

975 Hooper Avenue  
Toms River, NJ 08753

FDIC Certificate #: 28359    Bank Charter Class: N

Definition	Dollar figures in thousands	OCEANFIRST BANK, NATIONAL ASSOCIATION Toms River, NJ September 30, 2021	OCEANFIRST BANK, NATIONAL ASSOCIATION Toms River, NJ December 31, 2020
<b>All Summary Information</b>			
<b>Assets and Liabilities</b>			
1 Total employees (full-time equivalent)		1,001	985
2 <b>Total assets</b>		<b>11,738,701</b>	<b>11,340,082</b>
3 Cash and due from depository institutions		975,272	1,235,253
4 Interest-bearing balances		825,464	1,146,948
5 Securities		1,454,033	1,167,442
6 Federal funds sold and reverse repurchase agreements		0	0
7 Net loans and leases		8,153,389	7,744,347
8 Allowance for loan and lease losses **		50,153	60,735
9 Trading account assets		0	0
10 Bank premises and fixed assets		149,398	135,431
11 Other real estate owned		106	106
12 Goodwill and other intangibles		520,108	524,278
13 All other assets		486,395	533,225
14 <b>Total liabilities and capital</b>		<b>11,738,701</b>	<b>11,340,082</b>
15 <b>Total liabilities</b>		<b>10,179,187</b>	<b>9,840,742</b>
16 Total deposits		9,805,114	9,454,666
17 Interest-bearing deposits		7,174,466	7,330,550
18 Deposits held in domestic offices		9,805,114	9,454,666
19 % insured		54.38%	52.07%
20 Federal funds purchased & repurchase agreements		143,294	128,454
21 Trading liabilities		0	0
22 Other borrowed funds		83,212	109,375
23 Subordinated debt		0	0
24 All other liabilities		147,567	148,247
25 <b>Total equity capital</b>		<b>1,559,514</b>	<b>1,499,340</b>
26 Total bank equity capital		1,559,514	1,499,340
27 Perpetual preferred stock		0	0
28 Common stock		1	1
29 Surplus		1,309,014	1,304,640
30 Undivided profits		250,499	194,699
31 Noncontrolling interests in consolidated subsidiaries		0	0
<b>Memoranda:</b>			
32 Noncurrent loans and leases		30,347	54,625
33 Noncurrent loans that are wholly or partially guaranteed by the U.S. government		0	0
34 Income earned, not collected on loans		31,541	35,220
35 Earning assets		10,432,886	10,058,737
36 Long-term assets (5+ years)		4,588,603	3,956,261
37 Average Assets, year-to-date		11,508,569	10,604,105
38 Average Assets, quarterly		11,574,599	11,468,835
39 Total risk weighted assets		8,307,121	7,785,618
40 Adjusted average assets for leverage capital purposes		11,101,911	11,116,208
41 Life insurance assets		260,072	265,253
42 General account life insurance assets		108,178	107,780
43 Separate account life insurance assets		106,882	112,341
44 Hybrid life insurance assets		45,012	45,132
45 Volatile liabilities		351,593	434,727
46 Insider loans		1,601	978
47 FHLB advances		0	0
48 Loans and leases held for sale		13,428	45,524
49 Unused loan commitments		1,858,411	1,316,221
50 Tier 1 (core) risk-based capital		1,012,471	942,122
51 Tier 2 risk-based capital		53,112	62,358
52 Total unused commitments		1,858,411	1,316,221
53 Derivatives		1,923,360	1,497,652
Restructured Loans and leases			
Past due and nonaccrual assets			
Fiduciary and related services			

\*Note: For institutions that have adopted CECL Methodology (ASU 2016-13), securities are reported net of allowances for credit losses.



**\*\* Note : For institutions that have adopted CECL methodology (ASU 2016-13), this item represents the allowance for credit losses on loans and leases held for investment and allocated transfer risk.**

<b>Income and Expense</b>	<b>(Year-to-date)</b>	<b>(Year-to-date)</b>
54 Number of institutions reporting	1	1
55 Total interest income	252,249	379,451
56 Total interest expense	20,927	56,768
57 Net interest income	231,322	322,683
58 Provision for credit losses *	-10,259	57,847
59 Total noninterest income	34,136	52,308
60 Fiduciary activities	1,774	2,052
61 Service charges on deposit accounts	8,371	11,915
62 Trading account gains & fees	0	0
63 Additional noninterest income	23,991	38,341
64 Total noninterest expense	161,073	247,277
65 Salaries and employee benefits	87,986	112,781
66 Premises and equipment expense	20,101	29,234
67 Additional noninterest expense	52,986	105,262
68 Pre-tax net operating income	114,644	69,867
69 Securities gains (losses)	-228	1,230
70 Applicable income taxes	28,174	14,808
71 Income before extraordinary items	86,242	56,289
72 Discontinued operations (Extraordinary gains - net)**	0	0
73 Net income attributable to bank and noncontrolling interests	86,242	56,289
74 Net income attributable to noncontrolling interests	0	0
<b>75 Net income attributable to bank</b>	<b>86,242</b>	<b>56,289</b>
76 Net charge-offs	-442	18,858
77 Cash dividends	30,000	54,000
78 Sale, conversion, retirement of capital stock, net	5,289	5,392
79 Net operating income	86,422	55,317

**Memo:**

Gross fiduciary and related services income

**\* Note: For institutions that have adopted CECL methodology (ASU 2016-13), this item represents provisions for all credit losses on a consolidated basis. For institutions that have not adopted CECL methodology (ASU 2016-13), this item represents the provision for loan and lease losses.**

**\*\* Note: Accounting change as of September 2016, Extraordinary Gains, Net now only includes Discontinued Operations Expense.**

**Performance and Condition Ratios**

80 % of unprofitable institutions	N/A	N/A
81 % of institutions with earnings gains	N/A	N/A
<b>Performance Ratios (% , annualized)</b>	<b>(Year-to-date)</b>	<b>(Year-to-date)</b>
82 Yield on earning assets	3.28%	4.07%
83 Cost of funding earning assets	0.27%	0.61%
84 Net interest margin	3.01%	3.46%
85 Noninterest income to assets	0.40%	0.49%
86 Noninterest expense to assets	1.87%	2.33%
87 Credit loss provision to assets *	-0.12%	0.55%
88 Net operating income to assets	1.00%	0.52%
89 Return on assets (ROA)	1.00%	0.53%
90 Pretax return on assets	1.33%	0.67%
91 Return on equity (ROE)	7.52%	3.92%
92 Retained earnings to average equity (YTD only)	4.90%	0.16%
93 Net charge-offs to loans and leases	-0.01%	0.24%
94 Loan and lease loss provision to net charge-offs	2,494.12%	304.39%
95 Earnings coverage of net loan charge-offs (x)	N/A	6.77
96 Efficiency ratio	59.13%	64.29%
97 Assets per employee (\$ millions)	11.73	11.51
98 Cash dividends to net income (YTD only)	34.79%	95.93%
<b>Condition Ratios (%)</b>		
99 Earning assets to total assets	88.88%	88.70%
100 Loan and lease loss allowance to loans and leases **	0.61%	0.78%
101 Loan and lease loss allowance to noncurrent loans and leases **	165.27%	111.19%
102 Noncurrent assets plus other real estate owned to assets	0.26%	0.48%
103 Noncurrent loans to loans	0.37%	0.70%
104 Net loans and leases to assets	69.46%	68.29%
105 Net loans and leases to deposits	83.15%	81.91%
106 Net loans and leases to core deposits	84.58%	85.49%
107 Domestic deposits to total assets	83.53%	83.37%
108 Equity capital to assets	13.29%	13.22%
109 Leverage (core capital) ratio	9.12%	8.48%
110 Elected community bank leverage ratio framework (1 is Yes)	0	0
111 Common equity tier 1 capital ratio ***	12.19%	12.10%
112 Tier 1 risk-based capital ratio ***	12.19%	12.10%

113 Total risk-based capital ratio ***	12.83%	12.90%
<b>Memoranda:</b>		
114 Average assets	11,508,569	10,604,105
115 Average earning assets	10,240,435	9,328,221
116 Average equity	1,530,014	1,435,127
117 Average loans	7,942,401	7,754,396

\* **Note:** For institutions that have adopted CECL methodology (ASU 2016-13), this item represents provisions for all credit losses on a consolidated basis. For institutions that have not adopted CECL methodology (ASU 2016-13), this item represents the provision for loan and lease losses.

\*\* **Note:** For institutions that have adopted CECL methodology (ASU 2016-13) this item represents the allowance for credit losses on loans and leases held for investment and allocated transfer risk.

\*\*\* **Note:** As of March 2020, not available for institutions that have elected the Community Bank Leverage Ratio (CBLR) framework.

<i>Definition</i>	<i>Demographic Information</i>	January 27, 2022	September 30, 2021	December 31, 2020
1 Status		Active	Active	Active
2 Bank Holding Company (Regulatory Top Holder)		See Note!	OCEANFIRST FINANCIAL CORP	OCEANFIRST FINANCIAL CORP
3 Certificate#		28359	28359	28359
4 Federal Reserve ID Number		85472	85472	85472
5 Institution Name		OceanFirst Bank, National Association	OCEANFIRST BANK, NATIONAL ASSOCIATION	OCEANFIRST BANK, NATIONAL ASSOCIATION
6 City,State,Zip		Toms River, NJ, 08753	Toms River, NJ, 08753	Toms River, NJ, 08753
7 Number of Domestic Offices			62	66
8 Number of Foreign Offices			N/A	N/A
9 Offices in insured other areas			N/A	N/A
10 Interstate Offices			Yes	Yes
11 Summary Of Deposits			June 30, 2021	June 30, 2020
12 Current List of Total Offices		Offices		
13 Asset Concentration Hierarchy		Commercial Lending Specialization	Commercial Lending Specialization	Commercial Lending Specialization
14 Subchapter S Corporation			No	No
15 County		Ocean	Ocean	Ocean
16 Metropolitan Statistical Area		New York- Newark-Jersey City, NY-NJ-PA	New York-Newark-Jersey City, NY- NJ-PA	New York-Newark-Jersey City, NY- NJ-PA
17 Established Date		January 1, 1902	January 1, 1902	January 1, 1902
18 Date of Deposit Insurance		March 14, 1938	March 14, 1938	March 14, 1938
19 Last Structure Change Process Date		December 8, 2021		
20 Last Structure Change Effective Date		December 3, 2021		
21 Ownership Type			Stock	Stock
22 Directly Owned by Another Bank?(CERT)			No	No
23 FDIC Community Bank		Yes	Yes	Yes
24 Trust Powers Granted		Yes	Yes	Yes
25 Bank Charter Class		National Bank	National Bank	National Bank
26 Regulator		OCC	OCC	OCC
27 CFPB Supervised		Yes		
28 Insurance fund membership		DIF	DIF	DIF
29 FDIC Quarterly Banking Profile Region		New York	New York	New York
30 FDIC Geographic Region		New York	New York	New York
31 FDIC Supervisory Region		New York	NEW YORK	NEW YORK
32 FDIC Field Office		Jamesburg	Jamesburg	Jamesburg
33 Federal Reserve District		Philadelphia	Philadelphia	Philadelphia
34 Office of the Comptroller of the Currency District		Northeastern	Northeastern	Northeastern
35 FFIEC CallForm			41	41
36 Primary Web Address				www.oceanfirst.com
37 Other Name				
38 Other Name				
39 Other Name				
40 Other Name				
41 Other Name				
42 Other Name				
43 Other Website				
44 Other Website				
45 Other Website				
46 OtherWebsite				
47 Other Website				
48 Other Website				
49 Other Website				

50 Other Website

51 Other Website

52 Other Website

The other name and additional website information begins in March 2014. The use of other names and additional websites is an optional business practice, not used by all banks. When one bank purchases another bank, the name recognition and reputation of the bank being purchased may be very well known and established in its market area. Rather than change the name of this bank, the bank making the purchase will continue to use the acquired bank's original name as a trade name, to benefit from its good name and reputation.

In addition to having physical branches to accept deposits, many banks have established online deposit accepting websites (also known as 'URLs' or 'Uniform Resource Locators'). Some of these websites will be named similarly to the name of the bank, such as, the website for a bank named 'ABC Bank' being named 'www.abcbank.com.' However, some banks will also have websites that have names that are not connected to the actual name of the bank.

Please note that this information is provided electronically by the bank to the FDIC on the required FFIEC CALL reports. The information is not edited by the FDIC.

For more information regarding a trade name and/or URL for a particular bank, call the FDIC at 1-877-275-3342 and ask to speak with a deposit insurance specialist. If you do not see the Trade Name and/or URL that you are looking for, please call the FDIC. more

### OceanFirst Bank, National Association

975 Hooper Avenue  
Toms River, NJ 08753

FDIC Certificate #: 28359    Bank Charter Class: N

<i>Definition</i>	<i>Dollar figures in thousands</i>	OCEANFIRST BANK, NATIONAL ASSOCIATION Toms River, NJ <b>December 31, 2019</b>	OCEANFIRST BANK, NATIONAL ASSOCIATION Toms River, NJ <b>December 31, 2018</b>
<b>All Summary Information</b>			
<b>Assets and Liabilities</b>			
1 Total employees (full-time equivalent)		886	850
2 <b>Total assets</b>		<b>8,253,751</b>	<b>7,517,345</b>
3 Cash and due from depository institutions		112,806	109,162
4 Interest-bearing balances		34,867	37,692
5 Securities		933,398	965,196
6 Federal funds sold and reverse repurchase agreements		0	0
7 Net loans and leases		6,207,680	5,579,221
8 Allowance for loan and lease losses **		16,852	16,577
9 Trading account assets		0	0
10 Bank premises and fixed assets		125,157	115,731
11 Other real estate owned		264	1,381
12 Goodwill and other intangibles		390,282	355,499
13 All other assets		484,164	391,155
14 <b>Total liabilities and capital</b>		<b>8,253,751</b>	<b>7,517,345</b>
15 <b>Total liabilities</b>		<b>7,050,619</b>	<b>6,412,860</b>
16 Total deposits		6,351,466	5,837,756
17 Interest-bearing deposits		5,985,949	5,532,310
18 Deposits held in domestic offices		6,351,466	5,837,756
19 % insured		55.96%	61.08%
20 Federal funds purchased & repurchase agreements		71,739	61,760
21 Trading liabilities		0	0
22 Other borrowed funds		577,231	479,167
23 Subordinated debt		0	0
24 All other liabilities		50,183	34,177
25 <b>Total equity capital</b>		<b>1,203,132</b>	<b>1,104,485</b>
26 Total bank equity capital		1,203,132	1,104,485
27 Perpetual preferred stock		0	0
28 Common stock		1	1
29 Surplus		1,015,052	932,699
30 Undivided profits		188,079	171,785
31 Noncontrolling interests in consolidated subsidiaries		0	0
<b>Memoranda:</b>			
32 Noncurrent loans and leases		25,081	26,316
33 Noncurrent loans that are wholly or partially guaranteed by the U.S. government		0	0
34 Income earned, not collected on loans		21,509	19,497
35 Earning assets		7,175,945	6,582,109
36 Long-term assets (5+ years)		3,739,816	3,440,125
37 Average Assets, year-to-date		8,005,630	7,147,521
38 Average Assets, quarterly		8,193,806	7,541,307
39 Total risk weighted assets		6,001,518	5,325,695
40 Adjusted average assets for leverage capital purposes		7,769,955	7,119,309
41 Life insurance assets		237,411	222,482
42 General account life insurance assets		99,023	93,112
43 Separate account life insurance assets		110,537	109,337
44 Hybrid life insurance assets		27,851	20,033
45 Volatile liabilities		607,723	473,209
46 Insider loans		7,098	7,145
47 FHLB advances		519,237	449,314
48 Loans and leases held for sale		0	0
49 Unused loan commitments		1,035,613	809,410
50 Tier 1 (core) risk-based capital		779,108	712,900
51 Tier 2 risk-based capital		18,231	17,584
52 Total unused commitments		1,035,613	809,410
53 Derivatives		691,382	135,544
Restructured Loans and leases			
Past due and nonaccrual assets			
Fiduciary and related services			

\*Note: For institutions that have adopted CECL Methodology (ASU 2016-13), securities are reported net of allowances for credit losses.

**\*\* Note : For institutions that have adopted CECL methodology (ASU 2016-13), this item represents the allowance for credit losses on loans and leases held for investment and allocated transfer risk.**

<b>Income and Expense</b>	<b>(Year-to-date)</b>	<b>(Year-to-date)</b>
54 Number of institutions reporting	1	1
55 Total interest income	309,408	277,352
56 Total interest expense	48,169	32,002
57 Net interest income	261,239	245,350
58 Provision for credit losses *	1,637	3,490
59 Total noninterest income	42,229	41,038
60 Fiduciary activities	2,102	2,245
61 Service charges on deposit accounts	14,891	14,992
62 Trading account gains & fees	0	0
63 Additional noninterest income	25,236	23,801
64 Total noninterest expense	189,287	192,663
65 Salaries and employee benefits	88,829	81,870
66 Premises and equipment expense	24,886	26,234
67 Additional noninterest expense	75,572	84,559
68 Pre-tax net operating income	112,544	90,235
69 Securities gains (losses)	267	49
70 Applicable income taxes	19,677	14,397
71 Income before extraordinary items	93,134	75,887
72 Discontinued operations (Extraordinary gains - net)**	0	0
73 Net income attributable to bank and noncontrolling interests	93,134	75,887
74 Net income attributable to noncontrolling interests	0	0
<b>75 Net income attributable to bank</b>	<b>93,134</b>	<b>75,887</b>
76 Net charge-offs	1,362	2,634
77 Cash dividends	79,000	32,000
78 Sale, conversion, retirement of capital stock, net	5,438	-3,745
79 Net operating income	92,912	75,846

**Memo:**

Gross fiduciary and related services income

**\* Note: For institutions that have adopted CECL methodology (ASU 2016-13), this item represents provisions for all credit losses on a consolidated basis. For institutions that have not adopted CECL methodology (ASU 2016-13), this item represents the provision for loan and lease losses.**

**\*\* Note: Accounting change as of September 2016, Extraordinary Gains, Net now only includes Discontinued Operations Expense.**

**Performance and Condition Ratios**

80 % of unprofitable institutions	N/A	N/A
81 % of institutions with earnings gains	N/A	N/A
<b>Performance Ratios (% , annualized)</b>	<b>(Year-to-date)</b>	<b>(Year-to-date)</b>
82 Yield on earning assets	4.44%	4.43%
83 Cost of funding earning assets	0.69%	0.51%
84 Net interest margin	3.74%	3.92%
85 Noninterest income to assets	0.53%	0.57%
86 Noninterest expense to assets	2.36%	2.70%
87 Credit loss provision to assets *	0.02%	0.05%
88 Net operating income to assets	1.16%	1.06%
89 Return on assets (ROA)	1.16%	1.06%
90 Pretax return on assets	1.41%	1.26%
91 Return on equity (ROE)	7.86%	7.69%
92 Retained earnings to average equity (YTD only)	1.19%	4.45%
93 Net charge-offs to loans and leases	0.02%	0.05%
94 Loan and lease loss provision to net charge-offs	120.19%	132.50%
95 Earnings coverage of net loan charge-offs (x)	83.83	35.58
96 Efficiency ratio	61.05%	65.94%
97 Assets per employee (\$ millions)	9.32	8.84
98 Cash dividends to net income (YTD only)	84.82%	42.17%
<b>Condition Ratios (%)</b>		
99 Earning assets to total assets	86.94%	87.56%
100 Loan and lease loss allowance to loans and leases **	0.27%	0.30%
101 Loan and lease loss allowance to noncurrent loans and leases **	67.19%	62.99%
102 Noncurrent assets plus other real estate owned to assets	0.31%	0.37%
103 Noncurrent loans to loans	0.40%	0.47%
104 Net loans and leases to assets	75.21%	74.22%
105 Net loans and leases to deposits	97.74%	95.57%
106 Net loans and leases to core deposits	100.02%	97.52%
107 Domestic deposits to total assets	76.95%	77.66%
108 Equity capital to assets	14.58%	14.69%
109 Leverage (core capital) ratio	10.03%	10.01%
110 Elected community bank leverage ratio framework (1 is Yes)	N/A	N/A
111 Common equity tier 1 capital ratio ***	12.98%	13.39%
112 Tier 1 risk-based capital ratio ***	12.98%	13.39%

113 Total risk-based capital ratio ***	13.29%	13.72%
<b>Memoranda:</b>		
114 Average assets	8,005,630	7,147,521
115 Average earning assets	6,976,083	6,256,902
116 Average equity	1,185,231	986,426
117 Average loans	5,972,923	5,228,091

\* **Note:** For institutions that have adopted CECL methodology (ASU 2016-13), this item represents provisions for all credit losses on a consolidated basis. For institutions that have not adopted CECL methodology (ASU 2016-13), this item represents the provision for loan and lease losses.

\*\* **Note:** For institutions that have adopted CECL methodology (ASU 2016-13) this item represents the allowance for credit losses on loans and leases held for investment and allocated transfer risk.

\*\*\* **Note:** As of March 2020, not available for institutions that have elected the Community Bank Leverage Ratio (CBLR) framework.

<i>Definition</i>	<i>Demographic Information</i>	January 27, 2022	December 31, 2019	December 31, 2018
1 Status		Active	Active	Active
2 Bank Holding Company (Regulatory Top Holder)		See Note!	OCEANFIRST FINANCIAL CORP	OCEANFIRST FINANCIAL CORP
3 Certificate#		28359	28359	28359
4 Federal Reserve ID Number		85472	85472	85472
5 Institution Name		OceanFirst Bank, National Association	OCEANFIRST BANK, NATIONAL ASSOCIATION	OCEANFIRST BANK, NATIONAL ASSOCIATION
6 City,State,Zip		Toms River, NJ, 08753	Toms River, NJ, 08753	Toms River, NJ, 08753
7 Number of Domestic Offices			57	60
8 Number of Foreign Offices			N/A	N/A
9 Offices in insured other areas			N/A	N/A
10 Interstate Offices			No	No
11 Summary Of Deposits			June 30, 2019	June 30, 2018
12 Current List of Total Offices		Offices		
13 Asset Concentration Hierarchy		Commercial Lending Specialization	Commercial Lending Specialization	Commercial Lending Specialization
14 Subchapter S Corporation			No	No
15 County		Ocean	Ocean	Ocean
16 Metropolitan Statistical Area		New York- Newark-Jersey City, NY-NJ-PA	New York-Newark-Jersey City, NY- NJ-PA	New York-Newark-Jersey City, NY- NJ-PA
17 Established Date		January 1, 1902	January 1, 1902	January 1, 1902
18 Date of Deposit Insurance		March 14, 1938	March 14, 1938	March 14, 1938
19 Last Structure Change Process Date		December 8, 2021		
20 Last Structure Change Effective Date		December 3, 2021		
21 Ownership Type			Stock	Stock
22 Directly Owned by Another Bank?(CERT)			No	No
23 FDIC Community Bank		Yes	Yes	Yes
24 Trust Powers Granted		Yes	Yes	Yes
25 Bank Charter Class		National Bank	National Bank	National Bank
26 Regulator		OCC	OCC	OCC
27 CFPB Supervised		Yes		
28 Insurance fund membership		DIF	DIF	DIF
29 FDIC Quarterly Banking Profile Region		New York	New York	New York
30 FDIC Geographic Region		New York	New York	New York
31 FDIC Supervisory Region		New York	NEW YORK	NEW YORK
32 FDIC Field Office		Jamesburg	Jamesburg	Jamesburg
33 Federal Reserve District		Philadelphia	Philadelphia	Philadelphia
34 Office of the Comptroller of the Currency District		Northeastern	Northeastern	Northeastern
35 FFIEC CallForm			41	41
36 Primary Web Address			www.oceanfirst.com	www.oceanfirst.com
37 Other Name				
38 Other Name				
39 Other Name				
40 Other Name				
41 Other Name				
42 Other Name				
43 Other Website				
44 Other Website				
45 Other Website				
46 OtherWebsite				
47 Other Website				
48 Other Website				
49 Other Website				

50 Other Website

51 Other Website

52 Other Website

The other name and additional website information begins in March 2014. The use of other names and additional websites is an optional business practice, not used by all banks. When one bank purchases another bank, the name recognition and reputation of the bank being purchased may be very well known and established in its market area. Rather than change the name of this bank, the bank making the purchase will continue to use the acquired bank's original name as a trade name, to benefit from its good name and reputation.

In addition to having physical branches to accept deposits, many banks have established online deposit accepting websites (also known as 'URLs' or 'Uniform Resource Locators'). Some of these websites will be named similarly to the name of the bank, such as, the website for a bank named 'ABC Bank' being named 'www.abcbank.com.' However, some banks will also have websites that have names that are not connected to the actual name of the bank.

Please note that this information is provided electronically by the bank to the FDIC on the required FFIEC CALL reports. The information is not edited by the FDIC.

For more information regarding a trade name and/or URL for a particular bank, call the FDIC at 1-877-275-3342 and ask to speak with a deposit insurance specialist. If you do not see the Trade Name and/or URL that you are looking for, please call the FDIC. more

**ATTACHMENT D**

Federal Reserve Form FR Y-9C  
OceanFirst Financial Corp.



Board of Governors of the Federal Reserve System



# Consolidated Financial Statements for Holding Companies—FR Y-9C

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

This Report is required by law: Section 5(c) of the BHC Act (12 U.S.C. § 1844(c)), section 10 of Home Owners' Loan Act (HOLA) (12 U.S.C. § 1467a(b)), section 618 of the Dodd-Frank Act (12 U.S.C. § 1850a(c)(1)), section 165 of the Dodd-Frank Act (12 U.S.C. § 5365), and section 252.153(b)(2) of Regulation YY (12 CFR 252.153(b)(2)).

This report form is to be filed by holding companies with total consolidated assets of \$3 billion or more. In addition, holding

companies meeting certain criteria must file this report (FR Y-9C) regardless of size. See page 1 of the general instructions for further information. However, when such holding companies own or control, or are owned or controlled by, other holding companies, only the top-tier holding company must file this report for the consolidated holding company organization. The Federal Reserve may not conduct or sponsor, and an organization (or a person) is not required to respond to, a collection of information unless it displays a currently valid OMB control number.

NOTE: Each holding company's board of directors and senior management are responsible for establishing and maintaining an effective system of internal control, including controls over the Consolidated Financial Statements for Holding Companies. The Consolidated Financial Statements for Holding Companies is to be prepared in accordance with instructions provided by the Federal Reserve System. The Consolidated Financial Statements for Holding Companies must be signed and attested by the Chief Financial Officer (CFO) of the reporting holding company (or by the individual performing this equivalent function).

Date of Report: **September 30, 2021**  
 Month / Day / Year (BHCK 9999)

I, the undersigned CFO (or equivalent) of the named holding company, attest that the Consolidated Financial Statements for Holding Companies (including the supporting schedules) for this report date have been prepared in conformance with the instructions issued by the Federal Reserve System and are true and correct to the best of my knowledge and belief.

**Michael J. Fitzpatrick**

Printed Name of Chief Financial Officer (or Equivalent) (BHCK C490)

Signature of Chief Financial Officer (or Equivalent) (BHCK H321)

**12/06/2021**

Date of Signature (MM/DD/YYYY) (BHTX J196)

**OCEANFIRST FINANCIAL CORP.**

Legal Title of Holding Company (RSSD 9017)

**975 HOOPER AVE**

(Mailing Address of the Holding Company) Street / PO Box (RSSD 9110)

**TOMS RIVER**

**NJ**

**08753**

City (RSSD 9130)

State (RSSD 9200)

Zip Code (RSSD 9220)

Person to whom questions about this report should be directed:

**Patrick Chong SVP and Controller**

Name / Title (BHTX 8901)

**888-623-2633**

Area Code / Phone Number (BHTX 8902)

**732-241-2579**

Area Code / FAX Number (BHTX 9116)

**PChong@oceanfirst.com**

E-mail Address of Contact (BHTX 4086)

Is confidential treatment requested for any portion of this report submission? .....	0=No	BHCK	
	1=Yes	C447	0
In accordance with the General Instructions for this report (check only one),			
1. a letter justifying this request is being provided along with the report (BHCK KY38) .....	<input type="checkbox"/>		
2. a letter justifying this request has been provided separately (BHCK KY38) .....	<input type="checkbox"/>		

<b>For Federal Reserve Bank Use Only</b>		
RSSD ID	_____	
C.I.	_____	S.F. _____

**Holding companies must maintain in their files a manually signed and attested printout of the data submitted.**

# Report of Income for Holding Companies

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

## Schedule HI—Consolidated Income Statement

	Dollar Amounts in Thousands		BHCK	Amount	
1. Interest income					
a. Interest and fee income on loans:					
(1) In domestic offices:					
(a) Loans secured by 1–4 family residential properties .....	4435	68,827			1.a.(1)(a)
(b) All other loans secured by real estate .....	4436	142,700			1.a.(1)(b)
(c) All other loans .....	F821	22,279			1.a.(1)(c)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs .....	4059	0			1.a.(2)
b. Income from lease financing receivables .....	4065	38			1.b.
c. Interest income on balances due from depository institutions <sup>1</sup> .....	4115	959			1.c.
d. Interest and dividend income on securities:					
(1) U.S. Treasury securities and U.S. government agency obligations (excluding mortgage-backed securities) .....	B488	1,683			1.d.(1)
(2) Mortgage-backed securities .....	B489	9,200			1.d.(2)
(3) All other securities .....	4060	5,684			1.d.(3)
e. Interest income from trading assets <sup>2</sup> .....	4069	0			1.e.
f. Interest income on federal funds sold and securities purchased under agreements to resell .....	4020	0			1.f.
g. Other interest income .....	4518	922			1.g.
h. Total interest income (sum of items 1.a through 1.g) .....	4107	252,292			1.h.
2. Interest expense					
a. Interest on deposits:					
(1) In domestic offices:					
(a) Time deposits of \$250,000 or less .....	HK03	6,566			2.a.(1)(a)
(b) Time deposits of more than \$250,000 .....	HK04	1,771			2.a.(1)(b)
(c) Other deposits .....	6761	11,862			2.a.(1)(c)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs .....	4172	0			2.a.(2)
b. Expense on federal funds purchased and securities sold under agreements to repurchase ...	4180	203			2.b.
c. Interest on trading liabilities and other borrowed money <sup>2</sup> (excluding subordinated notes and debentures) .....	4185	48			2.c.
d. Interest on subordinated notes and debentures and on mandatory convertible securities <sup>2</sup> .....	4397	6,936			2.d.
e. Other interest expense .....	4398	1,413			2.e.
f. Total interest expense (sum of items 2.a through 2.e) .....	4073	28,799			2.f.
3. Net interest income (item 1.h minus item 2.f) .....	4074	223,493			3.
4. Provision for loan and lease losses <sup>3</sup> .....	JJ33	-10,259			4.
5. Noninterest income:					
a. Income from fiduciary activities .....	4070	1,774			5.a.
b. Service charges on deposit accounts in domestic offices .....	4483	8,371			5.b.
c. Trading revenue <sup>2,4</sup> .....	A220	0			5.c.

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

2. To be completed by holding companies with \$5 billion or more in total assets. (For the asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of December 31, 2019, or June 30, 2020). Income and or expenses pertaining to these items should be reported in the "other" categories 1.g, 2.e, and 5.l, respectively by holding companies with less than \$5 billion in total assets.

3. Institutions that have adopted ASU 2016-13 should report in item 4, the provisions for credit losses for all financial assets and off-balance sheet credit exposures that fall within the scope of the standard.

4. For holding companies required to complete Schedule HI, memoranda item 9, trading revenue reported in Schedule HI, item 5.c must equal the sum of memoranda items 9.a through 9.e.

## Schedule HI—Continued

	Dollar Amounts in Thousands		
	BHCK	Amount	
<i>Holding companies with less than \$5 billion in total assets should report data items 5.d.(6) and 5.d.(7) only and leave 5.d.(1) through 5.d.(5) blank.</i>			
<b>5. d. Income from securities-related and insurance activities:</b>			
(1) Fees and commissions from securities brokerage .....	C886	0	5.d.(1)
(2) Investment banking, advisory, and underwriting fees and commissions.....	C888	0	5.d.(2)
(3) Fees and commissions from annuity sales.....	C887	0	5.d.(3)
(4) Underwriting income from insurance and reinsurance activities.....	C386	0	5.d.(4)
(5) Income from other insurance activities .....	C387	0	5.d.(5)
(6) Fees and commissions from securities brokerage, investment banking, advisory, and underwriting fees and commissions .....	KX46		5.d.(6)
(7) Income from insurance activities <sup>5</sup> .....	KX47		5.d.(7)
e. Venture capital revenue <sup>6</sup> .....	B491	0	5.e.
f. Net servicing fees .....	B492	94	5.f.
g. Net securitization income <sup>6</sup> .....	B493	0	5.g.
h. Not applicable.			
i. Net gains (losses) on sales of loans and lease .....	8560	3,180	5.i.
j. Net gains (losses) on sales of other real estate owned.....	8561	0	5.j.
k. Net gains (losses) on sales of other assets <sup>7</sup> .....	B496	-11	5.k.
l. Other noninterest income <sup>8</sup> .....	B497	22,072	5.l.
m. Total noninterest income (sum of items 5.a through 5.l).....	4079	35,480	5.m.
6. a. Realized gains (losses) on held-to-maturity securities.....	3521	0	6.a.
b. Realized gains (losses) on available-for-sale <b>debt</b> securities.....	3196	0	6.b.
7. Noninterest expense:			
a. Salaries and employee benefits .....	4135	87,986	7.a.
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest) .....	4217	20,101	7.b.
c. (1) Goodwill impairment losses .....	C216	0	7.c.(1)
(2) Amortization expense and impairment losses for other intangible assets .....	C232	4,110	7.c.(2)
d. Other noninterest expense <sup>9</sup> .....	4092	49,927	7.d.
e. Total noninterest expense (sum of items 7.a through 7.d) .....	4093	162,124	7.e.
8. a. Income (loss) before <b>change in net</b> unrealized holding gains (losses) on equity securities not held for trading, applicable income taxes, and discontinued operations (sum of items 3, 5.m, 6.a, 6.b, minus items 4 and 7.e) .....	HT69	107,108	8.a.
b. <b>Change in net</b> unrealized holding gains (losses) on equity securities not held for trading <sup>10</sup> ....	HT70	8,397	8.b.
c. Income (loss) before applicable income taxes and discontinued operations (sum of items 8.a and 8.b) .....	4301	115,505	8.c.
9. Applicable income taxes (on item 8.c).....	4302	28,087	9.
10. Income (loss) before discontinued operations (item 8.c minus item 9) .....	4300	87,418	10.
11. Discontinued operations, net of applicable income taxes <sup>11</sup> .....	FT28	0	11.
12. Net income (loss) attributable to holding company and noncontrolling (minority) interests (sum of items 10 and 11) .....	G104	87,418	12.
13. LESS: Net income (loss) attributable to noncontrolling (minority) interests (if net income, report as a positive value; if net loss, report as a negative value).....	G103	0	13.
14. Net income (loss) attributable to holding company (item 12 minus item 13) .....	4340	87,418	14.

**5. Includes underwriting income from insurance and reinsurance activities.**

6. To be completed by holding companies with \$5 billion or more in total assets (**For the asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of December 31, 2019, or June 30, 2020.** Income and or expenses pertaining to these items should be reported in the "other" categories.

7. Excludes net gains (losses) on sales of trading assets and held-to-maturity and available-for-sale **debt** securities.

8. See Schedule HI, memoranda item 6.

9. See Schedule HI, memoranda item 7.

10. **Item 8.b is to be completed by all holding companies. See the instructions for this item and the Glossary entry for "Securities Activities" for further detail on accounting for investments in equity securities.**

11. Describe on Schedule HI, memoranda item 8.

**Schedule HI—Continued**

**Memoranda**

		Dollar Amounts in Thousands	BHCK	Amount	
<i>Memo Items 1 and 2 are to be reported by holding companies with \$5 billion or more in total assets.<sup>1</sup></i>					
1.	Net interest income (item 3 above) on a fully taxable equivalent basis .....		4519	224,354	M.1.
2.	Net income before applicable income taxes, and discontinued operations (item 8.c above) on a fully taxable equivalent basis .....		4592	116,366	M.2.
3.	Income on tax-exempt loans and leases to states and political subdivisions in the U.S. (included in Schedule HI, items 1.a and 1.b, above) .....		4313	513	M.3.
4.	Income on tax-exempt securities issued by states and political subdivisions in the U.S. (included in Schedule HI, item 1.d.(3), above) .....		4507	2,724	M.4.
5.	Number of full-time equivalent employees at end of current period (round to nearest whole number) .....		BHCK	Number	
			4150	1,001	M.5.
<i>Memo Items 6.a through 6.j are to be completed annually on a calendar year-to-date basis in the December report only by holding companies with less than \$5 billion in total assets. Holding companies with \$5 billion or more in total assets should report these items on a quarterly basis.<sup>1</sup></i>					
6.	Other noninterest income (from Schedule HI, item 5.I, above) (only report amounts greater than \$100,000 that exceed 7 percent of Schedule HI, item 5.I):		BHCK	Amount	
a.	Income and fees from the printing and sale of checks .....		C013	0	M.6.a.
b.	Earnings on/increase in value of cash surrender value of life insurance .....		C014	4,771	M.6.b.
c.	Income and fees from automated teller machines (ATMs) .....		C016	0	M.6.c.
d.	Rent and other income from other real estate owned .....		4042	0	M.6.d.
e.	Safe deposit box rent .....		C015	0	M.6.e.
f.	Bank card and credit card interchange fees .....		F555	9,612	M.6.f.
g.	Income and fees from wire transfers .....		T047	0	M.6.g.
h.	TEXT <b>Derivative Fees</b> 8562		8562	2,772	M.6.h.
i.	TEXT 8563		8563	0	M.6.i.
j.	TEXT 8564		8564	0	M.6.j.
<i>Memo Items 7.a through 7.p are to be completed annually on a calendar year-to-date basis in the December report only by holding companies with less than \$5 billion in total assets. Holding companies with \$5 billion or more in total assets should report these items on a quarterly basis.<sup>1</sup></i>					
7.	Other noninterest expense (from Schedule HI, item 7.d, above) (only report amounts greater than \$100,000 that exceed 7 percent of the sum of Schedule HI, item 7.d):				
a.	Data processing expenses .....		C017	7,992	M.7.a.
b.	Advertising and marketing expenses .....		0497	0	M.7.b.
c.	Directors' fees .....		4136	0	M.7.c.
d.	Printing, stationery, and supplies .....		C018	0	M.7.d.
e.	Postage .....		8403	0	M.7.e.
f.	Legal fees and expenses .....		4141	0	M.7.f.
g.	FDIC deposit insurance assessments <sup>2</sup> .....		4146		M.7.g.
h.	Accounting and auditing expenses .....		F556	0	M.7.h.
i.	Consulting and advisory expenses .....		F557	4,772	M.7. i.
j.	Automated teller machine (ATM) and interchange expenses .....		F558	4,012	M.7. j.
k.	Telecommunications expenses .....		F559	0	M.7.k.
l.	Other real estate owned expenses .....		Y923	0	M.7. l.

1. For the asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of December 31, 2019, or June 30, 2020.  
2. Amounts reported in Memorandum item 7.g will not be made available to the public on an individual institution basis.

**Schedule HI—Continued**

**Memoranda—Continued**

		Dollar Amounts in Thousands		BHCK	Amount	
7. m.	Insurance expenses (not included in employee expenses, premises and fixed assets expenses, and other real estate owned expenses) .....			Y924	0	M.7.m.
n.	TEXT 8565	Software Expense		8565	5,011	M.7.n.
o.	TEXT 8566	Branch Consolidation Expense		8566	5,051	M.7.o.
p.	TEXT 8567			8567	0	M.7.p.
<i>Memo items 8.a.(1) through Memo item 8.b.(2) is reported by holding companies with \$5 billion or more in total assets.<sup>1</sup></i>						
8.	Discontinued operations and applicable income tax effect (from Schedule HI, item 11) (itemize and describe each discontinued operation):					
a. (1)	TEXT FT29			FT29	0	M.8.a.(1)
		(2) Applicable income tax effect .....	BHCK FT30	0		M.8.a.(2)
b. (1)	TEXT FT31			FT31	0	M.8.b.(1)
		(2) Applicable income tax effect .....	BHCK FT32	0		M.8.b.(2)
9.	Trading revenue (from cash instruments and derivative instruments) (Sum of items 9.a through 9.e must equal Schedule HI, item 5.c.)					
<i>Memorandum items 9.a through 9.e are to be completed by holding companies with \$5 billion or more in total assets<sup>1</sup> that reported total trading assets of \$10 million or more for any quarter of the preceding calendar year:</i>						
a.	Interest rate exposures .....			8757		M.9.a.
b.	Foreign exchange exposures .....			8758		M.9.b.
c.	Equity security and index exposures .....			8759		M.9.c.
d.	Commodity and other exposures.....			8760		M.9.d.
e.	Credit exposures .....			F186		M.9.e.
<i>Memoranda items 9.f and 9.g are to be completed by holding companies with \$100 billion or more in total assets that are required to complete Schedule HI, Memorandum items 9.a through 9.e, above.<sup>2</sup></i>						
f.	Impact on trading revenue of changes in the creditworthiness of the holding company's derivatives counterparties on the holding company's derivative assets (included in Memorandum items 9.a through 9.e above).....			K090		M.9.f.
g.	Impact on trading revenue of changes in the creditworthiness of the holding company on the holding company's derivative liabilities (included in Memorandum items 9.a through 9.e above) .....			K094		M.9.g.
<i>Memorandum items 10.a and 10.b are to be completed by holding companies with \$10 billion or more in total consolidated assets.<sup>1</sup></i>						
10.	Net gains (losses) recognized in earnings on credit derivatives that economically hedge credit exposures held outside the trading account:					
a.	Net gains (losses) on credit derivatives held for trading.....			C889		M.10.a.
b.	Net gains (losses) on credit derivatives held for purposes other than trading .....			C890		M.10.b.
<i>Memorandum item 11 is to be completed by holding companies with \$5 billion or more in total assets.<sup>1</sup></i>						
11.	Credit losses on derivatives (see instructions) .....			A251	0	M.11.

1. For the asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of December 31, 2019, or June 30, 2020.

2. The \$100 billion asset-size test is based on the total assets report as of prior year June 30 report.

**Schedule HI—Continued**

**Memoranda—Continued**

Dollar Amounts in Thousands		BHCK	Amount		
<i>Memorandum items 12.a through 12.c are to be completed by holding companies with \$5 billion or more in total assets.<sup>1</sup></i>					
12. a. Income from the sale and servicing of mutual funds and annuities (in domestic offices).....	8431		0	M.12.a.	
b. (1) Premiums on insurance related to the extension of credit.....	C242		0	M.12.b.(1)	
(2) All other insurance premiums .....	C243		0	M.12.b.(2)	
c. Benefits, losses, and expenses from insurance-related activities.....	B983		0	M.12.c.	
13. Does the reporting holding company have a Subchapter S election in effect for federal income tax purposes for the current tax year? (Enter "1" for Yes; enter "0" for No.).....		0=No 1=Yes	BHCK A530	0	M.13.

Dollar Amounts in Thousands		BHCK	Amount	
<i>Memorandum items 14(a) through 14(b)(1) are to be completed by holding companies with \$5 billion or more in total assets that have elected to account for assets and liabilities under a fair value option.<sup>1</sup></i>				
14. Net gains (losses) recognized in earnings on assets and liabilities that are reported at fair value under a fair value option:				
a. Net gains (losses) on assets .....	F551			M.14.a.
(1) Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk .....	F552			M.14.a.(1)
b. Net gains (losses) on liabilities.....	F553			M.14.b.
(1) Estimated net gains (losses) on liabilities attributable to changes in instrument-specific credit risk.....	F554			M.14.b.(1)
<i>Memorandum item 15 is to be completed by holding companies with \$5 billion or more in total assets.<sup>1</sup></i>				
15. Stock-based employee compensation expense (net of tax effects) calculated for all awards under the fair value method .....	C409		0	M.15.

		Year-to-date		
		BHCK	Amount	
<i>Memorandum item 16 is to be completed by holding companies that are required to complete Schedule HC-C, Memorandum items 6.b and 6.c and is to be completed semiannually in the June and December reports only by holding companies with \$5 billion or more in total assets and annually on a year-to-date basis in the December report by holding companies with less than \$5 billion in total assets.<sup>1</sup></i>				
16. Noncash income from negative amortization on closed-end loans secured by 1–4 family residential properties (included in Schedule HI, item 1.a.(1)(a)).....	F228			M.16.
<i>Memorandum item 17 is to be completed semiannually in June and December by holding companies with less than \$5 billion in total assets. (Holding companies with more than \$5 billion will continue to report quarterly).<sup>1</sup></i>				
17. Other-than-temporary impairment losses on held-to-maturity and available-for-sale debt securities recognized in earnings (included in Schedule HI, items 6.a and 6.b) <sup>2</sup> .....	J321			M.17.

1. For the asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of December 31, 2019, or June 30, 2020.  
2. Memorandum item 17 is to be completed only by institutions that have not adopted ASU 2016-13.

## Schedule HI-A—Changes in Holding Company Equity Capital

	Dollar Amounts in Thousands		
	BHCK	Amount	
1. Total holding company equity capital <i>most recently reported</i> for the end of previous calendar year (i.e., after adjustments from amended Reports of Income) .....	3217	1,484,130	1.
2. Cumulative effect of changes in accounting principles and corrections of material accounting errors .....	B507	0	2.
3. Balance end of previous calendar year as restated (sum of items 1 and 2) .....	B508	1,484,130	3.
	BHCT		
4. Net income (loss) attributable to holding company (must equal Schedule HI, item 14) .....	4340	87,418	4.
5. Sale of perpetual preferred stock (excluding treasury stock transactions):	BHCK		
a. Sale of perpetual preferred stock, gross .....	3577	0	5.a.
b. Conversion or retirement of perpetual preferred stock .....	3578	0	5.b.
6. Sale of common stock:			
a. Sale of common stock, gross .....	3579	0	6.a.
b. Conversion or retirement of common stock .....	3580	0	6.b.
7. Sale of treasury stock .....	4782	0	7.
8. LESS: Purchase of treasury stock .....	4783	30,628	8.
9. Changes incident to business combinations, net .....	4356	0	9.
10. LESS: Cash dividends declared on preferred stock .....	4598	3,012	10.
11. LESS: Cash dividends declared on common stock .....	4460	30,425	11.
12. Other comprehensive income <sup>1</sup> .....	B511	-1,355	12.
13. Change in the offsetting debit to the liability for Employee Stock Ownership Plan (ESOP) debt guaranteed by the holding company .....	4591	0	13.
14. Other adjustments to equity capital (not included above) .....	3581	7,121	14.
15. Total holding company equity capital end of current period (sum of items 3, 4, 5, 6, 7, 9, 12, 13, and 14, less items 8, 10, and 11) (must equal item 27.a on Schedule HC) .....	BHCT		
	3210	1,513,249	15.

1. Includes, but is not limited to, changes in net unrealized holding gains (losses) on available-for-sale **debt** securities, changes in accumulated net gains (losses) on cash flow hedges, foreign currency translation adjustments, and pension and other postretirement plan related changes other than net periodic benefit cost.

## Schedule HI-B—Charge-Offs and Recoveries on Loans and Leases and Changes in Allowances for Credit Losses

### Part I. Charge-offs and Recoveries on Loans and Leases (Fully Consolidated)

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

Dollar Amounts in Thousands	(Column A) Charge-offs <sup>1</sup>		(Column B) Recoveries		
	BHCK	Amount	BHCK	Amount	
1. Loans secured by real estate:					
a. Construction, land development, and other land loans in domestic offices:					
(1) 1–4 family residential construction loans .....	C891	0	C892	0	1.a.(1)
(2) Other construction loans and all land development and other land loans .....	C893	0	C894	0	1.a.(2)
b. Secured by farmland in domestic offices .....	3584	0	3585	0	1.b.
c. Secured by 1–4 family residential properties in domestic offices:					
(1) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit .....	5411	62	5412	518	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties in domestic offices:					
(a) Secured by first liens .....	C234	306	C217	331	1.c.(2)(a)
(b) Secured by junior liens .....	C235	41	C218	82	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices .....	3588	242	3589	0	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:					
(1) Loans secured by owner-occupied nonfarm nonresidential properties .....	C895	59	C896	164	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties .....	C897	85	C898	5	1.e.(2)
f. In foreign offices .....	B512	0	B513	0	1.f.
2. Not applicable.					
3. Loans to finance agricultural production and other loans to farmers .....	4655	0	4665	0	3.
<i>Holding companies with less than \$5 billion should report Item 4.c only and leave 4.a and 4.b blank.<sup>2</sup></i>					
4. Commercial and industrial loans:					
a. To U.S. addressees (domicile) .....	4645	83	4617	101	4.a.
b. To non-U.S. addressees (domicile) .....	4646	0	4618	0	4.b.
c. To U.S. addressees (domicile) and non-U.S. addressees (domicile) .....	KX48		KX49		4.c.
5. Loans to individuals for household, family, and other personal expenditures:					
a. Credit cards .....	B514	0	B515	0	5.a.
b. Automobile loans .....	K129	0	K133	0	5.b.
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) .....	K205	2	K206	121	5.c.
<i>Item 6 is to be completed by holding companies with \$5 billion or more in total consolidated assets.<sup>2</sup></i>					
6. Loans to foreign governments and official institutions .....	4643	0	4627	0	6.
7. All other loans .....	4644	0	4628	0	7.

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

2. For the asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of December 31, 2019, or June 30, 2020.



**Schedule HI-B—Continued**

**Part I—Continued**

Dollar Amounts in Thousands	(Column A) Charge-offs <sup>1</sup>		(Column B) Recoveries		
	BHCK	Amount	BHCK	Amount	
<i>Holding companies with less than \$5 billion in total assets should report data item 8.c and leave item 8.a and 8.b blank.<sup>2</sup></i>					
8. Lease financing receivables:					
a. Leases to individuals for household, family, and other personal expenditures .....	F185	0	F187	0	8.a.
b. All other leases .....	C880	0	F188	0	8.b.
c. Leases to individuals for household, family, and other personal expenditures and all other leases .....	KX50		KX51		8.c.
9. Total (sum of items 1 through 8.b) <sup>3</sup> .....	4635	880	4605	1,322	9.

- 1. Include write-downs arising from transfers of loans to a held-for-sale account.
- 2. For the asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of December 31, 2019, or June 30, 2020.
- 3. For holding companies with less than \$5 billion in total assets, Total loans and leases (sum of items 1 through 7 plus 8c.)

**Memoranda**

Dollar Amounts in Thousands	(Column A) Charge-offs <sup>1</sup>		(Column B) Recoveries		
	Date				
	BHCK	Amount	BHCK	Amount	
1. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HI-B, part I, items 4 and 7 above .....	5409	0	5410	0	M.1.
<i>Memorandum item 2 is to be completed by holding companies with \$5 billion or more in total assets.<sup>3</sup></i>					
2. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HI-B, part I, item 1, above) .....	4652	0	4662	0	M.2.

*Memorandum item 3 is to be completed by (1) holding companies with \$5 billion or more in total assets<sup>3</sup> that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).*

	Year-to-date		
	BHCK	Amount	
3. 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) <sup>2</sup> .....	C388	0	M.3.

- 1. Include write-downs arising from transfers of loans to a held-for-sale account.
- 2. Institutions that have adopted ASU 2016-13 should report in Memorandum item 3 uncollectible retail credit card fees and finance charges reversed against income (i.e., not included in charge-offs against the allowance for credit losses on loans and leases).
- 3. For the asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of December 31, 2019, or June 30, 2020.

**Schedule HI-B—Continued**

**Part II. Changes in Allowances for Credit Losses<sup>1</sup>**

Dollar Amounts in Thousands	(Column A) Loans and leases held for investment		(Column B) Held-to-maturity debt securities <sup>2</sup>		(Column C) Available-for-sale debt securities <sup>2</sup>		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
1. Balance <i>most recently reported</i> at end of previous year (i.e., after adjustments from amended Reports of Income) .....	B522	60,735	JH88	1,715	JH94	0	1.
2. Recoveries (column A must equal Part I, item 9, column B, above) .....	BHCT						
	4605	1,322	JH89	0	JH95	0	2.
3. LESS: Charge-offs (column A must equal Part I, item 9, column A, above less Schedule HI-B, Part II, item 4, Column A) .....	BHCK						
	C079	880	JH92	0	JH98	0	3.
4. LESS: Write-downs arising from transfers of financial assets <sup>3</sup> .....	5523	0	JJ00	0	JJ01	0	4.
5. Provisions for credit losses <sup>4, 5</sup> .....	4230	-11,024	JH90	-212	JH96	0	5.
6. Adjustments (see instructions for this schedule) .....	C233	0	JH91	0	JH97	0	6.
7. Balance end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (column A must equal Schedule HC, item 4.c) .....	BHCT						
	3123	50,153	JH93	1,503	JH99	0	7.

1. Institutions that have not adopted ASU 2016-13 should report changes in allowance for loan and lease losses in column A.  
 2. Columns B and C are to be completed only by institutions that have adopted ASU 2016-13.  
 3. Institutions that have not adopted ASU 2016-13, should report write-downs arising from transfers of loans to a held-for-sale account in item 4, column A.  
 4. Institutions that have not yet adopted ASU 2016-13 should report the provision for loan and lease losses in item 5, column A, and the amount reported must equal Schedule HI, item 4.  
 5. For institutions that have adopted ASU 2016-13, the sum of item 5, columns A through C, plus schedule HI-B, Part II, Memorandum **items 5 and 7** below, must equal Schedule HI, item 4.

**Schedule HI-B—Continued**

**Part II—Continued**

**Memoranda**

Dollar Amounts in Thousands	BHCK	Amount	
<i>Memoranda Items 1, 2, 4, and 8 are to be completed by holding companies with \$5 billion or more in total assets.<sup>1</sup></i>			
1. Allocated transfer risk reserve included in Schedule HI-B, part II, item 7, column A, above.....	C435	0	M.1.
<i>Memoranda items 2 and 3 are to be completed by (1) holding companies that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).</i>			
2. Separate valuation allowance for uncollectible retail credit card fees and finance charges .....	C389	0	M.2.
3. Amount of allowance for loan and lease losses attributable to retail credit card fees and finance charges <sup>2</sup> .....	C390	0	M.3.
4. Amount of allowance for post-acquisition credit losses on purchased credit-impaired loans accounted for in accordance with AICPA Statement of Position 03-3 (included in Schedule HI-B, part II, item 7, column A, above) <sup>3</sup> .....	C781		M.4.
5. Provisions for credit losses on other financial assets measured at amortized cost (not included in item 5, above) <sup>4</sup> .....	JJ02	0	M.5.
6. Allowance for credit losses on other financial assets measured at amortized cost (not included in item 7, above) <sup>4</sup> .....	JJ03	0	M.6.
7. Provisions for credit losses on off-balance-sheet credit exposures <sup>4</sup> .....	MG93	977	M.7.
8. Estimated amount of expected recoveries of amounts previously written off included within the allowance for credit losses on loans and leases held for investment (include in item 7, column A, "Balance end of current period," above) <sup>4</sup> .....	MG94	0	M.8.

1. For the asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of *December 31, 2019, or June 30, 2020.*

2. Institutions that have adopted ASU 2016-13 should report in Memorandum item 3 the amount of allowance for credit losses on loans and leases attributable to retail credit card fees and finance charges.

3. Memorandum item 4 is to be completed only by institutions that have not yet adopted ASU 2016-13.

4. Memorandum items 5, 6, 7, and 8 are to be completed only by institutions that have adopted ASU 2016-13.

**Schedule HI-C—Disaggregated Data on the Allowance for Loan and Lease Losses**

**Part I. Disaggregated Data on the Allowance for Loan and Lease Losses to be Completed by Holding Companies with \$5 Billion or More in Total Assets<sup>1,2</sup>**

Dollar Amounts in Thousands	(Column A) Recorded Investment: Individually Evaluated for Impairment (ASC 310-10-35)		(Column B) Allowance Balance: Individually Evaluated for Impairment (ASC 310-10-35)		(Column C) Recorded Investment: Collectively Evaluated for Impairment (ASC 450-20)		(Column D) Allowance Balance: Collectively Evaluated for Impairment (ASC 450-20)		(Column E) Recorded Investment: Purchased Credit-Impaired Loans (ASC 310-30)		(Column F) Allowance Balance: Purchased Credit-Impaired Loans (ASC 310-30)	
	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount
1. Real estate loans:												
a. Construction loans .....	M708		M709		M710		M711		M712		M713	
b. Commercial real estate loans .....	M714		M715		M716		M717		M719		M720	
c. Residential real estate loans .....	M721		M722		M723		M724		M725		M726	
2. Commercial loans <sup>3</sup> .....	M727		M728		M729		M730		M731		M732	
3. Credit cards .....	M733		M734		M735		M736		M737		M738	
4. Other consumer loans .....	M739		M740		M741		M742		M743		M744	
5. Unallocated, if any .....							M745					
6. Total (sum of items 1.a. through 5.) <sup>4</sup> .....	M746		M747		M748		M749		M750		M751	

1. Only institutions with total assets greater than \$5 billion that have not adopted ASU 2016-13 are to complete Schedule HI-C, Part I.  
 2. For the asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of December 31, 2019, or June 30, 2020.  
 3. Include all loans and leases not reported as real estate loans, credit cards, or other consumer loans in items 1, 3, or 4 on Schedule HI-C, Part I.  
 4. The sum of item 6, columns B, D, and F, must equal Schedule HC, item 4.c. Item 6, column E, must equal Schedule HC-C, Memorandum item 5.b. Item 6, column F, must equal Schedule HI-B, Part II, Memorandum item 4.

## Schedule HI-C—Continued

Part II. Disaggregated Data on the Allowances for Credit Losses<sup>1,2</sup>

Dollar Amounts in Thousands	(Column A) Amortized Cost		(Column B) Allowance Balance		
	BHCK	Amount	BHCK	Amount	
	<b>Loans and Leases Held for Investment:<sup>1</sup></b>				
1. Real estate loans:					
a. Construction loans .....	JJ04	369,907	JJ12	283	1.a.
b. Commercial real estate loans .....	JJ05	4,513,802	JJ13	30,542	1.b.
c. Residential real estate loans .....	JJ06	2,807,154	JJ14	13,612	1.c.
2. Commercial loans <sup>3</sup> .....	JJ07	458,619	JJ15	5,526	2.
3. Credit cards .....	JJ08	0	JJ16	0	3.
4. Other consumer loans .....	JJ09	40,632	JJ17	190	4.
5. Unallocated, if any .....			JJ18	0	5.
6. Total (sum of items 1.a through 5) <sup>4</sup> .....	JJ11	8,190,114	JJ19	50,153	6.

Dollar Amounts in Thousands	Allowance Balance		
	BHCK	Amount	
<b>Held-to-Maturity Securities:<sup>5</sup></b>			
7. Securities issued by states and political subdivisions in the U.S. ....	JJ20	85	7.
8. Total mortgage-backed securities (MBS) (including CMOs, REMICs and stripped MBS) .....	JJ21	108	8.
9. Asset-backed securities and structured financial products .....	JJ23	0	9.
10. Other debt securities .....	JJ24	1,310	10.
11. Total (sum of items 7 through 10) <sup>6</sup> .....	JJ25	1,503	11.

1. Data items 1-6 are to be completed by holding companies that have adopted ASU 2016-13 and holding companies with less than \$5 billion that have *not* adopted ASU 2016-13 (and chose not to report on HI-C Part I). Holding companies that have less than \$5 billion in total assets and have not adopted ASU 2016-13 should report the recorded investment instead of the amortized cost in column A and report items 1-6 semiannually in June and December.

2. For the asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of *December 31, 2019, or June 30, 2020*.

3. Include all loans and leases not reported as real estate loans, credit cards, or other consumer loans in items 1, 3, or 4 of Schedule HI-C, Part II.

4. Item 6, column B, must equal schedule HC, item 4.c.

5. Only institutions that have adopted ASU 2016-13 are to complete Schedule HI-C, Part II line items 7 through 11. Institutions with less than \$5 billion in total assets should report items 7 through 11 semiannually in the June and December reports only.

6. Item 11 must equal Schedule HI-B, Part II item 7, column B.

**Notes to the Income Statement—Predecessor Financial Items**

For holding companies involved in a business combination(s) during the quarter, provide on the lines below income statement information for any acquired company(ies) with aggregated assets of \$10 billion or more or 5 percent of the reporting holding company's total consolidated assets as of the previous quarter-end, whichever is less. Information should be reported year-to-date of acquisition.

	Dollar Amounts in Thousands	BHBC	Amount	
1. Total interest income .....		4107		1.
a. Interest income on loans and leases .....		4094		1.a.
b. Interest income on investment securities .....		4218		1.b.
2. Total interest expense .....		4073		2.
a. Interest expense on deposits .....		4421		2.a.
3. Net interest income .....		4074		3.
4. Provision for loan and lease losses <sup>1</sup> .....		JJ33		4.
5. Total noninterest income .....		4079		5.
a. Income from fiduciary activities .....		4070		5.a.
b. Trading revenue .....		A220		5.b.
c. Investment banking, advisory, brokerage, and underwriting fees and commissions .....		B490		5.c.
d. Venture capital revenue .....		B491		5.d.
e. Net securitization income .....		B493		5.e.
f. Insurance commissions and fees .....		B494		5.f.
6. Realized gains (losses) on held-to-maturity and available-for-sale securities <sup>2</sup> .....		4091		6.
7. Total noninterest expense .....		4093		7.
a. Salaries and employee benefits .....		4135		7.a.
b. Goodwill impairment losses .....		C216		7.b.
8. Income (loss) before applicable income taxes and discontinued operations .....		4301		8.
9. Applicable income taxes .....		4302		9.
10. Noncontrolling (minority) interest .....		4484		10.
		BHCK		
11. Discontinued operations, net of applicable income taxes and noncontrolling (minority) interest .....		FT41		11.
		BHBC		
12. Net income (loss) .....		4340		12.
13. Cash dividends declared .....		4475		13.
14. Net charge-offs .....		6061		14.
15. Net interest income (item 3 above) on a fully taxable equivalent basis .....		4519		15.

1. Institutions that have adopted ASU 2016-13 should report in item 4, the provisions for credit losses for all financial assets **and off-balance sheet credit exposures** that fall within the scope of the standard.

2. Includes provisions governing the accounting for investments in equity securities, include realized and unrealized gains (losses) (and all other value changes) on equity securities and other equity investments not held for trading in item 6.

### Notes to the Income Statement (Other)

Enter in the lines provided below any additional information on specific line items on the income statement or to its schedules that the holding company wishes to explain, that has been separately disclosed in the holding company's quarterly reports to its shareholders, in its press releases, or on its quarterly reports to the Securities and Exchange Commission (SEC). *Exclude* any transactions that have been separately disclosed under the reporting requirements specified in memoranda items 6 through 8 to Schedule HI, the Consolidated Income Statement.

Also include any transactions which previously would have appeared as footnotes to Schedules HI through HI-B.

Each additional piece of information disclosed should include the appropriate reference to schedule and item number, as well as a description of the additional information and the dollar amount (in thousands of dollars) associated with that disclosure.

#### Example

A holding company has received \$1.35 million of back interest on loans and leases that are currently in nonaccrual status. The holding company's interest income for the quarter shows that increase which has been disclosed in the report to the stockholders and to the SEC. Enter on the line item below the following information:

TEXT	BHCK	Amount
0000 Sch. HI, item 1.a(1), Recognition of interest payments on nonaccrual loans to XYZ country		
	0000	1350

### Notes to the Income Statement (Other)

		Dollar Amounts in Thousands	BHCK	Amount	
1.	Effect of adoption of Current Expected Credit Losses Methodology - ASU 2016-13 <sup>1,2</sup> .....		JJ26	0	1.
2.	Initial allowances for credit losses recognized upon the acquisition of purchased credit-deteriorated assets on or after the effective date of ASU 2016-13 <sup>1</sup> .....		JJ27	0	2.
3.	Effect of adoption of current expected credit losses methodology on allowances for credit losses on loans and leases held for investment and held-to-maturity debt securities <sup>1,2</sup> .....		JJ28	0	3.
4.					
	5351				
			5351	0	4.
5.					
	5352				
			5352	0	5.
6.					
	5353				
			5353	0	6.
7.					
	5354				
			5354	0	7.
8.					
	5355				
			5355	0	8.
9.					
	B042				
			B042	0	9.
10.					
	B043				
			B043	0	10.

1. Only institutions that have adopted ASU 2016-13 should report values in these items, if applicable.

2. Institutions should complete this item in the quarter that they adopt ASU 2016-13 and in the quarter-end FR Y-9C report for the remainder of that calendar year only.

Notes to the Income Statement (Other)—Continued

	TEXT	Dollar Amounts in Thousands	BHCK	Amount	
11.	B044				
			B044	0	11.
12.	B045				
			B045	0	12.
13.	B046				
			B046	0	13.
14.	B047				
			B047	0	14.
15.	B048				
			B048	0	15.
16.	B049				
			B049	0	16.
17.	B050				
			B050	0	17.
18.	B051				
			B051	0	18.
19.	B052				
			B052	0	19.
20.	B053				
			B053	0	20.
21.	B054				
			B054	0	21.
22.	B055				
			B055	0	22.
23.	B056				
			B056	0	23.



# Consolidated Financial Statements for Holding Companies

Report at the close of business September 30, 2021

Date

## Schedule HC—Consolidated Balance Sheet

	Dollar Amounts in Thousands		BHCK	Amount	
<b>Assets</b>					
1. Cash and balances due from depository institutions:					
a. Noninterest-bearing balances and currency and coin <sup>1</sup> .....			0081	149,808	1.a.
b. Interest-bearing balances: <sup>2</sup>					
(1) In U.S. offices.....			0395	828,679	1.b.(1)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs.....			0397	0	1.b.(2)
2. Securities:					
a. Held-to-maturity securities (from Schedule HC-B, column A) <sup>3</sup> .....			JJ34	1,125,383	2.a.
b. Available-for-sale <b>debt</b> securities (from Schedule HC-B, column D).....			1773	314,620	2.b.
c. Equity securities with readily determinable fair values not held for trading <sup>4</sup> .....			JA22	103,955	2.c.
3. Federal funds sold and securities purchased under agreements to resell:					
a. Federal funds sold in domestic offices.....	BHDM	B987		0	3.a.
b. Securities purchased under agreements to resell <sup>5, 6</sup> .....	BHCK	B989		0	3.b.
4. Loans and lease financing receivables:					
a. Loans and leases held for sale.....			5369	13,428	4.a.
b. Loans and leases, held for investment.....	B528			8,190,114	4.b.
c. LESS: Allowance for loan and lease losses <sup>7</sup> .....	3123			50,153	4.c.
d. Loans and leases, held for investment, net of allowance for loan and lease losses (item 4.b minus 4.c).....	B529			8,139,961	4.d.
5. Trading assets (from Schedule HC-D).....			3545	0	5.
6. Premises and fixed assets (including capitalized leases).....			2145	149,398	6.
7. Other real estate owned (from Schedule HC-M).....			2150	106	7.
8. Investments in unconsolidated subsidiaries and associated companies.....			2130	2,657	8.
9. Direct and indirect investments in real estate ventures.....			3656	0	9.
10. Intangible assets (from Schedule HC-M).....			2143	520,108	10.
11. Other assets (from Schedule HC-F) <sup>6</sup> .....			2160	490,168	11.
12. Total assets (sum of items 1 through 11).....			2170	11,838,271	12.

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

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

3. Institutions that have adopted ASU 2016-13 should report in item 2.a amounts net of any applicable allowance for credit losses, and item 2.a should equal Schedule HC-B, item 8, column A, less Schedule HI-B, Part II, item 7, column B.

4. Item 2.c is to be completed by all holding companies. See the instructions for this item and the Glossary for "Securities Activities" for further detail on accounting for investments in equity securities.

5. Includes all securities resale agreements in domestic and foreign offices, regardless of maturity.

6. Institutions that have adopted ASU 2016-13 should report items 3.b and 11 amounts net of any applicable allowance for credit losses.

7. Institutions that have adopted ASU 2016-13 should report in item 4.c the allowance for credit losses on loans and leases.

## Schedule HC—Continued

	Dollar Amounts in Thousands		BHDM	Amount	
<b>Liabilities</b>					
13. Deposits:					
a. In domestic offices (from Schedule HC-E):					
(1) Noninterest-bearing <sup>1</sup> .....	6631	2,621,845			13.a.(1)
(2) Interest-bearing .....	6636	7,174,466			13.a.(2)
b. In foreign offices, Edge and Agreement subsidiaries, and IBFs:			BHFN		
(1) Noninterest-bearing .....	6631	0			13.b.(1)
(2) Interest-bearing .....	6636	0			13.b.(2)
14. Federal funds purchased and securities sold under agreements to repurchase:			BHDM		
a. Federal funds purchased in domestic offices <sup>2</sup> .....	B993	0			14.a.
b. Securities sold under agreements to repurchase <sup>3</sup> .....	BHCK				
B995	143,294				14.b.
15. Trading liabilities (from Schedule HC-D) .....	3548	0			15.
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule HC-M) .....	3190	0			16.
17. Not applicable.					
18. Not applicable.					
19. a. Subordinated notes and debentures <sup>4</sup> .....	4062	160,000			19.a.
b. Subordinated notes payable to unconsolidated trusts issuing trust preferred securities, and trust preferred securities issued by consolidated special purpose entities .....	C699	71,736			19.b.
20. Other liabilities (from Schedule HC-G) .....	2750	153,681			20.
21. Total liabilities (sum of items 13 through 20) .....	2948	10,325,022			21.
22. Not applicable.					
<b>Equity Capital</b>					
<b>Holding Company Equity Capital</b>					
23. Perpetual preferred stock and related surplus .....	3283	55,527			23.
24. Common stock (par value) .....	3230	611			24.
25. Surplus (exclude all surplus related to preferred stock) .....	3240	1,089,922			25.
26. a. Retained earnings .....	3247	430,721			26.a.
b. Accumulated other comprehensive income <sup>5</sup> .....	B530	-,734			26.b.
c. Other equity capital components <sup>6</sup> .....	A130	-62,798			26.c.
27. a. Total holding company equity capital (sum of items 23 through 26.c) .....	3210	1,513,249			27.a.
b. Noncontrolling (minority) interests in consolidated subsidiaries .....	3000	0			27.b.
28. Total equity capital (sum of items 27.a and 27.b) .....	G105	1,513,249			28.
29. Total liabilities and equity capital (sum of items 21 and 28) .....	3300	11,838,271			29.

1. Includes noninterest-bearing demand, time, and savings deposits.

2. Report overnight Federal Home Loan Bank advances in Schedule HC, 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, but is not limited to, net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses) on cash flow hedges, cumulative foreign currency translation adjustments, and accumulated defined benefit pension and other postretirement plan adjustments.

6. Includes treasury stock and unearned Employee Stock Ownership Plan shares.

### Schedule HC—Continued

#### Memoranda (to be completed annually by holding companies for the December 31 report date)

- |       |      |  |
|-------|------|--|
| 0=No  | BHCK |  |
| 1=Yes | C884 |  |
- M.1.
1. Has the holding company engaged in a full-scope independent external audit at any time during the calendar year? (Enter "1" for Yes, enter "0" for No.) .....
  2. If response to Memoranda item 1 is yes, indicate below the name and address of the holding company's independent external auditing firm (see instructions), and the name and e-mail address of the auditing firm's engagement partner.<sup>7</sup>

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

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

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

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

NJ

\_\_\_\_\_  
 (3) State Abbreviation (TEXT C714)

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

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

Schedule HC-B—Securities

Dollar Amounts in Thousands	Held-to-Maturity				Available-for-Sale				
	(Column A) Amortized Cost		(Column B) Fair Value		(Column C) Amortized Cost		(Column D) Fair Value		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
1. U.S. Treasury securities.....	0211	0	0213	0	1286	16,344	1287	16,210	1.
2. U.S. government agency and sponsored agency obligations (exclude mortgage-backed securities) <sup>1</sup> .....	HT50	4,654	HT51	4,623	HT52	116,745	HT53	118,395	2.
3. Securities issued by states and political subdivisions in the U.S. ....	8496	290,226	8497	297,977	8498	0	8499	0	3.
<i>Holding companies with less than \$5 billion should report data item 4.a.(4) and should leave 4.a.(1) through 4.a.(3) blank.<sup>3</sup></i>									
4. Mortgage-backed securities (MBS)									
a. Residential pass-through securities:									
(1) Guaranteed by GNMA .....	G300	8,310	G301	8,664	G302	0	G303	0	4.a.(1)
(2) Issued by FNMA and FHLMC .....	G304	606,441	G305	608,401	G306	12,572	G307	12,572	4.a.(2)
(3) Other pass-through securities.....	G308	0	G309	0	G310	0	G311	0	4.a.(3)
(4) Guaranteed by GNMA, issued by FNMA and FHLMC and other pass-through securities .....	KX52		KX53		KX54		KX55		4.a.(4)
b. Other residential mortgage-backed securities (include CMOs, REMICs, and stripped MBS):									
(1) Issued or guaranteed by U.S. Government agencies or sponsored agencies <sup>2</sup> .....	G312	83,051	G313	85,214	G314	76	G315	76	4.b.(1)
(2) Collateralized by MBS issued or guaranteed by U.S. Government agencies or sponsored agencies <sup>2</sup> .....	G316	0	G317	0	G318	0	G319	0	4.b.(2)
(3) All other residential mortgage-backed securities.....	G320	0	G321	0	G322	0	G323	0	4.b.(3)
c. Commercial MBS:									
(1) Commercial pass-through securities:									
(a) Issued or guaranteed by FNMA, FHLMC, or GNMA .....	K142	0	K143	0	K144	17,047	K145	16,898	4.c.(1)(a)
(b) Other pass-through securities.....	K146	0	K147	0	K148	0	K149	0	4.c.(1)(b)
(2) Other commercial MBS:									
(a) Issued or guaranteed by U.S. Government agencies or sponsored agencies <sup>2</sup> .....	K150	32,273	K151	32,689	K152	0	K153	0	4.c.(2)(a)
(b) All other commercial MBS .....	K154	32,160	K155	32,917	K156	0	K157	0	4.c.(2)(b)

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

2. U.S. Government agencies include, but are not limited to, such agencies as the Government National Mortgage Association (GNMA), the Federal Deposit Insurance Corporation (FDIC), and the National Credit Union Administration (NCUA). U.S. Government-sponsored agencies include, but are not limited to, such agencies as the Federal Home Loan Mortgage Corporation (FHLMC) and the Federal National Mortgage Association (FNMA).

3. For the asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of December 31, 2019, or June 30, 2020.

Schedule HC-B—Continued

Dollar Amounts in Thousands	Held-to-Maturity				Available-for-Sale				
	(Column A) Amortized Cost		(Column B) Fair Value		(Column C) Amortized Cost		(Column D) Fair Value		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
5. Asset-backed securities and structured financial products:									
a. Asset-backed Securities (ABS) .....	C026	0	C988	0	C989	0	C027	0	5.a.
b. Structured financial products .....	HT58	7,037	HT59	7,937	HT60	145,792	HT61	145,420	5.b.
6. Other debt securities:									
a. Other domestic debt securities.....	1737	60,734	1738	62,961	1739	5,000	1741	5,049	6.a.
b. Other foreign debt securities .....	1742	2,000	1743	1,998	1744	0	1746	0	6.b.
7. Not applicable.							BHCT		
8. Total (sum of items 1 through 6.b) <sup>1</sup> .....	1754	1,126,886	1771	1,143,381	1772	313,576	1773	314,620	8.

Memoranda

Dollar Amounts in Thousands	BHCK	Amount	
	1. Pledged securities <sup>2</sup> .....	0416	
2. Remaining maturity or next repricing date of debt securities <sup>2, 3</sup> (Schedule HC-B, items 1 through 6.b in columns A and D above):			
a. 1 year and less.....	0383	338,693	M.2.a.
b. Over 1 year to 5 years .....	0384	197,353	M.2.b.
c. Over 5 years .....	0387	905,460	M.2.c.
<i>Memorandum item 3 is to be completed semiannually in the June and December reports only.</i>			
3. Amortized cost of held-to-maturity securities sold or transferred to available-for-sale or trading securities during the calendar year-to-date (report the amortized cost at date of sale or transfer) .....	1778		M.3.
4. Structured notes (included in the held-to-maturity and available-for-sale accounts in Schedule HC-B, items 2, 3, 5, and 6):			
a. Amortized cost .....	8782	152,829	M.4.a.
b. Fair value .....	8783	153,357	M.4.b.

- For institutions that have adopted ASU 2016-13, the total reported in column A must equal Schedule HC, item 2.a, plus Schedule HI-B, Part II, item 7, column B. For institutions that have not adopted ASU 2016-13, the total reported in column A must equal Schedule HC, item 2.a. For all institutions, the total reported in column D must equal Schedule HC, item 2.b. (reported in Schedule HC, item 2.c) at fair value.
- Includes held-to-maturity securities at amortized cost, available-for-sale debt securities at fair value, and equity securities with readily determinable fair values not held for trading
- Report fixed-rate debt securities by remaining maturity and floating-rate debt securities by next repricing date.

Schedule HC-B—Continued

Memoranda—Continued

Dollar Amounts in Thousands	Held-to-Maturity				Available-for-Sale				
	(Column A) Amortized Cost		(Column B) Fair Value		(Column C) Amortized Cost		(Column D) Fair Value		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
<i>Memorandum items 5.a through 5.f are to be completed by holding companies with \$10 billion or more in total assets.<sup>1</sup></i>									
5. Asset-backed securities (ABS) (sum of Memorandum items 5.a through 5.f must equal Schedule HC-B, item 5.a):									
a. Credit card receivables .....	B838	0	B839	0	B840	0	B841	0	M.5.a.
b. Home equity lines .....	B842	0	B843	0	B844	0	B845	0	M.5.b.
c. Automobile loans.....	B846	0	B847	0	B848	0	B849	0	M.5.c.
d. Other consumer loans.....	B850	0	B851	0	B852	0	B853	0	M.5.d.
e. Commercial and industrial loans .....	B854	0	B855	0	B856	0	B857	0	M.5.e.
f. Other.....	B858	0	B859	0	B860	0	B861	0	M.5.f.
<i>Memorandum items 6.a through 6.g are to be completed by holding companies with \$10 billion or more in total assets.<sup>1</sup></i>									
6. Structured financial products by underlying collateral or reference assets (for each column, sum of Memorandum items 6.a through 6.g must equal Schedule HC-B, 5.b):									
a. Trust preferred securities issued by financial institutions.....	G348	7,037	G349	7,937	G350	0	G351	0	M.6.a.
b. Trust preferred securities issued by real estate investment trusts .....	G352	0	G353	0	G354	0	G355	0	M.6.b.
c. Corporate and similar loans.....	G356	0	G357	0	G358	145,792	G359	145,420	M.6.c.
d. 1– 4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs) .....	G360	0	G361	0	G362	0	G363	0	M.6.d.
e. 1– 4 family residential MBS not issued or guaranteed by GSEs.....	G364	0	G365	0	G366	0	G367	0	M.6.e.
f. Diversified (mixed) pools of structured financial products.....	G368	0	G369	0	G370	0	G371	0	M.6.f.
g. Other collateral or reference assets .....	G372	0	G373	0	G374	0	G375	0	M.6.g.

1. For the \$10 billion asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of December 31, 2019, or June 30, 2020.

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

Do not deduct the allowance for loan and lease losses<sup>1</sup> from amounts reported in this schedule. Report (1) loans and leases held for sale at the lower of cost or fair value, (2) loans and leases held for investment, net of unearned income, and (3) loans and leases accounted for at fair value under a fair value option. Exclude assets held for trading and commercial paper.

Dollar Amounts in Thousands	(Column A) Consolidated		(Column B) In Domestic Offices		
	BHCK	Amount	BHDM	Amount	
1. Loans secured by real estate .....	1410	7,704,290			1.
a. Construction, land development, and other land loans:			BHCK		
(1) 1–4 family residential construction loans .....			F158	185,108	1.a.(1)
(2) Other construction loans and all land development and other land loans .....			F159	184,799	1.a.(2)
b. Secured by farmland .....			BHDM		
c. Secured by 1–4 family residential properties:			1420	3,306	1.b.
(1) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit .....			1797	138,482	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties:					
(a) Secured by first liens .....			5367	2,648,673	1.c.(2)(a)
(b) Secured by junior liens .....			5368	33,427	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties.....			1460	958,893	1.d.
e. Secured by nonfarm nonresidential properties:					
(1) Loans secured by owner-occupied nonfarm nonresidential properties .....			BHCK		
(2) Loans secured by other nonfarm nonresidential properties.....			F160	1,043,523	1.e.(1)
			F161	2,508,079	1.e.(2)
			BHDM		
2. Loans to depository institutions and acceptances of other banks .....			1288	0	2.
a. To U.S. banks and other U.S. depository institutions.....	1292	0			2.a.
b. To foreign banks .....	1296	0			2.b.
3. Loans to finance agricultural production and other loans to farmers ....	1590	0	1590	0	3.
<i>Holding companies with less than \$5 billion in total assets should report data item 4.c and leave data items 4.a and 4.b blank.<sup>2</sup></i>					
4. Commercial and industrial loans .....			1766	444,850	4.
a. To U.S. addressees (domicile) .....	1763	444,850			4.a.
b. To non-U.S. addressees (domicile) .....	1764	0			4.b.
c. To U.S. addressees (domicile) and non-U.S. addressees (domicile)..	KX56				4.c.
5. Not applicable.					
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper) .....			1975	40,632	6.
a. Credit cards .....	B538	0			6.a.
b. Other revolving credit plans.....	B539	549			6.b.
c. Automobile loans .....	K137	70			6.c.
d. Other consumer loans (includes single payment, installment, and all student loans) .....	K207	40,013			6.d.
7. Loans to foreign governments and official institutions (including foreign central banks) .....	2081	0	2081	0	7.
8. Not applicable.					

1. Institutions that have adopted ASU 2016-13 should not deduct the allowance for credit losses on loans and leases or the allocated transfer risk reserve from amounts reported on this schedule.

2. For the asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of December 31, 2019, or June 30, 2020.

**Schedule HC-C—Continued**

Dollar Amounts in Thousands	(Column A) Consolidated		(Column B) In Domestic Offices		
	BHCK	Amount	BHDM	Amount	
<i>Holding companies with less than \$5 billion in total assets should report data item 9.b.(3) and leave data items 9.b.(1) and 9.b.(2) blank.<sup>1</sup></i>					
9. Loans to nondepository financial institutions and other loans:					
a. Loans to nondepository financial institutions .....	J454	0	J454	0	9.a.
b. Other loans					
(1) Loans for purchasing or carrying securities (secured or unsecured) .....	1545	2,500	1545	2,500	9.b.(1)
(2) All other loans (exclude consumer loans) .....	J451	10,337	J451	10,337	9.b.(2)
(3) Loans for purchasing or carrying securities (secured and unsecured) and all other loans .....	KX57		KX57		9.b.(3)
<i>Holding companies with less than \$5 billion in total assets should report data item 10.c. and should leave data items 10.a. and 10.b. blank.<sup>1</sup></i>					
10. Lease financing receivables (net of unearned income) .....			2165	933	10.
a. Leases to individuals for household, family, and other personal expenditures (i.e., consumer leases) .....	F162	0			10.a.
b. All other leases .....	F163	933			10.b.
c. Lease finance receivables .....	KX58				10.c.
11. LESS: Any unearned income on loans reflected in items 1–9 above .....	2123	0	2123	0	11.
12. Total loans and leases held for investment and held for sale (sum of items 1 through 10 minus item 11) (total of column A must equal Schedule HC, sum of items 4.a and 4.b) .....	2122	8,203,542	2122	8,203,542	12.

**Memoranda**

Dollar Amounts in Thousands	BHDM	Amount	
<i>HC-C memoranda items 1.a.(1) through 1.f.(3)(c) are to be completed semiannually in June and December by holding companies with less than \$5 billion total assets. These items are to be completed quarterly by holding companies with \$5 billion or more in total assets.<sup>1</sup></i>			
1. Loans restructured in troubled debt restructurings that are in compliance with their modified terms (included in Schedule HC-C, and not reported as past due or nonaccrual in Schedule HC-N, Memorandum item 1):			
a. Construction, land development, and other land loans in domestic offices:			
(1) 1–4 family residential construction loans .....	K158	0	M.1.a.(1)
(2) All other construction loans and all land development and other land loans .....	K159	0	M.1.a.(2)
b. Loans secured by 1–4 family residential properties in domestic offices .....	F576	8,440	M.1.b.
c. Secured by multifamily (5 or more) residential properties in domestic offices .....	K160	0	M.1.c.
d. Secured by nonfarm nonresidential properties in domestic offices:			
(1) Loans secured by owner-occupied nonfarm nonresidential properties .....	K161	600	M.1.d.(1)
(2) Loans secured by other nonfarm nonresidential properties .....	K162	200	M.1.d.(2)
<i>Holding companies with less than \$5 billion in total assets should report Memo item 1.e.(3) (semiannually in June and December), and should leave data item 1.e.(1) and 1.e.(2) blank.<sup>1</sup></i>			
e. Commercial and Industrial loans:			
(1) To U.S. addressees (domicile) .....	K163	20	M.1.e.(1)
(2) To non-U.S. addressees (domicile) .....	K164	0	M.1.e.(2)
(3) To U.S. addressees (domicile) and non-U.S. addressees (domicile) .....	KX59		M.1.e.(3)

1. For the asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of December 31, 2019, or June 30, 2020.



**Schedule HC-C—Continued**

**Memoranda—Continued**

	Dollar Amounts in Thousands		
	(Column B) In Domestic Offices	Amount	
f. All other loans ( <i>include</i> loans to individuals for household, family, and other personal expenditures) .....	K165	0	M.1.f.
<i>Itemize and describe loan categories included in Memorandum item 1.f, above that exceed 10 percent of total loans restructured in troubled debt restructurings that are in compliance with their modified terms (sum of Memorandum items 1.a through 1.f):</i>			
(1) Loans secured by farmland in domestic offices .....	K166	0	M.1.f.(1)
(2) Loans to finance agricultural production and other loans to farmers .....	K168	0	M.1.f.(2)
(3) Loans to individuals for household, family, and other personal expenditures:			
(a) Credit cards .....	K098	0	M.1.f.(3)(a)
(b) Automobile loans .....	K203	0	M.1.f.(3)(b)
(c) Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) .....	K204	0	M.1.f.(3)(c)
g. Total loans restructured in troubled debt restructurings that are in compliance with their modified terms (sum of Memorandum items 1.a.(1) through 1.f) .....	HK25	9,260	M.1.g.
2. Loans to finance commercial real estate, construction, and land development activities ( <i>not secured by real estate</i> ) included in Schedule HC-C, items 4 and 9, column A, above.....	2746	30,186	M.2.
<i>To be completed by holding companies with \$5 billion or more in total assets.<sup>1</sup></i>			
3. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HC-C, item 1, column A).....	B837	0	M.3.
<i>Memorandum item 4 is to be completed by (1) holding companies with \$5 billion or more in total assets<sup>1</sup> that, together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).</i>			
4. Outstanding credit card fees and finance charges (included in Schedule HC-C, item 6.a, column A) .....	C391	0	M.4.

1. For the asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of *December 31, 2019, or June 30, 2020.*

**Schedule HC-C—Continued**

**Memoranda—Continued**

Dollar Amounts in Thousands	BHCK	Amount	
<i>Memorandum item 5 is to be completed by all holding companies. Memorandum item 5.a and 5.b are to be completed semiannually in the June and December reports only.<sup>1</sup></i>			
5. Purchased credit-impaired loans held for investment accounted for in accordance with FASB ASC 310-30 (former AICPA Statement of Position 03-3) (exclude loans held for sale):			
a. Outstanding balance.....	C779		M.5.a.
b. Amount included in Schedule HC-C, items 1 through 9 .....	C780		M.5.b.
<i>Memorandum item 6.a, 6.b, and 6.c are to be completed semiannually in the June and December reports only.</i>			
6. Closed-end loans with negative amortization features secured by 1–4 family residential properties in domestic offices:			
a. Total amount of closed-end loans with negative amortization features secured by 1–4 family residential properties (included in Schedule HC-C, items 1.c.(2)(a) and (b)) ..	F230		M.6.a.
<i>Memorandum items 6.b and 6.c are to be completed by holding companies that had closed-end loans with negative amortization features secured by 1–4 family residential properties (as reported in Schedule HC-C, Memorandum item 6.a) as of December 31, 2018, that exceeded the lesser of \$100 million or 5 percent of total loans and leases held for investment and held for sale in domestic offices (as reported in Schedule HC-C, item 12, column B).</i>			
b. Total maximum remaining amount of negative amortization contractually permitted on closed-end loans secured by 1–4 family residential properties .....	F231		M.6.b.
c. Total amount of negative amortization on closed-end loans secured by 1–4 family residential properties included in the amount reported in Memorandum item 6.a above .....	F232		M.6.c.
7.–8. Not applicable.			
9. Loans secured by 1–4 family residential properties in domestic offices in process of foreclosure (included in Schedule HC-C, items 1.c.(1), 1.c.(2)(a), and 1.c.(2)(b)) .....	BHDM F577	668	M.9.
10.–11. Not applicable.			

1. Memorandum item 5 is to be completed only by holding companies that have not yet adopted ASU 2016-13.

### Schedule HC-C—Continued

#### Memoranda—Continued

	(Column A) Fair value of acquired loans and leases at acquisition date		(Column B) Gross contractual amounts receivable at acquisition		(Column C) Best estimate at acquisition date of con- tractual cash flows not expected to be collected		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands							
<p><i>Memorandum item 12.a, 12.b, 12.c, and 12.d are to be completed semiannually in the June and December reports only. Holding companies with less than \$5 billion in total assets should report Memorandum item 12.e semiannually in June and December and should leave 12.a, 12.b, 12.c, and 12.d blank.<sup>1</sup></i></p>							
12. Loans (not subject to the requirements of FASB ASC 310-30 (former AICPA Statement of Position 03-3)) <sup>2</sup> and leases held for investment that are acquired in business combinations with acquisition dates in the current calendar year:							
a. Loans secured by real estate.....	G091		G092		G093		M.12.a.
b. Commercial and industrial loans .....	G094		G095		G096		M.12.b.
c. Loans to individuals for household, family, and other personal expenditures.....	G097		G098		G099		M.12.c.
d. All other loans and all leases .....	G100		G101		G102		M.12.d.
e. Loans and leases.....	KX60		KX61		KX62		M.12.e.

	Dollar Amounts in Thousands		
	BHCK	Amount	
13. Not applicable.			
14. Pledged loans and leases .....	G378	3,991,183	M.14.
<b>Memorandum item 15 is to be completed by all holding companies.</b>			
15. Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit in domestic offices that have converted to non-revolving closed-end status (included in item 1.c.(1) above).....	LE75	0	M.15.
16. Eligible loan modifications under Section 4013, <i>Temporary Relief from Troubled Debt Restructurings</i> , of the 2020 Coronavirus Aid, Relief, and Economic Security Act: <sup>3</sup>		Number	
a. Number of Section 4013 loans outstanding .....	LG24		M.16.a.
		Amount	
b. Outstanding balance of Section 4013 loans.....	LG25		M.16.b.

1. For the asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of *December 31, 2019, or June 30, 2020*.

2. Institutions that have adopted ASU 2016-13 should report only loans held for investment not considered purchased credit-deteriorated in Memorandum item 12.

3. Amounts reported in Memorandum items 16.a and 16.b will not be made available to the public on an individual institution basis.

## Schedule HC-D—Trading Assets and Liabilities

Schedule HC-D is to be completed by holding companies with \$5 billion or more in total assets<sup>1</sup> that reported total trading assets of \$10 million or more in any of the four preceding calendar quarters.

	Dollar Amounts in Thousands		
	BHCM	Amount	
<b>Assets</b>			
1. U.S. Treasury securities.....	3531		1.
2. U.S. government agency obligations (exclude mortgage-backed securities) .....	3532		2.
3. Securities issued by states and political subdivisions in the U.S. ....	3533		3.
4. Mortgage-backed securities (MBS):	BHCK		
a. Residential pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA .....	G379		4.a.
b. Other residential mortgage-backed securities issued or guaranteed by U.S. Government agencies or sponsored agencies <sup>2</sup> (include CMOs, REMICs, and stripped MBS ) .....	G380		4.b.
c. All other residential mortgage-backed securities .....	G381		4.c.
d. Commercial MBS issued or guaranteed by U.S. Government agencies or sponsored agencies <sup>2</sup> .....	K197		4.d.
e. All other commercial MBS .....	K198		4.e.
5. Other debt securities			
a. Structured financial products .....	HT62		5.a.
b. All other debt securities .....	G386		5.b.
6. Loans:			
a. Loans secured by real estate:			
(1) Loans secured by 1–4 family residential properties .....	HT63		6.a.(1)
(2) All other loans secured by real estate .....	HT64		6.a.(2)
b. Commercial and industrial loans .....	F614		6.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....	HT65		6.c.
d. Other loans.....	F618		6.d.
7.-8. Not applicable.	BHCM		
9. Other trading assets .....	3541		9.
10. Not applicable.			
11. Derivatives with a positive fair value .....	3543		11.
12. Total trading assets (sum of items 1 through 11)	BHCT		
(total of column A must equal Schedule HC, item 5) .....	3545		12.
<b>Liabilities</b>			
13. a. Liability for short positions:	BHCK		
(1) Equity securities .....	G209		13.a.(1)
(2) Debt securities .....	G210		13.a.(2)
(3) All other assets .....	G211		13.a.(3)
b. All other trading liabilities .....	F624		13.b.
14. Derivatives with a negative fair value.....	3547		14.
15. Total trading liabilities (sum of items 13.a through 14)	BHCT		
(total of column A must equal Schedule HC, item 15) .....	3548		15.

1. For the asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of *December 31, 2019*, or *June 30, 2020*.

2. U.S. Government agencies include, but are not limited to, such agencies as the Government National Mortgage Association (GNMA), the Federal Deposit Insurance Corporation (FDIC), and the National Credit Union Administration (NCUA). U.S. Government-sponsored agencies include, but are not limited to, such agencies as the Federal Home Loan Mortgage Corporation (FHLMC) and the Federal National Mortgage Association (FNMA).

**Schedule HC-D—Continued**

**Memoranda**

Dollar Amounts in Thousands	BHCK	Amount	
1. Unpaid principal balance of loans measured at fair value (reported in Schedule HC-D, items 6.a.(1) through 6.d.)			
a. Loans secured by real estate:			
(1) Loans secured by 1–4 family residential properties .....	HT66		M.1.a.(1)
(2) All other loans secured by real estate .....	HT67		M.1.a.(2)
b. Commercial and industrial loans .....	F632		M.1.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper) .....	HT68		M.1.c.
d. Other loans .....	F636		M.1.d.
<i>Memorandum items 2 through 10 are to be completed by holding companies with \$10 billion or more in total trading assets.<sup>1</sup></i>			
2. Loans measured at fair value that are past due 90 days or more:			
a. Fair value .....	F639		M.2.a.
b. Unpaid principal balance .....	F640		M.2.b.
3. Structured financial products by underlying collateral or reference assets (for each column, sum of Memorandum items 3.a through 3.g must equal Schedule HC-D, sum of items 5.a:			
a. Trust preferred securities issued by financial institutions .....	G299		M.3.a.
b. Trust preferred securities issued by real estate investment trusts .....	G332		M.3.b.
c. Corporate and similar loans .....	G333		M.3.c.
d. 1–4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs) .....	G334		M.3.d.
e. 1–4 family residential MBS not issued or guaranteed by GSEs .....	G335		M.3.e.
f. Diversified (mixed) pools of structured financial products .....	G651		M.3.f.
g. Other collateral or reference assets .....	G652		M.3.g.
4. Pledged trading assets:			
a. Pledged securities .....	G387		M.4.a.
b. Pledged loans .....	G388		M.4.b.
5. Asset-backed securities:			
a. Credit card receivables .....	F643		M.5.a.
b. Home equity lines .....	F644		M.5.b.
c. Automobile loans .....	F645		M.5.c.
d. Other consumer loans .....	F646		M.5.d.
e. Commercial and industrial loans .....	F647		M.5.e.
f. Other .....	F648		M.5.f.
6. Not applicable.			
7. Equity securities:			
a. Readily determinable fair values .....	F652		M.7.a.
b. Other .....	F653		M.7.b.
8. Loans pending securitization .....	F654		M.8.

1. The \$10 billion trading asset-size test is based on total trading assets reported as of prior year June 30 report date.

### Schedule HC-D—Continued

#### Memoranda—Continued

		Dollar Amounts in Thousands	BHCK	Amount	
9. a. (1)		Gross fair value of commodity contracts .....	G212		M.9.a.(1)
	(2)	Gross fair value of physical commodities held in inventory .....	G213		M.9.a.(2)
b.		Other trading assets (itemize and describe amounts included in Schedule HC-D, item 9, column A (other than amounts included in Memoranda items 9.a.(1) and 9.a.(2) above) that are greater than \$1,000,000 and exceed 25 percent of item 9 less Memoranda items 9.a.(1) and 9. a. (2)): <sup>2</sup>			
(1)	BHTX F655		F655		M.9.b.(1)
(2)	BHTX F656		F656		M.9.b.(2)
(3)	BHTX F657		F657		M.9.b.(3)
10.		Other trading liabilities (itemize and describe amounts included in Schedule HC-D, item 13.b that are greater than \$1,000,000 and exceed 25 percent of the item)			
a.	BHTX F658		F658		M.10.a.
b.	BHTX F659		F659		M.10.b.
c.	BHTX F660		F660		M.10.c.

2. Exclude equity securities.

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

		Dollar Amounts in Thousands	BHCB	Amount	
1.		Deposits held in domestic offices of commercial bank subsidiaries of the reporting holding company:			
a.		Noninterest-bearing balances <sup>2</sup> .....	2210	2,621,845	1.a.
b.		Interest-bearing demand deposits, NOW, ATS, and other transaction accounts.....	3187	3,859,675	1.b.
c.		Money market deposit accounts and other savings accounts .....	2389	2,459,349	1.c.
d.		Time deposits of \$250,000 or less .....	HK29	722,284	1.d.
e.		Time deposits of more than \$250,000 .....	J474	133,158	1.e.
2.		Deposits held in domestic offices of other depository institutions that are subsidiaries of the reporting holding company:			
a.		Noninterest-bearing balances <sup>2</sup> .....	BHOD 3189	0	2.a.
b.		Interest-bearing demand deposits, NOW, ATS, and other transaction accounts.....	3187	0	2.b.
c.		Money market deposit accounts and other savings accounts .....	2389	0	2.c.
d.		Time deposits of \$250,000 or less .....	HK29	0	2.d.
e.		Time deposits of more than \$250,000 .....	J474	0	2.e.

#### Memoranda

		Dollar Amounts in Thousands	BHDM	Amount	
1.		Brokered deposits \$250,000 or less with a remaining maturity of one year or less .....	HK06	19,395	M.1.
2.		Brokered deposits \$250,000 or less with a remaining maturity of more than one year.....	HK31	12,752	M.2.
3.		Time deposits of more than \$250,000 with a remaining maturity of one year or less .....	HK32	96,799	M.3.
4.		Foreign office time deposits with a remaining maturity of one year or less .....	BHFN A245	0	M.4.

1. The sum of items 1.a through 1.e and items 2.a through 2.e must equal the sum of Schedule HC, items 13.a.(1) and 13.a.(2).

2. Includes noninterest-bearing demand, time, and savings deposits.

### Schedule HC-F—Other Assets<sup>1</sup>

	Dollar Amounts in Thousands		
	BHCK	Amount	
1. Accrued interest receivable <sup>2</sup> .....	B556	31,560	1.
2. Net deferred tax assets <sup>3</sup> .....	2148	52,456	2.
3. Interest-only strips receivable (not in the form of a security) <sup>4</sup> .....	HT80	0	3.
4. Equity investments without readily determinable fair values <sup>5</sup> .....	1752	53,017	4.
5. Life insurance assets:			
a. General account life insurance assets .....	K201	108,178	5.a.
b. Separate account life insurance assets.....	K202	106,882	5.b.
c. Hybrid account life insurance assets .....	K270	45,012	5.c.
6. Other .....	2168	93,063	6.
	BHCT		
7. Total (sum of items 1 through 6) (must equal Schedule HC, item 11) .....	2160	490,168	7.

1. Institutions that have adopted ASU 2016-13 should report asset amounts in Schedule HC-F net of any applicable allowance for credit losses.
2. Include accrued interest receivable on loans, leases, debt securities, and other interest-bearing assets. Exclude accrued interest receivables on interest-bearing assets that are reported elsewhere on the balance sheet.
3. See discussion of deferred income taxes in Glossary entry on "income taxes."
4. Report interest-only strips receivable in the form of a security as available-for-sale securities in Schedule HC, item 2.b, or as trading assets in Schedule HC, item 5, as appropriate.
5. Include Federal Reserve stock, Federal Home Loan Bank stock, and bankers' bank stock.

### Schedule HC-G—Other Liabilities

	Dollar Amounts in Thousands		
	BHCK	Amount	
1. Not applicable.			
2. Net deferred tax liabilities <sup>1</sup> .....	3049	0	2.
3. Allowance for credit losses on off-balance-sheet credit exposures <sup>2</sup> .....	B557	2,753	3.
4. Other .....	B984	150,928	4.
	BHCT		
5. Total (sum of items 2 through 4) (must equal Schedule HC, item 20) .....	2750	153,681	5.

1. See discussion of deferred income taxes in Glossary entry on "income taxes."
2. Holding companies that have adopted ASU 2016-13 should report in Schedule HC-G, item 3, the allowance for credit losses on those off-balance sheet credit exposures that fall within the scope of the standard.

### Schedule HC-H—Interest Sensitivity<sup>1</sup>

	Dollar Amounts in Thousands		
	BHCK	Amount	
1. Earning assets that are repriceable within one year or mature within one year .....	3197	3,203,084	1.
2. Interest-bearing deposit liabilities that reprice within one year or mature within one year included in item 13.a.(2) and 13.b.(2) on Schedule HC, Balance Sheet .....	3296	587,375	2.
3. Long-term debt that reprices within one year included in items 16 and 19.a on Schedule HC, Balance Sheet .....	3298	35,000	3.
4. Variable-rate preferred stock (includes both limited-life and perpetual preferred stock) .....	3408	0	4.
5. Long-term debt reported in Schedule HC, item 19.a on the Balance Sheet that is scheduled to mature within one year .....	3409	0	5.

1. Holding companies with foreign offices have the option of excluding the smallest of such non-U.S. offices from coverage in this schedule. Such holding companies may omit the smallest of their offices in foreign countries when arrayed by total assets provided that the assets of the excluded offices do not exceed 50 percent of the total assets of the holding company's assets in foreign countries and 10 percent of the holding company's total consolidated assets as of the report date.

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

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

### I. Property and Casualty Underwriting

Item 1 is to be completed by holding companies with \$10,000,000 or more in reinsurance recoverables as of the effective date each quarter.

	Dollar Amounts in Thousands		
	BHCK	Amount	
<b>Assets</b>			
1. Reinsurance recoverables .....	B988		1.
2. Total assets .....	C244	0	2.
<b>Liabilities</b>			
3. Claims and claims adjustment expense reserves .....	B990	0	3.
4. Unearned premiums .....	B991	0	4.
5. Total equity .....	C245	0	5.
6. Net income .....	C246	0	6.

### II. Life and Health Underwriting

Item 1 is to be completed by holding companies with \$10,000,000 or more in reinsurance recoverables as of the effective date each quarter.

	Dollar Amounts in Thousands		
	BHCK	Amount	
<b>Assets</b>			
1. Reinsurance recoverables .....	C247		1.
2. Separate account assets .....	B992	0	2.
3. Total assets .....	C248	0	3.
<b>Liabilities</b>			
4. Policyholder benefits and contractholder funds .....	B994	0	4.
5. Separate account liabilities .....	B996	0	5.
6. Total equity .....	C249	0	6.
7. Net income .....	C250	0	7.



### Schedule HC-K—Quarterly Averages

	Dollar Amounts in Thousands	BHCK	Amount	
<b>Assets</b>				
1. Securities:				
a. U.S. Treasury securities and U.S. government agency obligations (excluding mortgage-backed securities) <sup>1</sup> .....		B558	135,156	1.a.
b. Mortgage-backed securities <sup>1</sup> .....		B559	773,503	1.b.
c. All other debt securities <sup>1</sup> and equity securities with readily determinable fair values not held for trading <sup>2</sup> .....		B560	579,842	1.c.
2. Federal funds sold and securities purchased under agreements to resell .....		3365	0	2.
		BHDM		
3. a. Total loans and leases in domestic offices .....		3516	7,931,006	3.a.
(1) Loans secured by 1–4 family residential properties .....		3465	2,726,567	3.a.(1)
(2) All other loans secured by real estate .....		3466	4,720,926	3.a.(2)
(3) Loans to finance agricultural production and other loans to farmers .....		3386	0	3.a.(3)
(4) Commercial and industrial loans .....		3387	430,022	3.a.(4)
(5) Loans to individuals for household, family, and other personal expenditures:				
(a) Credit cards .....		B561	0	3.a.(5)(a)
(b) Other (includes single payment, installment other than auto loans, all student loans, and revolving credit plans other than credit cards) .....		B562	39,278	3.a.(5)(b)
		BHFN		
b. Total loans and leases in foreign offices, Edge and agreement subsidiaries, and IBFs .....		3360	0	3.b.
<i>Item 4(a) is to be completed by holding companies with \$5 billion or more in total assets and total trading assets of \$10 million or more in any of the four preceding calendar quarters.<sup>3</sup></i>				
		BHCK		
4. a. Trading assets .....		3401		4.a.
b. Other earning assets .....		B985	1,115,583	4.b.
5. Total consolidated assets <sup>4</sup> .....		3368	11,661,047	5.
<b>Liabilities</b>				
6. Interest-bearing deposits (domestic) <sup>5</sup> .....		3517	6,443,880	6.
7. Interest-bearing deposits (foreign) <sup>5</sup> .....		3404	0	7.
8. Federal funds purchased and securities sold under agreements to repurchase .....		3353	142,494	8.
9. All other borrowed money .....		2635	330,994	9.
10. Not applicable.				
<b>Equity Capital</b>				
11. Total equity capital (excludes limited-life preferred stock) .....		3519	1,507,426	11.

1. Quarterly averages for all debt securities should be based on amortized cost.  
 2. Quarterly averages for equity securities with readily determinable fair values should be based on fair value.  
**3. For the asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of December 31, 2019, or June 30, 2020.**  
 4. The quarterly average for total assets should reflect securities not held for trading as follows:  
 a) Debt securities at amortized cost.  
 b) Equity securities with readily determinable fair values should be reported at fair value.  
 c) Equity investments without readily determinable fair values should be reported at their balance sheet carrying values (i.e., fair value or, if elected, cost minus impairment, if any, plus or minus changes resulting from observable price changes).  
 5. Includes interest-bearing demand deposits.

For Federal Reserve Bank Use Only  
C.I. \_\_\_\_\_

### Schedule HC-L—Derivatives and Off-Balance-Sheet Items

Report only transactions with nonrelated institutions

		Dollar Amounts in Thousands		BHCK	Amount			
1. Unused commitments (report only the unused portions of commitments that are fee paid or otherwise legally binding):								
a. Revolving, open-end loans secured by 1–4 family residential properties, (e.g., home equity lines) ..								
				3814	307,087	1.a.		
<i>1.b.(1) and 1.b.(2) are to be completed by holding companies with \$5 billion or more in total assets<sup>1</sup> semiannually in the June and December reports only.</i>								
b. (1) Unused consumer credit card lines .....								
				J455		1.b.(1)		
(2) Other unused credit card lines .....								
				J456		1.b.(2)		
c. (1) Commitments to fund commercial real estate, construction, and land development loans secured by real estate (sum of items 1.c.(1)(a) and (b) must equal item 1.c.(1)) .....								
				3816	841,960	1.c.(1)		
(a) 1–4 family residential construction loan commitments .....								
	F164		129,288			1.c.(1)(a)		
(b) Commercial real estate, other construction loan, and land development loan commitments .....								
	F165		712,672			1.c.(1)(b)		
(2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate .....								
				6550	0	1.c.(2)		
<i>Item 1(d) is to be completed by holding companies with \$5 billion or more in total assets.<sup>1</sup></i>								
d. Securities underwriting .....								
				3817	0	1.d.		
e. Other unused commitments:								
(1) Commercial and industrial loans .....								
				J457	577,867	1.e.(1)		
(2) Loans to financial institutions .....								
				J458	0	1.e.(2)		
(3) All other unused commitments .....								
				J459	131,497	1.e.(3)		
2. Financial standby letters of credit and foreign office guarantees .....								
				6566	0	2.		
<i>Item 2.a is to be completed by holding companies with \$5 billion or more in total assets.<sup>1</sup></i>								
a. Amount of financial standby letters of credit conveyed to others .....								
				3820	0	2.a.		
3. Performance standby letters of credit and foreign office guarantees .....								
				6570	16,184	3.		
<i>Item 3.a is to be completed by holding companies with \$5 billion or more in total assets.<sup>1</sup></i>								
a. Amount of performance standby letters of credit conveyed to others .....								
				3822	0	3.a.		
4. Commercial and similar letters of credit .....								
				3411	495	4.		
5. Not applicable.								
6. Securities:								
a. Securities lent .....								
				3433	0	6.a.		
b. Securities borrowed .....								
				3432	0	6.b.		
<i>Items 7.a. through 7.d.(2)(b) are to be reported by holding companies with \$5 billion or more in total assets.<sup>1</sup></i>								
7. Credit derivatives:								
a. Notional amounts:								
(1) Credit default swaps .....								
				C968	0	C969	0	7.a.(1)
(2) Total return swaps .....								
				C970	0	C971	0	7.a.(2)
(3) Credit options .....								
				C972	0	C973	0	7.a.(3)
(4) Other credit derivatives .....								
				C974	50,038	C975	21,847	7.a.(4)
b. Gross fair values:								
(1) Gross positive fair value .....								
				C219	0	C221	1	7.b.(1)
(2) Gross negative fair value .....								
				C220	2	C222	0	7.b.(2)

1. For the \$5 billion asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of December 31, 2019, or June 30, 2020.

**Schedule HC-L—Continued**

Report only transactions with nonrelated institutions

		Dollar Amounts in Thousands		BHCK	Amount	
7. c. Notional amounts by regulatory capital treatment: <sup>1</sup>						
(1) Positions covered under the Market Risk Rule:						
	(a) Sold protection .....	G401	0		0	7.c.(1)(a)
	(b) Purchased protection .....	G402	0		0	7.c.(1)(b)
(2) All other positions:						
	(a) Sold protection .....	G403	50,038		50,038	7.c.(2)(a)
	(b) Purchased protection that is recognized as a guarantee for regulatory capital purposes.....	G404	0		0	7.c.(2)(b)
	(c) Purchased protection that is not recognized as a guarantee for regulatory capital purposes.....	G405	21,847		21,847	7.c.(2)(c)

		Remaining Maturity of:					
		(Column A) One year or less		(Column B) Over One Year Through Five Years		(Column C) Over Five Years	
Dollar Amounts in Thousands		BHCK	Amount	BHCK	Amount	BHCK	Amount
d. Notional amounts by remaining maturity:							
(1) Sold credit protection: <sup>2</sup>							
	(a) Investment grade .....	G406	0	G407	0	G408	0
	(b) Subinvestment grade .....	G409	0	G410	50,038	G411	0
(2) Purchased credit protection: <sup>3</sup>							
	(a) Investment grade .....	G412	0	G413	0	G414	0
	(b) Subinvestment grade .....	G415	0	G416	7,706	G417	14,141

Item 8 is to be completed by holding companies with foreign offices and by holding companies with domestic offices only and \$100 billion or more in total consolidated assets.<sup>4</sup>

		BHCK	Amount	
8. Spot foreign exchange contracts.....		8765		8.
9. All other off-balance-sheet items (exclude derivatives) (include in item 9 the aggregate amount all other off-balance-sheet items that individually exceed 10 percent of Schedule HC, item 27.a, "Total holding company equity capital") (itemize and describe in items 9.a through 9.f only amounts that exceed 25 percent of Schedule HC, item 27.a).....		3430	1,566,630	9.
	a. Commitments to purchase when-issued securities .....	3434	0	9.a.
	b. Commitments to sell when-issued securities .....	3435	0	9.b.
c.	TEXT Standby letters of credit issued by another party	6561	1,566,630	9.c.
d.	TEXT	6562	0	9.d.
e.	TEXT	6568	0	9.e.
f.	TEXT	6586	0	9.f.

10. Not applicable.

1. Sum of items 7.c.(1)(a) and 7.c.(2)(a), must equal sum of items 7.a.(1) through (4), column A.  
Sum of items 7.c.(1)(b), 7.c.(2)(b), and 7.c.(2)(c) must equal sum of items 7.a.(1) through (4), column B.  
2. Sum of items 7.d.(1)(a) and (b), columns A through C, must equal sum of items 7.a.(1) through (4), column A.  
3. Sum of items 7.d.(2)(a) and (b), columns A through C, must equal sum of items 7.a.(1) through (4), column B.  
4. The \$100 billion asset-size test is based on the total assets reported as of prior year June 30 report date.

Schedule HC-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	
Derivatives Position Indicators	Amount	Amount	Amount	Amount	
<i>Items 11.a. through 14.b.(2) are to be completed by holding companies with \$5 billion or more in total assets.<sup>1</sup></i>					
11. Gross amounts (e.g., notional amounts) (for each column, sum of items 11.a through 11.e must equal sum of items 12 and 13):					
a. Futures contracts.....	BHCK 8693 0	BHCK 8694 0	BHCK 8695 0	BHCK 8696 0	11.a.
b. Forward contracts.....	BHCK 8697 650	BHCK 8698 0	BHCK 8699 0	BHCK 8700 0	11.b.
c. Exchange-traded option contracts:					
(1) Written options.....	BHCK 8701 0	BHCK 8702 0	BHCK 8703 0	BHCK 8704 0	11.c.(1)
(2) Purchased options..	BHCK 8705 0	BHCK 8706 0	BHCK 8707 0	BHCK 8708 0	11.c.(2)
d. Over-the-counter option contracts:					
(1) Written options.....	BHCK 8709 24,680	BHCK 8710 0	BHCK 8711 0	BHCK 8712 0	11.d.(1)
(2) Purchased options..	BHCK 8713 24,680	BHCK 8714 0	BHCK 8715 0	BHCK 8716 0	11.d.(2)
e. Swaps.....	BHCK 3450 1,801,465	BHCK 3826 0	BHCK 8719 0	BHCK 8720 0	11.e.
12. Total gross notional amount of derivative contracts held for trading.....	BHCK A126 0	BHCK A127 0	BHCK 8723 0	BHCK 8724 0	12.
13. Total gross notional amount of derivative contracts held for purposes other than trading.....	BHCK 8725 1,851,475	BHCK 8726 0	BHCK 8727 0	BHCK 8728 0	13.
14. Gross fair values of derivative contracts:					
a. Contracts held for trading:					
(1) Gross positive fair value.....	BHCK 8733 0	BHCK 8734 0	BHCK 8735 0	BHCK 8736 0	14.a.(1)
(2) Gross negative fair value.....	BHCK 8737 0	BHCK 8738 0	BHCK 8739 0	BHCK 8740 0	14.a.(2)
b. Contracts held for purposes other than trading:					
(1) Gross positive fair value.....	BHCK 8741 28,075	BHCK 8742 0	BHCK 8743 0	BHCK 8744 0	14.b.(1)
(2) Gross negative fair value.....	BHCK 8745 28,158	BHCK 8746 0	BHCK 8747 0	BHCK 8748 0	14.b.(2)

1. For the asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of December 31, 2019, or June 30, 2020.

Schedule HC-L—Continued

	(Column A) Banks and Securities Firms		(Column B) Not applicable	(Column C) Hedge Funds		(Column D) Sovereign Governments		(Column E) Corporations and All Other Counterparties		
	BHCK	Amount		BHCK	Amount	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands										
<i>Item 15 is to be completed only by holding companies with total assets of \$10 billion or more.<sup>1</sup></i>										
15. Over-the-counter derivatives:										
a. Net current credit exposure .....	G418	4,410		G420	0	G421	0	G422	23,666	15.a.
b. Fair value of collateral:										
(1) Cash—U.S. dollar .....	G423	26,546		G425	0	G426	0	G427	0	15.b.(1)
(2) Cash—Other currencies .....	G428	0		G430	0	G431	0	G432	0	15.b.(2)
(3) U.S. Treasury securities .....	G433	0		G435	0	G436	0	G437	0	15.b.(3)
(4) U.S. government agency and U.S. government-sponsored agency debt securities .....	G438	0		G440	0	G441	0	G442	0	15.b.(4)
(5) Corporate bonds .....	G443	0		G445	0	G446	0	G447	0	15.b.(5)
(6) Equity securities .....	G448	0		G450	0	G451	0	G452	0	15.b.(6)
(7) All other collateral .....	G453	0		G455	0	G456	0	G457	0	15.b.(7)
(8) Total fair value of collateral (sum of items 15.b.(1) through (7)) .....	G458	26,546		G460	0	G461	0	G462	0	15.b.(8)

1. For the \$10 billion asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of December 31, 2019, or June 30, 2020.

**Schedule HC-M—Memoranda**

		Dollar Amounts in Thousands		BHCK	Amount	
1.	Total number of holding company common shares outstanding .....	Number (Unrounded)				1.
		3459	59,417,266			
2.	Debt maturing in one year or less (included in Schedule HC, items 16 and 19.a) that is issued to unrelated third parties by bank subsidiaries .....	6555	0		0	2.
3.	Debt maturing in more than one year (included in Schedule HC, items 16 and 19.a) that is issued to unrelated third parties by bank subsidiaries .....	6556	160,000		160,000	3.
4.	Other assets acquired in satisfaction of debts previously contracted .....	6557	0		0	4.
5.	Securities purchased under agreements to resell offset against securities sold under agreements to repurchase on Schedule HC .....	A288	0		0	5.
<i>Items 6.a.(1)(a)(1) through 6.d. are to be completed by holding companies with \$5 billion or more in total assets.<sup>1</sup></i>						
6.	Assets covered by loss-sharing agreements with the FDIC:					
a.	Loans and leases (included in Schedule HC, items 4.a and 4.b):					
(1)	Loans secured by real estate in domestic offices:					
(a)	Construction, land development, and other land loans:	BHDM				
(1)	1–4 family residential construction loans .....	K169	0		0	6.a.(1)(a)(1)
(2)	Other construction loans and all land development and other land loans .....	K170	0		0	6.a.(1)(a)(2)
(b)	Secured by farmland .....	K171	0		0	6.a.(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 .....	K172	0		0	6.a.(1)(c)(1)
(2)	Closed-end loans secured by 1–4 family residential properties:					
(a)	Secured by first liens .....	K173	0		0	6.a.(1)(c)(2)(a)
(b)	Secured by junior liens .....	K174	0		0	6.a.(1)(c)(2)(b)
(d)	Secured by multifamily (5 or more) residential properties .....	K175	0		0	6.a.(1)(d)
(e)	Secured by nonfarm nonresidential properties:					
(1)	Loans secured by owner-occupied nonfarm nonresidential properties .....	K176	0		0	6.a.(1)(e)(1)
(2)	Loans secured by other nonfarm nonresidential properties .....	K177	0		0	6.a.(1)(e)(2)
(2)-(4)	Not applicable.	BHCK				
(5)	All other loans and leases .....	K183	0		0	6.a.(5)
b.	Other real estate owned (included in Schedule HC, item 7):	BHDM				
(1)	Construction, land development, and other land in domestic offices .....	K187	0		0	6.b.(1)
(2)	Farmland in domestic offices .....	K188	0		0	6.b.(2)
(3)	1–4 family residential properties in domestic offices .....	K189	0		0	6.b.(3)
(4)	Multifamily (5 or more) residential properties in domestic offices .....	K190	0		0	6.b.(4)
(5)	Nonfarm nonresidential properties in domestic offices .....	K191	0		0	6.b.(5)

1. For the asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of December 31, 2019, or June 30, 2020.

Schedule HC-M—Continued

	Dollar Amounts in Thousands	BHFN	Amount	
6. b. (6) In foreign offices .....		K260	0	6.b.(6)
(7) Portion of covered other real estate owned included in items 6.b.(1) through (6) above that is protected by FDIC loss-sharing agreements .....		BHCK		
c. Debt securities (included in Schedule HC, items 2.a and 2.b) .....		K192	0	6.b.(7)
d. Other assets (exclude FDIC loss-sharing indemnification assets) .....		J461	0	6.c.
		J462	0	6.d.

Items 7.a and 7.b are to be completed annually in the December report only.

7. Captive insurance and reinsurance subsidiaries:				
a. Total assets of captive insurance subsidiaries <sup>1</sup> .....	K193			7.a.
b. Total assets of captive reinsurance subsidiaries <sup>1</sup> .....	K194			7.b.

8. Has the holding company entered into a business combination during the calendar year that was accounted for by the purchase method of accounting? (Enter "1" for Yes; enter "0" for No.) .....	0=No	BHCK		
	1=Yes	C251	0	8.

9. Has the holding company restated its financial statements during the last quarter as a result of new or revised Statements of Financial Accounting Standards? (Enter "1" for Yes; enter "0" for No.) .....	0=No	BHCK		
	1=Yes	6689	0	9.

10. Not applicable.

11. Have all changes in investments and activities been reported to the Federal Reserve on the Report of Changes in Organizational Structure (FR Y-10)? Holding companies must not leave blank or enter "N/A." The holding company must enter "1" for yes or for no changes to report; or enter "0" for no. If the answer to this question is no, complete the FR Y-10 .....	0=No	BHCK		
	1=Yes	6416	1	11.

TEXT

6428

Michael Fitzpatrick, CFO

732-240-4500

Name of Holding Company Official Verifying FR Y-10 Reporting (Please Type or Print)

Area Code / Phone Number (TEXT 9009)

	BHCK	Amount	
12. Intangible assets:			
a. Mortgage servicing assets .....	3164	231	12.a.
(1) Estimated fair value of mortgage servicing assets .....	6438	617	12.a.(1)
b. Goodwill .....	3163	500,319	12.b.
c. All other intangible assets .....	JF76	19,558	12.c.
	BHCT		
d. Total (sum of items 12.a, 12.b, and 12.c) (must equal Schedule HC, item 10) .....	2143	520,108	12.d.

13. Other real estate owned .....	2150	106	13.
-----------------------------------	------	-----	-----

14. Other borrowed money:	BHCK		
a. Commercial paper .....	2309	0	14.a.
b. Other borrowed money with a remaining maturity of one year or less .....	2332	0	14.b.
c. Other borrowed money with a remaining maturity of more than one year .....	2333	0	14.c.
	BHCT		
d. Total (sum of items 14.a, 14.b, and 14.c) (must equal Schedule HC, item 16) .....	3190	0	14.d.

15. Does the holding company sell private label or third-party mutual funds and annuities? (Enter "1" for Yes; enter "0" for No.) .....	0=No	BHCK		
	1=Yes	B569	0	15.

	BHCK	Amount	
16. Assets under management in proprietary mutual funds and annuities .....	B570	0	16.

1. Report total assets before eliminating intercompany transactions between the consolidated insurance or reinsurance subsidiary and other offices or consolidated subsidiaries of the reporting holding company.

**Schedule HC-M—Continued**

The following two questions (items 17 and 18) will be used to determine if the reporting holding company must complete the Consolidated Holding Company Report of Equity Investments in Nonfinancial Companies (FR Y-12). See the line item instructions for further details.

17. Does the holding company hold, either directly or indirectly through a subsidiary or affiliate, any non-financial equity investments (see instructions for definition) within a Small Business Investment Company (SBIC) structure, or under section 4(c)(6) or 4 (c)(7) of the Bank Holding Company Act, or pursuant to the merchant banking authority of section 4(k)4(H) of the Bank Holding Company Act, or pursuant to the investment authority granted by Regulation K? (Enter "1" for Yes; enter "0" for No.) ...

0=No	BHCK	
1=Yes	C161	1

17.

If the answer to item 17 is no, your organization does not need to complete the FR Y-12. Skip item 18 and proceed to items 19.a and 19.b below. If the answer to item 17 is yes, proceed to item 18.

18. Do your aggregate nonfinancial equity investments (see instructions for definition) equal or exceed the lesser of \$100 million (on an acquisition cost basis) or 10 percent of the holding company's consolidated Tier 1 capital as of the report date? (Enter "1" for Yes; enter "0" for No.).....

0=No	BHCK	
1=Yes	C159	0

18.

If the answer to both item 17 and item 18 is yes, your organization must complete the FR Y-12. Skip items 19.a and 19.b and proceed to item 20 below.

If the answer to either item 17 or item 18 is no, your organization does not need to complete the FR Y-12. Proceed to items 19.a. and 19.b. below.

Items 19.a. and 19.b. are to be completed by all holding companies that are not required to file the FR Y-12.

19. a. Has the holding company sold or otherwise liquidated its holding of any nonfinancial equity investment since the previous reporting period? (Enter "1" for Yes; enter "0" for No.).....

0=No	BHCK	
1=Yes	C700	0

19.a.

b. Does the holding company manage any nonfinancial equity investments for the benefit of others? (Enter "1" for Yes; enter "0" for No.) .....

0=No		
1=Yes	C701	0

19.b.

	BHCK	Amount	
Dollar Amounts in Thousands			
<i>Memoranda items 20 and 21 are to be completed only by holding companies who have made an effective election to become a financial holding company. See the line item instructions for further details.</i>			
20. Balances of broker-dealer subsidiaries engaged in underwriting or dealing securities pursuant to Section 4(k)(4)(E) of the Bank Holding Company Act as amended by the Gramm-Leach-Bliley Act:			
a. Net assets .....	C252	0	20.a.
b. Balances due from related institutions:			
(1) Due from the holding company (parent company only), gross.....	4832	0	20.b.(1)
(2) Due from subsidiary banks of the holding company, gross .....	4833	0	20.b.(2)
(3) Due from nonbank subsidiaries of the holding company, gross .....	4834	0	20.b.(3)
c. Balances due to related institutions:			
(1) Due to holding company (parent company only), gross .....	5041	0	20.c.(1)
(2) Due to subsidiary banks of the holding company, gross.....	5043	0	20.c.(2)
(3) Due to nonbank subsidiaries of the holding company, gross .....	5045	0	20.c.(3)
d. Intercompany liabilities reported in items 20.c.(1), 20.c.(2), and 20.c.(3) above that qualify as liabilities subordinated to claims of general creditors .....	5047	0	20.d.
21. Net assets of subsidiaries engaged in insurance or reinsurance underwriting pursuant to Section 4(k)(4)(B) of the Bank Holding Company Act as amended by the Gramm-Leach-Bliley Act (12 U.S.C. § 1843(k)(4)(B)) <sup>1</sup> .....	C253	0	21.

1. A savings and loan holding company that wishes to engage in financial holding company activities must have an effective election to be treated as a financial holding company or conducts activities under section 10(c)(2)(H)(i) of the HOLA (12 U.S.C. 1467a(c)(2)(H)(i)).



### Schedule HC-M—Continued

Memoranda item 22 is to be completed by holding companies with total assets of \$30 billion or more.

22. Address (URL) for the reporting holding company's web page that displays risk disclosures, including those about credit and market risk. (Example: www.examplebhc.com/riskdisclosures)

TEXT  
C497

http:// \_\_\_\_\_

22.

		Dollar Amounts in Thousands	BHCK	Amount	
<i>Memoranda items 23 through 25 are to be completed by all holding companies.</i>					
23. Secured liabilities:					
a. Amount of "Federal funds purchased in domestic offices" that are secured (included in Schedule HC, item 14.a) .....					
			F064	0	23.a.
b. Amount of "Other borrowings" that are secured (included in Schedule HC-M, item 14.d) .....					
			F065	0	23.b.
24. Issuances associated with the U.S. Department of Treasury Capital Purchase Program:					
a. Senior perpetual preferred stock or similar items .....					
			G234	0	24.a.
b. Warrants to purchase common stock or similar items.....					
			G235	0	24.b.
<b>25. U.S. Small Business Administration Paycheck Protection Program (PPP) loans<sup>1</sup> and the Federal Reserve PPP Liquidity Facility (PPPLF):</b>					
<b>a. Number of PPP loans outstanding .....</b>					
			LG26	436	25.a.
<b>b. Outstanding balance of PPP loans .....</b>					
			LG27	52,520	25.b.
<b>c. Outstanding balance of PPP loans pledged to the PPPLF.....</b>					
			LG28	0	25.c.
<b>d. Quarterly average amount of PPP loans pledged to the PPPLF and excluded from "Total assets for the leverage ratio" reported in Schedule HC-R, Part I, item 30 .....</b>					
			LL57	0	25.d.

1. Paycheck Protection Program (PPP) covered loans as defined in section 7(a)(36) of the Small Business Act (15 U.S.C. 636(a)(36)). The PPP was established by Section 1102 of the 2020 Coronavirus Aid, Relief, and Economic Security Act.

### Schedule HC-N—Past Due and Nonaccrual Loans, Leases, and Other Assets

Amounts reported by loan and lease category in Schedule HC-N, items 1 through 8, above include guaranteed and unguaranteed portions of past due and nonaccrual loans and leases. Report in items 11 and 12 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		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
1. Loans secured by real estate:							
a. Construction, land development, and other land loans in domestic offices:							
(1) 1–4 family residential construction loans.....	F172	804	F174	0	F176	493	1.a.(1)
(2) Other construction loans and all land development and other land loans...	F173	836	F175	0	F177	213	1.a.(2)
b. Secured by farmland in domestic offices..	3493	0	3494	0	3495	0	1.b.
c. Secured by 1–4 family residential properties in domestic offices:							
(1) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit..	5398	1,191	5399	0	5400	2,064	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties:							
(a) Secured by first liens .....	C236	1,517	C237	0	C229	5,449	1.c.(2)(a)
(b) Secured by junior liens .....	C238	0	C239	0	C230	3,984	1.c.(2)(b)
d. Secured by multifamily (5 or more) residential properties in domestic offices..	3499	0	3500	0	3501	4,539	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:							
(1) Loans secured by owner-occupied nonfarm non-residential properties..	F178	390	F180	0	F182	9,352	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties.....	F179	83	F181	0	F183	3,808	1.e.(2)
f. In foreign offices.....	B572	0	B573	0	B574	0	1.f.
2. Loans to depository institutions and acceptances of other banks:							
a. U.S. banks and other U.S. depository institutions .....	5377	0	5378	0	5379	0	2.a.
b. Foreign banks .....	5380	0	5381	0	5382	0	2.b.
3. Loans to finance agricultural production and other loans to farmers.....	1594	0	1597	0	1583	0	3.
4. Commercial and industrial loans .....	1606	1,798	1607	0	1608	418	4.
5. Loans to individuals for household, family, and other personal expenditures:							
a. Credit cards .....	B575	0	B576	0	B577	0	5.a.
b. Automobile loans.....	K213	0	K214	0	K215	0	5.b.
c. Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards) .....	K216	7	K217	0	K218	27	5.c.
6. Loans to foreign governments and official institutions .....	5389	0	5390	0	5391	0	6.
7. All other loans.....	5459	0	5460	0	5461	0	7.

Schedule HC-N—Continued

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		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
<i>Holding companies with less than \$5 billion in total assets are to report data item 8.c columns A, B and C and should leave data items 8.a and 8.b columns A, B and C blank.<sup>1</sup></i>							
8. Lease financing receivables:							
a. Leases to individuals for household, family, and other personal expenditures ...	F166	0	F167	0	F168	0	8.a.
b. All other leases .....	F169	0	F170	0	F171	0	8.b.
c. Lease finance receivables .....	KX63		KX64		KX65		8.c.
9. Total loans and leases (sum of items 1 through 8.b) <sup>2</sup> .....	1406	6,626	1407	0	1403	30,347	9.
10. Debt securities and other assets (exclude other real estate owned and other repossessed assets) .....	3505	0	3506	0	3507	0	10.
11. Loans and leases reported in items 1 through 8 above which are wholly or partially guaranteed by the U.S. Government (excluding loans and leases covered by loss-sharing agreements with the FDIC) ...	K036	0	K037	0	K038	0	11.
a. Guaranteed portion of loans and leases (exclude rebooked "GNMA loans") included in item 11 above .....	K039	0	K040	0	K041	0	11.a.
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 11 above ..	K042	0	K043	0	K044	0	11.b.
12. Loans and leases in items 1 through 8 above which are covered by loss-sharing agreements with the FDIC (items 12(a)(1) (a) through 12(f) are to be reported by holding companies with \$5 billion or more in total assets): <sup>1</sup>							
a. Loans secured by real estate in domestic offices:							
(1) Construction, land development, and other land loans:							
(a) 1–4 family residential construction loans .....	BHDM K045	0	BHDM K046	0	BHDM K047	0	12.a.(1)(a)
(b) Other construction loans and all land development and other land loans .....	K048	0	K049	0	K050	0	12.a.(1)(b)
(2) Secured by farmland .....	K051	0	K052	0	K053	0	12.a.(2)

1. For the asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of December 31, 2019, or June 30, 2020.

2. For holding companies with less than \$5 billion in total assets, Total loans and leases (sum of items 1 through 7 plus 8c.)

**Schedule HC-N—Continued**

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		
	BHDM	Amount	BHDM	Amount	BHDM	Amount	
12. Loans and leases in items 1 through 8 above which are covered by loss-sharing agreements with the FDIC (items 12(a)(1)(a) through 12(f) are to be reported by holding companies with \$5 billion or more in total assets) (continued):							
(3) Secured by 1–4 family residential properties:							
(a) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit .....	K054	0	K055	0	K056	0	12.a.(3)(a)
(b) Closed-end loans secured by 1–4 family residential properties:							
(1) Secured by first liens .....	K057	0	K058	0	K059	0	12.a.(3)(b)(1)
(2) Secured by junior liens .....	K060	0	K061	0	K062	0	12.a.(3)(b)(2)
(4) Secured by multifamily (5 or more) residential properties .....	K063	0	K064	0	K065	0	12.a.(4)
(5) Secured by nonfarm nonresidential properties:							
(a) Loans secured by owner-occupied nonfarm nonresidential properties .....	K066	0	K067	0	K068	0	12.a.(5)(a)
(b) Loans secured by other non-farm nonresidential properties .....	K069	0	K070	0	K071	0	12.a.(5)(b)
b.–d. Not applicable.	BHCK		BHCK		BHCK		
e. All other loans and leases .....	K087	0	K088	0	K089	0	12.e.
f. Portion of covered loans and leases included in items 12.a through 12.e above that is protected by FDIC loss-sharing agreements .....	K102	0	K103	0	K104	0	12.f.

**Memoranda**

Dollar Amounts in Thousands	BHDM	Amount	BHDM	Amount	BHDM	Amount	
<i>Memoranda items 1.a.(1) through 1.d.(2) and 1.e.(3) through 1.f.(3)(c) are to be completed semi-annually in June and December by holding companies with less than \$5 billion in total assets.<sup>1</sup></i>							
1. Loans restructured in troubled debt restructurings included in Schedule HC-N, items 1 through 7, above (and not reported in Schedule HC-C, Memorandum item 1):							
a. Construction, land development, and other land loans in domestic offices:							
(1) 1–4 family residential construction loans .....	K105	0	K106	0	K107	0	M.1.a.(1)
(2) Other construction loans and all land development and other land loans ...	K108	0	K109	0	K110	0	M.1.a.(2)

1. For the asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of December 31, 2019, or June 30, 2020.

### Schedule HC-N—Continued

#### Memoranda—Continued

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		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
1. b. Loans secured by 1–4 family residential properties in domestic offices .....	BHCK		BHCK		BHCK		
	F661	426	F662	0	F663	1,330	M.1.b.
c. Secured by multifamily (5 or more) residential properties in domestic offices ....	BHDM		BHDM		BHDM		
	K111	0	K112	0	K113	4,539	M.1.c.
d. Secured by nonfarm nonresidential properties in domestic offices:							
(1) Loans secured by owner-occupied nonfarm nonresidential properties ...	K114	0	K115	0	K116	1,754	M.1.d.(1)
(2) Loans secured by other nonfarm nonresidential properties .....	K117	0	K118	0	K119	2,139	M.1.d.(2)
<i>Holding companies with less than \$5 billion in total assets are to report data item 1.e.(3) columns A, B and C and should leave Memoranda items 1.e.(1) and 1.e.(2) columns A, B and C blank.<sup>1</sup></i>							
1. e. Commercial and industrial loans:	BHCK		BHCK		BHCK		
(1) To U.S. addressees (domicile).....	K120	0	K121	0	K122	207	M.1.e.(1)
(2) To non-U.S. addressees (domicile)...	K123	0	K124	0	K125	0	M.1.e.(2)
(3) To U.S. addressees (domicile) and non-U.S. addresses (domicile) .....	KX66		KX67		KX68		M.1.e.(3)
f. All other loans (include loans to individuals for household, family, and other personal expenditures) .....	K126	0	K127	0	K128	0	M.1.f.
<i>Itemize and describe loan categories included in item 1.f, above that exceed 10 percent of total loans restructured in troubled debt restructurings that are past due 30 days or more or in non-accrual status (sum of Memorandum items 1.a through 1.f, columns A through C):</i>							
(1) Loans secured by farmland in domestic offices.....	BHDM		BHDM		BHDM		
	K130	0	K131	0	K132	0	M.1.f.(1)
(2) Loans to finance agricultural production and other loans to farmers ..	BHCK		BHCK		BHCK		
	K138	0	K139	0	K140	0	M.1.f.(2)
(3) Loans to individuals for household, family, and other personal expenditures:							
(a) Credit cards .....	K274	0	K275	0	K276	0	M.1.f.(3)(a)
(b) Automobile loan .....	K277	0	K278	0	K279	0	M.1.f.(3)(b)
(c) Other consumer loans (includes single payment, installment, all student loans, and revolving credit plans other than credit cards .....	K280	0	K281	0	K282	0	M.1.f.(3)(c)

1. For the asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of *December 31, 2019, or June 30, 2020.*

### Schedule HC-N—Continued

#### Memoranda—Continued

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		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
1. g. Total loans restructured in troubled debt restructuring included in Schedule HC-N items 1 through 7, above (sum of Memorandum items 1.a.(1) through item 1.f) <sup>1</sup> ..	HK26	426	HK27	0	HK28	9,969	M.1.g.
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HC-N, items 4 and 7 above .....	6558	0	6559	0	6560	0	M.2.
3. Loans and leases included in Schedule HC-N, items 1, 2, 4, 5, 6, 7, and 8 extended to non-U.S. addressees.....	3508	0	1912	0	1913	0	M.3.
4. Not applicable.							
5. Loans and leases held-for-sale (included in Schedule HC-N, items 1 through 8 above)..	C240	0	C241	0	C226	0	M.5.

Dollar Amounts in Thousands	(Column A) Past due 30 through 89 days		(Column B) Past due 90 days or more		
	BHCK	Amount	BHCK	Amount	
<i>Item 6 is to be reported only by holding companies with total consolidated assets<sup>2</sup> of \$5 billion or more, or with \$2 billion or more in par/notional amounts of off-balance-sheet derivative contracts (as reported in Schedule HC-L, items 11.a through 11.e).</i>					
6. Derivative contracts: Fair value of amounts carried as assets ....	3529	0	3530	0	M.6.

Dollar Amounts in Thousands	BHCK	Amount	
<i>Memorandum items 7, 8, 9.a, and 9.b are to be completed semiannually in the June and December reports only.</i>			
7. Additions to nonaccrual assets during the previous six months .....	C410		M.7.
8. Nonaccrual assets sold during the previous six months .....	C411		M.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		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
9. Purchased credit-impaired loans accounted for in accordance with FASB ASC 310-30 (former AICPA Statement of Position 03-3): <sup>3</sup>							
a. Outstanding balance .....	L183		L184		L185		M.9.a.
b. Amount included in Schedule HC-N, items 1 through 7, above .....	L186		L187		L188		M.9.b.

1. Exclude amounts reported in Memorandum items 1.f.(1) through 1.f.(3) when calculating the total in Memorandum item 1.g.  
 2. For the asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of December 31, 2019, or June 30, 2020.  
 3. Memorandum items 9.a and 9.b should be completed only by holding companies that have not yet adopted ASU 2016-13.

## Schedule HC-P—1–4 Family Residential Mortgage Banking Activities in Domestic Offices

Schedule HC-P is to be completed by holding companies with \$5 billion or more in total assets<sup>1,2</sup> at which either 1–4 family residential mortgage loan originations and purchases for resale<sup>1</sup> from all sources, loan sales, or quarter-end loans held for sale or trading in domestic offices that exceed \$10 million for two consecutive quarters.

Dollar Amounts in Thousands		BHCK	Amount	
1. Retail originations during the quarter of 1–4 family residential mortgage loans for sale: <sup>1</sup> .....		HT81	650	1.
2. Wholesale originations and purchases during the quarter of 1–4 family residential mortgage loans for sale: <sup>1</sup> .....		HT82	0	2.
3. 1–4 family residential mortgages sold during the quarter .....		FT04	1,756	3.
4. 1–4 family residential mortgages held for sale or trading at quarter-end (included in Schedule HC, items 4.a and 5) .....		FT05	12,657	4.
5. Noninterest income for the quarter from the sale, securitization, and servicing of 1–4 family residential mortgage loans (included in Schedule HI, items 5.c, 5.f, 5.g, and 5.i) .....		HT85	12	5.
6. Repurchases and indemnifications of 1–4 family residential mortgage loans during the quarter .....		HT86	0	6.
7. Representation and warranty reserves for 1–4 family residential mortgage loans sold:				
a. For representations and warranties made to U.S. government agencies and government-sponsored agencies <sup>3</sup> .....		L191		7.a.
b. For representations and warranties made to other parties <sup>3</sup> .....		L192		7.b.
c. Total representation and warranty reserves (sum of items 7.a and 7.b) .....		M288	1,217	7.c.

1. Exclude originations and purchases of 1–4 family residential mortgage loans that are held for investment.

2. For the asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of *December 31, 2019*, or *June 30, 2020*.

3. Amounts reported in items 7.a and 7.b will not be made available to the public on an individual institution basis.

PUBLIC

**Schedule HC-Q—Assets and Liabilities Measured at Fair Value on a Recurring Basis**Schedule HC-Q is to be completed by all holding companies with \$5 billion or more in total assets<sup>2</sup> that :

- (1) Have elected to report financial instruments or servicing assets and liabilities at fair value under a fair value option with changes in fair value recognized in earnings, or  
 (2) Are required to complete Schedule HC-D, Trading Assets and Liabilities.

Dollar Amounts in Thousands	(Column A) Total Fair Value Reported on Schedule HC		(Column B) LESS: Amounts Netted in the Determination of Total Fair Value		(Column C) Level 1 Fair Value Measurements		(Column D) Level 2 Fair Value Measurements		(Column E) Level 3 Fair Value Measurements		
	BHCY	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
<b>Assets</b>											
1. Available-for-sale debt and equity securities with readily determinable fair values not held for trading <sup>1</sup> .....	JA36		G474		G475		G476		G477		1.
2. Federal funds sold and securities purchased under agreements to resell .....	G478		G479		G480		G481		G482		2.
3. Loans and leases held for sale .....	G483		G484		G485		G486		G487		3.
4. Loans and leases held for investment .....	G488		G489		G490		G491		G492		4.
5. Trading assets:	BHCT										
a. Derivative assets .....	3543		G493		G494		G495		G496		5.a.
b. Other trading assets .....	G497		G498		G499		G500		G501		5.b.
(1) Nontrading securities at fair value with changes in fair value reported in current earnings (included in Schedule HC-Q, item 5.b, above)	F240		F684		F692		F241		F242		5.b.(1)
6. All other assets .....	G391		G392		G395		G396		G804		6.
7. Total assets measured at fair value on a recurring basis .....	G502		G503		G504		G505		G506		7.
<b>Liabilities</b>											
8. Deposits .....	F252		F686		F694		F253		F254		8.
9. Federal funds purchased and securities sold under agreements to repurchase .....	G507		G508		G509		G510		G511		9.
10. Trading liabilities:	BHCT										
a. Derivative liabilities .....	3547		G512		G513		G514		G515		10.a.
b. Other trading liabilities .....	G516		G517		G518		G519		G520		10.b.

1. The amount reported in item 1, column A, must equal the sum of Schedule HC, item 2.b and 2.c.

2. For the asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of December 31, 2019, or June 30, 2020.



Schedule HC-Q—Continued

Dollar Amounts in Thousands	(Column A) Total Fair Value Reported on Schedule HC		(Column B) LESS: Amounts Netted in the Determination of Total Fair Value		(Column C) Level 1 Fair Value Measurements		(Column D) Level 2 Fair Value Measurements		(Column E) Level 3 Fair Value Measurements		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
<b>Liabilities (continued)</b>											
11. Other borrowed money .....	G521		G522		G523		G524		G525		11.
12. Subordinated notes and debentures .....	G526		G527		G528		G529		G530		12.
13. All other liabilities.....	G805		G806		G807		G808		G809		13.
14. Total liabilities measured at fair value on a recurring basis.....	G531		G532		G533		G534		G535		14.

Memoranda

Dollar Amounts in Thousands	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	BHCK	Amount	
1. All other assets (itemize and describe amounts included in Schedule HC-Q, item 6 that are greater than \$100,000 and exceed 25 percent of item 6):											
a. Mortgage servicing assets.....	G536		G537		G538		G539		G540		M.1.a.
b. Nontrading derivative assets.....	G541		G542		G543		G544		G545		M.1.b.
c. <small>BHTX G546</small>	G546		G547		G548		G549		G550		M.1.c.
d. <small>BHTX G551</small>	G551		G552		G553		G554		G555		M.1.d.
e. <small>BHTX G556</small>	G556		G557		G558		G559		G560		M.1.e.
f. <small>BHTX G561</small>	G561		G562		G563		G564		G565		M.1.f.
2. All other liabilities (itemize and describe amounts included in Schedule HC-Q, item 13 that are greater than \$100,000 and exceed 25 percent of item 13):											
a. Loan commitments (not accounted for as derivatives).....	F261		F689		F697		F262		F263		M.2.a.
b. Nontrading derivative liabilities .....	G566		G567		G568		G569		G570		M.2.b.
c. <small>BHTX G571</small>	G571		G572		G573		G574		G575		M.2.c.
d. <small>BHTX G576</small>	G576		G577		G578		G579		G580		M.2.d.
e. <small>BHTX G581</small>	G581		G582		G583		G584		G585		M.2.e.
f. <small>BHTX G586</small>	G586		G587		G588		G589		G590		M.2.f.

**Schedule HC-Q—Continued**

**Memoranda**

Dollar Amounts in Thousands	BHCK	Amount	
<i>Memorandum items 3 and 4 are to be completed by holding companies that have elected to measure loans included in Schedule HC-C, items 1 through 9, at fair value under a fair value option.</i>			
3. Loans measured at fair value:			
a. Loans secured by real estate:			
(1) Secured by 1–4 family residential properties .....	HT87		M.3.a.(1)
(2) All other loans secured by real estate .....	HT88		M.3.a.(2)
b. Commercial and industrial loans .....	F585		M.3.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....	HT89		M.3.c.
d. Other loans.....	F589		M.3.d.
4. Unpaid principal balances of loans measured at fair value (reported in memorandum item 3):			
a. Loans secured by real estate:			
(1) Secured by 1–4 family residential properties .....	HT91		M.4.a.(1)
(2) All other loans secured by real estate .....	HT92		M.4.a.(2)
b. Commercial and industrial loans .....	F597		M.4.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper) .....	HT93		M.4.c.
d. Other loans.....	F601		M.4.d.

For Federal Reserve Bank Use Only
C.I. _____

## Schedule HC-R—Regulatory Capital

### Part I. Regulatory Capital Components and Ratios

	Dollar Amounts in Thousands	BHCA	Amount	
<b>Common Equity Tier 1 Capital</b>				
1. Common stock plus related surplus, net of treasury stock and unearned employee stock ownership plan (ESOP) shares .....		P742	1,027,735	1.
2. Retained earnings <sup>1</sup> .....		KW00	430,721	2.
a. To be completed only by institutions that have adopted ASU 2016-13: Does your institution have a CECL transition election in effect as of the quarter-end report date? (enter "0" for No; enter "1" for Yes with a 3-year CECL transition election; enter "2" for Yes with a 5-year 2020 CECL transition election.) .....				
		BHCA		
		JJ29	0	2.a.
3. Accumulated other comprehensive income (AOCI) .....				
		BHCA	Amount	
		B530	-,734	3.
a. AOCI opt-out election (enter "1" for Yes; enter "0" for No.) (Advanced approaches institutions must enter "0" for No.) .....				
		0=No	BHCA	
		1=Yes	P838	1
				3.a.
4. Common equity tier 1 minority interest includable in common equity tier 1 capital .....				
		BHCA	Amount	
		P839	0	4.
5. Common equity tier 1 capital before adjustments and deductions (sum of items 1 through 4) .....		P840	1,457,722	5.
<b>Common Equity Tier 1 Capital: Adjustments and Deductions</b>				
6. LESS: Goodwill net of associated deferred tax liabilities (DTLs) .....		P841	500,319	6.
7. LESS: Intangible assets (other than goodwill and mortgage servicing assets (MSAs)), net of associated DTLs .....		P842	14,832	7.
8. LESS: Deferred tax assets (DTAs) that arise from net operating loss and tax credit carryforwards, net of any related valuation allowances and net of DTLs .....		P843	32,626	8.
9. AOCI-related adjustments (if entered "1" for Yes in item 3.a, complete only items 9.a through 9.e; if entered "0" for No in item 3.a, complete only item 9.f):				
a. LESS: Net unrealized gains (losses) on available-for-sale <b>debt</b> securities (if a gain, report as a positive value; if a loss, report as a negative value) .....				
		P844	944	9.a.
b. <b>Not applicable.</b>				
c. LESS: Accumulated net gains (losses) on cash flow hedges (if a gain, report as a positive value; if a loss, report as a negative value) .....				
		P846	0	9.c.
d. LESS: Amounts recorded in AOCI attributed to defined benefit postretirement plans resulting from the initial and subsequent application of the relevant GAAP standards that pertain to such plans (if a gain, report as a positive value; if a loss, report as a negative value) .....				
		P847	0	9.d.
e. LESS: Net unrealized gains (losses) on held-to-maturity securities that are included in AOCI (if a gain, report as a positive value; if a loss, report as a negative value) .....				
		P848	-1,678	9.e.
f. To be completed only by holding companies that entered "0" for No in item 3.a: LESS: Accumulated net gain (loss) on cash flow hedges included in AOCI, net of applicable income taxes, that relate to the hedging of items that are not recognized at fair value on the balance sheet (if a gain, report as a positive value; if a loss, report as a negative value) .....				
		P849		9.f.

1. Holding companies that have adopted ASU 2016-13 and have elected to apply the 3-year or the 5-year 2020 CECL transition provision should include the applicable portion of the CECL transitional amount or the modified CECL transitional amount, respectively, in this item.

Schedule HC-R—Continued

Part I—Continued

		Dollar Amounts in Thousands		BHCA	Amount	
10.	Other deductions from (additions to) common equity tier 1 capital before threshold-based deductions:					
a.	LESS: Unrealized net gain (loss) related to changes in the fair value of liabilities that are due to changes in own credit risk (if a gain, report as a positive value; if a loss, report as a negative value).....			Q258	0	10.a.
b.	LESS: All other deductions from (additions to) common equity tier 1 capital before threshold-based deductions .....			P850	0	10.b.

		Dollar Amounts in Thousands				
		(Column A) Non-advanced Approaches Holding Companies <sup>1</sup>		(Column B) Advanced Approaches Holding Companies <sup>1</sup>		
		BHCA	Amount	BHCW	Amount	
11.	LESS: Non-significant investments in the capital of unconsolidated financial institutions in the form of common stock that exceed the 10 percent threshold for non-significant investments .....			P851		11.
12.	Subtotal (for column A, item 5 minus items 6 through 10.b; for column B, item 5 minus items 6 through 11) .....	P852	910,679	P852		12.
13.	<b>a. LESS: Investments in the capital of unconsolidated financial institutions, net of associated DTLs, that exceed 25 percent of item 12 .....</b>	LB58	0			13.a.
	<b>b. LESS: Significant investments in the capital of unconsolidated financial institutions in the form of common stock, net of associated DTLs, that exceed the 10 percent common equity tier 1 capital deduction threshold..</b>			P853		13.b.
14.	<b>a. LESS: MSAs, net of associated DTLs, that exceed 25 percent of item 12 .....</b>	LB59	0			14.a.
	<b>b. LESS: MSAs, net of associated DTLs, that exceed the 10 percent common equity tier 1 capital deduction threshold .....</b>			P854		14.b.
15.	<b>a. LESS: DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs, that exceed 25 percent of item 12 .....</b>	LB60	0			15.a.
	<b>b. LESS: DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs, that exceed the 10 percent common equity tier 1 capital deduction threshold .....</b>			P855		15.b.
16.	LESS: Amount of significant investments in the capital of unconsolidated financial institutions in the form of common stock, net of associated DTLs; MSAs, net of associated DTLs; and DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs; that exceeds the 15 percent common equity tier 1 capital deduction threshold .....			P856		16.
17.	LESS: Deductions applied to common equity tier 1 capital due to insufficient amounts of additional tier 1 capital and tier 2 capital <sup>2</sup> to cover deductions.....	P857	0	P857		17.
18.	Total adjustments and deductions for common equity tier 1 capital <sup>3</sup> .....	P858	0	P858		18.
19.	Common equity tier 1 capital (item 12 minus item 18) .....	P859	910,679	P859		19.

1. All non-advanced approaches holding companies should complete column A for items 11-19; all advanced approaches holding companies should complete column B for items 11-19.
2. A holding company that has a CBLR framework election in effect as of the quarter-end report date is neither required to calculate tier 2 capital nor make any deductions that would have been taken from tier 2 capital as of the report date.
3. All non-advanced approaches holding companies should report in item 18, column A, the sum of items 13.a, 14.a, 15.a, and 17, column A; all advanced approaches holding companies should report in item 18, column B, the sum of items 13.b, 14.b, 15.b, 16, and 17, column B.

Schedule HC-R—Continued

Part I—Continued

	Dollar Amounts in Thousands		
<b>Additional Tier 1 Capital</b>			
20. Additional tier 1 capital instruments plus related surplus .....	P860	127,261	20.
21. Non-qualifying capital instruments subject to phase out from additional tier 1 capital .....	P861	0	21.
22. Tier 1 minority interest not included in common equity tier 1 capital .....	P862	0	22.
23. Additional tier 1 capital before deductions (sum of items 20, 21, and 22) .....	P863	127,261	23.
24. LESS: Additional tier 1 capital deductions .....	P864	0	24.
25. Additional tier 1 capital (greater of item 23 minus item 24, or zero) .....	P865	127,261	25.
<b>Tier 1 Capital</b>			
26. Tier 1 capital <sup>1</sup> .....	8274	1,037,940	26.
<b>Total Assets for the Leverage Ratio</b>			
27. Average total consolidated assets <sup>2</sup> .....	KW03	11,661,047	27.
28. LESS: Deductions from common equity tier 1 capital and additional tier 1 capital <sup>3</sup> .....	P875	547,777	28.
29. LESS: Other deductions from (additions to) assets for leverage ratio purposes .....	B596	0	29.
30. Total assets for the leverage ratio (item 27 minus items 28 and 29) .....	A224	11,113,270	30.
<b>Leverage Ratio*</b>	BHCA	Percentage	
31. Leverage ratio (item 26 divided by item 30) .....	7204	9.3396	31.
<b>a. Does your holding company have a community bank leverage ratio (CBLR) framework election in effect as of the quarter-end report date? (enter "1" for Yes; enter "0" for No) .....</b>	0=No 1=Yes	BHCA LE74	0
			31.a.

**If your holding company entered "1" for Yes in item 31.a:**

- Complete items 32 through 36
- Do not complete items 37 through 53
- Do not complete Part II of Schedule HC-R.

**If your holding company entered "0" for No in item 31.a:**

- Skip (do not complete) items 32 through 36,
- Complete items 37 through 53 as applicable, and
- Complete Part II of Schedule HC-R.

Qualifying Criteria and Other Information for CBLR holding company\*

Dollar Amounts in Thousands	(Column A)		(Column B)		
	BHCA	Amount	BHCA	Percentage	
32. Total assets <sup>4</sup> .....	2170				32.
33. Trading assets and trading liabilities (Schedule HC, sum of items 5 and 15). Report as a dollar amount in column A and as a percentage of total assets (5% limit) in column B .....	KX77		KX78		33.

\* Report each ratio and buffer as a percentage, rounded to four decimal places, e.g., 12.3456.

1. All non-advanced approaches holding companies should report the sum of item 19, column A, and item 25 in item 26; all advanced approaches institutions should report the sum of item 19, column B, and item 25 in item 26.
2. Holding companies that have adopted ASU 2016-13 and have elected to apply the 3-year or the 5-year 2020 CECL transition provision should include the applicable portion of the CECL transitional amount or the modified CECL transitional amount, respectively, in item 27.
3. All non-advanced approaches holding companies should report in item 28 the sum of items 6, 7, 8, 10.b, 13.a, 14.a, 15.a, 17 (column A), and certain elements of item 24 - see instructions; all advanced approaches holding companies should report in item 28, the sum of items 6, 7, 8, 10.b, 11, 13.b, 14.b, 15.b, 16, 17 (column B), and certain elements of item 24 - see instructions.
4. For report dates through December 31, 2021, report the lesser of total assets reported in Schedule HC, item 12, as of December 31, 2019, or the current report date, which must be less than \$10 billion.

Schedule HC-R—Continued

Part I—Continued

Dollar Amounts in Thousands	(Column A)		(Column B)		
	BHCA	Amount	BHCA	Percentage	
<b>34. Off-balance sheet exposures:</b>					
<b>a. Unused portion of conditionally cancellable commitments</b> .....	KX79				34.a.
<b>b. Securities lent and borrowed (Schedule HC-L, sum of items 6.a and 6.b)</b> ..	KX80				34.b.
<b>c. Other off-balance sheet exposures</b> .....	KX81				34.c.
<b>d. Total off-balance sheet exposures (sum of items 34.a through 34.c).         Report as a dollar amount in column A and as a percentage of total         assets (25% limit) in column B</b> .....	KX82		KX83		34.d.
		Dollar Amounts in Thousands	BHCA	Amount	
<b>35. Unconditionally cancellable commitments</b> .....			S540		35.
<b>36. Investments in the tier 2 capital of unconsolidated financial institutions</b> .....			LB61		36.

*If your holding company entered "0" for No in item 31.a, complete items 37 through 53, as applicable, and Part II of Schedule HC-R. If your holding company entered "1" for Yes in item 31.a, do not complete items 37 through 53 or Part II of Schedule HC-R.*

	Dollar Amounts in Thousands				
	BHCA	Amount			
<b>Tier 2 Capital<sup>1</sup></b>					
<b>37.</b> Tier 2 capital instruments plus related surplus .....	P866	160,000			37.
<b>38.</b> Non-qualifying capital instruments subject to phase out from tier 2 capital .....	P867	0			38.
<b>39.</b> Total capital minority interest that is not included in tier 1 capital .....	P868	0			39.
<b>40. a.</b> Allowance for loan and lease losses includable in tier 2 capital <sup>2, 3</sup> .....	5310	54,409			40.a.
<b>b.</b> (Advanced approaches holding companies that exit parallel run only): Eligible credit reserves includable in tier 2 capital .....	BHCW				
	5310				40.b.
<b>41. Not applicable.</b>	BHCA				
<b>42. a.</b> Tier 2 capital before deductions (sum of items 37 through 40.a) .....	P870	214,409			42.a.
<b>b.</b> (Advanced approaches holding companies that exit parallel run only): Tier 2 capital before deductions (sum of items 37 through 39, plus item 40.b) .....	BHCW				
	P870				42.b.
	BHCA				
<b>43.</b> LESS: Tier 2 capital deductions .....	P872	0			43.
<b>44. a.</b> Tier 2 capital (greater of item 42.a minus item 43, or zero) .....	5311	214,409			44.a.
<b>b.</b> (Advanced approaches holding companies that exit parallel run only): Tier 2 capital (greater of item 42.b minus item 43, or zero) .....	BHCW				
	5311				44.b.
<b>Total Capital</b>	BHCA				
<b>45. a.</b> Total capital (sum of items 26 and 44.a) .....	3792	1,252,349			45.a.
<b>b.</b> (Advanced approaches holding companies that exit parallel run only): Total capital (sum of items 26 and 44.b) .....	BHCW				
	3792				45.b.

\* Report each ratio and buffer as a percentage, rounded to four decimal places, e.g., 12.3456.

1. A holding company that has a CBLR election in effect as of the quarter-end report date is neither required to calculate tier 2 capital nor make any deductions that would have been taken from tier 2 capital as of the report date.
2. Holding companies that have adopted ASU 2016-13 should report in item 40.a the adjusted allowances for credit losses (AACL), as defined in the regulatory capital rule includable in tier 2 capital in item 40.a.
3. Holding companies that have adopted ASU 2016-13 and have elected to apply the 3-year or the 5-year 2020 CECL transition provision should subtract the applicable portion of the AACL transitional amount or the modified AACL transitional amount, respectively, from the AACL, as defined in the regulatory capital rule, before determining the amount of AACL includable in tier 2 capital. See instructions for further detail on the CECL transition provisions.

## Schedule HC-R—Continued

### Part I—Continued

	Dollar Amounts in Thousands		BHCA	Amount	
<b>Total Risk-Weighted Assets</b>					
46. a. Total risk-weighted assets (from Schedule HC-R, Part II item 31) .....	A223	8,403,056			46.a.
b. (Advanced approaches holding companies that exit parallel run only): Total risk-weighted assets	BHCW				
using advanced approaches rule (from FFIEC 101 Schedule A, item 60) .....	A223				46.b.

	Column A		Column B		
	BHCA	Percentage	BHCW	Percentage	
<b>Risk-Based Capital Ratios*</b>					
47. Common equity tier 1 capital ratio (Column A: item 19, <b>column A or B, as applicable</b> , divided by item 46.a) (Advanced approaches holding companies that exit parallel run only: Column B, item 19, <b>column B</b> , divided by item 46.b) .....	P793	10.8375	P793		47.
48. Tier 1 capital ratio (Column A: item 26 divided by item 46.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 26 divided by item 46.b) .....	7206	12.3519	7206		48.
49. Total capital ratio (Column A: item 45.a divided by item 46.a) (Advanced approaches holding companies that exit parallel run only: Column B: item 45.b divided by item 46.b) ....	7205	14.9035	7205		49.

	BHCA	Percentage	
<b>Capital Buffer* for Holding Companies not Subject to the Capital Plan Rule (items 50-52)</b>			
50. Capital conservation buffer .....	H311	6.3375	50.

	Dollar Amounts in Thousands		BHCA	Amount	
Holding companies must complete items 51 and 52 if the amount in item 50 is less than or equal to the applicable:					
51. Eligible retained income <sup>1</sup> .....	H313				51.
52. Distributions and discretionary bonus payments during the quarter <sup>2</sup> .....	H314				52.

	BHCA	Percentage	
<b>Supplementary Leverage Ratio*</b>			
53. Advanced approaches holding companies and holding companies subject to category III capital standards only: Supplementary leverage ratio (From FFIEC 101 Schedule A, Table 2, item 2.22) .....	H036		53.

	Dollar Amounts in Thousands		BHCA	Amount	
<b>Long-Term Debt and Total Loss Absorbing Capacity</b>					
<b>Note: only the top-tier BHCs of U.S. GSIBs and the IHCs of foreign GSIBs must complete items 54 to 59.</b>					
54. Outstanding eligible long-term debt .....	LF21				54.
55. Total loss absorbing capacity .....	LF22				55.

\* Report each ratio and buffer as a percentage, rounded to four decimal places, e.g., 12.3456.

1. Holding companies not subject to the capital plan rule must complete item 51 only if the amount reported in item 50 above is less than or equal to 2.5000 percent.
2. Holding companies not subject to the capital plan rule must complete item 52 only if the amount reported in item 50 above for the previous calendar quarter-end report date was less than or equal to 2.5000 percent.

Schedule HC-R—Continued

Part I—Continued

	(Column A)		(Column B)		
	BHCA	Percentage	BHCW	Percentage	
<b>Long-Term Debt and Total Loss Absorbing Capacity Ratios*</b>					
56. LTD and TLAC total risk-weighted assets ratios (Column A: item 54 divided by item 46.a Column B: item 55 divided by item 46.a) .....	LF23		LF23		56.
57. Top-tier BHCs of U.S. GSIBs only: LTD and TLAC total risk-weighted assets ratios using advanced approaches rule (Column A: item 54 divided by item 46.b) (Column B: item 55 divided by item 46.b) .....	MK66		MK66		57.
58. IHCs of foreign GSIBs only: LTD and TLAC leverage ratios (Column A: item 54 divided by item 30) (Column B: item 55 divided by item 30) .....	LF24		LF24		58.
59. Holding companies subject to Category I, II, or III standards: LTD and TLAC supplementary leverage ratios (Column A: item 54 divided by FFIEC 101 Schedule A, Table 2, item 2.21) (Column B: item 55 divided by FFIEC 101 Schedule A, Table 2, item 2.21) .....	LF25		LF25		59.
	(Column A) Standardized Approach		(Column B) Advanced Approaches		
	BHCA	Percentage	BHCW	Percentage	
<b>Risk-Based Capital Buffer for holding companies subject to the Board's capital plan rule only:</b>					
60. Capital conservation buffer requirement (sum of items 60.a through 60.c)					
a. of which: Stress capital buffer or 2.500% (for advanced approaches) .....	LE85		LE85		60.a.
b. of which: GSIB surcharge (if applicable) .....	LE86		LE86		60.b.
c. of which: Countercyclical capital buffer amount (if applicable) .....	LE87		LE87		60.c.
61. Capital conservation buffer .....	MK76		H311		61.
	BHCA	Percentage			
<b>TLAC Buffers*</b>					
Note: only the top-tier BHCs of U.S. GSIBs and the IHCs of foreign GSIBs must complete item 62.a. The top-tier BHCs of U.S. GSIBs must complete item 62.b.					
62. Institution-specific buffer necessary to avoid limitations on distributions and discretionary bonus payments:					
a. TLAC risk-weighted asset buffer .....	LF27				62.a.
b. TLAC leverage buffer .....	LF28				62.b.
	Dollar Amounts in Thousands		BHCA	Amount	
<b>Leverage buffer and requirements for holding companies subject to the capital plan rule:</b>					
63. Total leverage exposure for the supplementary leverage ratio (SLR) (if applicable) .....	LE88				63.
				Percentage	
64. Leverage buffer requirement (if applicable) .....	LE89				64.
65. Leverage ratio buffer (if applicable) .....	LE90				65.
				Amount	
<b>Maximum payout ratios and amounts for holding companies subject to the capital plan rule:</b>					
66. Eligible retained income .....	MK77				66.
				Percentage	
67. Maximum payout ratio .....	LE91				67.
				Amount	
68. Maximum payout amount .....	LE92				68.
69. Distributions and discretionary bonus payments during the quarter .....	MK78				69.

\* Report each ratio and buffer as a percentage, rounded to four decimal places, e.g., 12.3456.



Schedule HC-R—Continued

Part II. Risk-Weighted Assets

Holding companies that entered "1" for Yes in Schedule HC-R, Part I, item 31.a, do not have to complete Schedule HC-R, Part II.

Holding companies (HC) are required to assign a 100 percent risk-weight to all assets not specifically assigned a risk-weight under Subpart D of the Federal Reserve's regulatory capital rules<sup>1</sup> and not deducted from tier 1 or tier 2 capital.

Dollar Amounts in Thousands	(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reported in Column A	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)		
			Allocation by Risk-Weight Category									
			0%	2%	4%	10%	20%	50%	100%	150%		
Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount		
<b>Balance Sheet Asset Categories<sup>2</sup></b>												
<i>Items 1 through 25, (columns A through U as applicable) are to be reported semiannually in June and December by holding companies with less than \$5 billion in total consolidated assets.<sup>3, 4</sup></i>												
1. Cash and balances due from depository institutions.....	BHCK D957	BHCK S396	BHCK D958					BHCK D959	BHCK S397	BHCK D960	BHCK S398	1.
	978,489	0	912,877					65,612	0	0	0	
2. Securities:												
a. Held-to-maturity securities <sup>3, 4</sup> .....	BHCK D961	BHCK S399	BHCK D962	BHCK HJ74	BHCK HJ75			BHCK D963	BHCK D964	BHCK D965	BHCK S400	2.a.
	1,086,187	-4,337	14,964	0	0			905,754	106,237	63,569	0	
b. Available-for-sale debt securities and equity securities with readily determinable fair values not held for trading .....	BHCK JA21	BHCK S402	BHCK D967	BHCK HJ76	BHCK HJ77			BHCK D968	BHCK D969	BHCK D970	BHCK S403	2.b.
	272,769	1,031	16,344	0	0			159,937	508	94,949	0	
3. Federal funds sold and securities purchased under agreements to resell:												
a. Federal funds sold (in domestic offices)...	BHCK D971		BHCK D972					BHCK D973	BHCK S410	BHCK D974	BHCK S411	3.a.
	0		0					0	0	0	0	
b. Securities purchased under agreements to resell .....	BHCK H171	BHCK H172										3.b.
	0	0										

1. For bank holding companies, 12 CFR Part 217 and 225; and for covered savings and loan holding companies, 12 CFR Part 217. 2. All securitization exposures held as on-balance sheet assets of the reporting institution are to be excluded from items 1 through 8 and are to be reported instead in item 9. 3. For the asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of December 31, 2019, or June 30, 2020. 4. Institutions that have adopted ASU 2016-13 and have reported held-to-maturity securities net of allowances or credit losses in item 2.a, column A, should report as a negative number in item 2.a, column B, those allowances for credit losses eligible for inclusion in tier 2 capital, which excludes allowances for credit losses on purchased credit-deteriorated assets.

**Schedule HC-R—Continued**

**Part II—Continued**

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)	
	Allocation by Risk-Weight Category							Application of Other Risk-Weighting Approaches <sup>5</sup>		
	250%	300%	400%	600%	625%	937.5%	1250%	Exposure Amount	Risk-Weighted Asset Amount	
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	
<b>Balance Sheet Asset Categories (continued)</b>										
1. Cash and balances due from depository institutions.....										1.
2. Securities:										
a. Held-to-maturity securities.....										2.a.
b. Available-for-sale debt securities and equity securities with readily determinable fair values not held for trading .....										2.b.
	BHCK H270	BHCK S405		BHCK S406				BHCK H271	BHCK H272	
	0	0		0				0	0	
3. Federal funds sold and securities purchased under agreements to resell:										
a. Federal funds sold (in domestic offices).....										3.a.
b. Securities purchased under agreements to resell .....										3.b.

5. Includes, for example, investments in mutual funds/investment funds, exposures collateralized by securitization exposures or mutual funds, separate account bank-owned life insurance, and default fund contributions to central counterparties.

Schedule HC-R—Continued

Part II—Continued

	(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reported in Column A	Allocation by Risk-Weight Category								
			(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)	
			0%	2%	4%	10%	20%	50%	100%	150%	
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
4. Loans and leases held for sale:											
a. Residential mortgage exposures .....	BHCK S413	BHCK S414	BHCK H173				BHCK S415	BHCK S416	BHCK S417		
	13,428	0	0				0	13,428	0		4.a.
b. High volatility commercial real estate exposures.....	BHCK S419	BHCK S420	BHCK H174				BHCK H175	BHCK H176	BHCK H177	BHCK S421	
	0	0	0				0	0	0	0	4.b.
c. Exposures past due 90 days or more or on nonaccrual <sup>6</sup> .....	BHCK S423	BHCK S424	BHCK S425	BHCK HJ78	BHCK HJ79		BHCK S426	BHCK S427	BHCK S428	BHCK S429	
	0	0	0	0	0		0	0	0	0	4.c.
d. All other exposures.....	BHCK S431	BHCK S432	BHCK S433	BHCK HJ80	BHCK HJ81		BHCK S434	BHCK S435	BHCK S436	BHCK S437	
	0	0	0	0	0		0	0	0	0	4.d.
5. Loans and leases held for investment: <sup>7</sup>											
a. Residential mortgage exposures.....	BHCK S439	BHCK S440	BHCK H178				BHCK S441	BHCK S442	BHCK S443		
	2,849,668	500	0				0	2,710,224	138,944		5.a.
b. High volatility commercial real estate exposures.....	BHCK S445	BHCK S446	BHCK H179				BHCK H180	BHCK H181	BHCK H182	BHCK S447	
	0	0	0				0	0	0	0	5.b.
c. Exposures past due 90 days or more or on nonaccrual <sup>8</sup> .....	BHCK S449	BHCK S450	BHCK S451	BHCK HJ82	BHCK HJ83		BHCK S452	BHCK S453	BHCK S454	BHCK S455	
	14,311	0	0	0	0		0	0	0	14,311	5.c.
	BHCK S457	BHCK S458	BHCK S459	BHCK HJ84	BHCK HJ85		BHCK S460	BHCK S461	BHCK S462	BHCK S463	
	5,326,134	797	52,520	0	0		0	0	5,272,817	0	5.d.
6. LESS: Allowance for loan and lease losses <sup>9</sup> .....	BHCX 3123	BHCY 3123									
	50,153	50,153									6.

6. For loans and leases held for sale, exclude residential mortgage exposures, high volatility commercial real estate exposures, or sovereign exposures that are past due 90 days or more or on nonaccrual.  
**7. Institutions that have adopted ASU 2016-13 should report as a positive number in column B of items 5.a through 5.d, as appropriate, any allowances for credit losses on purchased credit-deteriorated assets reported in column A of items 5.a through 5.d, as appropriate.**  
 8. For loans and leases held for investment, exclude residential mortgage exposures, high volatility commercial real estate exposures, or sovereign exposures that are past due 90 days or more or on nonaccrual.  
**9. Institutions that have adopted ASU 2016-13 should report the allowance for credit losses on loans and leases in item 6, columns A and B.**

Schedule HC-R—Continued

Part II—Continued

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)	
	Allocation by Risk-Weight Category							Application of Other Risk-Weighting Approaches <sup>10</sup>		
	250%	300%	400%	600%	625%	937.5%	1250%	Exposure Amount	Risk-Weighted Asset Amount	
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	
4. Loans and leases held for sale:										
a. Residential mortgage exposures .....								BHCK H273 0	BHCK H274 0	4.a.
b. High volatility commercial real estate exposures .....								BHCK H275 0	BHCK H276 0	4.b.
c. Exposures past due 90 days or more or on nonaccrual <sup>11</sup> .....								BHCK H277 0	BHCK H278 0	4.c.
d. All other exposures .....								BHCK H279 0	BHCK H280 0	4.d.
5. Loans and leases held for investment:										
a. Residential mortgage exposures .....								BHCK H281 0	BHCK H282 0	5.a.
b. High volatility commercial real estate exposures .....								BHCK H283 0	BHCK H284 0	5.b.
c. Exposures past due 90 days or more or on nonaccrual <sup>12</sup> .....								BHCK H285 0	BHCK H286 0	5.c.
d. All other exposures .....								BHCK H287 0	BHCK H288 0	5.d.
6. LESS: Allowance for loan and lease losses .....										6.

10. Includes, for example, investments in mutual funds/investment funds, exposures collateralized by securitization exposures or mutual funds, separate account bank-owned life insurance, and default fund contributions to central counterparties.

11. For loans and leases held for sale, exclude residential mortgage exposures, high volatility commercial real estate exposures, or sovereign exposures that are past due 90 days or more or on nonaccrual.

12. For loans and leases held for investment, exclude residential mortgage exposures, high volatility commercial real estate exposures, or sovereign exposures that are past due 90 days or more or on nonaccrual.

Schedule HC-R—Continued

Part II—Continued

	(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reported in Column A	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)	
			Allocation by Risk-Weight Category								
			0%	2%	4%	10%	20%	50%	100%	150%	
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	
	BHCK D976	BHCK S466	BHCK D977	BHCK HJ86	BHCK HJ87		BHCK D978	BHCK D979	BHCK D980	BHCK S467	
7. Trading Assets .....	0	0	0	0	0		0	0	0	0	7.
	BHCK D981	BHCK S469	BHCK D982	BHCK HJ88	BHCK HJ89		BHCK D983	BHCK D984	BHCK D985	BHCK H185	
8. All other assets <sup>13, 14, 15</sup> .....	1,162,437	552,503	39,482	0	0		16,442	9,961	391,570	0	8.
a. Separate account bank-owned life insurance .....											8.a.
b. Default fund contributions to central counterparties .....											8.b.

13. Includes premises and fixed assets; other real estate owned; investments in unconsolidated subsidiaries and associated companies; direct and indirect investments in real estate ventures; intangible assets; and other assets.

14. Institutions that have adopted ASU 2016-13 and have elected to apply the 3-year or the 5-year 2020 CECL transition provision should report as a positive number in item 8, column B, the applicable portion of the DTA transitional amount as determined in accordance with the 3-year or the 5-year 2020 CECL transition rule, respectively.

15. Institutions that have adopted ASU 2016-13 and have reported any assets net of allowances for credit losses in item 8, column A, should report as a negative number in item 8, column B, those allowances for credit losses eligible for inclusion in tier 2 capital, which excludes allowances for credit losses on purchased credit-deteriorated assets.

Schedule HC-R—Continued

Part II—Continued

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)	
	Allocation by Risk-Weight Category							Application of Other Risk-Weighting Approaches <sup>16</sup>		
	250%	300%	400%	600%	625%	937.5%	1250%	Exposure Amount	Risk-Weighted Asset Amount	
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	
7. Trading Assets .....	BHCK H289	BHCK H186	BHCK H290	BHCK H187				BHCK H291	BHCK H292	7.
	0	0	0	0				0	0	
	BHCK H293	BHCK H188	BHCK S470	BHCK S471				BHCK H294	BHCK H295	
								0	0	8.
8. All other assets <sup>17</sup> .....	231	0	354	0						
a. Separate account bank-owned life insurance .....								BHCK H296	BHCK H297	8.a.
								151,894	138,979	
b. Default fund contributions to central counterparties .....								BHCK H298	BHCK H299	8.b.
								0	0	

16. Includes, for example, investments in mutual funds/investment funds, exposures collateralized by securitization exposures or mutual funds, separate account bank-owned life insurance, and default fund contributions to central counterparties.

17. Includes premises and fixed assets; other real estate owned; investments in unconsolidated subsidiaries and associated companies; direct and indirect investments in real estate ventures; intangible assets; and other assets.

Schedule HC-R—Continued

Part II—Continued

	(Column A) Totals	(Column B) Adjustments to Totals Reported in Column A	(Column Q) Allocation by Risk-Weight Category	(Column T) Total Risk-Weighted Asset Amount by Calculation Methodology	(Column U)		
	Amount	Amount	Amount	1250%	SSFA <sup>18</sup>		Gross-Up
				Amount	Amount		Amount
Dollar Amounts in Thousands							
<b>Securitization Exposures: On-and Off-Balance Sheet</b>							
9. On-balance sheet securitization exposures:							
a. Held-to-maturity securities <sup>19</sup> .....	39,196	39,196	0	12,900	0	9.a.	
b. Available-for-sale securities.....	145,805	145,805	0	43,318	0	9.b.	
c. Trading assets.....	0	0	0	0	0	9.c.	
d. All other on-balance sheet securitization exposures.....	0	0	0	0	0	9.d.	
10. Off-balance sheet securitization exposures.....	19,448	19,448	0	11,577	0	10.	

	(Column A) Totals From Schedule HC	(Column B) Adjustments to Totals Reported in Column A	Allocation by Risk-Weight Category							(Column I)	(Column J)	
			(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)				
			0%	2%	4%	10%	20%	50%	100%			
Dollar Amounts in Thousands												
11. Total balance sheet assets <sup>20</sup> .....	BHCT 2170	BHCK S500	BHCK D987	BHCK HJ90	BHCK HJ91		BHCK D988	BHCK D989	BHCK D990	BHCK S503		11.
	11,838,271	685,342	1,036,187	0	0		1,147,745	2,840,358	5,961,849	14,311		

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	(Column R)								
										Allocation by Risk-Weight Category						
										250%	300%	400%	600%	625%	937.5%	1250%
Dollar Amounts in Thousands																
11. Total balance sheet assets <sup>20</sup> .....	BHCK S504	BHCK S505	BHCK S506	BHCK S507				BHCK S510	BHCK H300	11.						
	231	0	354	0				0	151,894							

18. Simplified Supervisory Formula Approach. 19. Institutions that have adopted ASU 2016-13 and have reported held-to-maturity securities net of allowances for credit losses in item 9.a, column A, should report as a negative number in item 9.a, column B, those allowances for credit losses eligible for inclusion in tier 2 capital, which excludes allowances for credit losses on purchased credit-deteriorated assets. 20. For each of columns A through R of item 11, report the sum of items 1 through 9. For item 11, the sum of columns B through R must equal column A. Item 11, column A, must equal Schedule HC, item 12.

Schedule HC-R—Continued

Part II—Continued

	(Column A) Face, Notional, or Other Amount	CCF <sup>21</sup>	(Column B) Credit Equivalent Amount <sup>22</sup>	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)
				Allocation by Risk-Weight Category							
				0%	2%	4%	10%	20%	50%	100%	150%
Dollar Amounts in Thousands	Amount		Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount
<b>Derivatives, Off-Balance Sheet Items, and Other Items Subject to Risk-Weighting (Excluding Securitization Exposure)<sup>23</sup></b>											
12. Financial standby letters of credit .....	BHCK D991	1.0	BHCK D992	BHCK D993	BHCK HJ92	BHCK HJ93		BHCK D994	BHCK D995	BHCK D996	BHCK S511
	0		0	0	0	0		0	0	0	0
13. Performance standby letters of credit and transaction-related contingent items .....	BHCK D997	0.5	BHCK D998	BHCK D999				BHCK G603	BHCK G604	BHCK G605	BHCK S512
	16,184		8,092	0				0	0	8,092	0
14. Commercial and similar letters of credit with an original maturity of one year or less .....	BHCK G606	0.2	BHCK G607	BHCK G608	BHCK HJ94	BHCK HJ95		BHCK G609	BHCK G610	BHCK G611	BHCK S513
	0		0	0	0	0		0	0	0	0
15. Retained recourse on small business obligations sold with recourse .....	BHCK G612	1.0	BHCK G613	BHCK G614				BHCK G615	BHCK G616	BHCK G617	BHCK S514
	0		0	0				0	0	0	0

21. Credit conversion factor.

22. Column A multiplied by credit conversion factor. For each of items 12 through 21, the sum of columns C through J plus column R must equal column B.

23. All derivatives and off-balance sheet items that are securitization exposures are to be excluded from items 12 through 21 and are to be reported instead in item 10.



Schedule HC-R—Continued

Part II—Continued

	(Column A) Face, Notional, or Other Amount	CCF <sup>24</sup>	(Column B) Credit Equivalent Amount <sup>25</sup>	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)			
				Allocation by Risk-Weight Category										
				0%	2%	4%	10%	20%	50%	100%	150%			
Dollar Amounts in Thousands	Amount		Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount			
16. Repo-style transactions <sup>26</sup> .....	BHCK S515		BHCK S516	BHCK S517	BHCK S518	BHCK S519		BHCK S520	BHCK S521	BHCK S522	BHCK S523			
	150,718	1.0	150,718	7,424	0	0		143,294	0	0	0	0		
17. All other off-balance sheet liabilities .....	BHCK G618		BHCK G619	BHCK G620				BHCK G621	BHCK G622	BHCK G623	BHCK S524			
	0	1.0	0	0				0	0	0	0			
18. Unused commitments: (exclude unused commitments to asset-backed commercial paper conduits):														
a. Original maturity of one year or less .....	BHCK S525		BHCK S526	BHCK S527	BHCK HJ96	BHCK HJ97		BHCK S528	BHCK S529	BHCK S530	BHCK S531			
	1,000,389	0.2	200,078	0	0	0		0	0	200,078	0			
b. Original maturity exceeding one year .....	BHCK G624		BHCK G625	BHCK G626	BHCK HJ98	BHCK HJ99		BHCK G627	BHCK G628	BHCK G629	BHCK S539			
	559,850	0.5	279,925	0	0	0		0	0	279,925	0			
19. Unconditionally cancelable commitments .....	BHCK S540		BHCK S541											
	298,667	0.0	0											
20. Over-the-counter derivatives .....			BHCK S542	BHCK S543	BHCK HK00	BHCK HK01	BHCK S544	BHCK S545	BHCK S546	BHCK S547	BHCK S548			
			54,850	0	0	0	0	12,950	0	41,900	0			
21. Centrally cleared derivatives .....			BHCK S549	BHCK S550	BHCK S551	BHCK S552		BHCK S554	BHCK S555	BHCK S556	BHCK S557			
			2,629	2,629	0	0		0	0	0	0			
22. Unsettled transactions (failed trades) <sup>27</sup> .....	BHCK H191			BHCK H193				BHCK H194	BHCK H195	BHCK H196	BHCK H197			
	0			0				0	0	0	0			

24. Credit conversion factor.

25. For items 18.b. and 19, column A multiplied by credit conversion factor.

26. Includes securities purchased under agreements to resell (reverse repos), securities sold under agreements to repurchase (repos), securities borrowed, and securities lent.

27. For item 22, the sum of columns C through Q must equal column A.

Schedule HC-R—Continued

Part II—Continued

	(Column O)	(Column P)	(Column Q)	(Column R)	(Column S)	
	Allocation by Risk-Weight Category			Application of Other Risk-Weighting Approaches <sup>28</sup>		
	625%	937.5%	1250%	Credit Equivalent Amount	Risk-Weighted Asset Amount	
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	
16. Repo-style transactions <sup>29</sup> .....				BHCK H301	BHCK H302	16.
				0	0	
17. All other off-balance sheet liabilities.....						17.
18. Unused commitments: (exclude unused commitments to asset-backed commercial paper conduits):						
a. Original maturity of one year or less.....				BHCK H303	BHCK H304	18.a.
				0	0	
b. Original maturity exceeding one year.....				BHCK H307	BHCK H308	18.b.
				0	0	
19. Unconditionally cancelable commitments.....						19.
20. Over-the-counter derivatives.....				BHCK H309	BHCK H310	20.
				0	0	
21. Centrally cleared derivatives.....						21.
22. Unsettled transactions (failed trades) <sup>30</sup> .....	BHCK H198	BHCK H199	BHCK H200			22.
	0	0	0			

28. Includes, for example, exposures collateralized by securitization exposures or mutual funds.

29. Includes securities purchased under agreements to resell (reverse repos), securities sold under agreements to repurchase (repos), securities borrowed, and securities lent.

30. For item 22, the sum of columns C through Q must equal column A.

Schedule HC-R—Continued

Part II—Continued

	(Column C)	(Column D)	(Column E)	(Column F)	(Column G)	(Column H)	(Column I)	(Column J)		
Allocation by Risk-Weight Category										
	0%	2%	4%	10%	20%	50%	100%	150%		
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	Amount		
23. Total assets, derivatives, off-balance sheet items, and other items subject to risk weighting by risk-weight category (for each of columns C through P, sum of items 11 through 22; for column Q, sum of items 10 through 22) .....										23.
	BHCK G630	BHCK S558	BHCK S559	BHCK S560	BHCK G631	BHCK G632	BHCK G633	BHCK S561		
	1,046,240	0	0	0	1,303,989	2,840,358	6,491,844	14,311		23.
24. Risk weight factor .....	X 0%	X 2%	X 4%	X 10%	X 20%	X 50%	X 100%	X 150%		24.
25. Risk-weighted assets by risk-weight category (for each column, item 23 multiplied by item 24) .....										25.
	BHCK G634	BHCK S569	BHCK S570	BHCK S571	BHCK G635	BHCK G636	BHCK G637	BHCK S572		
	0	0	0	0	260,798	1,420,179	6,491,844	21,467		25.

Schedule HC-R—Continued

Part II—Continued

	(Column K)	(Column L)	(Column M)	(Column N)	(Column O)	(Column P)	(Column Q)	
	Allocation by Risk-Weight Category							
	250%	300%	400%	600%	625%	937.5%	1250%	
	Amount	Amount	Amount	Amount	Amount	Amount	Amount	
Dollar Amounts in Thousands								
23. Total assets, derivatives, off-balance sheet items, and other items subject to risk weighting by risk-weight category (for each of columns C through P, sum of items 11 through 22; for column Q, sum of items 10 through 22) .....								
	BHCK S562	BHCK S563	BHCK S564	BHCK S565	BHCK S566	BHCK S567	BHCK S568	
	231	0	354	0	0	0	0	23.
24. Risk weight factor .....	X 250%	X 300%	X 400%	X 600%	X 625%	X 937.5%	X 1250%	24.
25. Risk-weighted assets by risk-weight category (for each column, item 23 multiplied by item 24) .....								
	BHCK S573	BHCK S574	BHCK S575	BHCK S576	BHCK S577	BHCK S578	BHCK S579	
	578	0	1,416	0	0	0	0	25.

Items 26 through 31 are to be reported quarterly by all holding companies.

	Totals		
	BHCK	Amount	
26. Risk-weighted assets for purposes of calculating the allowance for loan and lease losses 1.25 percent threshold <sup>31</sup> .....	S580	8,307,121	26.
27. Standardized market-risk weighted assets (applicable only to holding companies that are covered by the market risk capital rules) .....	S581	0	27.
28. Risk-weighted assets before deductions for excess allowance of loan and lease losses and allocated risk transfer risk reserve <sup>32, 33</sup> .....	B704	8,403,056	28.
29. LESS: Excess allowance for loan and lease losses <sup>34, 35</sup> .....	A222	0	29.
30. LESS: Allocated transfer risk reserve .....	3128	0	30.
31. Total risk-weighted assets (item 28 minus items 29 and 30) .....	G641	8,403,056	31.

31. For institutions that have adopted ASU 2016-13, the risk-weighted assets reported in item 26 is for purposes of calculating the adjusted allowances for credit losses (AACL) 1.25 percent threshold. 32. Sum of items 2.b through 20, column S; items 9.a, 9.b, 9.c, 9.d, and 10, columns T and U; item 25, columns C through Q; and item 27 (if applicable). 33. For institutions that have adopted ASU 2016-13, the risk-weighted assets reported in item 28 represents the amount of risk-weighted assets before deductions for excess AACL and allocated transfer risk reserve. 34. Institutions that have adopted ASU 2016-13 should report the excess AACL. 35. Institutions that have adopted ASU 2016-13 and have elected to apply the 3-year or the 5-year 2020 CECL transition provision should subtract the applicable portion of the AACL transitional amount or the modified AACL transitional amount, respectively, from the AACL, as defined in the regulatory capital rule, before determining the amount of excess AACL.

**Schedule HC-R—Continued**

**Part II—Continued**

**Memoranda**

Memoranda items 1, 2 and 3, columns A, B and C are to be completed semiannually in June and December by holding companies with less than \$5 billion in total assets<sup>1</sup>.

	Dollar Amounts in Thousands		BHCK	Amount	
	BHCK	Amount			
1. Current credit exposure across all derivative contracts covered by the regulatory capital rules .....	G642	28,075			M.1.

	Dollar Amounts in Thousands						
	With a remaining maturity of						
	(Column A) One year or less		(Column B) Over one year through five years		(Column C) Over 5 years		
	BHCK	Amount	BHCK	Amount	BHCK	Amount	
2. Notional principal amounts of over-the-counter derivative contracts:							
a. Interest rate .....	S582	2,101	S583	382,177	S584	1,181,594	M.2.a.
b. Foreign exchange rate and gold .....	S585	0	S586	0	S587	0	M.2.b.
c. Credit (investment grade reference asset) .....	S588	0	S589	0	S590	0	M.2.c.
d. Credit (non-investment grade reference asset) .....	S591	0	S592	57,744	S593	14,141	M.2.d.
e. Equity .....	S594	0	S595	0	S596	0	M.2.e.
f. Precious metals (except gold) .....	S597	0	S598	0	S599	0	M.2.f.
g. Other .....	S600	0	S601	0	S602	0	M.2.g.
3. Notional principal amounts of centrally cleared derivative contracts:							
a. Interest rate .....	S603	0	S604	132,430	S605	127,844	M.3.a.
b. Foreign exchange rate and gold .....	S606	0	S607	0	S608	0	M.3.b.
c. Credit (investment grade reference asset) .....	S609	0	S610	0	S611	0	M.3.c.
d. Credit (non-investment grade reference asset) .....	S612	0	S613	0	S614	0	M.3.d.
e. Equity .....	S615	0	S616	0	S617	0	M.3.e.
f. Precious metals (except gold) .....	S618	0	S619	0	S620	0	M.3.f.
g. Other .....	S621	0	S622	0	S623	0	M.3.g.

	Dollar Amounts in Thousands		BHCK	Amount	
	BHCK	Amount			
4. Standardized market risk-weighted assets attributable to specific risk (included in Schedule HC-R, item 27) .....	S624	0			M.4.
5. Amount of allowances for credit losses on purchased credit-deteriorated assets: <sup>2</sup>					
a. Loans and leases held for investment .....	JJ30	1,297			M.5.a.
b. Held-to-maturity debt securities .....	JJ31	0			M.5.b.
c. Other financial assets measured at amortized cost .....	JJ32	0			M.5.c.

1. For the asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of December 31, 2019, or June 30, 2020.

2. Memorandum items 5.a through 5.c should be completed only by institutions that have adopted ASU 2016-13.

**Schedule HC-S—Servicing, Securitization, and Asset Sale Activities**

To be completed by holding companies with \$5 billion or more in total assets.<sup>1</sup>

	(Column A) 1–4 Family Residential Loans	(Column B) Home Equity Lines	(Column C) Credit Card Receivables	(Column D) Auto Loans	(Column E) Other Consumer Loans	(Column F) Commercial and Industrial Loans	(Column G) All Other Loans, All Leases, and All Other Assets	
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount	
<b>Securitization Activities</b>								
1. Outstanding principal balance of assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements .....	BHCK B705	BHCK B706	BHCK B707	BHCK B708	BHCK B709	BHCK B710	BHCK B711	1.
	0	0	0	0	0	0	0	
2. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to structures reported in item 1 .....	BHCK HU09	BHCK HU10	BHCK HU11	BHCK HU12	BHCK HU13	BHCK HU14	BHCK HU15	2.
	0	0	0	0	0	0	0	
<i>Item 3 is to be completed by holding companies with \$100 billion or more in total assets.<sup>2</sup></i>								
3. Reporting institution's unused commitments to provide liquidity to structures reported in item 1 .....	BHCK B726	BHCK B727	BHCK B728	BHCK B729	BHCK B730	BHCK B731	BHCK B732	3.
4. Past due loan amounts included in item 1:	BHCK B733	BHCK B734	BHCK B735	BHCK B736	BHCK B737	BHCK B738	BHCK B739	
a. 30-89 days past due .....	0	0	0	0	0	0	0	4.a.
b. 90 days or more past due .....	0	0	0	0	0	0	0	4.b.
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):	BHCK B747	BHCK B748	BHCK B749	BHCK B750	BHCK B751	BHCK B752	BHCK B753	
a. Charge-offs .....	0	0	0	0	0	0	0	5.a.
b. Recoveries .....	0	0	0	0	0	0	0	5.b.

1. For the asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of **December 31, 2019, or June 30, 2020.**  
2. The \$100 billion asset-size test is based on the total assets reported as of prior year June 30 report date.

Schedule HC-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, All Leases, and All Other Assets
Dollar Amounts in Thousands	Amount	Amount	Amount	Amount	Amount	Amount	Amount
<i>Items 6 and 10 are to be completed by holding companies with \$10 billion or more in total assets.<sup>2</sup></i>							
6. Total amount of ownership (or seller's) interest carried as securities or loans .....		BHCK HU16	BHCK HU17			BHCK HU18	
7.-8. Not applicable.							
<b>For Securitization Facilities Sponsored By or Otherwise Established By Other Institutions</b>							
9. Maximum amount of credit exposure arising from credit enhancements provided by the reporting institution to other institutions' securitization structures in the form of standby letters of credit, purchased subordinated securities, and other enhancements .....	BHCK B776			BHCK B779	BHCK B780	BHCK B781	BHCK B782
	0			0	0	0	0
10. Reporting institution's unused commitments to provide liquidity to other institutions' securitization structures .....	BHCK B783			BHCK B786	BHCK B787	BHCK B788	BHCK B789
<b>Asset Sales</b>							
11. Assets sold with recourse or other seller-provided credit enhancements and not securitized .....	BHCK B790						BHCK B796
	19,448						0
12. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to assets reported in item 11 .....	BHCK B797						BHCK B803
	3,248						0

2. For the \$10 billion asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of December 31, 2019, or June 30, 2020.

Schedule HC-S—Continued

Memoranda

	Dollar Amounts in Thousands		
	BHCK	Amount	
1. Not applicable.			
2. Outstanding principal balance of assets serviced for others (includes participations serviced for others):			
a. 1–4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements .....	B804	19,448	M.2.a.
b. 1–4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements .....	B805	45,392	M.2.b.
c. Other financial assets <sup>1</sup> .....	A591	0	M.2.c.
d. 1–4 family residential mortgages serviced for others that are in process of foreclosure at quarter-end (includes closed-end and open-end loans) .....	F699	83	M.2.d.
<i>Memorandum item 3 is to be completed by holding companies with \$10 billion or more in total assets.<sup>2</sup></i>			
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 holding company <sup>2</sup> .....	B806		M.3.a.(1)
(2) Conduits sponsored by other unrelated institutions <sup>2</sup> .....	B807		M.3.a.(2)
b. Unused commitments to provide liquidity to conduit structures:			
(1) Conduits sponsored by the bank, a bank affiliate, or the holding company .....	B808		M.3.b.(1)
(2) Conduits sponsored by other unrelated institutions .....	B809		M.3.b.(2)
4. Outstanding credit card fees and finance charges (included in Schedule HC-S, item 1, column G) <sup>2,3</sup> .....	C407		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. For the \$10 billion asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of December 31, 2019, or June 30, 2020.

3. Memorandum item 4 is to be completed by holding companies with \$10 billion or more in total assets 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) holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).



**Schedule HC-V—Variable Interest Entities<sup>1</sup>**To be completed by holding companies with \$5 billion or more in total assets.<sup>2</sup>

	(Column A) Securitization Vehicles		(Column B) Other VIEs		
	BHCK	Amount	BHCK	Amount	
Dollar Amounts in Thousands					
1. Assets of consolidated variable interest entities (VIEs) that can be used only to settle obligations of consolidated VIEs:					
a. Cash and balances due from depository institutions .....	J981	0	JF84	0	1.a.
b. Securities not held for trading .....	HU20	0	HU21	0	1.b.
c. Loans and leases held for investment, net of allowance, and held for sale ..	HU22	0	HU23	0	1.c.
d. Other real estate owned .....	K009	0	JF89	0	1.d.
e. Other assets .....	JF91	0	JF90	0	1.e.
2. Liabilities of consolidated VIEs for which creditors do not have recourse to the general credit of the reporting holding company:					
a. Other borrowed money .....	JF92	0	JF85	0	2.a.
b. Other liabilities .....	JF93	0	JF86	0	2.b.
3. All other assets of consolidated VIEs (not included in items 1.a through 1.e above) .....	K030	0	JF87	0	3.
4. All other liabilities of consolidated VIEs (not included in items 2.a through 2.b above) .....	K033	0	JF88	0	4.
Dollar Amounts in Thousands					
5. Total assets of asset-backed commercial paper (ABCP) conduit VIEs .....			JF77	0	5.
6. Total liabilities of ABCP conduit VIEs .....			JF78	0	6.

1. Institutions that have adopted ASU 2016-13 should report assets net of any applicable allowance for credit losses.

2. For the asset-size test for report dates through December 31, 2021, a holding company may use the lesser of the total assets reported in its FR Y-9C report as of *December 31, 2019, or June 30, 2020.*

### Notes to the Balance Sheet—Predecessor Financial Items

For holding companies involved in a business combination(s) during the quarter, provide on the lines below quarterly average information for any acquired company(ies) with aggregated assets of \$10 billion or more or 5 percent of the reporting holding company's total consolidated assets as of the previous quarter-end, whichever is less.

	Dollar Amounts in Thousands	BHBC	Amount	
1. Average loans and leases (held for investment and held for sale) .....		3516		1.
2. Average earning assets .....		3402		2.
3. Average total consolidated assets .....		3368		3.
4. Average equity capital .....		3519		4.

### Notes to the Balance Sheet (Other)

Enter in the lines provided below any additional information on specific line items on the balance sheet or its supporting schedules that the holding company wishes to explain, that has been separately disclosed in the holding company's quarterly reports to its shareholders, in its press releases, or on its quarterly reports to the Securities and Exchange Commission (SEC).

Each additional piece of information disclosed should include the appropriate reference to schedule and item number, as well as a description of the additional information and the dollar amount (in thousands of dollars) associated with that disclosure.

#### Example

A holding company has guaranteed a new loan for its leveraged Employee Stock Ownership Plan (ESOP) for \$750 thousand and that amount has increased the holding company's long-term unsecured debt by a material amount. The holding company has disclosed that change to its stockholders and to the SEC. Enter on the line item below the following information:

TEXT		BHCK	Amount
0000	Sch. HC, item 16, New loan to holding company's ESOP guaranteed by holding company		
		0000	750

### Notes to the Balance Sheet (Other)

TEXT	Dollar Amounts in Thousands	BHCK	Amount	
1.	Outstanding issuances of perpetual preferred stock associated with the U.S. Department of Treasury Community Development Capital Initiative (CDCI) program included in Schedule HC, item 23, Perpetual preferred stock and related surplus (for Subchapter S corporations, outstanding issuances of subordinated debt securities associated with CDCI included in Schedule HC, item 19.a, Subordinated notes and debentures)	K141	0	1.
2.	5357			
		5357	0	2.
3.	5358			
		5358	0	3.
4.	5359			
		5359	0	4.
5.	5360			
		5360	0	5.
6.	B027			
		B027	0	6.

Notes to the Balance Sheet (Other)—Continued

	TEXT	Dollar Amounts in Thousands	BHCK	Amount	
7.	B028				
			B028	0	7.
8.	B029				
			B029	0	8.
9.	B030				
			B030	0	9.
10.	B031				
			B031	0	10.
11.	B032				
			B032	0	11.
12.	B033				
			B033	0	12.
13.	B034				
			B034	0	13.
14.	B035				
			B035	0	14.
15.	B036				
			B036	0	15.
16.	B037				
			B037	0	16.
17.	B038				
			B038	0	17.
18.	B039				
			B039	0	18.
19.	B040				
			B040	0	19.
20.	B041				
			B041	0	20.

**ATTACHMENT E**

SEC Filings  
Links to Requested Filings

**SEC Filings**  
**Table of Requested Historical Filings by OceanFirst Financial Corp.**

The table below provides electronic links to (i) OCFCorp's Form 10-K and Form 10-Q filings with the Securities and Exchange Commission since calendar year 2019 and (ii) proxy statements, tender offer materials, other disclosure documents filed with the Securities and Exchange Commission by OCFCorp since calendar year 2019 that relate to other acquisitions by OCFCorp.

<i>Date</i>	<i>Report Form</i>	<i>Related to this Transaction?</i>	<i>Available at</i>
2022-01-14	S-4/A	Yes	<a href="https://www.sec.gov/Archives/edgar/data/0001004702/000119312522010037/d164761ds4a.htm">https://www.sec.gov/Archives/edgar/data/0001004702/000119312522010037/d164761ds4a.htm</a>
2021-12-23	S-4	Yes	<a href="https://www.sec.gov/Archives/edgar/data/0001004702/000119312521366149/d164761ds4.htm">https://www.sec.gov/Archives/edgar/data/0001004702/000119312521366149/d164761ds4.htm</a>
2021-11-04	10-Q	Yes	<a href="https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000100470221000138/ocfc-20210930.htm">https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000100470221000138/ocfc-20210930.htm</a>
2021-11-04	8-K	Yes	<a href="https://www.sec.gov/ix?doc=/Archives/edgar/data/1004702/000119312521320335/d178110d8k.htm">https://www.sec.gov/ix?doc=/Archives/edgar/data/1004702/000119312521320335/d178110d8k.htm</a>
2021-11-04	8-K	Yes	<a href="https://www.sec.gov/ix?doc=/Archives/edgar/data/1004702/000119312521319278/d197118d8k.htm">https://www.sec.gov/ix?doc=/Archives/edgar/data/1004702/000119312521319278/d197118d8k.htm</a>
2021-08-05	10-Q	No	<a href="https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000100470221000122/ocfc-20210630.htm">https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000100470221000122/ocfc-20210630.htm</a>
2021-05-06	10-Q	No	<a href="https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000100470221000098/ocfc-20210331.htm">https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000100470221000098/ocfc-20210331.htm</a>
2021-04-20	Sch. 14A	No	<a href="https://www.sec.gov/Archives/edgar/data/0001004702/000130817921000238/locfc2021_def14a.htm">https://www.sec.gov/Archives/edgar/data/0001004702/000130817921000238/locfc2021_def14a.htm</a>
2021-03-01	10-K	No	<a href="https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000100470221000026/ocfc-20201231.htm">https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000100470221000026/ocfc-20201231.htm</a>
2020-11-06	10-Q	No	<a href="https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000100470220000164/ocfc-20200930.htm">https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000100470220000164/ocfc-20200930.htm</a>
2020-08-10	10-Q	No	<a href="https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000100470221000122/ocfc-20210630.htm">https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000100470221000122/ocfc-20210630.htm</a>
2020-05-12	Sch. 14A	No	<a href="https://www.sec.gov/Archives/edgar/data/0001004702/000100470220000118/defa14-abodcomposition.htm">https://www.sec.gov/Archives/edgar/data/0001004702/000100470220000118/defa14-abodcomposition.htm</a>
2020-05-11	10-Q	No	<a href="https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000100470220000116/ocfc-33120x10q.htm">https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000100470220000116/ocfc-33120x10q.htm</a>
2020-04-22	Sch. 14A	No	<a href="https://www.sec.gov/Archives/edgar/data/0001004702/000130817920000190/locfc2020_def14a.htm">https://www.sec.gov/Archives/edgar/data/0001004702/000130817920000190/locfc2020_def14a.htm</a>
2020-02-28	10-K	No	<a href="https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000100470220000027/ocfc-12312019x10k.htm">https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000100470220000027/ocfc-12312019x10k.htm</a>
2020-01-02	8-K	No	<a href="https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000119312520000240/d862387d8ka.htm">https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000119312520000240/d862387d8ka.htm</a>
2020-01-02	8-K	No	<a href="https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000119312520000225/d862363d8k.htm">https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000119312520000225/d862363d8k.htm</a>

<i>Date</i>	<i>Report Form</i>	<i>Related to this Transaction?</i>	<i>Available at</i>
2019-12-19	8-K	No	<a href="https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000119312519319282/d835602d8k.htm">https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000119312519319282/d835602d8k.htm</a>
2019-12-11	8-K	No	<a href="https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000119312519319282/d835602d8k.htm">https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000119312519319282/d835602d8k.htm</a>
2019-11-18	8-K	No	<a href="https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000119312519294782/d813650d8k.htm">https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000119312519294782/d813650d8k.htm</a>
2019-11-07	10-Q	No	<a href="https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000100470219000126/ocfc-93019x10q.htm">https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000100470219000126/ocfc-93019x10q.htm</a>
2019-10-31	S-4/A	No	<a href="https://www.sec.gov/Archives/edgar/data/0001004702/000119312519279581/d740803ds4a.htm">https://www.sec.gov/Archives/edgar/data/0001004702/000119312519279581/d740803ds4a.htm</a>
2019-10-28	S-4/A	No	<a href="https://www.sec.gov/Archives/edgar/data/0001004702/000119312519276308/d740793ds4a.htm">https://www.sec.gov/Archives/edgar/data/0001004702/000119312519276308/d740793ds4a.htm</a>
2019-10-18	S-4/A	No	<a href="https://www.sec.gov/Archives/edgar/data/0001004702/000119312519270117/d740793ds4a.htm">https://www.sec.gov/Archives/edgar/data/0001004702/000119312519270117/d740793ds4a.htm</a>
2019-10-17	S-4/A	No	<a href="https://www.sec.gov/Archives/edgar/data/0001004702/000119312519269346/d740803ds4a.htm">https://www.sec.gov/Archives/edgar/data/0001004702/000119312519269346/d740803ds4a.htm</a>
2019-09-24	S-4/A	No	<a href="https://www.sec.gov/Archives/edgar/data/0001004702/000119312519252540/d740803ds4.htm">https://www.sec.gov/Archives/edgar/data/0001004702/000119312519252540/d740803ds4.htm</a>
2019-09-20	S-4/A	No	<a href="https://www.sec.gov/Archives/edgar/data/0001004702/000119312519250741/d740793ds4.htm">https://www.sec.gov/Archives/edgar/data/0001004702/000119312519250741/d740793ds4.htm</a>
2019-08-13	8-K	No	<a href="https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000119312519219245/d740810d8k.htm">https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000119312519219245/d740810d8k.htm</a>
2019-08-09	8-K	No	<a href="https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000119312519217552/d753981d8k.htm">https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000119312519217552/d753981d8k.htm</a>
2019-08-07	10-Q	No	<a href="https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000100470219000109/ocfc-63019x10q.htm">https://www.sec.gov/ix?doc=/Archives/edgar/data/0001004702/000100470219000109/ocfc-63019x10q.htm</a>
2019-05-09	10-Q	No	<a href="https://www.sec.gov/Archives/edgar/data/0001004702/000100470219000088/ocfc-33119x10q.htm">https://www.sec.gov/Archives/edgar/data/0001004702/000100470219000088/ocfc-33119x10q.htm</a>
2019-04-26	Sch. 14A	No	<a href="https://www.sec.gov/Archives/edgar/data/0001004702/000130817919000196/locfc2019_def14a.htm">https://www.sec.gov/Archives/edgar/data/0001004702/000130817919000196/locfc2019_def14a.htm</a>
2019-03-18	10-K	No	<a href="https://www.sec.gov/Archives/edgar/data/0001004702/000100470219000076/ocfc-12312018x10k.htm">https://www.sec.gov/Archives/edgar/data/0001004702/000100470219000076/ocfc-12312018x10k.htm</a>
2019-01-31	8-K	No	<a href="https://www.sec.gov/Archives/edgar/data/0001004702/000119312519024029/d702720d8k.htm">https://www.sec.gov/Archives/edgar/data/0001004702/000119312519024029/d702720d8k.htm</a>
2019-01-16	8-K	No	<a href="https://www.sec.gov/Archives/edgar/data/0001004702/000119312519010656/d702765d8k.htm">https://www.sec.gov/Archives/edgar/data/0001004702/000119312519010656/d702765d8k.htm</a>