

Board of Governors of the Federal Reserve System



Consolidated Financial Statements for Bank 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 Bank Holding Company Act (12 U.S.C. 1844) and Section 225.5(b) of Regulation Y (12 CFR 225.5(b)).

This report form is to be filed by bank holding companies with total consolidated assets of **\$500** million or more. In addition, bank 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 bank holding companies own or control, or are owned or controlled by, other bank 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 bank 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 Bank Holding Companies. The Consolidated Financial Statements for Bank Holding Companies are to be prepared in accordance with instructions provided by the Federal Reserve System. The Consolidated Financial Statements for Bank Holding Companies must be signed and attested by the Chief Financial Officer (CFO) of the reporting bank holding company (or by the individual performing this equivalent function).

I, the undersigned CFO (or equivalent) of the named bank holding company, attest that the Consolidated Financial Statements for Bank 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.

Thomas P. Gibbons

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

Signature of Chief Financial Officer (or Equivalent)

Date of Signature

Date of Report:

December 31, 2009

Month / Date / Year (BHCK 9999)

The Bank of New York Mellon Corporation

Legal Title of Bank Holding Company (TEXT 9010)

1 Wall Street

(Mailing Address of the Bank Holding Company) Street / P.O. Box (TEXT9110)

New York

City (TEXT 9130)

NY

State (TEXT 9200)

10286

Zip Code (TEXT 9220)

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

Person to whom questions about this report should be directed:

Robert Call Managing Director

Name / Title (BHTX 8901)

212-635-1396

Area Code / Phone Number (BHTX 8902)

212-635-8750

FAX Number (BHTX 9116)

robert.call@bnymellon.com

E-mail Address of Contact (BHTX 4086)

For Federal Reserve Bank Use Only

RSSD ID

C.I. _____ S.F. _____

Public reporting burden for this information collection is estimated to vary from 5.0 to 1,250 hours per response, with an average of 41.65 hours per response, including time to gather and maintain data in the required form and to review instructions and complete the information collection. Comments regarding this burden estimate or any other aspect of this information collection, including suggestions for reducing the burden, may be sent to Secretary, Board of Governors of the Federal Reserve, System, Washington, D.C. 20551, and to the Office of Management and Budget, Paperwork Reduction Project (7100-0128), Washington, D.C. 20503.

Report of Income for Bank Holding Companies
Report all Schedules of the Report of Income on a calendar year-to-date basis.

For Federal Reserve Bank Use Only	
RSSD Number	_____
S.F.	_____

Schedule HI—Consolidated Income Statement

Dollar Amounts in Thousands

	BHCK	Bil	Mil	Thou	
1. Interest income					
a. Interest and fee income on loans:					
(1) In domestic offices:					
(a) Loans secured by 1–4 family residential properties	4435		246,000		1.a.(1) (a)
(b) All other loans secured by real estate	4436		25,000		1.a.(1) (b)
(c) All other loans	F821		275,000		1.a.(1) (c)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs.....	4059		248,000		1.a.(2)
b. Income from lease financing receivables	4065		149,000		1.b.
c. Interest income on balances due from depository institutions ¹	4115		734,000		1.c.
d. Interest and dividend income on securities:					
(1) U.S. Treasury securities and U.S. government agency obligations (excluding mortgage-backed securities)	B488		103,000		1.d.(1)
(2) Mortgage-backed securities	B489		1,350,000		1.d.(2)
(3) All other securities	4060		290,000		1.d.(3)
e. Interest income from trading assets	4069		50,000		1.e.
f. Interest income on federal funds sold and securities purchased under agreements to resell.....	4020		1,000		1.f.
g. Other interest income.....	4518		36,000		1.g.
h. Total interest income (sum of items 1.a through 1.g.).....	4107		3,507,000		1.h.
2. Interest expense					
a. Interest on deposits:					
(1) In domestic offices:					
(a) Time deposits of \$100,000 or more	A517		18,000		2.a.(1)(a)
(b) Time deposits of less than \$100,000	A518		1,000		2.a.(1)(b)
(c) Other deposits	6761		37,000		2.a.(1)(c)
(2) In foreign offices, Edge and Agreement subsidiaries, and IBFs.....	4172		114,000		2.a.(2)
b. Expense on federal funds purchased and securities sold under agreements to repurchase.....	4180		0		2.b.
c. Interest on trading liabilities and other borrowed money (excluding subordinated notes and debentures)	4185		265,000		2.c.
d. Interest on subordinated notes and debentures and on mandatory convertible securities.....	4397		124,000		2.d.
e. Other interest expense.....	4398		33,000		2.e.
f. Total interest expense (sum of items 2.a. through 2.e.).....	4073		592,000		2.f.
3. Net interest income (item 1.h minus item 2.f.).....	4074		2,915,000		3.
4. Provision for loan and lease losses (from Schedule HI-B, part II, item 5)	4230		320,000		4.
5. Noninterest income:					
a. Income from fiduciary activities	4070		6,413,000		5.a.
b. Service charges on deposit accounts in domestic offices	4483		421,000		5.b.
c. Trading revenue ²	A220		1,032,000		5.c.
d. (1) Fees and commissions from securities brokerage.....	C886		1,621,000		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		17,000		5.d.(3)
(4) Underwriting income from insurance and reinsurance activities.....	C386		4,000		5.d.(4)
(5) Income from other insurance activities.....	C387		0		5.d.(5)
e. Venture capital revenue.....	B491		(18,000)		5.e.
f. Net servicing fees.....	B492		0		5.f.
g. Net securitization income.....	B493		0		5.g.
h. Not applicable					
i. Net gains (losses) on sales of loans and leases	8560		10,000		5.i.
j. Net gains (losses) on sales of other real estate owned.....	8561		0		5.j.

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

2. For bank 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	Bil	Mil	Thou		
5. k. Net gains (losses) on sales of other assets (excluding securities).....	B496			0	5.k.	
l. Other noninterest income ³	B497		623,000		5.l.	
m. Total noninterest income (sum of items 5.a through 5.l).....	4079		10,123,000		5.m.	
6. a. Realized gains (losses) on held-to-maturity securities	3521		(616,000)		6.a.	
b. Realized gains (losses) on available-for-sale securities.....	3196		(4,753,000)		6.b.	
7. Noninterest expense:						
a. Salaries and employee benefits.....	4135		4,976,000		7.a.	
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest)	4217		894,000		7.b.	
c. (1) Goodwill impairment losses.....	C216		0		7.c. (1)	
(2) Amortization expense and impairment losses for other intangible assets.....	C232		426,000		7.c. (2)	
d. Other noninterest expense ⁴	4092		3,260,000		7.d.	
e. Total noninterest expense (sum of items 7.a through 7.d).....	4093		9,556,000		7.e.	
8. Income (loss) before income taxes and extraordinary items, and other adjustments (sum of items 3, 5.m, 6.a, and 6.b minus items 4 and 7.e)	4301		(2,207,000)		8.	
9. Applicable income taxes (foreign and domestic).....	4302		(1,395,000)		9.	
10. Income (loss) before extraordinary items and other adjustments (item 8 minus item 9).....	4300		(812,000)		10.	
11. Extraordinary items and other adjustments , net of income taxes ⁵	4320		(270,000)		11.	
12. Net income (loss) attributable to bank holding company and noncontrolling (minority) interests (sum of items 10 and 11)	G104		(1,082,000)		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		1,000		13.	
14. Net income (loss) attributable to bank holding company (item 12 minus item 13)	4340		(1,083,000)		14.	

³. See Schedule HI, memoranda item 6.

⁴. See Schedule HI, memoranda item 7.

⁵. Describe on Schedule HI, memoranda item 8.

MEMORANDA

		Dollar Amounts in Thousands				
	BHCK	Bil	Mil	Thou		
1. Net interest income (item 3 above) on a fully taxable equivalent basis.....	4519		2,933,000		M.1.	
2. Net income before income taxes, extraordinary items, and other adjustments (Item 8 above) on a fully taxable equivalent basis.....	4592		(2,190,000)		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		0		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		30,000		M.4.	
5. Number of full-time equivalent employees at end of current period (round to nearest whole number).....	BHCK	Number				
	4150		42,200		M.5.	
6. Other noninterest income (from Schedule HI, item 5.l, above) (only report amounts greater than \$25,000 that exceed 3% of Schedule HI, item 5.l):						
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		152,000		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. Net change in the fair values of financial instruments accounted for under a fair value option	F229		0		M.6.f.	

Schedule HI—Continued

MEMORANDA—Continued

Dollar Amounts in Thousands

	BHCK	Bil	Mil	Thou	
6. g. Bank card and credit card interchange fees.....	F555			0	M.6.g.
h. Gains on bargain purchases	J447			0	M.6.h.
i. TEXT 8562 Funds Transfer Fees	8562			74,000	M.6.i.
j. TEXT 8563 Standby L/C Fees	8563			76,000	M.6.j.
k. TEXT 8564 Lease Residual Gains	8564			90,000	M.6.k.
7. Other noninterest expense (from Schedule HI, item 7.d, above) (only report amounts greater than \$25,000 that exceed 3% of the sum of Schedule HI, item 7.d):					
a. Data processing expenses.....	C017			0	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			206,000	M.7.f.
g. FDIC deposit insurance assessments.....	4146			151,000	M.7.g.
h. Accounting and auditing expenses.....	F556			0	M.7.h.
i. Consulting and advisory expenses.....	F557			259,000	M.7.i.
j. Automated teller machine (ATM) and interchange expenses.....	F558			0	M.7.j.
k. Telecommunications expenses.....	F559			116,000	M.7.k.
l. TEXT 8565 Software	8565			380,000	M.7.l.
m. TEXT 8566 Travel & Entertainment	8566			150,000	M.7.m.
n. TEXT 8567 Sub Custodian Charges	8567			203,000	M.7.n.
8. Extraordinary items and other adjustments (from Schedule HI, item 11) (itemize all extraordinary items and other adjustments):					
a. (1) TEXT 3571 Discontinued Operations	3571			(421,000)	M.8.a.(1)
(2) Applicable income tax effect.....	BHCK	3572		(151,000)	M.8.a.(2)
b. (1) TEXT 3573	3573			0	M.8.b.(1)
(2) Applicable income tax effect.....	BHCK	3574		0	M.8.b.(2)
c. (1) TEXT 3575	3575			0	M.8.c.(1)
(2) Applicable income tax effect.....	BHCK	3576		0	M.8.c.(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.) (To be completed by bank holding companies that reported average trading assets (Schedule HC-K, item 4.a) of \$2 million or more for any quarter of the preceding calendar year):					
a. Interest rate exposures.....	8757			260,000	M.9.a.
b. Foreign exchange exposures.....	8758			850,000	M.9.b.
c. Equity security and index exposures.....	8759			12,000	M.9.c.
d. Commodity and other exposures.....	8760			0	M.9.d.
e. Credit exposures.....	F186			(90,000)	M.9.e.
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			(78,000)	M.10.a.
b. Net gains (losses) on credit derivatives held for purpose other than trading.....	C890			0	M.10.b.

Schedule HI—Continued

MEMORANDA—Continued

	Dollar Amounts in Thousands				
	BHCK	Bil	Mil	Thou	
11. Credit losses on derivatives (see instructions).....	A251			4,000	M.11.
Memorandum item 12.a is to be completed by bank holding companies with \$1 billion or more in total assets.¹					
12. a. Income from the sale and servicing of mutual funds and annuities (in domestic offices).....	8431		978,000		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		4,000		M.12.b. (2)
c. Benefits, losses, and expenses from insurance-related activities.....	B983		1,000		M.12.c.
13. Does the reporting bank holding company have a Subchapter Selection in effect for federal income tax purposes for the current tax year? (Enter "1" for yes; enter "0" for no)	BHCK				
	A530		0		M.13.

	Dollar Amounts in Thousands				
	BHCK	Bil	Mil	Thou	
<i>Memorandum item 14 is to be completed by bank holding companies that have elected to account for assets and liabilities under a fair value option.</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		6,000		M.14.a.
(1) Estimated net gains (losses) on loans attributable to changes in instrument specific credit risk	F552		4,000		M.14.a.(1)
b. Net gains (losses) on liabilities	F553		(9,000)		M.14.b.
(1) Estimated net gains (losses) on liabilities attributable to changes in instrument-specific credit risk.....	F554		(2,000)		M.14.b.(1)
15. Stock-based employee compensation expense (net of tax effects) calculated for all awards under the fair value method.....	C409		126,000		M.15.

	Year-to-date				
	BHCK	Bil	Mil	Thou	
<i>Memorandum item 16 is to be completed by bank holding companies that are required to complete Schedule HC-C, Memorandum items 6.b and 6.c.</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			0	M.16.

1. The \$1 billion asset size test is generally based on the total assets reported as of June 30, 2008.

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

Dollar Amounts in Thousands

	BHCK	Bil	Mil	Thou	
1. Total bank holding company equity capital most recently reported for the end of previous calendar year (i.e., after adjustments from amended Reports of Income)	3217		28,050,000		1.
2. Restatements due to corrections of material accounting errors and changes in accounting principles.....	B507		676,000		2.
3. Balance end of previous calendar year as restated (sum of items 1 and 2).....	B508		28,726,000		3.
	bhct				
4. Net income (loss) attributable to bank holding company (must equal Schedule HI, item 14).....	4340		(1,083,000)		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		(2,786,000)		5.b.
6. Sale of common stock:					
a. Sale of common stock, gross.....	3579		1,697,000		6.a.
b. Conversion or retirement of common stock.....	3580		0		6.b.
7. Sale of treasury stock.....	4782		2,000		7.
8. LESS: Purchase of treasury stock.....	4783		28,000		8.
9. Changes incident to business combinations, net	4356		0		9.
10. LESS: Cash dividends declared on preferred stock.....	4598		69,000		10.
11. LESS: Cash dividends declared on common stock	4460		596,000		11.
12. Other comprehensive income ¹	B511		3,590,000		12.
13. Change in the offsetting debit to the liability for Employee Stock Ownership Plan (ESOP) debt guaranteed by the bank holding company.....	4591		0		13.
14. Other adjustments to equity capital (not included above)	3581		(476,000)		14.
15. Total bank 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).....	3210		28,977,000		15.

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

	(Column A) Charge-offs ¹				(Column B) Recoveries					
	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou		
Dollar Amounts in Thousands										
I. Charge-offs and Recoveries on Loans and Leases (Fully Consolidated)										
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			13,000	C892			0		1.a.(1)
(2) Other construction loans and all land development and other land loans	C893			10,000	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			1,000	5412			0		1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties in domestic offices:										
(a) Secured by first liens.....	C234			60,000	C217			0		1.c.(2) (a)
(b) Secured by junior liens.....	C235			1,000	C218			0		1.c.(2) (b)
d. Secured by multifamily (5 or more) residential properties in domestic offices.....	3588			6,000	3589			0		1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:										
(1) Loans secured by owner-occupied nonfarm nonresidential properties	C895			0	C896			0		1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties.....	C897			21,000	C898			0		1.e.(2)
f. In foreign offices	B512			0	B513			0		1.f.
2. Loans to depository institutions and acceptances of other banks:										
a. To U.S. banks and other U.S. depository institutions	4653			0	4663			0		2.a.
b. To foreign banks.....	4654			0	4664			0		2.b.
3. Loans to finance agricultural production and other loans to farmers.....	4655			0	4665			0		3.
4. Commercial and industrial loans:										
a. To U.S. addressees (domicile)	4645			90,000	4617			0		4.a.
b. To non-U.S. addressees (domicile)	4646			0	4618			0		4.b.
5. Loans to individuals for household, family, and other personal expenditures:										
a. Credit cards.....	B514			0	B515			0		5.a.
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....	B516			1,000	B517			1,000		5.b.
6. Loans to foreign governments and official institutions.....	4643			0	4627			0		6.
7. All other loans.....	4644			35,000	4628			0		7.
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			1,000		8.b.
9. Total (sum of items 1 through 8).....	4635			238,000	4605			2,000		9.

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

Schedule HI-B—Continued

MEMORANDA

	(Column A) Charge-offs ¹				(Column B) Recoveries				
	Calendar year-to-date								
	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	
Dollar Amounts in Thousands									
1. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HI-B, part I, items 4 and 7 above	5409			0	5410			0	M.1.
2. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HI-B, part I, item 1, above).....	4652			0	4662			0	M.2.

Memorandum item 3 is to be completed by (1) bank 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) bank holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).

	Calendar year-to-date				
	BHCK	Bil	Mil	Thou	
	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).....	C388			

	Dollar Amounts in Thousands				
	BHCK	Bil	Mil	Thou	
II. Changes in allowance for loan and lease losses					
1. Balance most recently reported at end of previous year (i.e., after adjustments from amended Reports of Income)	B522			415,000	1.
	bhct				
2. Recoveries (must equal Schedule HI-B, part I, item 9, Column B, above)	4605			2,000	2.
3. LESS: Charge-offs (must equal Schedule HI-B, part I, item 9, column A above less Schedule HI-B, part II, item 4).....	BHCK				
	C079			238,000	3.
4. Less: Write-downs arising from transfers of loans to a held-for sale account.....	5523			0	4.
	bhct				
5. Provision for loan and lease losses (must equal Schedule HI, item 4).....	4230			320,000	5.
	BHCK				
6. Adjustments (see instructions for this schedule).....	C233			40,000	6.
	bhct				
7. Balance at end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (must equal Schedule HC, item 4.c).....	3123			539,000	7.

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

Schedule HI-B—Continued

MEMORANDA

Dollar Amounts in Thousands

	BHCK	Bil	Mil	Thou	
1. Allocated transfer risk reserve included in Schedule HI-B, part II, item 7	C435			0	M.1.
<i>Memoranda items 2 and 3 are to be completed by (1) bank 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) bank 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 (included in Schedule HC, item 4.c and Schedule HI-B, part II, item 7).....	C390			0	M.3.
<i>Memorandum item 4 is to be completed by all bank holding companies</i>					
4. Amount of allowance for post-acquisition losses on purchased impaired loans accounted for in accordance with AICPA Statement of Position 03-3 (included in Schedule HI-B, part II, item 7, above).....	C781			0	M.4.

Notes to the Income Statement-Predecessor Financial Items

For bank 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 bank 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	Bil	Mil	Thou	
1. Total interest income	4107			0	1.
a. Interest income on loans and leases	4094			0	1.a.
b. Interest income on investment securities.....	4218			0	1.b.
2. Total interest expense.....	4073			0	2.
a. Interest expense on deposits.....	4421			0	2.a.
3. Net interest income.....	4074			0	3.
4. Provision for loan and lease losses.....	4230			0	4.
5. Total noninterest income.....	4079			0	5.
a. Income from fiduciary activities.....	4070			0	5.a.
b. Trading revenue.....	A220			0	5.b.
c. Investment banking, advisory, brokerage and underwriting fees and commissions.....	B490			0	5.c.
d. Venture capital revenue.....	B491			0	5.d.
e. Net securization income.....	B493			0	5.e.
f. Insurance commissions and fees.....	B494			0	5.f.
6. Realized gains (losses) on held-to-maturity and available-for-sale securities.....	4091			0	6.
7. Total noninterest expense.....	4093			0	7.
a. Salaries and employee benefits.....	4135			0	7.a.
b. Goodwill impairment losses.....	C216			0	7.b.
8. Income (loss) before taxes, extraordinary items, and other adjustments.....	4301			0	8.
9. Applicable income taxes.....	4302			0	9.
10. Noncontrolling (minority) interest.....	4484			0	10.
11. Extraordinary items, net of applicable income taxes and noncontrolling (minority) interest.....	4320			0	11.
12. Net income (loss).....	4340			0	12.
13. Cash dividends declared.....	4475			0	13.
14. Net charge-offs.....	6061			0	14.
15. Net interest income (item 3 above) on a fully taxable equivalent basis.....	4519			0	15.

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 bank holding company wishes to explain, that has been separately disclosed in the bank 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 bank 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	Bil	Mil	Thou
0000 Sch. HI, item 1.a(1), Recognition of interest payments on nonaccrual loans to XYZ country				
	0000			1,350

Notes to the Income Statement

TEXT	Dollar Amount in Thousands			BHCK	Bil	Mil	Thou
1. Cumulative effect of the initial application of FSP FAS 115-2 on other-than-temporary impairment				G894			676,000
2. 5352 HI Memo 7.o. Distribution & Servicing Expenses				5352			426,000
3. 5353				5353			
4. 5354				5354			
5. 5355				5355			
6. B042				B042			
7. B043				B043			
8. B044				B044			
9. B045				B045			
10. B046				B046			

Notes to the Income Statement—Other, Continued

TEXT		Dollar Amount in Thousands	BHCK	Bil	Mil	Thou
11.	B047					
			B047			11.
12.	B048					
			B048			12.
13.	B049					
			B049			13.
14.	B050					
			B050			14.
15.	B051					
			B051			15.
16.	B052					
			B052			16.
17.	B053					
			B053			17.
18.	B054					
			B054			18.
19.	B055					
			B055			19.
20.	B056					
			B056			20.

For Federal Reserve Bank Use Only
C.I. _____**The Bank of New York Mellon Corporation**

Name of Bank Holding Company

Consolidated Financial Statements for Bank Holding CompaniesReport at the close of business December 31, 2009**Schedule HC—Consolidated Balance Sheet**

		Dollar Amounts in Thousands				
		BHCK	Bil	Mil	Thou	
ASSETS						
1.	Cash and balances due from depository institutions:					
a.	Noninterest-bearing balances and currency and coin ¹	0081		3,757,000		1.a.
b.	Interest-bearing balances: ²					
(1)	In U.S. offices	0395		15,555,000		1.b.(1)
(2)	In foreign offices, Edge and Agreement subsidiaries, and IBFs	0397		48,406,000		1.b.(2)
2.	Securities:					
a.	Held-to-maturity securities (from Schedule HC-B, column A)	1754		4,425,000		2.a.
b.	Available-for-sale securities (from Schedule HC-B, column D)	1773		51,911,000		2.b.
3.	Federal funds sold and securities purchased under agreements to resell:					
a.	Federal funds sold in domestic offices	BHDM	B987		85,000	3.a.
b.	Securities purchased under agreements to resell ³	BHCK	B989		51,000	3.b.
4.	Loans and lease financing receivables:					
a.	Loans and leases held for sale	5369			421,000	4.a.
b.	Loans and leases, net of unearned income	B528		37,682,000		4.b.
c.	LESS: Allowance for loan and lease losses	3123		539,000		4.c.
d.	Loans and leases, net of unearned income and allowance for loan and lease losses (item 4.b minus 4.c)	B529		37,143,000		4.d.
5.	Trading assets (from Schedule HC-D)	3545		6,002,000		5.
6.	Premises and fixed assets (including capitalized leases)	2145		1,614,000		6.
7.	Other real estate owned (from Schedule HC-M)	2150		5,000		7.
8.	Investments in unconsolidated subsidiaries and associated companies	2130		1,478,000		8.
9.	Direct and indirect investments in real estate ventures	3656		0		9.
10.	Intangible assets:					
a.	Goodwill	3163		16,249,000		10.a.
b.	Other intangible assets (from Schedule HC-M)	0426		5,588,000		10.b.
11.	Other assets (from Schedule HC-F)	2160		19,646,000		11.
12.	Total assets (sum of items 1 through 11)	2170		212,336,000		12.

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

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

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

Schedule HC—Continued

Dollar Amounts in Thousands

	BHDM	Bil	Mil	Thou	
LIABILITIES					
13. Deposits:					
a. In domestic offices (from Schedule HC-E):					
(1) Noninterest-bearing ¹	6631		31,526,000		13.a.(1)
(2) Interest-bearing.....	6636		33,946,000		13.a.(2)
b. In foreign offices, Edge and Agreement subsidiaries, and IBFs:					
(1) Noninterest-bearing.....	BHFN		2,501,000		13.b.(1)
(2) Interest-bearing.....	6636		68,629,000		13.b.(2)
14. Federal funds purchased and securities sold under agreements to repurchase:					
a. Federal funds purchased in domestic offices ²					
	B993		522,000		14.a.
b. Securities sold under agreements to repurchase ³					
	B995		3,004,000		14.b.
15. Trading liabilities (from Schedule HC-D).....	3548		6,396,000		15.
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule HC-M).....	3190		16,262,000		16.
17. Not applicable					
18. Not applicable					
19. a. Subordinated notes and debentures ⁴	4062		4,553,000		19.a.
b. Subordinated notes payable to unconsolidated trusts issuing trust preferred securities, and trust preferred securities issued by consolidated special purpose entities.....	C699		1,686,000		19.b.
20. Other liabilities (from Schedule HC-G).....	2750		14,308,000		20.
21. Total liabilities (sum of items 13 through 20).....	2948		183,333,000		21.
22. Not applicable					
EQUITY CAPITAL					
Bank Holding Company Equity Capital					
23. Perpetual preferred stock and related surplus.....	3283		0		23.
24. Common stock (par value).....	3230		12,000		24.
25. Surplus (exclude all surplus related to preferred stock).....	3240		21,917,000		25.
26. a. Retained earnings.....	3247		8,912,000		26.a.
b. Accumulated other comprehensive income ⁵	B530		(1,835,000)		26.b.
c. Other equity capital components ⁶	A130		(29,000)		26.c.
27. a. Total bank holding company equity capital (sum of items 23 through 26.c).....	3210		28,977,000		27.a.
b. Noncontrolling (minority) interests in consolidated subsidiaries	3000		26,000		27.b.
28. Total equity capital (sum of items 27.a and 27.b).....	G105		29,003,000		
29. Total liabilities and equity capital (sum of items 21 and 28).....	3300		212,336,000		29.

1. Includes total demand deposits and noninterest-bearing 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 net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses) on cash flow hedges, cumulative foreign currency translation adjustments, and minimum pension liability adjustments.
 6. Includes treasury stock and unearned Employee Stock Ownership Plan shares.

Schedule HC—Continued

MEMORANDA (to be completed annually only by bank holding companies for the December 31 report date)

BHCK	
C884	1

1. Has the bank 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)..... M.1.

2. If response to Memoranda item 1 is yes, indicate below the name and address of the bank holding company's independent external auditing firm(see instructions), and the name and e-mail address of the auditing firm's engagement partner. ⁷

a. KPMG LLC

(1) Name of External Auditing Firm (TEXT C703)

New York

(2) City (TEXT C708)

NY

(3) State Abbrev. (TEXT C714)

10154

(4) Zip Code (TEXT C715)

b. Marc Filoche

(1) Name of Engagement Partner (TEXT C704)

marc.filoche@kpmg.com

(2) E-mail Address (TEXT C705)

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

Schedule HC-B—Securities

	Held-to-maturity								Available-for-sale								
	(Column A) Amortized Cost				(Column B) Fair Value				(Column C) Amortized Cost				(Column D) Fair Value				
	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	
Dollar Amounts in Thousands																	
1. U.S. Treasury securities	0211			0	0213			0	1286			6,364,000	1287			6,384,000	1.
2. U.S. government agency obligations (exclude mortgage-backed securities) :																	
a. Issued by U.S. government agencies ¹	1289			0	1290			0	1291			0	1293			0	2.a.
b. Issued by U.S. government-sponsored agencies ²	1294			0	1295			0	1297			1,235,000	1298			1,260,000	2.b.
3. Securities issued by states and political subdivisions in the U.S.....	8496			150,000	8497			152,000	8498			554,000	8499			537,000	3.
4. Mortgage-backed securities (MBS)																	
a. Residential pass-through securities:																	
(1) Guaranteed by GNMA.....	G300			165,000	G301			172,000	G302			1,299,000	G303			1,313,000	4.a.(1)
(2) Issued by FNMA and FHLMC.....	G304			342,000	G305			363,000	G306			12,731,000	G307			12,861,000	4.a.(2)
(3) Other pass-through securities.....	G308			0	G309			0	G310			0	G311			0	4.a.(3)
b. Other residential mortgage-backed securities (include CMOs, REMICs, and stripped MBS) :																	
(1) Issued or guaranteed by FNMA, FHLMC, or GNMA.....	G312			32,000	G313			34,000	G314			4,623,000	G315			4,692,000	4.b.(1)
(2) Collateralized by MBS issued or guaranteed by FNMA, FHLMC, or GNMA	G316			0	G317			0	G318			0	G319			0	4.b.(2)
(3) All other residential mortgage-backed securities.....	G320			3,718,000	G321			3,510,000	G322			9,280,000	G323			8,425,000	4.b.(3)
c. Commercial MBS:																	
(1) Commercial pass-through securities	G324			0	G325			0	G326			44,000	G327			46,000	4.c.(1)
(2) Other commercial MBS	G328			11,000	G329			10,000	G330			2,762,000	G331			2,591,000	4.c.(2)
5. Asset-backed securities and structured financial products:																	
a. Asset-backed securities (ABS)	C026			0	C988			0	C989			1,011,000	C027			973,000	5.
b. Structured financial products:																	
(1) Cash	G336			0	G337			0	G338			158,000	G339			145,000	5.b.(1)
(2) Synthetic	G340			0	G341			0	G342			36,000	G343			28,000	5.b.(2)
(3) Hybrid	G344			0	G345			0	G346			89,000	G347			78,000	5.b.(3)
6. Other debt securities:																	
a. Other domestic debt securities	1737			0	1738			0	1739			2,330,000	1741			2,359,000	6.a.
b. Foreign debt securities	1742			7,000	1743			7,000	1744			8,904,000	1746			8,913,000	6.b.
7. Investments in mutual funds and other equity securities with readily determinable fair values.....									A510			1,297,000	A511			1,306,000	7.
8. Total (sum of 1 through 7) (total of column A must equal Schedule HC, item 2.a) (total of column D must equal Schedule HC, item 2.b)	bhct												bhct				
	1754			4,425,000	1771			4,248,000	1772			52,717,000	1773			51,911,000	8.

1. Includes Small Business Administration "Guaranteed Loan Pool Certificates," U.S. Maritime Administration obligations, and Export-Import Bank participation certificates.
 2. Includes obligations (other than mortgage-backed securities) issued by the Farm Credit System, the Federal Home Loan Bank System, the Federal Home Loan Mortgage Corporation, the Federal National Mortgage Association, the Financing Corporation, Resolution Funding Corporation, the Student Loan Marketing Association, and the Tennessee Valley Authority.

Schedule HC-B—Continued

MEMORANDA

		Dollar Amounts in Thousands				
		BHCK	Bil	Mil	Thou	
1. Pledged securities ¹		0416			30,879,000	M.1.
2. Remaining maturity or next repricing date of debt securities ^{2,3} (Schedule HC-B, items 1 through 6. b in columns A and D above) :						
a. 1 year and less		0383		1,268,000		M.2.a.
b. Over 1 year to 5 years.....		0384		17,964,000		M.2.b.
c. Over 5 years.....		0387		35,798,000		M.2.c.
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		1,716,000		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		0		M.4.a.
b. Fair value.....		8783		0		M.4.b.

	Held-to-maturity								Available-for-sale								
	(Column A) Amortized Cost				(Column B) Fair Value				(Column C) Amortized Cost				(Column D) Fair Value ¹				
	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	
Dollar Amounts in Thousands																	
<i>Memorandum item 5 is to be completed by bank holding companies with total assets over \$1 billion or with foreign offices.⁴</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		626,000		B841		610,000	M.5.a.	
b. Home equity lines	B842			0	B843			0	B844		1,000		B845		1,000	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		223,000		B857		201,000	M.5.e.	
f. Other	B858			0	B859			0	B860		161,000		B861		161,000	M.5.f.	
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, sum of items 5.b.(1) through (3)):																	
a. Trust preferred securities issued by financial institutions.....	G348			0	G349			0	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.	

1. Includes held-to-maturity securities at amortized cost and available-for-sale securities at fair value.
 2. Exclude investments in mutual funds and other equity securities with readily determinable fair values.
 3. Report fixed rate debt securities by remaining maturity and floating debt securities by next repricing date.
 4. The \$1 billion asset size test is generally based on the total assets reported as of June 30, 2008.

Schedule HC-B—Continued

MEMORANDA—Continued

	Held-to-maturity								Available-for-sale								
	(Column A) Amortized Cost				(Column B) Fair Value				(Column C) Amortized Cost				(Column D) Fair Value				
	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	
Dollar Amounts in Thousands																	
6. c. Corporate and similar loans	G356			0	G357			0	G358			247,000	G359			223,000	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			36,000	G371			28,000	M.6.f.
g. Other collateral or reference assets.....	G372			0	G373			0	G374			0	G375			0	M.6.g.

Schedule HC-C—Loans and Lease Financing Receivables

Do not deduct the allowance for loan and lease losses from amounts reported in this schedule. Report (1) loans and leases held for sale at the lower of cost or 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.

	(Column A) Consolidated				(Column B) In Domestic Offices			
	BHCK	Bil	Mil	Thou	BHDM	Bil	Mil	Thou
Dollar Amounts in Thousands								
1. Loans secured by real estate.....	1410		7,961,000					
a. Construction, land development and other land loans				BHCK				
(1) 1–4 family residential construction loans				F158		15,000		
(2) Other construction loans and all land development and other land loans				F159		362,000		
b. Secured by farmland.....				BHDM				
c. Secured by 1-4 family residential properties:				1420		5,000		
(1) Revolving, open-end loans secured by 1–4 family residential properties and extended under lines of credit.....								
(2) Closed-end loans secured by 1-4 family residential properties:								
(a) Secured by first liens.....				1797		328,000		
(b) Secured by junior liens.....				5367		5,213,000		
d. Secured by multifamily (5 or more) residential properties				5368		23,000		
e. Secured by nonfarm nonresidential properties:				1460		422,000		
(1) Loans secured by owner-occupied nonfarm nonresidential properties				BHCK				
(2) Loans secured by other nonfarm nonresidential properties.....				F160		203,000		
2. Loans to depository institutions and acceptances of other banks				F161		868,000		
a. To U.S. banks and other U.S. depository institutions				BHDM				
b. To foreign banks.....				1288		580,000		
3. Loans to finance agricultural production and other loans to farmers.....	1292		164,000					
4. Commercial and industrial loans	1296		3,842,000					
a. To U.S. addressees (domicile).....	1590		18,000	1590		11,000		
b. To non-U.S. addressees (domicile).....				1766		1,250,000		
5. Not applicable								
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....								
a. Credit cards	B538		0					
b. Other revolving credit plans	B539		114,000					
c. Other consumer loans (includes single payment, installment, and all student loans).....	2011		862,000					
7. Loans to foreign governments and official institutions (including foreign central banks).....								
8. Not applicable				2081		92,000		2081
9. a. Loans for purchasing and carrying securities (secured and unsecured).....								
b. All other loans.....	1545		8,635,000	1545		8,376,000		
10. Lease financing receivables (net of unearned income).....	1564		8,976,000	1564		6,395,000		
a. Leases to individuals for household, family, and other personal expenditures (i.e., consumer leases).....				2165		3,515,000		
b. All other leases.....	F162		0					
11. LESS: Any unearned income on loans reflected in items 1–9 above.....	F163		3,515,000					
12. Total (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).....	2123		37,000	2123		36,000		
	2122		38,103,000	2122		28,506,000		

Schedule HC-C—Continued

MEMORANDA

Dollar Amounts in Thousands

	BHDM	Bil	Mil	Thou	
1. Loans and leases restructured and in compliance with modified terms (included in Schedule HC-C, above and not reported as past due or nonaccrual in Schedule HC-N, memorandum item 1):					
a. Loans secured by 1–4 family residential properties in domestic offices	F576			0	M.1.a.
b. Other loans and all other leases (exclude loans to individuals for household, family, and other family, and other personal expenditures)	BHCK				M.1.b.
	1616			0	
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule HC-C, items 4 and 9, column A, above	BHCK				M.2.
	2746			394,000	
3. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule HC-C, item 1, column A).....	B837			3,000	M.3.
<i>Memorandum item 4 is to be completed by (1) bank 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) bank 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.
<i>Memorandum item 5 is to be completed by all bank holding companies.</i>					
5. Purchased impaired loans held for investment accounted for in accordance with AICPA Statement of Position 03-3 (exclude loans held for sale):					
a. Outstanding balance.....	C779			0	M.5.a.
b. Carrying amount included in Schedule HC-C, items 1 through 9.....	C780			0	M.5.b.
6. Closed-end loans with negative amortization features secured by 1–4 family residential properties in domestic offices:					
a. Total carrying 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			0	M.6.a.
<i>Memorandum items 6.b and 6.c are to be completed by bank 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, 2008, that exceeded the lesser of \$100 million or 5 percent of total loans and leases, net of unearned income, 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			0	M.6.b.
c. Total amount of negative amortization on closed-end loans secured by 1–4 family residential properties included in the carrying amount reported in Memorandum item 6.a above.....	F232			0	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			86,000	M.9.

Schedule HC-C—Continued

MEMORANDA—Continued

Memorandum items 10 and 11 are to be completed by bank 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.

	(Column A) Consolidated				(Column B) In Domestic Offices				
	BHCK	Bil	Mil	Thou	BHDM	Bil	Mil	Thou	
Dollar Amounts in Thousands									
10. Loans measured at fair value:									
a. Loans secured by real estate	F608	358,000							M.10.a.
(1) Construction, land development, and other land loans					F578	102,000			M.10.a.(1)
(2) Secured by farmland (including farm residential and other improvements)					F579	2,000			M.10.a.(2)
(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.....					F580	26,000			M.10.a.(3)(a)
(b) Closed-end loans secured by 1–4 family residential properties:									
(i) Secured by first liens					F581	10,000			M.10.a.(3)(b)(i)
(ii) Secured by junior liens					F582	0			M.10.a.(3)(b)(ii)
(4) Secured by multifamily (5 or more) residential properties.....					F583	53,000			M.10.a.(4)
(5) Secured by nonfarm nonresidential properties					F584	165,000			M.10.a.(5)
b. Commercial and industrial loans	F585	244,000			F585	244,000			M.10.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):									
(1) Credit cards	F586	0			F586	0			M.10.c.(1)
(2) Other revolving credit plans	F587	3,000			F587	3,000			M.10.c.(2)
(3) Other consumer loans (includes single payment, installment, and all student loans)	F588	0			F588	0			M.10.c.(3)
d. Other loans	F589	0			F589	0			M.10.d.
11. Unpaid principal balances of loans measured at fair value (reported in memorandum item 10):									
a. Loans secured by real estate	F609	602,000							M.11.a.
(1) Construction, land development, and other land loans					F590	212,000			M.11.a.(1)
(2) Secured by farmland (including farm residential and other improvements)					F591	5,000			M.11.a.(2)
(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.....					F592	30,000			M.11.a.(3)(a)
(b) Closed-end loans secured by 1–4 family residential properties:									
(i) Secured by first liens					F593	18,000			M.11.a.(3)(b)(i)
(ii) Secured by junior liens					F594	0			M.11.a.(3)(b)(ii)
(4) Secured by multifamily (5 or more) residential properties					F595	97,000			M.11.a.(4)
(5) Secured by nonfarm nonresidential properties					F596	240,000			M.11.a.(5)
b. Commercial and industrial loans	F597	256,000			F597	256,000			M.11.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):									
(1) Credit cards	F598	0			F598	0			M.11.c.(1)
(2) Other revolving credit plans	F599	4,000			F599	4,000			M.11.c.(2)
(3) Other consumer loans (includes single payment, installment, and all student loans)	F600	0			F600	0			M.11.c.(3)
d. Other loans	F601	0			F601	0			M.11.d.

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 contractual cash flows not expected to be collected				
	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	
Dollar Amounts in Thousands													
12. Loans (not subject to the requirements of AICPA Statement of Position 03-3) 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			0	G092			0	G093			0	M.12.a.
b. Commercial and industrial loans.....	G094			0	G095			0	G096			0	M.12.b.
c. Loans to individuals for household, family, and other personal expenditures	G097			0	G098			0	G099			0	M.12.c.
d. All other loans and all leases	G100			0	G101			0	G102			0	M.12.d.

	Dollar Amounts in Thousands				
	BHCK	Bil	Mil	Thou	
13. Not applicable.					
14. Pledged loans and leases.....	G378			0	M.14.

Schedule HC-D—Trading Assets and Liabilities

Schedule HC-D is to be completed by bank holding companies that reported average trading assets (Schedule HC-K, item 4.a) of \$2 million or more in any of the four preceding quarters.

		Dollar Amounts in Thousands								
		(Column A) Consolidated				(Column B) In Domestic Offices				
		BHCM	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	
ASSETS										
1.	U.S. Treasury securities	3531			228,000	3531			228,000	1.
2.	U.S. government agency obligations (exclude mortgage-backed securities).....	3532			112,000	3532			112,000	2.
3.	Securities issued by states and political subdivisions in the U.S.	3533			156,000	3533			156,000	3.
4.	Mortgage-backed securities (MBS):									
a.	Residential pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA	BHCK				BHDM				
	G379			196,000	G379			196,000	4.a.
b.	Other residential mortgage-backed securities issued or guaranteed by FNMA, FHLMC, or GNMA (include CMOs, REMICs, and stripped MBS).....	G380			0	G380			0	4.b.
c.	All other residential mortgage-backed securities	G381			0	G381			0	4.c.
d.	Commercial MBS	G382			0	G382			0	4.d.
5.	Other debt securities:									
a.	Structured financial products:									
(1)	Cash	G383			0	G383			0	5.a.(1)
(2)	Synthetic	G384			0	G384			0	5.a.(2)
(3)	Hybrid	G385			0	G385			0	5.a.(3)
b.	All other debt securities	G386			384,000	G386			384,000	5.b.
6.	Loans:									
a.	Loans secured by real estate	F610			0					6.a.
(1)	Construction, land development, and other land loans					F604			0	6.a.(1)
(2)	Secured by farmland (including farm residential and other improvements).....					F605			0	6.a.(2)
(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.....					F606			0	6.a.(3)(a)
(b)	Closed-end loans secured by 1–4 family residential properties:									
(i)	Secured by first liens					F607			0	6.a.(3)(b)(i)
(ii)	Secured by junior liens					F611			0	6.a.(3)(b)(ii)
(4)	Secured by multifamily (5 or more) residential properties					F612			0	6.a.(4)
(5)	Secured by nonfarm nonresidential properties					F613			0	6.a.(5)
b.	Commercial and industrial loans	F614			4,000	F614			4,000	6.b.
c.	Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):									
(1)	Credit cards	F615			0	F615			0	6.c.(1)
(2)	Other revolving credit plans	F616			0	F616			0	6.c.(2)
(3)	Other consumer loans (includes single payment, installment, and all student loans)	F617			0	F617			0	6.c.(3)
d.	Other loans	F618			0	F618			0	6.d.
7.-8.	Not applicable									
		BHCM				BHCK				
9.	Other trading assets	3541			359,000	3541			318,000	9.
10.	Not applicable									
11.	Derivatives with a positive fair value.....	3543			4,563,000	3543			3,695,000	11
12.	Total trading assets (sum of items 1 through 11) (total of column A must equal Schedule HC, item 5)	bhct				BHDM				
		3545			6,002,000	3545			5,093,000	12.

Schedule HC-D—Continued

	(Column A) Consolidated				(Column B) Domestic Offices				
	BHCK	Bil	Mil	Thou	BHDM	Bil	Mil	Thou	
Dollar Amounts in Thousands									
LIABILITIES									
13. a. Liability for short positions:									
(1) Equity securities	G209		137,000		G209		137,000		13.a.(1)
(2) Debt securities	G210		1,053,000		G210		1,053,000		13.a.(2)
(3) All other assets	G211		4,000		G211		4,000		13.a.(3)
b. All other trading liabilities.....	F624		0		F624		0		13.b.
14. Derivatives with a negative fair value.....	3547		5,202,000		3547		4,319,000		14.
15. Total trading liabilities (sum of items 13.a through 14)	bhct								
(total of column A must equal Schedule HC, item 15	3548		6,396,000		3548		5,513,000		15.

MEMORANDA

	(Column A)				(Column B)				
	BHCK	Bil	Mil	Thou	BHDM	Bil	Mil	Thou	
Dollar Amounts in Thousands									
1. Unpaid principal balance of loans measured at fair value (reported in Schedule HC-D, items 6.a. through 6.d.)									
a. Loans secured by real estate	F790		0						M.1.a.
(1) Construction, land development, and other land loans.....					F625		0		M.1.a.(1)
(2) Secured by farmland (including farm residential and other improvements).....					F626		0		M.1.a.(2)
(3) Secured by 1–4 family residential properties:									
(a) Revolving, open-end land secured by 1–4 family residential properties and extended under lines of credit					F627		0		M.1.a.(3)(a)
(b) Closed-end loans secured by 1–4 family residential properties:									
(i) Secured by first liens					F628		0		M.1.a.(3)(b)(i)
(ii) Secured by junior liens					F629		0		M.1.a.(3)(b)(ii)
(4) Secured by multifamily (5 or more) residential properties.....					F630		0		M.1.a.(4)
(5) Secured by nonfarm nonresidential properties					F631		0		M.1.a.(5)
b. Commercial and industrial loans	F632		8,000		F632		8,000		M.1.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):									
(1) Credit cards	F633		0		F633		0		M.1.c.(1)
(2) Other revolving credit plans	F634		0		F634		0		M.1.c.(2)
(3) Other consumer loans (includes single payment, installment, and all student loans).....	F635		0		F635		0		M.1.c.(3)
d. Other loans	F636		0		F636		0		M.1.d.
2. Loans measured at fair value that are past due 90 days or more:									
a. Fair value	F639		0		F639		0		M.2.a.
b. Unpaid principal balance	F640		0		F640		0		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.(1) through (3)):									
a. Trust preferred securities issued by financial institutions	G299		0		G299		0		M.3.a.
b. Trust preferred securities issued by real estate investment trusts	G332		0		G332		0		M.3.b.
c. Corporate and similar loans	G333		0		G333		0		M.3.c.
d. 1–4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs)	G334		0		G334		0		M.3.d.
e. 1–4 family residential MBS not issued or guaranteed by GSEs	G335		0		G335		0		M.3.e.
f. Diversified (mixed) pools of structured financial products	G651		0		G651		0		M.3.f.
g. Other collateral or reference assets	G652		0		G652		0		M.3.g.

Schedule HC-D—Continued

MEMORANDA (continued)

	(Column A) Consolidated				(Column B) Domestic Offices				
	BHCK	Bil	Mil	Thou	BHDM	Bil	Mil	Thou	
Dollar Amounts in Thousands									
4. Pledged trading assets:									
a. Pledged securities	G387			0	G387			0	M.4.a.
b. Pledged loans	G388			0	G388			0	M.4.b.

	Dollar Amounts in Thousands				
	BHCK	Bil	Mil	Thou	
<i>Memoranda items 5 through 10 are to be completed by bank holding companies that reported average trading assets (Schedule HC-K, item 4.a.) of \$1 billion or more in any of the four preceding quarters.</i>					
5. Asset-backed securities:					
a. Credit card receivables	F643			0	M.5.a.
b. Home equity lines	F644			0	M.5.b.
c. Automobile loans	F645			0	M.5.c.
d. Other consumer loans	F646			0	M.5.d.
e. Commercial and industrial loans	F647			0	M.5.e.
f. Other	F648			0	M.5.f.
6. Retained beneficial interests in securitizations (first-loss or equity tranches)	F651			0	M.6.
7. Equity securities:					
a. Readily determinable fair values	F652			70,000	M.7.a.
b. Other	F653			0	M.7.b.
8. Loans pending securitization	F654			0	M.8.
9. a. (1) Gross fair value of commodity contracts	G212			0	M.9.a.(1)
(2) Gross fair value of physical commodities held in inventory	G213			0	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 \$25,000 and exceed 25% of item 9 less Memoranda items 9.a.(1) and 9.a.(2)):					
(1) BHTX F655 Seed Capital	F655			134,000	M.9.b.(1)
(2) BHTX F656	F656			0	M.9.b.(2)
(3) BHTX F657	F657			0	M.9.b.(3)
10. Other trading liabilities (itemize and describe amounts included in Schedule HC-D, item 13 that are greater than \$25,000 and exceed 25% of the item)					
a. BHTX F658	F658			0	M.10.a.
b. BHTX F659	F659			0	M.10.b.
c. BHTX F660	F660			0	M.10.c.

Schedule HC-E—Deposit Liabilities ¹

Dollar Amounts in Thousands

	BHCB	Bil	Mil	Thou	
1. Deposits held in domestic offices of commercial bank subsidiaries of the reporting bank holding company:					
a. Demand deposits.....	2210		23,515,000		1.a.
b. NOW, ATS, and other transaction accounts.....	3187		863,000		1.b.
c. Money market deposit accounts and other savings accounts.....	2389		12,998,000		1.c.
d. Time deposits of less than \$100,000.....	6648		70,000		1.d.
e. Time deposits of \$100,000 or more.....	2604		28,026,000		1.e.
2. Deposits held in domestic offices of other depository institutions that are subsidiaries of the reporting bank holding company:	BHOD				
a. Noninterest-bearing balances.....	3189		0		2.a.
b. 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 less than \$100,000.....	6648		0		2.d.
e. Time deposits of \$100,000 or more.....	2604		0		2.e.

MEMORANDA

Dollar Amounts in Thousands

	BHDM	Bil	Mil	Thou	
1. Brokered deposits less than \$100,000 with a remaining maturity of one year or less.....	A243			0	M.1.
2. Brokered deposits less than \$100,000 with a remaining maturity of more than one year.....	A164			0	M.2.
3. Time deposits of \$100,000 or more with a remaining maturity of one year or less.....	A242		28,017,000		M.3.
	BHFN				
4. Foreign office time deposits with a remaining maturity of one year or less.....	A245		22,158,000		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).

Schedule HC-F—Other Assets

Dollar Amounts in Thousands

	BHCK	Bil	Mil	Thou	
1. Accrued interest receivable ¹	B556		644,000		1.
2. Net deferred tax assets ²	2148		56,000		2.
3. Interest-only strips receivable (not in the form of a security) ³ on:					
a. Mortgage loans.....	A519		0		3.a.
b. Other financial assets.....	A520		0		3.b.
4. Equity securities that DO NOT have readily determinable fair values ⁴	1752		1,034,000		4.
5. Life insurance assets.....	C009		3,895,000		5.
6. Other.....	2168		14,017,000		6.
	bhct				
7. Total (sum of items 1 through 6) (must equal Schedule HC, item 11).....	2160		19,646,000		7.

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

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

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

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

Schedule HC-G—Other Liabilities

Dollar Amounts in Thousands

	BHCK	Bil	Mil	Thou	
1. Not applicable					
2. Net deferred tax liabilities ¹	3049		914,000		2.
3. Allowance for credit losses on off-balance sheet credit exposures	B557		126,000		3.
4. Other	B984		13,268,000		4.
	bhct				
5. Total (sum of items 2 through 4) (must equal Schedule HC, item 20).....	2750		14,308,000		5.

1. See discussion of deferred income taxes in Glossary entry on "income taxes."

Schedule HC-H—Interest Sensitivity¹

Dollar Amounts in Thousands

	BHCK	Bil	Mil	Thou	
1. Earning assets that are repricable within one year or mature within one year.....	3197		122,607,000		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		87,244,000		2.
3. Long-term debt that reprices within one year included in items 16 and 19.a on Schedule HC, Balance Sheet.....	3298		2,603,000		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		350,000		5.

1. Bank holding companies with foreign offices have the option of excluding the smallest of such non-U.S.offices from coverage in this schedule.Such bank 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 bank holding company's assets in foreign countries and 10 percent of the bank 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 bank holding companies.

(See instructions for additional information.)

I. Property and Casualty Underwriting

Dollar Amounts in Thousands

	BHCK	Bil	Mil	Thou	
ASSETS					
1. Reinsurance recoverables	B988		0		1.
2. Total assets.....	C244		98,000		2.
LIABILITIES					
3. Claims and claims adjustment expense reserves	B990		1,000		3.
4. Unearned premiums.....	B991		2,000		4.
5. Total equity	C245		95,000		5.
6. Net income.....	C246		1,000		6.

II. Life and Health Underwriting

	BHCK	Bil	Mil	Thou	
ASSETS					
1. Reinsurance recoverables.....	C247		0		1.
2. Separate account assets.....	B992		0		2.
3. Total assets.....	C248		26,000		3.
LIABILITIES					
4. Policyholder benefits and contractholder funds.....	B994		0		4.
5. Separate account liabilities	B996		0		5.
6. Total equity.....	C249		24,000		6.
7. Net income.....	C250		0		7.

Schedule HC-K—Quarterly Averages

Dollar Amounts in Thousands

	BHCK	Bil	Mil	Thou	
ASSETS					
1. Securities	3515		56,617,000		1
2. Federal funds sold and securities purchased under agreements to resell.....	3365		597,000		2.
3. Loans and leases.....	3516		36,852,000		3.
BHDM					
a. Loans secured by 1–4 family residential properties in domestic offices	3465		5,323,000		3.a.
b. All other loans secured by real estate in domestic offices	3466		1,166,000		3.b.
c. All other loans in domestic offices	F724		20,001,000		3.c.
BHCK					
4. a. Trading assets	3401		7,377,000		4.a.
b. Other earning assets	B985		66,677,000		4.b.
5. Total consolidated assets.....	3368		214,895,000		5.
LIABILITIES					
6. Interest-bearing deposits (domestic).....	3517		27,662,000		6.
7. Interest-bearing deposits (foreign).....	3404		71,686,000		7.
8. Federal funds purchased and securities sold under agreements to repurchase	3353		3,553,000		8.
9. All other borrowed money	2635		14,093,000		9.
10. Not applicable					
EQUITY CAPITAL					
11. Total equity capital (excludes limited-life preferred stock).....	3519		28,843,000		11.

For Federal Reserve Bank Use Only	
C.I.	

(Report only transactions with nonrelated institutions)

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

		Dollar Amounts in Thousands				
		BHCK	Bil	Mil	Thou	
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			382,000	1.a.
b.	Credit card lines	3815			0	1.b.
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			311,000	1.c.(1)
	(a) 1–4 family residential construction loan commitments.....	F164		1,000		1.c.(1)(a)
	(b) Commercial real estate, other construction loan, and land development loan commitments.....	F165		310,000		1.c.(1)(b)
d. (2) Commitments to fund commercial real estate, construction, and land development loans NOT secured by real estate.....						
		6550			8,000	1.c.(2)
d.	Securities underwriting	3817			0	1.d.
e.	Other unused commitments	3818			32,897,000	1.e.
2. Financial standby letters of credit and foreign office guarantees						
		6566			12,486,000	2.
Item 2.a is to be completed by bank holding companies with \$1 billion or more in total assets.¹						
a.	Amount of financial standby letters of credit conveyed to others	3820			2,127,000	2.a.
3. Performance standby letters of credit and foreign office guarantees						
		6570			1,150,000	3.
Item 3.a is to be completed by bank holding companies with \$1 billion or more in total assets.¹						
a.	Amount of performance standby letters of credit conveyed to others	3822			97,000	3.a.
4. Commercial and similar letters of credit						
		3411			790,000	4.
5. Not applicable						
6. Securities lent.....						
		3433			249,120,000	6.

		(Column A)				(Column B)				
		Sold Protection				Purchased Protection				
		BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	
7. Credit derivatives:										
a. Notional amounts:										
(1)	Credit default swaps.....	C968			2,000	C969			804,000	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			0	C975			0	7.a.(4)
b. Gross fair values:										
(1)	Gross positive fair value.....	C219			0	C221			3,000	7.b.(1)
(2)	Gross negative fair value.....	C220			0	C222			9,000	7.b.(2)

		BHCK	Bil	Mil	Thou	
c. Notional amounts by regulatory capital treatment:						
(1) Positions covered under the Market Risk Rule:						
(a)	Sold protection.....	G401			2,000	7.c.(1)(a)
(b)	Purchased protection.....	G402			804,000	7.c.(1)(b)
(2) All other positions:						
(a)	Sold protection.....	G403			0	7.c.(2)(a)
(b)	Purchased protection that is recognized as a guarantee for regulatory capital purposes.....	G404			0	7.c.(2)(b)
(c)	Purchased protection that is not recognized as a guarantee for regulatory capital purposes.....	G405			0	7.c.(2)(c)

1. The \$1 billion asset size test is generally based on the total assets reported as of June 30, 2008.

(Report only transactions with nonrelated institutions)

Schedule HC-L—Continued

	Remaining Maturity of:												
	(Column A) One year or less				(Column B) Over One Year Through Five Years				(Column C) Over Five Years				
	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	
Dollar Amounts in Thousands													
7. d. Notional amounts by remaining maturity:													
(1) Sold credit protection:													
(a) Investment grade.....	G406			0	G407			0	G408			0	7.d.(1)(a)
(b) Subinvestment grade.....	G409			0	G410			2,000	G411			0	7.d.(1)(b)
(2) Purchased credit protection:													
(a) Investment grade.....	G412			120,000	G413			625,000	G414			0	7.d.(2)(a)
(b) Subinvestment grade.....	G415			15,000	G416			44,000	G417			0	7.d.(2)(b)
8. Spot foreign exchange contracts.....	BHCK	Bil	Mil	Thou									8.
	8765			24,243,000									
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% of Schedule HC, item 27.a, "Total bank holding company equity capital") (itemize and describe in items 9.a through 9.g only amounts that exceed 25% of Schedule HC, item 27.a).....													
a. Securities borrowed.....	3430			0									9.
b. Commitments to purchase when-issued securities.....	3432			0									9.a.
c. Commitments to sell when-issued securities.....	3434			0									9.b.
	3435			0									9.c.
d. TEXT													
6561	BHCK	Bil	Mil	Thou									9.d.
	6561			0									
e. TEXT													
6562	BHCK	Bil	Mil	Thou									9.e.
	6562			0									
f. TEXT													
6568	BHCK	Bil	Mil	Thou									9.f.
	6568			0									
g. TEXT													
6586	BHCK	Bil	Mil	Thou									9.g.
	6586			0									
10. Not Applicable													

Schedule HC-L—Continued

Derivatives Position Indicators	(Column A) Interest Rate Contracts				(Column B) Foreign Exchange Contracts				(Column C) Equity Derivative Contracts				(Column D) Commodity and Other Contracts				
	Tril	Bil	Mil	Thou	Tril	Bil	Mil	Thou	Tril	Bil	Mil	Thou	Tril	Bil	Mil	Thou	
Dollar Amounts in Thousands																	
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				BHCK 8694				BHCK 8695				BHCK 8696				11.a.
	36,145,000				0				512,000				0				
b. Forward contracts.....	BHCK 8697				BHCK 8698				BHCK 8699				BHCK 8700				11.b.
	171,856,000				221,336,000				11,000				0				
c. Exchange-traded option contracts:																	
(1) Written options.....	BHCK 8701				BHCK 8702				BHCK 8703				BHCK 8704				11.c.(1)
	22,687,000				90,000				717,000				0				
(2) Purchased options.....	BHCK 8705				BHCK 8706				BHCK 8707				BHCK 8708				11.c.(2)
	27,320,000				0				610,000				0				
d. Over-the-counter option contracts:																	
(1) Written options.....	BHCK 8709				BHCK 8710				BHCK 8711				BHCK 8712				11.d.(1)
	178,805,000				1,507,000				3,293,000				0				
(2) Purchased options.....	BHCK 8713				BHCK 8714				BHCK 8715				BHCK 8716				11.d.(2)
	153,533,000				1,682,000				2,505,000				0				
e. Swaps.....	BHCK 3450				BHCK 3826				BHCK 8719				BHCK 8720				11.e.
	452,336,000				14,189,000				61,000				0				
12. Total gross notional amount of derivative contracts held for trading.....	BHCK A126				BHCK A127				BHCK 8723				BHCK 8724				12.
	1,030,846,000				234,195,000				7,670,000				0				
13. Total gross notional amount of derivative contracts held for purposes other than trading.....	BHCK 8725				BHCK 8726				BHCK 8727				BHCK 8728				13.
	11,836,000				4,609,000				39,000				0				
14. Gross fair values of derivative contracts:																	
a. Contracts held for trading:																	
(1) Gross positive fair value.....	BHCK 8733				BHCK 8734				BHCK 8735				BHCK 8736				14.a.(1)
	12,890,000				2,987,000				449,000				0				
(2) Gross negative fair value.....	BHCK 8737				BHCK 8738				BHCK 8739				BHCK 8740				14.a.(2)
	13,348,000				2,690,000				501,000				0				
b. Contracts held for purposes other than trading:																	
(1) Gross positive fair value.....	BHCK 8741				BHCK 8742				BHCK 8743				BHCK 8744				14.b.(1)
	550,000				78,000				2,000				0				
(2) Gross negative fair value.....	BHCK 8745				BHCK 8746				BHCK 8747				BHCK 8748				14.b.(2)
	130,000				145,000				2,000				0				

Schedule HC-L—Continued

Item 15 is to be completed only by bank holding companies with total assets of \$10 billion or more.¹

	(Column A) Banks and Securities Firms				(Column B) Monoline Financial Guarantors				(Column C) Hedge Funds				(Column D) Sovereign Governments				(Column E) Corporations and All Other Counterparties				
	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	
Dollar Amounts in Thousands																					
15. Over-the counter derivatives:																					
a. Net current credit exposure.....	G418	3,214,000			G419	2,000			G420	724,000			G421	309,000			G422	2,620,000			15.a
b. Fair value of collateral:																					
(1) Cash—U.S. dollar.....	G423	319,000			G424	0			G425	15,000			G426	4,000			G427	45,000			15.b.(1)
(2) Cash—Other currencies.....	G428	13,000			G429	0			G430	9,000			G431	0			G432	16,000			15.b.(2)
(3) U.S. Treasury securities.....	G433	0			G434	13,000			G435	1,000			G436	0			G437	20,000			15.b.(3)
(4) U.S. Government agency and U.S. Government-sponsored agency debt securities.....	G438	337,000			G439	27,000			G440	3,000			G441	0			G442	1,000			15.b.(4)
(5) Corporate bonds.....	G443	0			G444	0			G445	3,000			G446	0			G447	9,000			15.b.(5)
(6) Equity securities.....	G448	0			G449	0			G450	0			G451	0			G452	0			15.b.(6)
(7) All other collateral.....	G453	31,000			G454	0			G455	3,000			G456	0			G457	0			15.b.(7)
(8) Total fair value of collateral (sum of items 15.b.(1) through (7)).....	G458	700,000			G459	40,000			G460	34,000			G461	4,000			G462	91,000			15.b.(8)

1. The \$10 billion asset size test is generally based on the total assets reported as of June 30, 2008.

Schedule HC-M—Memoranda

		Dollar Amounts in Thousands				
		BHCK	Bil	Mil	Thou	
1.	Total number of bank holding company common shares outstanding.....	NUMBER (UNROUNDED)				
		3459	1,207,834,714			1.
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	300,000			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	599,000			3.
4.	Other assets acquired in satisfaction of debts previously contracted	6557	0			4.
5.	Securities purchased under agreements to resell offset against securities sold under agreements to repurchase on Schedule HC.....	A288	0			5.
6.	Not applicable					
7.	Not applicable					
8.	Has the bank 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).....	BHCK	C251	0		8.
9.	Has the bank 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).....	BHCK	6689	0		9.
10.	Not Applicable					
11.	Have all changes in investments and activities been reported to the Federal Reserve on the Bank Holding Company Report of Changes in Organizational Structure (FR Y-10)? Bank holding companies must not leave blank or enter "N/A." The bank 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.....	BHCK	6416	1		11.

TEXT 6428 John A. Park, Controller

(212) 635-7080

Name of bank holding company official verifying FR Y-10 reporting
(Please type or print)

Area Code and Phone Number (TEXT 9009)

12.	Intangible assets other than goodwill:	BHCK	Bil	Mil	Thou	
a.	Mortgage servicing assets.....	3164	3,000			12.a.
	(1) Estimated fair value of mortgage servicing assets.....	6438	4,000			12.a.(1)
b.	Purchased credit card relationships and nonmortgage servicing assets	B026	0			12.b.
c.	All other identifiable intangible assets	5507	5,585,000			12.c.
		bhct				
d.	Total (sum of items 12.a, 12.b, and 12.c) (must equal Schedule HC, item 10.b).....	0426	5,588,000			12.d.
13.	Other real estate owned	2150	5,000			13.
14.	Other borrowed money:	BHCK				
a.	Commercial paper.....	2309	12,000			14.a.
b.	Other borrowed money with a remaining maturity of one year or less.....	2332	7,313,000			14.b.
c.	Other borrowed money with a remaining maturity of more than one year	2333	8,937,000			14.c.
		bhct				
d.	Total (sum of items 14.a, 14.b, and 14.c) (must equal Schedule HC, item 16).....	3190	16,262,000			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).....	BHCK	B569	1		15.
16.	Assets under management in proprietary mutual funds and annuities	BHCK	B570	333,106,000		16.

Schedule HC-M—Continued

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

17. Does the bank 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).....

BHCK		
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 bank holding company's consolidated Tier 1 capital as of the report date? (Enter "1" for yes; enter "0" for no).....

BHCK		
C159	1	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 bank holding companies that are not required to file the FR Y-12.

19. a. Has the bank 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).....

BHCK		
C700	0	19.a.

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

C701	0	19.b.
------	---	-------

Memoranda items 20 and 21 are to be completed only by bank holding companies who have made an effective election to become a financial holding company. See the line item instructions for further details.

	Dollar Amounts in Thousands				
	BHCK	Bil	Mil	Thou	
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		1,066,000		20.a.
b. Balances due from related institutions:					
(1) Due from the bank holding company (parent company only), gross.....	4832		73,000		20.b.(1)
(2) Due from subsidiary banks of the bank holding company, gross.....	4833		183,000		20.b.(2)
(3) Due from nonbank subsidiaries of the bank holding company, gross.....	4834		283,000		20.b.(3)
c. Balances due to related institutions:					
(1) Due to bank holding company (parent company only), gross.....	5041		50,000		20.c.(1)
(2) Due to subsidiary banks of the bank holding company, gross.....	5043		105,000		20.c.(2)
(3) Due to nonbank subsidiaries of the bank holding company, gross.....	5045		21,000		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		130,000		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.....	C253		73,000		21.

Schedule HC-M—Continued

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

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

TEXT
C497 http:// www.bnymellon.com 22.

Memoranda items 23 and 24 are to be completed by all bank holding companies.

		Dollar Amounts in Thousands				
		BHCK	Bil	Mil	Thou	
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		4,527,000		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.

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

	(Column A) Past due 30 through 89 days and still accruing				(Column B) Past due 90 days or more and still accruing				(Column C) Nonaccrual				
	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	
	Dollar Amounts in Thousands												
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			0	F174			7,000	F176			1,000	1.a.(1)
(2) Other construction loans and all land development and other land loans.....	F173			40,000	F175			36,000	F177			226,000	1.a.(2)
b. Secured by farmland in domestic offices.....	3493			0	3494			0	3495			5,000	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			5,000	5399			8,000	5400			18,000	1.c.(1)
(2) Closed-end loans secured by 1–4 family residential properties:													
(a) Secured by first liens.....	C236			84,000	C237			93,000	C229			194,000	1.c.(2) (a)
(b) Secured by junior liens.....	C238			0	C239			0	C230			0	1.c.(2) (b)
d. Secured by multifamily (5 or more) residential properties in domestic offices.....	3499			14,000	3500			7,000	3501			87,000	1.d.
e. Secured by nonfarm nonresidential properties in domestic offices:													
(1) Loans secured by owner-occupied nonfarm non-residential properties.....	F178			2,000	F180			0	F182			3,000	1.e.(1)
(2) Loans secured by other nonfarm nonresidential properties.....	F179			20,000	F181			24,000	F183			123,000	1.e.(2)
f. In foreign offices	B572			49,000	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			2,000	1597			0	1583			0	3.
4. Commercial and industrial loans.....	1606			46,000	1607			6,000	1608			68,000	4.
5. Loans to individuals for household, family, and other personal expenditures:													
a. Credit cards	B575			0	B576			0	B577			0	5.a.
b. Other (includes single payment, installment, all student loans, and revolving credit plans other than credit cards).....	B578			28,000	B579			2,000	B580			52,000	5.b.
6. Loans to foreign governments and official institutions.....	5389			0	5390			0	5391			0	6.
7. All other loans	5459			51,000	5460			312,000	5461			183,000	7.
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.

Amounts reported in Schedule HC-N, items 1 through 8, above include guaranteed and unguaranteed portions of past due and nonaccrual loans and leases. Report in item 11 below certain guaranteed loans and leases that have already been included in the amounts reported in items 1 through 8.

Schedule HC-N—Continued

	(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	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	
	Dollar Amounts in Thousands												
9. Debt securities and other assets (exclude other real estate owned and other repossessed assets).....	3505		10,000		3506		6,000		3507		88,000		9.
10. TOTAL (sum of items 1 through 9).....	5524		351,000		5525		501,000		5526		1,048,000		10.
11. Loans and leases reported in items 1 through 8 above which are wholly or partially guaranteed by the U.S. Government (including loans and leases covered by FDIC loss-sharing agreements)	5612		0		5613		0		5614		0		11.
a. Guaranteed portion of loans and leases (exclude rebooked "GNMA loans") included in item 11 above.....	5615		0		5616		0		5617		0		11.a.
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 11 above.....	C866		0		C867		0		C868		0		11.b.

MEMORANDA

	(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	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	
	Dollar Amounts in Thousands												
1. Restructured loans and leases included in items 1 through 8 above (and not reported in Schedule HC-C, memoranda item 1)													
a. Loans secured by 1–4 family residential properties in domestic offices.....	F661		0		F662		0		F663		4,000		M.1.a.
b. Other loans and all other leases (exclude loans to individuals for household, family, and other personal expenditures).....	1658		0		1659		0		1661		13,000		M.1.b.
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		26,000		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 and loans measured at fair value (included in Schedule HC-N, items 1 through 8 above)													
a. Loans and leases held for sale.....	C240		0		C241		0		C226		0		M.5.a.
b. Loans measured at fair value:													
(1) Fair value	F664		0		F665		0		F666		0		M.5.b.(1)
(2) Unpaid principal balance.....	F667		0		F668		0		F669		0		M.5.b.(2)

Schedule HC-N—Continued

MEMORANDA—Continued

Item 6 is to be reported only by bank holding companies with total consolidated assets of \$1 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).

Dollar Amounts in Thousands		BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	
6. Derivative contracts:										
Fair value of amounts carried as assets.....		3529			8,000	3530			7,000	M.6.

Dollar Amounts in Thousands		BHCK	Bil	Mil	Thou	
7. Additions to nonaccrual assets during the quarter.....		C410			171,000	M.7.
8. Nonaccrual assets sold during the quarter.....		C411			3,000	M.8.

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

Schedule HC-P is to be completed by (1) all bank holding companies with \$1 billion or more in total assets¹ and (2) bank holding companies with less than \$1 billion in total assets at which either 1–4 family residential mortgage loan originations and purchases for resale² from all sources, loan sales, or quarter-end loans held for sale in domestic offices exceed \$10 million for two consecutive quarters.

		Dollar Amounts in Thousands				
		BHCK	Bil	Mil	Thou	
1. Retail originations during the quarter of 1-4 family residential mortgage loans for sale ² :						
a.	Closed-end first liens	F066			0	1.a.
b.	Closed-end junior liens.....	F067			0	1.b.
c.	Open-end loans extended under lines of credit:	BHDM				
(1)	Total commitment under the lines of credit	F670			0	1.c.(1)
(2)	Principal amount funded under the lines of credit	F671			0	1.c.(2)
2. Wholesale originations and purchases during the quarter of 1–4 family residential mortgage loans for sale: ²						
		BHCK				
a.	Closed-end first liens	F068			0	2.a.
b.	Closed-end junior liens.....	F069			0	2.b.
c.	Open-end loans extended under lines of credit:	BHDM				
(1)	Total commitment under the lines of credit	F672			0	2.c.(1)
(2)	Principal amount funded under the lines of credit	F673			0	2.c.(2)
3. 1-4 family residential mortgages sold during the quarter:						
		BHCK				
a.	Closed-end first liens	F070			0	3.a.
b.	Closed-end junior liens.....	F071			0	3.b.
c.	Open-end loans extended under lines of credit:	BHDM				
(1)	Total commitment under the lines of credit	F674			0	3.c.(1)
(2)	Principal amount funded under the lines of credit	F675			0	3.c.(2)
4. 1–4 family residential mortgages held for sale at quarter-end (included in Schedule HC, item 4.a):						
		BHCK				
a.	Closed-end first liens	F072		10,000		4.a.
b.	Closed-end junior liens.....	F073			0	4.b.
c.	Open-end loans extended under lines of credit:	BHDM				
(1)	Total commitment under the lines of credit	F676			0	4.c.(1)
(2)	Principal amount funded under the lines of credit	F677			0	4.c.(2)
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.f, 5.g, and 5.i):						
		BHCK				
a.	Closed-end 1–4 family residential mortgage loans	F184		2,000		5.a.
b.	Open-end 1–4 family residential mortgage loans extended under lines of credit	BHDM				
		F560			0	5.b.
6. Repurchases and indemnifications of 1–4 family residential mortgage loans during the quarter:						
		BHCK				
a.	Closed-end first liens	F678			0	6.a.
b.	Closed-end junior liens	F679			0	6.b.
c.	Open-end loans extended under lines of credit:	BHDM				
(1)	Total commitment under the lines of credit	F680			0	6.c.(1)
(2)	Principal amount funded under the lines of credit	F681			0	6.c.(2)

¹ The \$1 billion asset size test is generally based on the total assets reported as of **June 30, 2008**.

² Exclude originations and purchases of 1-4 family residential mortgage loans that are held for investment.

Schedule HC-Q—Assets and Liabilities Measured at Fair Value on a Recurring Basis

Schedule HC-Q is to be completed by all bank holding companies.

	(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							
	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou		BHCK	Bil	Mil	Thou
	Dollar Amounts in Thousands																			
ASSETS																				
bhcy																				
1. Available-for-sale securities.....	1773	51,911,000		G474		0		G475	6,915,000			G476	44,940,000			G477		56,000		1.
2. Federal funds sold and securities purchased under agreements to resell.....	BHCK																			
	G478	0		G479	0			G480	0			G481	0			G482		0		2.
3. Loans and leases held for sale.....	G483	421,000		G484		0		G485	2,000			G486	394,000			G487		25,000		3.
4. Loans and leases held for investment.....	G488	185,000		G489		0		G490	0			G491	185,000			G492		0		4.
5. Trading assets:																				
a. Derivative assets.....	3543	4,563,000		G493	13,701,000			G494	3,801,000			G495	14,317,000			G496		146,000		5.a.
b. Other trading assets.....	BHCK																			
(1) Nontrading securities at fair value with changes in fair value reported in current earnings (included in Schedule HC-Q, item 5.b, above).....	G497	1,439,000		G498		0		G499	524,000			G500	745,000			G501		170,000		5.b.
6. All other assets.....	F240	0		F684		0		F692	0			F241	0			F242		0		5.b.(1)
	G391	863,000		G392		0		G395	14,000			G396	685,000			G804		164,000		6.
7. Total assets measured at fair value on a recurring basis.....	G502	59,382,000		G503	13,701,000			G504	11,256,000			G505	61,266,000			G506		561,000		7.
LIABILITIES																				
8. Deposits.....	F252		0	F686		0		F694		0		F253		0		F254		0		8.
9. Federal funds purchased and securities sold under agreements to repurchase.....	G507		0	G508		0		G509		0		G510		0		G511		0		9.
10. Trading liabilities:																				
a. Derivative liabilities.....	3547	5,202,000		G512	13,433,000			G513	3,872,000			G514	14,671,000			G515		92,000		10.a.
b. Other trading liabilities.....	BHCK																			
	G516	1,194,000		G517		0		G518	442,000			G519	752,000			G520		0		10.b.
11. Other borrowed money.....	G521		0	G522		0		G523		0		G524		0		G525		0		11.
12. Subordinated notes and debentures.....	G526		0	G527		0		G528		0		G529		0		G530		0		12.
13. All other liabilities.....	G805	610,000		G806		0		G807	2,000			G808	605,000			G809		3,000		13.
14. Total liabilities measured at fair value on a recurring basis.....	G531	7,006,000		G532	13,433,000			G533	4,316,000			G534	16,028,000			G535		95,000		14.

Schedule HC-Q—Continued

	(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	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	BHCK	Bil	Mil	Thou	
Dollar Amounts in Thousands																					
Memoranda																					
1. All other assets (itemize and describe amounts included in Schedule HC-Q, item 6 that are greater than \$25,000 and exceed 25% of item 6):																					
a.	Mortgage servicing assets.....																				M.1.a.
	G536		0		G537		0		G538		0		G539		0		G540		0		
b.	Nontrading derivative assets.....																				M.1.b.
	G541		408,000		G542		0		G543		0		G544		408,000		G545		0		
c.	BHTX G546	Seed Capital																			M.1.c.
	G546		241,000		G547		0		G548		0		G549		241,000		G550		0		
d.	BHTX G551																				M.1.d.
	G551		0		G552		0		G553		0		G554		0		G555		0		
e.	BHTX G556																				M.1.e.
	G556		0		G557		0		G558		0		G559		0		G560		0		
f.	BHTX G561																				M.1.f.
	G561		0		G562		0		G563		0		G564		0		G565		0		
2. All other liabilities (itemize and describe amounts included in Schedule HC-Q, item 13 that are greater than \$25,000 and exceed 25% of item 13):																					
a.	Loan commitments (not accounted for as derivatives).....																				M.2.a.
	F261		0		F689		0		F697		0		F262		0		F263		0		
b.	Nontrading derivative liabilities.....																				M.2.b.
	G566		202,000		G567		0		G568		0		G569		202,000		G570		0		
c.	BHTX G571	Capital Support Arrangements																			M.2.c.
	G571		401,000		G572		0		G573		0		G574		401,000		G575		0		
d.	BHTX G576																				M.2.d.
	G576		0		G577		0		G578		0		G579		0		G580		0		
e.	BHTX G581																				M.2.e.
	G581		0		G582		0		G583		0		G584		0		G585		0		
f.	BHTX G586																				M.2.f.
	G586		0		G587		0		G588		0		G589		0		G590		0		

Schedule HC-R—Regulatory Capital

This schedule is to be submitted on a consolidated basis.

Dollar Amounts in Thousands

	BHCX	Bil	Mil	Thou	
Tier 1 capital					
1. Total bank holding company equity capital (from Schedule HC, item 27.a)	3210		28,977,000		1.
2. LESS: Net unrealized gains (losses) on available-for-sale securities ¹ (if a gain, report as a positive value; if a loss, report as a negative value).....	BHCK	8434	(619,000)		2.
3. LESS: Net unrealized loss on available-for-sale equity securities ¹ (report loss as a positive value).....	A221			0	3.
4. LESS: Accumulated net gains (losses) on cash flow hedges ¹ (if a gain, report as a positive value; if a loss, report as a negative value).....	4336		(1,070,000)		4.
5. LESS: Nonqualifying perpetual preferred stock	B588			0	5.
6. a. Qualifying Class A noncontrolling (minority) interests in consolidated subsidiaries.....	G214			0	6.a.
b. Qualifying restricted core capital elements (other than cumulative perpetual preferred stock) ²	G215		1,686,000		6.b.
c. Qualifying mandatory convertible preferred securities of internationally active bank holding companies	G216			0	6.c.
7. a. LESS: Disallowed goodwill and other disallowed intangible assets.....	B590		19,437,000		7.a.
b. LESS: Cumulative change in fair value of all financial liabilities accounted for under a fair value option that is included in retained earnings and is attributable to changes in the bank holding company's own creditworthiness (if a net gain, report as a positive value; if a net loss, report as a negative value).....	F264			0	7.b.
8. Subtotal (sum of items 1, 6.a., 6.b., and 6.c., less items 2, 3, 4, 5, 7.a, and 7.b).....	C227		12,915,000		8.
9. a. LESS: Disallowed servicing assets and purchased credit card relationships	B591			0	9.a.
b. LESS: Disallowed deferred tax assets.....	5610			0	9.b.
10. Other additions to (deductions from) Tier 1 capital	B592		(32,000)		10.
11. Tier 1 capital (sum of items 8 and 10, less items 9.a and 9.b).....	8274		12,883,000		11.
Tier 2 capital					
12. Qualifying subordinated debt, redeemable preferred stock, and restricted core capital elements² (except Class B noncontrolling (minority) interest) not includible in items 6.b. or 6.c.	G217		3,429,000		12.
13. Cumulative perpetual preferred stock included in item 5 and Class B noncontrolling (minority) interest not included in 6.b. , but includible in Tier 2 capital	G218			0	13.
14. Allowance for loan and lease losses includible in Tier 2 capital.....	5310		665,000		14.
15. Unrealized gains on available-for-sale equity securities includible in Tier 2 capital.....	2221		3,000		15.
16. Other Tier 2 capital components.....	B594			0	16.
17. Tier 2 capital (sum of items 12 through 16).....	5311		4,097,000		17.
18. Allowable Tier 2 capital (lesser of item 11 or 17).....	8275		4,097,000		18.
19. Tier 3 capital allocated for market risk	1395			0	19.
20. LESS: Deductions for total risk-based capital	B595			0	20.
21. Total risk-based capital (sum of items 11, 18, and 19, less item 20).....	3792		16,980,000		21.
Total assets for leverage ratio					
22. Average total assets (from Schedule HC-K, item 5).....	3368		214,895,000		22.
23. LESS: Disallowed goodwill and other disallowed intangible assets (from item 7.a above).....	B590		19,437,000		23.
24. LESS: Disallowed servicing assets and purchased credit card relationships (from item 9.a above).....	B591			0	24.
25. LESS: Disallowed deferred tax assets (from item 9.b above).....	5610			0	25.
26. LESS: Other deductions from assets for leverage capital purposes.....	B596		(1,399,000)		26.
27. Average total assets for leverage capital purposes (item 22 less items 23 through 26).....	A224		196,857,000		27.
28. -30. Not applicable					
Capital ratios					
31. Tier 1 leverage ratio (item 11 divided by item 27).....	7204		6.54%		31.
32. Tier 1 risk-based capital ratio (item 11 divided by item 62).....	7206		12.12%		32.
33. Total risk-based capital ratio (item 21 divided by item 62).....	7205		15.97%		33.

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

2. Includes subordinated notes payable to unconsolidated trusts issuing trust preferred securities net of the bank holding company's investment in the trust, trust preferred securities issued by consolidated special purpose entities, and Class B and Class C noncontrolling (minority) interests that qualify as Tier 1 capital.

Schedule HC-R—Continued

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

	C000																	
	(Column A)			(Column B)			(Column C)			(Column D)			(Column E)			(Column F)		
	Totals (from Schedule HC)			Items Not Subject to Risk-Weighting			Allocation by Risk Weight Category											
							0%			20%			50%			100%		
Dollar Amounts in Thousands																		
	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou
Balance Sheet Asset Categories				BHCE			BHC0			BHC2			BHC5			BHC9		
34. Cash and due from depository institutions (column A equals the sum of Schedule HC, items 1. a, 1.b.(1) and 1.b.(2))	BHCK 0010																	
	67,718,000			0			8,102,000			59,616,000						0		
	bhcx 1754																	
35. Held-to-maturity securities	4,425,000			(16,000)			165,000			4,029,000			62,000			185,000		
	bhcx 1773																	
36. Available-for-sale securities	51,911,000			(2,723,000)			18,327,000			23,522,000			1,757,000			11,028,000		
37. Federal funds sold and securities purchased under agreements to resell	BHCK C225																	
	136,000						51,000			85,000						0		
	bhct 5369																	
38. Loans and leases held for sale	421,000			0			0			0			0			421,000		
	bhct B528																	
39. Loans and leases, net of unearned income	37,682,000			2,321,000			1,803,000			6,935,000			5,371,000			21,252,000		
	bhcx 3123																	
40. LESS: Allowance for loan and lease losses.....	539,000			539,000														
	bhcx 3545																	
41. Trading assets.....	6,002,000			6,002,000			0			0			0			0		
	BHCK B639																	
42. All other assets ¹	44,580,000			21,758,000			2,170,000			74,000			7,000			20,571,000		
	bhct 2170																	
43. Total assets (sum of items 34 through 42)	212,336,000			26,803,000			30,618,000			94,261,000			7,197,000			53,457,000		

1. 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

	(Column A) Face Value or Notional Amount			Credit Conversion Factor	(Column B) Credit Equivalent Amount ¹			(Column C)			(Column D)			(Column E)			(Column F)			
	Allocation by Risk Weight Category							0%			20%			50%			100%			
	Bil	Mil	Thou		Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	
Dollar Amounts in Thousands																				
Derivatives and Off-Balance Sheet Items	BHCK B546				BHCE			BHC0			BHC2			BHC5			BHC9			
44. Financial standby letters of credit	12,486,000			1.00 or 12.5 ²	12,486,000			563,000			2,567,000			0			9,356,000			44.
45. Performance standby letters of credit	bhct 6570																			
45. Performance standby letters of credit	1,150,000			.50	575,000			31,000			51,000			0			493,000			45.
46. Commercial and similar letters of credit	bhct 3411																			
46. Commercial and similar letters of credit	790,000			.20	158,000			1,000			0			0			157,000			46.
47. Risk participations in bankers acceptances acquired by the reporting institution.....	BHCK 3429																			
47. Risk participations in bankers acceptances acquired by the reporting institution.....	19,000			1.00	19,000			0			19,000						0			47.
47. Risk participations in bankers acceptances acquired by the reporting institution.....	bhct 3433																			
48. Securities lent	249,120,000			1.00	249,120,000			248,611,000			471,000			0			38,000			48.
49. Retained recourse on small business obligations sold with recourse.....	0			1.00	0			0			0			0			0			49.
50. Recourse and direct credit substitutes (other than financial standby letters of credit) subject to the low-level exposure rule and residual interests subject to a dollar-for-dollar capital requirement.....	BHCK B541																			
50. Recourse and direct credit substitutes (other than financial standby letters of credit) subject to the low-level exposure rule and residual interests subject to a dollar-for-dollar capital requirement.....	60,320			12.5 ³	754,000												754,000			50.
51. All other financial assets sold with recourse	BHCK B675																			
51. All other financial assets sold with recourse	0			1.00	0			0			0			0			0			51.
52. All other off-balance sheet liabilities	BHCK B681																			
52. All other off-balance sheet liabilities	599,000			1.00	599,000			0			0			0			599,000			52.
53. Unused commitments:	BHCK 6572																			
53.a. With an original maturity exceeding one year.....	25,132,000			.50	12,566,000			0			483,000			0			12,083,000			53.a.
53.b. With an original maturity of one year or less to asset-backed commercial paper conduits.....	BHCK G591																			
53.b. With an original maturity of one year or less to asset-backed commercial paper conduits.....	0			.10	0			0			0			0			0			53.b.
54. Derivative contracts	BHCE A167																			
54. Derivative contracts					9,595,000			85,000			675,000			8,835,000						54.

1. Column A multiplied by credit conversion factor.

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

3. Or institution-specific factor.

Schedule HC-R—Continued

Dollar Amounts in Thousands

	(Column C)			(Column D)			(Column E)			(Column F)			
	Allocation by Risk Weight Category												
	0%			20%			50%			100%			
	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	
Totals													
55. Total assets, derivatives, and off-balance sheet items by risk weight category (for each column, sum of items 43 through 54)	BHCK B696			BHCK B697			BHCK B698			BHCK B699			55.
	279,909,000			98,527,000			16,032,000			76,937,000			
56. Risk weight factor	x 0%			x 20%			x 50%			x 100%			56.
57. Risk-weighted assets by risk weight category (for each column, item 55 multiplied by item 56).....	BHCK B700			BHCK B701			BHCK B702			BHCK B703			57.
	0			19,705,400			8,016,000			76,937,000			
58. Market risk equivalent assets.....										BHCK 1651			58.
										1,670,000			
59. Risk-weighted assets before deductions for excess allowance for loan and lease losses and allocated transfer risk reserve (sum of item 57, columns C through F, and item 58)										BHCK B704			59.
										106,328,400			
60. LESS: Excess allowance for loan and lease losses										BHCK A222			60.
										0			
61. LESS: Allocated transfer risk reserve										BHCK 3128			61.
										0			
62. Total risk-weighted assets (item 59 minus items 60 and 61)										BHCK A223			62.
										106,328,400			

Schedule HC-R—Continued

MEMORANDA

		Dollar Amounts in Thousands				BHCK	Bil	Mil	Thou						
1. Current credit exposure across all derivative contracts covered by the risk-based capital standards						8764			5,188,000	M.1.					
		With a remaining maturity of													
		(Column A) One year or less			(Column B) Over one year through five years			(Column C) Over five years							
		Dollar Amounts in Thousands													
2. Notional principal amounts of derivative contracts: ¹		BHCK	Tril	Bil	Mil	Thou	BHCK	Tril	Bil	Mil	Thou				
a. Interest rate contracts.....		3809		281,683,000			8766		243,936,000			8767	179,339,000	M.2.a.	
b. Foreign exchange contracts.....		3812		217,725,000			8769		7,947,000			8770	5,040,000	M.2.b.	
c. Gold contracts.....		8771		0			8772		0			8773	0	M.2.c.	
d. Other precious metals contracts.....		8774		0			8775		0			8776	0	M.2.d.	
e. Other commodity contracts.....		8777		0			8778		0			8779	0	M.2.e.	
f. Equity derivative contracts.....		A000		2,411,000			A001		243,000			A002	75,000	M.2.f.	
g. Credit derivative contracts:															
Purchased credit protection that (a) is a covered position under the market risk rule or (b) is not a covered position under the market risk rule and is not recognized as a guarantee for risk-based capital purposes:															
(1) Investment grade		G597		120,000			G598		625,000			G599	0	M.2.g.(1)	
(2) Subinvestment grade		G600		15,000			G601		44,000			G602	0	M.2.g.(2)	
		Dollar Amounts in Thousands									BHCK	Bil	Mil	Thou	
3. Preferred stock (including related surplus) eligible for inclusion in Tier 1 capital:															
a. Noncumulative perpetual preferred stock (included and reported in "Total equity capital," on Schedule HC).....		5479											0	M.3.a.	
b. Not applicable.															
c. Other noncumulative preferred stock eligible for inclusion in Tier 1 capital (e.g., REIT preferred securities) (included in Schedule HC, item 27.b)		C498											0	M.3.c.	
d. Other cumulative preferred stock eligible for inclusion in Tier 1 capital (excluding trust preferred securities) (included in Schedule HC, item 20 or 27.b)		A507											0	M.3.d.	
4. Offsetting debit to the liability (i. e., the contra account) for Employee Stock Ownership Plan (ESOP) debt guaranteed by the reporting bank holding company (included in Schedule HC, item 26.c)		2771											0	M.4.	
5. Treasury stock (including offsetting debit to the liability for ESOP debt) (included in Schedule HC, item 26.c):															
a. In the form of perpetual preferred stock		5483											0	M.5.a.	
b. In the form of common stock.....		5484											29,000	M.5.b.	

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

Schedule HC-R—Continued

MEMORANDA—Continued

Dollar Amounts in Thousands

	BHCK	Bil	Mil	Thou	
6. Market risk equivalent assets attributable to specific risk (included in Schedule HC-R, item 58).....	F031			662,000	M.6.
7. Not applicable.					
8. Restricted core capital elements included in Tier 1 capital:					
a. Qualifying Class B noncontrolling (minority) interest (included in Schedule HC, item 27.b)	G219			0	M.8.a
b. Qualifying Class C noncontrolling (minority) interest (included in Schedule HC, item 27.b)	G220			0	M.8.b.
c. Qualifying cumulative perpetual preferred stock (included in Schedule HC, item 27.a)	5990			0	M.8.c.
d. Qualifying trust preferred securities² (included in Schedule HC, item 19.b)	C502			1,686,000	M.8.d.
9. Goodwill net of any associated deferred tax liability	G221			15,529,000	M.9.
10. Ratio of qualifying restricted core capital elements to total core capital elements less (goodwill net of any associated deferred tax liability)	BHCK	Percentage			
	G222			10.02%	M.10.

2. Includes subordinated notes payable to unconsolidated trusts issuing trust preferred securities net of the bank holding company's investment in the trust, and trust preferred securities issued by consolidated special purpose entities, that qualify as Tier 1 capital.

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			
	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	Bil	Mil	Thou	
Dollar Amounts in Thousands																						
6. Amount of ownership (or seller's) interests carried as:																						
a. Securities (included in HC-B).....				BHCK B761		BHCK B762									BHCK B763						6.a.	
			0					0										0				
b. Loans (included in HC-C).....				BHCK B500		BHCK B501									BHCK B502						6.b.	
			0					0										0				
7. Past due loan amounts included in interests reported in item 6.a.:																						
a. 30-89 days past due.....				BHCK B764		BHCK B765									BHCK B766						7.a.	
			0					0										0				
b. 90 days or more past due				BHCK B767		BHCK B768									BHCK B769						7.b.	
			0					0										0				
8. Charge-offs and recoveries on loan amounts included in interests reported in item 6.a. (calendar year-to-date):																						
a. Charge-offs.....				BHCK B770		BHCK B771									BHCK B772						8.a.	
			0					0										0				
b. Recoveries				BHCK B773		BHCK B774									BHCK B775						8.b.	
			0					0										0				
For Securitization Facilities Sponsored By or Otherwise Established By Other Institutions																						
9. Maximum amount of credit exposure arising from credit enhancements provided by the reporting institution to other institutions' securitization structures in the form of standby letters of credit, purchased subordinated securities, and other enhancements.....				BHCK B776		BHCK B777		BHCK B778		BHCK B779		BHCK B780		BHCK B781		BHCK B782		138,000			9.	
			0					0														
10. Reporting institutions unused commitments to provide liquidity to other institution's securitization structures				BHCK B783		BHCK B784		BHCK B785		BHCK B786		BHCK B787		BHCK B788		BHCK B789					10.	
			0					0										0				
Asset Sales																						
11. Assets sold with recourse or other seller-provided credit enhancements and not securitized.....				BHCK B790		BHCK B791		BHCK B792		BHCK B793		BHCK B794		BHCK B795		BHCK B796						11.
			0					0										0				
12. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to assets reported in item 11				BHCK B797		BHCK B798		BHCK B799		BHCK B800		BHCK B801		BHCK B802		BHCK B803						12.
			0					0										0				

Schedule HC-S—Continued

MEMORANDA

		Dollar Amounts in Thousands			
		BHCK	Bil	Mil	Thou
1. Small business obligations transferred with recourse under Section 208 of the Riegle Community Development and Regulatory Improvement Act of 1994:					
a. Outstanding principal balance.....					
		A249		0	M.1.a.
b. Amount of retained recourse on these obligations as of the report date					
		A250		0	M.1.b.
2. Outstanding principal balance of assets serviced for others (includes participations serviced for others):					
a. 1-4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements					
		B804		0	M.2.a.
b. 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements					
		B805		1,371,000	M.2.b.
c. Other financial assets ¹					
		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		0	M.2.d.
3. Asset-backed commercial paper conduits:					
a. Maximum amount of credit exposure arising from credit enhancements provided to conduit structures in the form of standby letters of credit, subordinated securities, and other enhancements:					
(1) Conduits sponsored by the bank, a bank affiliate, or the bank holding company					
		B806		0	M.3.a.(1)
(2) Conduits sponsored by other unrelated institutions					
		B807		0	M.3.a.(2)
b. Unused commitments to provide liquidity to conduit structures:					
(1) Conduits sponsored by the bank, a bank affiliate, or the bank holding company					
		B808		0	M.3.b.(1)
(2) Conduits sponsored by other unrelated institutions					
		B809		310,000	M.3.b.(2)
4. Outstanding credit card fees and finance charges (included in Schedule HC-S, item 1, column C) ²					
		C407		0	M.4.

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

2. Memorandum item 4 is to be completed by (1) bank 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) bank holding companies that on a consolidated basis are credit card specialty holding companies (as defined in the instructions).

Notes to the Balance Sheet—Predecessor Financial Items

For bank 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 bank holding company's total consolidated assets as of the previous quarter-end, whichever is less.

	Dollar Amount in Thousands				
	BHBC	Bil	Mil	Thou	
1. Average loans and leases (net of unearned income).....	3516			0	1.
2. Average earning assets.....	3402			0	2.
3. Average total consolidated assets.....	3368			0	3.
4. Average equity capital.....	3519			0	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 bank holding company wishes to explain, that has been separately disclosed in the bank holding company's quarterly reports to its shareholders, in its press releases, or on its quarterly reports to the Securities and Exchange Commission (SEC). Also include any transactions which previously would have appeared as footnotes to Schedules HC through HC-S.

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

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

Notes to the Balance Sheet—Other

	Dollar Amount in Thousands				
TEXT	BHCK	Bil	Mil	Thou	
1. Amount of excess restricted core capital elements included in Schedule HC-R, item 10.	G914				1.
2. 5357	5357				2.
3. 5358	5358				3.
4. 5359	5359				4.
5. 5360	5360				5.
6. B027	B027				6.

Notes to the Balance Sheet—Other, Continued

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