

**CITY OF CHICAGO
ECONOMIC DISCLOSURE STATEMENT
AND AFFIDAVIT**

SECTION I -- GENERAL INFORMATION

A. Legal name of the Disclosing Party submitting this EDS. Include d/b/a/ if applicable:

Wintrust Bank, N.A.

Check ONE of the following three boxes:

Indicate whether the Disclosing Party submitting this EDS is:

1. the Applicant

OR

2. a legal entity currently holding, or anticipated to hold within six months after City action on the contract, transaction or other undertaking to which this EDS pertains (referred to below as the "Matter"), a direct or indirect interest in excess of 7.5% in the Applicant. State the Applicant's legal name: _____

OR

3. a legal entity with a direct or indirect right of control of the Applicant (see Section II(B)(1)) State the legal name of the entity in which the Disclosing Party holds a right of control: _____

B. Business address of the Disclosing Party: 231 South LaSalle Street, Chicago, IL, 60604

C. Telephone: 773-883-4188 Fax: 866-554-8180 Email: Kgallagher@wintrust.com

D. Name of contact person: Kathleen M. Gallagher

E. Federal Employer Identification No. (if you have one): 36-3970472

F. Brief description of the Matter to which this EDS pertains. (Include project number and location of property, if applicable):

1279244- 2023 RFP for Designation as a 2024 Municipal Depository for the City of Chicago and Chicago Board of Education Funds

G. Which City agency or department is requesting this EDS? Comptroller of the City of Chicago

If the Matter is a contract being handled by the City's Department of Procurement Services, please complete the following:

Specification # NA and Contract # NA

SECTION II -- DISCLOSURE OF OWNERSHIP INTERESTS

A. NATURE OF THE DISCLOSING PARTY

1. Indicate the nature of the Disclosing Party:

- Person
 - Publicly registered business corporation
 - Privately held business corporation
 - Sole proprietorship
 - General partnership
 - Limited partnership
 - Trust
 - Limited liability company
 - Limited liability partnership
 - Joint venture
 - Not-for-profit corporation
- (Is the not-for-profit corporation also a 501(c)(3))?
 Yes No
- Other (please specify)
 National Banking Association

2. For legal entities, the state (or foreign country) of incorporation or organization, if applicable:

Wintrust Bank, N.A. is federally chartered under the laws of the United States, by the office of the Comptroller

3. For legal entities not organized in the State of Illinois: Has the organization registered to do business in the State of Illinois as a foreign entity?

- Yes
- No
- Organized in Illinois

B. IF THE DISCLOSING PARTY IS A LEGAL ENTITY:

1. List below the full names and titles, if applicable, of: (i) all executive officers and all directors of the entity; (ii) **for not-for-profit corporations**, all members, if any, which are legal entities (if there are no such members, write "no members which are legal entities"); (iii) **for trusts, estates or other similar entities**, the trustee, executor, administrator, or similarly situated party; (iv) **for general or limited partnerships, limited liability companies, limited liability partnerships or joint ventures**, each general partner, managing member, manager or any other person or legal entity that directly or indirectly controls the day-to-day management of the Applicant.

NOTE: Each legal entity listed below must submit an EDS on its own behalf.

Name	Title
See Exhibit A, B & C for Names and Titles of Executive officer and Directors of Wintrust Bank, N.A.	

2. Please provide the following information concerning each person or legal entity having a direct or indirect, current or prospective (i.e. within 6 months after City action) beneficial interest (including ownership) in excess of 7.5% of the Applicant. Examples of such an interest include shares in a corporation, partnership interest in a partnership or joint venture, interest of a member or manager in a

limited liability company, or interest of a beneficiary of a trust, estate or other similar entity. If none, state "None."

NOTE: Each legal entity listed below may be required to submit an EDS on its own behalf.

Name	Business Address	Percentage Interest in the Applicant
Wintrust Financial Corporation,	9700 W Higgins Road, Rosemont, IL 60018	100%

*Exempt from providing an EDS pursuant to the EDS rules 1(i) and as required by the EDS rules, a copy of the most recent WTFC 10-K has been provided through the link below:

[FORM 10-K 2022](#)

SECTION III -- INCOME OR COMPENSATION TO, OR OWNERSHIP BY, CITY ELECTED OFFICIALS

Has the Disclosing Party provided any income or compensation to any City elected official during the 12-month period preceding the date of this EDS? Yes No

Does the Disclosing Party reasonably expect to provide any income or compensation to any City elected official during the 12-month period following the date of this EDS? Yes No

If "yes" to either of the above, please identify below the name(s) of such City elected official(s) and describe such income or compensation:

See Exhibit A,B & C

Does any City elected official or, to the best of the Disclosing Party's knowledge after reasonable inquiry, any City elected official's spouse or domestic partner, have a financial interest (as defined in Chapter 2-156 of the Municipal Code of Chicago ("MCC")) in the Disclosing Party?

Yes No

If "yes," please identify below the name(s) of such City elected official(s) and/or spouse(s)/domestic partner(s) and describe the financial interest(s).

SECTION IV -- DISCLOSURE OF SUBCONTRACTORS AND OTHER RETAINED PARTIES

The Disclosing Party must disclose the name and business address of each subcontractor, attorney, lobbyist (as defined in MCC Chapter 2-156), accountant, consultant and any other person or entity whom the Disclosing Party has retained or expects to retain in connection with the Matter, as well as the nature of the relationship, and the total amount of the fees paid or estimated to be paid. The Disclosing Party is not required to disclose employees who are paid solely through the Disclosing Party's regular payroll. If the Disclosing Party is uncertain whether a disclosure is required under this Section, the Disclosing Party must either ask the City whether disclosure is required or make the disclosure.

Name (indicate whether retained or anticipated to be retained)	Business Address	Relationship to Disclosing Party (subcontractor, attorney, lobbyist, etc.)	Fees (<u>indicate whether paid or estimated.</u>) NOTE: "hourly rate" or "t.b.d." is not an acceptable response.
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(Add sheets if necessary)

Check here if the Disclosing Party has not retained, nor expects to retain, any such persons or entities.

SECTION V -- CERTIFICATIONS

A. COURT-ORDERED CHILD SUPPORT COMPLIANCE

Under MCC Section 2-92-415, substantial owners of business entities that contract with the City must remain in compliance with their child support obligations throughout the contract's term.

Has any person who directly or indirectly owns 10% or more of the Disclosing Party been declared in arrearage on any child support obligations by any Illinois court of competent jurisdiction?

Yes No No person directly or indirectly owns 10% or more of the Disclosing Party.

If "Yes," has the person entered into a court-approved agreement for payment of all support owed and is the person in compliance with that agreement?

Yes No

B. FURTHER CERTIFICATIONS

1. [This paragraph 1 applies only if the Matter is a contract being handled by the City's Department of Procurement Services.] In the 5-year period preceding the date of this EDS, neither the Disclosing Party nor any Affiliated Entity [see definition in (5) below] has engaged, in connection with the performance of any public contract, the services of an integrity monitor, independent private sector inspector general, or integrity compliance consultant (i.e., an individual or entity with legal, auditing, investigative, or other similar skills, designated by a public agency to help the agency monitor the activity of specified agency vendors as well as help the vendors reform their business practices so they can be considered for agency contracts in the future, or continue with a contract in progress).

2. The Disclosing Party and its Affiliated Entities are not delinquent in the payment of any fine, fee, tax or other source of indebtedness owed to the City of Chicago, including, but not limited to, water and sewer charges, license fees, parking tickets, property taxes and sales taxes, nor is the Disclosing Party delinquent in the payment of any tax administered by the Illinois Department of Revenue.

3. The Disclosing Party and, if the Disclosing Party is a legal entity, all of those persons or entities identified in Section II(B)(1) of this EDS:

- a. are not presently debarred, suspended, proposed for debarment, declared ineligible or voluntarily excluded from any transactions by any federal, state or local unit of government;
- b. have not, during the 5 years before the date of this EDS, been convicted of a criminal offense, adjudged guilty, or had a civil judgment rendered against them in connection with: obtaining, attempting to obtain, or performing a public (federal, state or local) transaction or contract under a public transaction; a violation of federal or state antitrust statutes; fraud; embezzlement; theft; forgery; bribery; falsification or destruction of records; making false statements; or receiving stolen property;
- c. are not presently indicted for, or criminally or civilly charged by, a governmental entity (federal, state or local) with committing any of the offenses set forth in subparagraph (b) above;
- d. have not, during the 5 years before the date of this EDS, had one or more public transactions (federal, state or local) terminated for cause or default; and
- e. have not, during the 5 years before the date of this EDS, been convicted, adjudged guilty, or found liable in a civil proceeding, or in any criminal or civil action, including actions concerning environmental violations, instituted by the City or by the federal government, any state, or any other unit of local government.

4. The Disclosing Party understands and shall comply with the applicable requirements of MCC Chapters 2-56 (Inspector General) and 2-156 (Governmental Ethics).

5. Certifications (5), (6) and (7) concern:

- the Disclosing Party;
- any "Contractor" (meaning any contractor or subcontractor used by the Disclosing Party in connection with the Matter, including but not limited to all persons or legal entities disclosed under Section IV, "Disclosure of Subcontractors and Other Retained Parties");
- any "Affiliated Entity" (meaning a person or entity that, directly or indirectly: controls the Disclosing Party, is controlled by the Disclosing Party, or is, with the Disclosing Party, under common control of another person or entity). Indicia of control include, without limitation: interlocking management or ownership; identity of interests among family members, shared facilities and equipment; common use of employees; or organization of a business entity following the ineligibility of a business entity to do business with federal or state or local government, including the City, using substantially the same management, ownership, or principals as the ineligible entity. With respect to Contractors, the term Affiliated Entity means a person or entity that directly or indirectly controls the Contractor, is controlled by it, or, with the Contractor, is under common control of another person or entity;
- any responsible official of the Disclosing Party, any Contractor or any Affiliated Entity or any other official, agent or employee of the Disclosing Party, any Contractor or any Affiliated Entity, acting pursuant to the direction or authorization of a responsible official of the Disclosing Party, any Contractor or any Affiliated Entity (collectively "Agents").

Neither the Disclosing Party, nor any Contractor, nor any Affiliated Entity of either the Disclosing Party or any Contractor, nor any Agents have, during the 5 years before the date of this EDS, or, with respect to a Contractor, an Affiliated Entity, or an Affiliated Entity of a Contractor during the 5 years before the date of such Contractor's or Affiliated Entity's contract or engagement in connection with the Matter:

- a. bribed or attempted to bribe, or been convicted or adjudged guilty of bribery or attempting to bribe, a public officer or employee of the City, the State of Illinois, or any agency of the federal government or of any state or local government in the United States of America, in that officer's or employee's official capacity;
 - b. agreed or colluded with other bidders or prospective bidders, or been a party to any such agreement, or been convicted or adjudged guilty of agreement or collusion among bidders or prospective bidders, in restraint of freedom of competition by agreement to bid a fixed price or otherwise; or
 - c. made an admission of such conduct described in subparagraph (a) or (b) above that is a matter of record, but have not been prosecuted for such conduct; or
 - d. violated the provisions referenced in MCC Subsection 2-92-320(a)(4)(Contracts Requiring a Base Wage); (a)(5)(Debarment Regulations); or (a)(6)(Minimum Wage Ordinance).
6. Neither the Disclosing Party, nor any Affiliated Entity or Contractor, or any of their employees, officials, agents or partners, is barred from contracting with any unit of state or local government as a result of engaging in or being convicted of (1) bid-rigging in violation of 720 ILCS 5/33E-3; (2) bid-rotating in violation of 720 ILCS 5/33E-4; or (3) any similar offense of any state or of the United States of America that contains the same elements as the offense of bid-rigging or bid-rotating.
7. Neither the Disclosing Party nor any Affiliated Entity is listed on a Sanctions List maintained by the United States Department of Commerce, State, or Treasury, or any successor federal agency.
8. [FOR APPLICANT ONLY] (i) Neither the Applicant nor any "controlling person" [see MCC Chapter 1-23, Article I for applicability and defined terms] of the Applicant is currently indicted or charged with, or has admitted guilt of, or has ever been convicted of, or placed under supervision for, any criminal offense involving actual, attempted, or conspiracy to commit bribery, theft, fraud, forgery, perjury, dishonesty or deceit against an officer or employee of the City or any "sister agency"; and (ii) the Applicant understands and acknowledges that compliance with Article I is a continuing requirement for doing business with the City. NOTE: If MCC Chapter 1-23, Article I applies to the Applicant, that Article's permanent compliance timeframe supersedes 5-year compliance timeframes in this Section V.
9. [FOR APPLICANT ONLY] The Applicant and its Affiliated Entities will not use, nor permit their subcontractors to use, any facility listed as having an active exclusion by the U.S. EPA on the federal System for Award Management ("SAM").

10. [FOR APPLICANT ONLY] The Applicant will obtain from any contractors/subcontractors hired or to be hired in connection with the Matter certifications equal in form and substance to those in Certifications (2) and (9) above and will not, without the prior written consent of the City, use any such

contractor/subcontractor that does not provide such certifications or that the Applicant has reason to believe has not provided or cannot provide truthful certifications.

11. If the Disclosing Party is unable to certify to any of the above statements in this Part B (Further Certifications), the Disclosing Party must explain below:

NA

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

12. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all current employees of the Disclosing Party who were, at any time during the 12-month period preceding the date of this EDS, an employee, or elected or appointed official, of the City of Chicago (if none, indicate with "N/A" or "none").

NA

13. To the best of the Disclosing Party's knowledge after reasonable inquiry, the following is a complete list of all gifts that the Disclosing Party has given or caused to be given, at any time during the 12-month period preceding the execution date of this EDS, to an employee, or elected or appointed official, of the City of Chicago. For purposes of this statement, a "gift" does not include: (i) anything made generally available to City employees or to the general public, or (ii) food or drink provided in the course of official City business and having a retail value of less than \$25 per recipient, or (iii) a political contribution otherwise duly reported as required by law (if none, indicate with "N/A" or "none"). As to any gift listed below, please also list the name of the City recipient.

NONE

C. CERTIFICATION OF STATUS AS FINANCIAL INSTITUTION

1. The Disclosing Party certifies that the Disclosing Party (check one)

is is not

a "financial institution" as defined in MCC Section 2-32-455(b).

2. If the Disclosing Party IS a financial institution, then the Disclosing Party pledges:

"We are not and will not become a predatory lender as defined in MCC Chapter 2-32. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in MCC Chapter 2-32. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of the privilege of doing business with the City."

If the Disclosing Party is unable to make this pledge because it or any of its affiliates (as defined in MCC Section 2-32-455(b)) is a predatory lender within the meaning of MCC Chapter 2-32, explain here (attach additional pages if necessary):

See Exhibit A, B & C

If the letters "NA," the word "None," or no response appears on the lines above, it will be conclusively presumed that the Disclosing Party certified to the above statements.

D. CERTIFICATION REGARDING FINANCIAL INTEREST IN CITY BUSINESS

Any words or terms defined in MCC Chapter 2-156 have the same meanings if used in this Part D.

1. In accordance with MCC Section 2-156-110: To the best of the Disclosing Party's knowledge after reasonable inquiry, does any official or employee of the City have a financial interest in his or her own name or in the name of any other person or entity in the Matter?

Yes No

NOTE: If you checked "Yes" to Item D(1), proceed to Items D(2) and D(3). If you checked "No" to Item D(1), skip Items D(2) and D(3) and proceed to Part E.

2. Unless sold pursuant to a process of competitive bidding, or otherwise permitted, no City elected official or employee shall have a financial interest in his or her own name or in the name of any other person or entity in the purchase of any property that (i) belongs to the City, or (ii) is sold for taxes or assessments, or (iii) is sold by virtue of legal process at the suit of the City (collectively, "City Property Sale"). Compensation for property taken pursuant to the City's eminent domain power does not constitute a financial interest within the meaning of this Part D.

Does the Matter involve a City Property Sale?

Yes No

3. If you checked "Yes" to Item D(1), provide the names and business addresses of the City officials or employees having such financial interest and identify the nature of the financial interest:

Name	Business Address	Nature of Financial Interest
<hr/>		
<hr/>		
<hr/>		

4. The Disclosing Party further certifies that no prohibited financial interest in the Matter will be acquired by any City official or employee.

E. CERTIFICATION REGARDING SLAVERY ERA BUSINESS

Please check either (1) or (2) below. If the Disclosing Party checks (2), the Disclosing Party must disclose below or in an attachment to this EDS all information required by (2). Failure to comply with these disclosure requirements may make any contract entered into with the City in connection with the Matter voidable by the City.

 1. The Disclosing Party verifies that the Disclosing Party has searched any and all records of the Disclosing Party and any and all predecessor entities regarding records of investments or profits from slavery or slaveholder insurance policies during the slavery era (including insurance policies issued to slaveholders that provided coverage for damage to or injury or death of their slaves), and the Disclosing Party has found no such records.

 2. The Disclosing Party verifies that, as a result of conducting the search in step (1) above, the Disclosing Party has found records of investments or profits from slavery or slaveholder insurance policies. The Disclosing Party verifies that the following constitutes full disclosure of all such records, including the names of any and all slaves or slaveholders described in those records:

SECTION VI -- CERTIFICATIONS FOR FEDERALLY FUNDED MATTERS

NOTE: If the Matter is federally funded, complete this Section VI. If the Matter is not federally funded, proceed to Section VII. For purposes of this Section VI, tax credits allocated by the City and proceeds of debt obligations of the City are not federal funding.

A. CERTIFICATION REGARDING LOBBYING

1. List below the names of all persons or entities registered under the federal Lobbying Disclosure Act of 1995, as amended, who have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter: (Add sheets if necessary):

NA

(If no explanation appears or begins on the lines above, or if the letters "NA" or if the word "None" appear, it will be conclusively presumed that the Disclosing Party means that NO persons or entities registered under the Lobbying Disclosure Act of 1995, as amended, have made lobbying contacts on behalf of the Disclosing Party with respect to the Matter.)

2. The Disclosing Party has not spent and will not expend any federally appropriated funds to pay any person or entity listed in paragraph A(1) above for his or her lobbying activities or to pay any person or entity to influence or attempt to influence an officer or employee of any agency, as defined by applicable federal law, a member of Congress, an officer or employee of Congress, or an employee

of a member of Congress, in connection with the award of any federally funded contract, making any federally funded grant or loan, entering into any cooperative agreement, or to extend, continue, renew, amend, or modify any federally funded contract, grant, loan, or cooperative agreement.

3. The Disclosing Party will submit an updated certification at the end of each calendar quarter in which there occurs any event that materially affects the accuracy of the statements and information set forth in paragraphs A(1) and A(2) above.

4. The Disclosing Party certifies that either: (i) it is not an organization described in section 501(c)(4) of the Internal Revenue Code of 1986; or (ii) it is an organization described in section 501(c)(4) of the Internal Revenue Code of 1986 but has not engaged and will not engage in "Lobbying Activities," as that term is defined in the Lobbying Disclosure Act of 1995, as amended.

5. If the Disclosing Party is the Applicant, the Disclosing Party must obtain certifications equal in form and substance to paragraphs A(1) through A(4) above from all subcontractors before it awards any subcontract and the Disclosing Party must maintain all such subcontractors' certifications for the duration of the Matter and must make such certifications promptly available to the City upon request.

B. CERTIFICATION REGARDING EQUAL EMPLOYMENT OPPORTUNITY

If the Matter is federally funded, federal regulations require the Applicant and all proposed subcontractors to submit the following information with their bids or in writing at the outset of negotiations.

Is the Disclosing Party the Applicant?

Yes

No

If "Yes," answer the three questions below:

1. Have you developed and do you have on file affirmative action programs pursuant to applicable federal regulations? (See 41 CFR Part 60-2.)

Yes

No

2. Have you filed with the Joint Reporting Committee, the Director of the Office of Federal Contract Compliance Programs, or the Equal Employment Opportunity Commission all reports due under the applicable filing requirements?

Yes

No

Reports not required

3. Have you participated in any previous contracts or subcontracts subject to the equal opportunity clause?

Yes

No

If you checked "No" to question (1) or (2) above, please provide an explanation:

SECTION VII -- FURTHER ACKNOWLEDGMENTS AND CERTIFICATION

The Disclosing Party understands and agrees that:

- A. The certifications, disclosures, and acknowledgments contained in this EDS will become part of any contract or other agreement between the Applicant and the City in connection with the Matter, whether procurement, City assistance, or other City action, and are material inducements to the City's execution of any contract or taking other action with respect to the Matter. The Disclosing Party understands that it must comply with all statutes, ordinances, and regulations on which this EDS is based.
- B. The City's Governmental Ethics Ordinance, MCC Chapter 2-156, imposes certain duties and obligations on persons or entities seeking City contracts, work, business, or transactions. The full text of this ordinance and a training program is available on line at www.cityofchicago.org/Ethics, and may also be obtained from the City's Board of Ethics, 740 N. Sedgwick St., Suite 500, Chicago, IL 60610, (312) 744-9660. The Disclosing Party must comply fully with this ordinance.
- C. If the City determines that any information provided in this EDS is false, incomplete or inaccurate, any contract or other agreement in connection with which it is submitted may be rescinded or be void or voidable, and the City may pursue any remedies under the contract or agreement (if not rescinded or void), at law, or in equity, including terminating the Disclosing Party's participation in the Matter and/or declining to allow the Disclosing Party to participate in other City transactions. Remedies at law for a false statement of material fact may include incarceration and an award to the City of treble damages.
- D. It is the City's policy to make this document available to the public on its Internet site and/or upon request. Some or all of the information provided in, and appended to, this EDS may be made publicly available on the Internet, in response to a Freedom of Information Act request, or otherwise. By completing and signing this EDS, the Disclosing Party waives and releases any possible rights or claims which it may have against the City in connection with the public release of information contained in this EDS and also authorizes the City to verify the accuracy of any information submitted in this EDS.
- E. The information provided in this EDS must be kept current. In the event of changes, the Disclosing Party must supplement this EDS up to the time the City takes action on the Matter. If the Matter is a contract being handled by the City's Department of Procurement Services, the Disclosing Party must update this EDS as the contract requires. **NOTE:** With respect to Matters subject to MCC Chapter 1-23, Article I (imposing **PERMANENT INELIGIBILITY** for certain specified offenses), the information provided herein regarding eligibility must be kept current for a longer period, as required by MCC Chapter 1-23 and Section 2-154-020.

CERTIFICATION

Under penalty of perjury, the person signing below: (1) warrants that he/she is authorized to execute this EDS, and all applicable Appendices, on behalf of the Disclosing Party, and (2) warrants that all certifications and statements contained in this EDS, and all applicable Appendices, are true, accurate and complete as of the date furnished to the City.

Wintrust Bank, N.A.

(Print or type exact legal name of Disclosing Party)

By: *Kathleen M. Gallagher*
(Sign here)

Kathleen M. Gallagher

(Print or type name of person signing)

Senior Vice President

(Print or type title of person signing)

Signed and sworn to before me on (date) 10-10-23,

at Cook County, Illinois (state).

Sherry K Daniels
Notary Public

Commission expires: 9-11-2024



**CITY OF CHICAGO
ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT
APPENDIX A**

**FAMILIAL RELATIONSHIPS WITH ELECTED CITY OFFICIALS
AND DEPARTMENT HEADS**

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5%. It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

Under MCC Section 2-154-015, the Disclosing Party must disclose whether such Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently has a "familial relationship" with any elected city official or department head. A "familial relationship" exists if, as of the date this EDS is signed, the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof is related to the mayor, any alderman, the city clerk, the city treasurer or any city department head as spouse or domestic partner or as any of the following, whether by blood or adoption: parent, child, brother or sister, aunt or uncle, niece or nephew, grandparent, grandchild, father-in-law, mother-in-law, son-in-law, daughter-in-law, stepfather or stepmother, stepson or stepdaughter, stepbrother or stepsister or half-brother or half-sister.

"Applicable Party" means (1) all executive officers of the Disclosing Party listed in Section II.B.1.a., if the Disclosing Party is a corporation; all partners of the Disclosing Party, if the Disclosing Party is a general partnership; all general partners and limited partners of the Disclosing Party, if the Disclosing Party is a limited partnership; all managers, managing members and members of the Disclosing Party, if the Disclosing Party is a limited liability company; (2) all principal officers of the Disclosing Party; and (3) any person having more than a 7.5% ownership interest in the Disclosing Party. "Principal officers" means the president, chief operating officer, executive director, chief financial officer, treasurer or secretary of a legal entity or any person exercising similar authority.

Does the Disclosing Party or any "Applicable Party" or any Spouse or Domestic Partner thereof currently have a "familial relationship" with an elected city official or department head?

Yes

No

If yes, please identify below (1) the name and title of such person, (2) the name of the legal entity to which such person is connected; (3) the name and title of the elected city official or department head to whom such person has a familial relationship, and (4) the precise nature of such familial relationship.

**CITY OF CHICAGO
ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT
APPENDIX B**

BUILDING CODE SCOFFLAW/PROBLEM LANDLORD CERTIFICATION

This Appendix is to be completed only by (a) the Applicant, and (b) any legal entity which has a direct ownership interest in the Applicant exceeding 7.5% (an "Owner"). It is not to be completed by any legal entity which has only an indirect ownership interest in the Applicant.

1. Pursuant to MCC Section 2-154-010, is the Applicant or any Owner identified as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416?

Yes No

2. If the Applicant is a legal entity publicly traded on any exchange, is any officer or director of the Applicant identified as a building code scofflaw or problem landlord pursuant to MCC Section 2-92-416?

Yes No The Applicant is not publicly traded on any exchange.

3. If yes to (1) or (2) above, please identify below the name of each person or legal entity identified as a building code scofflaw or problem landlord and the address of each building or buildings to which the pertinent code violations apply.

**CITY OF CHICAGO
ECONOMIC DISCLOSURE STATEMENT AND AFFIDAVIT
APPENDIX C**

FORM 10-K 2022

PROHIBITION ON WAGE & SALARY HISTORY SCREENING - CERTIFICATION

This Appendix is to be completed only by an Applicant that is completing this EDS as a “contractor” as defined in MCC Section 2-92-385. That section, which should be consulted (www.amlegal.com), generally covers a party to any agreement pursuant to which they: (i) receive City of Chicago funds in consideration for services, work or goods provided (including for legal or other professional services), or (ii) pay the City money for a license, grant or concession allowing them to conduct a business on City premises.

On behalf of an Applicant that is a contractor pursuant to MCC Section 2-92-385, I hereby certify that the Applicant is in compliance with MCC Section 2-92-385(b)(1) and (2), which prohibit: (i) screening job applicants based on their wage or salary history, or (ii) seeking job applicants’ wage or salary history from current or former employers. I also certify that the Applicant has adopted a policy that includes those prohibitions.

Yes

No

N/A – I am not an Applicant that is a “contractor” as defined in MCC Section 2-92-385.

This certification shall serve as the affidavit required by MCC Section 2-92-385(c)(1).

If you checked “no” to the above, please explain.

**Wintrust Bank, N.A.
City of Chicago
Economic Disclosure Statement**

EDS Exhibit A

- List below the full names and titles, if applicable, of: (i) all executive officers and directors of the entity.

WINTRUST BANK, N.A. DIRECTORS

Scott K. Heitmann	Wintrust Bank, N.A. Director
Matthew Horwitch	Wintrust Bank, N.A. Director
Julieta LaMalfa	Wintrust Bank, N.A. Director
Meghan Otis	Wintrust Bank, N.A. Director
Hollis Rademacher	Wintrust Bank, N.A. Director
Alison Ranney	Wintrust Bank, N.A. Director
David Richter	Wintrust Bank, N.A. Director
Dee Robinson	Wintrust Bank, N.A. Director
Lou Sandoval	Wintrust Bank, N.A. Director
Ingrid Stafford	Wintrust Bank, N.A. Director
Cherryl Thomas	Wintrust Bank, N.A. Director
Alex Washington	Wintrust Bank, N.A. Director
H. PATRICK HACKETT JR.	Wintrust Bank, N.A. Advisory Director

WINTRUST BANK, N.A. EXECUTIVE OFFICERS

Tim Crane	Executive Officer / WB, N.A. DIRECTOR
David Lee	Executive Officer / WB, N.A. ADVISORY DIRECTOR
Doug Boersma	Executive Officer / WB, N.A. Director
Bartlett Johnson	Executive Officer / WB, N.A. Director
John McKinnon	Executive Officer
Richard Wickel	Executive Officer

Wintrust Bank, N.A.
City of Chicago
Economic Disclosure Statement

Exhibit B

Other than: (A) financial services offered in the ordinary course of business the confidentiality of which are protected under: (i) Article I Section 6 of the Illinois Constitution (*see e.g., People v. Nesbitt*, 405 Ill App 3d 823) (finding constitutional right to privacy of bank records; disclosure must be compelled by lawful service of process); (ii) the Illinois Banking Act, 205 ILCS 5/1 *et seq.* (imposing obligation on financial institutions to protect customer information from disclosure), and, to the best of its knowledge upon reasonable inquiry (B) direct or indirect ownership of less than \$15,000.00 worth of publicly traded Wintrust Financial Corporation stock; there are no relationships to disclose.

Wintrust Bank, N.A.
City of Chicago
Economic Disclosure Statement

Exhibit C

To the best of its knowledge, Wintrust Bank, N.A. certifies: (A) neither it or its banking affiliates offer loans that would be defined as predatory loans under the Chicago Municipal Code; (B) neither it nor any of its banking affiliates has been charged as a predatory lender under the Chicago Municipal Code (or under state or federal law); and (c) neither it or its banking affiliates will become a predatory lender as defined by the Chicago Municipal Code.

**Anti-Predatory Lending Pledge*
for Municipal Depositories**

We pledge that we are not and will not become a predatory lender as defined in Chapter 2-32 of the Municipal Code of Chicago. We further pledge that none of our affiliates is, and none of them will become, a predatory lender as defined in Chapter 2-32 of the Municipal Code of Chicago. We understand that becoming a predatory lender or becoming an affiliate of a predatory lender may result in the loss of our designation as a municipal depository.

Wintrust Bank, N.A.

Name of Financial Institution

Kathleen M. Gallagher Senior Vice President

Signature of Authorized Officer Title

Kathleen M. Gallagher

773-883-4188

Name of Authorized Officer (Print or Type)

Business Telephone Number

Subscribed and sworn to before me this

10th day of October, 2023

Sherry K. Daniels

Notary Public



Date: 10-4-2023

Name of transaction for which this certificate is submitted: RFP for Designation as a 2024 Municipal Depository

Contact Person: Kathleen M. Gallagher

Address: 231 South LaSalle Street 3rd Floor
Chicago, IL 60604

Telephone: 773-883-4188

*The definitions of certain terms set forth in Chapter 2-32 of the Municipal Code of Chicago and used in the Anti-Predatory Lending Pledge are reproduced on the attached pages.

Loan Policy Pledge for Municipal Depositories

We pledge not to arbitrarily reject mortgage loans for residential properties within a specific geographic area in Chicago because of the location and/or age of the property, or in the case of proposed borrower to arbitrarily vary the terms of those loans or the application procedures for those loans on the basis of race, color, religion, national origin, age, sex, marital status, ancestry, sexual orientation, parental status, source of income, disability or military discharge status. In addition, we pledge to make loans available to low- and moderate-income residential property in the neighborhoods of the City of Chicago within the limits of our legal restriction and prudent financial practices.

We understand that arbitrarily rejecting or varying the terms and/or application procedures of mortgage loans on the basis of the factors listed above may result in the lost of our designation as a municipal depository.

Wintrust Bank, N.A.

Name of Financial Institution

Kathleen M. Gallagher
Signature of Authorized Officer

Senior Vice President

Title

Kathleen M. Gallagher

773-883-4188

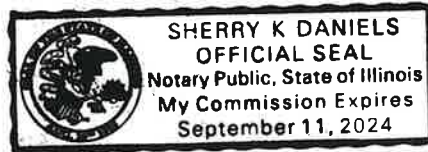
Name of Authorized Officer (Print or Type)

Business Telephone Number

Subscribed and sworn to before me this

10th day of October, 2023

Sherry K Daniels
Notary Public



Date: 10-10-23

Name of transaction for which this certificate is submitted: RFP for Designation
as a 2024 Municipal Depository

Contact Person: Kathleen M. Gallagher
Address: 231 S. LaSalle Street 3rd Floor
Chicago, IL 60604

Telephone: 773-883-4188

CO= BP99301
 U= HA47316

EQUAL EMPLOYMENT OPPORTUNITY
 2021 EMPLOYER INFORMATION REPORT EEO-1
 50 AND OVER EMPLOYEES REPORT

SECTION B - COMPANY IDENTIFICATION

1. WINTRUST FINANCIAL CORPORATION
 9700 WEST HIGGINS ROAD
 ROSEMONT, IL 60018

2.a. WB - LASALLE
 231 SOUTH LASALLE STREET
 CHICAGO, IL 60604

SECTION C - TEST FOR FILING REQUIREMENT

1- Y 2- Y 3- Y DUNS= 960520278

SECTION E - ESTABLISHMENT INFORMATION
 NAICS: 522110 - Commercial Banking

c. EIN= 363970472

SECTION D - EMPLOYMENT DATA

JOB CATEGORIES	HISPANIC OR LATINO		NOT-HISPANIC OR LATINO										OVERALL TOTALS		
	MALE	FEMALE	WHITE	BLACK OR AFRICAN AMERICAN	NATIVE HAWAIIAN OR PACIFIC ISLANDER	ASIAN	AMERICAN INDIAN OR ALASKAN NATIVE	TWO OR MORE RACES	WHITE	BLACK OR AFRICAN AMERICAN	NATIVE HAWAIIAN OR PACIFIC ISLANDER	ASIAN		AMERICAN INDIAN OR ALASKAN NATIVE	TWO OR MORE RACES
EXECUTIVE/SR OFFICIALS & MGRS	0	0	24	0	0	0	0	0	9	0	0	1	0	0	34
FIRST/MID OFFICIALS & MGRS	1	3	28	0	0	0	0	0	9	1	0	1	0	0	43
PROFESSIONALS	4	4	28	0	0	1	0	0	17	3	0	2	0	1	60
TECHNICIANS	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
SALES WORKERS	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
ADMINISTRATIVE SUPPORT	0	13	2	0	0	0	0	0	4	5	0	1	0	0	26
CRAFT WORKERS	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
OPERATIVES	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
LABORERS & HELPERS	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
SERVICE WORKERS	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
TOTAL	5	20	82	0	0	1	0	0	39	9	0	5	0	1	163
PREVIOUS REPORT TOTAL	5	21	75	1	0	0	0	0	37	6	0	5	0	1	152

SECTION F - REMARKS

**AFFIDAVIT OF COMMITMENT TO COMMUNITY REINVESTMENT,
RESPONSIBILITY AND TRANSPARENCY
CITY OF CHICAGO OFFICE OF THE COMPTROLLER**

I, Kathleen M. Gallagher a duly authorized representative of Wintrust Bank, N.A. represent and say as follows:

That for the purpose of becoming an eligible depository for active deposits of the City of Chicago, the undersigned Affiant states that it will use reasonable efforts to provide lending, financing, and banking opportunities as a commitment of community reinvestment to Chicago's low and moderate income (LMI) communities; Affiant states that such reasonable efforts shall include, but are not limited to:

- A. Assignment of identifiable personnel to answer and respond to questions, concerns and inquiries by the citizens of Chicago, City Treasurer, City Comptroller, and the City Council regarding financial services, investment and lending products, services and related issues, including the Community Reinvestment Act (CRA) of 1977;
- B. Cooperate with and support non-profit neighborhood development/redevelopment organizations in the implementation of "neighborhood economic development" strategies that focus on revitalization of communities that are more locally focused where an institution has a branch or market presence;
- C. Commit to affirmatively market and make available banking services throughout Chicago's low and moderate income communities, by not meeting this commitment only through the installation of ATM distribution centers, but also by opening and/or maintaining branch locations within those communities;
- D. Prepare an annual report of CRA activities, presented to the Comptroller, the Treasurer, and the City Council, that is made publicly available, demonstrating investment in all Chicago Communities, as well as reinvestment in LMI communities of Chicago, by community area that includes the number of loans and amount of loans in the following (6) categories:
 - 1. Home Purchase within LMI communities;
 - 2. Refinancing within LMI communities;
 - 3. Home Improvement;
 - 4. Small Business Loans (to companies with revenues under \$1 Million);
 - 5. Community Development Loans including multi-family lending; and
 - 6. Community Development Investments to eligible Community Development Financial Institutions (CDFI) and other community intermediaries to further the goals of an institution to meet its obligations to the Community Reinvestment Act of 1977 and this Affidavit.

Such a Municipal Depository annual CRA report will include, by community area, the number of mortgage loans originated and other strategies to minimize the impact of foreclosure and neighborhood instability.

- E. An institution acknowledges that failure to comply with this Affidavit may result in discontinued status as a municipal depository.

Signed: 

Dated: October 3, 2023

Print Name: Kathleen M. Gallagher

Title: Senior Vice President

November 14, 2023

WINTRUST

COMMERCIAL BANKING

City of Chicago Team

Wintrust Commercial Banking is pleased to provide the following response to the 2023 RFP for Designation as a 2024 Municipal Depository for the City of Chicago and Chicago Board of Education Funds (Addendum #1 and #2). Wintrust is thrilled to have the unique opportunity to provide information and background about Wintrust Bank and how it is uniquely positioned to be “Chicago’s Bank”. As a locally owned bank in the Chicagoland area, most of our bankers live and work in their Chicago neighborhood. We lend here, work here and invest here.

With over \$55 billion in assets, Wintrust is one of the fastest growing bank groups in Illinois and is now the second largest commercial bank headquartered in Chicago. Our executive team is in Chicago and our strategic, lending, and philanthropic decisions are made here. Community outreach and local involvement are cornerstones of Wintrust’s position as a financial services leader throughout the bank’s geographic footprint. We are entrenched in the communities we serve through both volunteer efforts and financial support.

As we have grown, we have developed products that can compete with those of the large banks. We combine that with our service culture, the basis of our business model since our founding more than thirty years ago, to provide a top tier banking partnership for our clients. Our nonprofit portfolio has grown exponentially over the last ten years driven by the strength of our experienced, knowledgeable, and professional team. When you work with Wintrust, you get access to a full-service team including a relationship manager and client service professional, treasury management specialists, and access to executive management. This service team has one purpose, which is to ensure the City of Chicago has a banking partner you can rely on to resolve questions and issues quickly, professionally, and proactively so you can focus on supporting the business of our great city of Chicago.

We hope that you will be pleased with what we have prepared in the proposal detailed in this response. As you read through, please keep in mind that we specialize in customizing and tailoring our services to meet the needs of our customers and supporting those services with exceptional service. If you find items within the proposal that cause concern or raise questions, we welcome the feedback and the opportunity to further discuss these matters.

Sincerely,



Kathleen M. Gallagher
Senior Vice President
Government, Non-Profit, Healthcare

Executive Summary

Below are the full names and titles, if applicable, of: (i) all executive officers and directors of the entity.

WINTRUST BANK, N.A. DIRECTORS

Scott K. Heitmann	Wintrust Bank, N.A. Director
Matthew Horwitch	Wintrust Bank, N.A. Director
Julieta LaMalfa	Wintrust Bank, N.A. Director
Meghan Otis	Wintrust Bank, N.A. Director
Hollis Rademacher	Wintrust Bank, N.A. Director
Alison Ranney	Wintrust Bank, N.A. Director
David Richter	Wintrust Bank, N.A. Director
Dee Robinson	Wintrust Bank, N.A. Director
Lou Sandoval	Wintrust Bank, N.A. Director
Ingrid Stafford	Wintrust Bank, N.A. Director
Cherryl Thomas	Wintrust Bank, N.A. Director
Alex Washington	Wintrust Bank, N.A. Director
H. PATRICK HACKETT JR.	Wintrust Bank, N.A. Advisory Director

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Doug Boersma	Executive Officer / WB, N.A. Director
Bartlett Johnson	Executive Officer / WB, N.A. Director
John McKinnon	Executive Officer
Richard Wickel	Executive Officer

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended March 31, 2023

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission File Number 001-35077

WINTRUST FINANCIAL CORPORATION

(Exact name of registrant as specified in its charter)

Illinois
(State of incorporation or organization)

36-3873352
(I.R.S. Employer Identification No.)

**9700 W. Higgins Road, Suite 800
Rosemont, Illinois 60018**

(Address of principal executive offices)
(847) 939-9000

(Registrant's telephone number, including area code)

<u>Title of Each Class</u>	<u>Ticker Symbol</u>	<u>Name of Each Exchange on Which Registered</u>
Common Stock, no par value	WTFC	The NASDAQ Global Select Market
Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock, Series D, no par value	WTFCM	The NASDAQ Global Select Market
Depository Shares, Each Representing a 1/1,000 th Interest in a Share of 6.875% Fixed-Rate Reset Non-Cumulative Perpetual Preferred Stock, Series E, no par value	WTFCP	The NASDAQ Global Select Market

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer Accelerated filer
Non-accelerated filer (Do not check if a smaller reporting company) Smaller reporting company
Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

Common Stock — no par value, 61,192,818 shares, as of April 28, 2023

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PART I
ITEM 1. FINANCIAL STATEMENTS

WINTRUST FINANCIAL CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CONDITION

(In thousands, except share data)	(Unaudited) March 31, 2023	December 31, 2022	(Unaudited) March 31, 2022
Assets			
Cash and due from banks	\$ 445,928	\$ 490,908	\$ 462,516
Federal funds sold and securities purchased under resale agreements	58	58	700,056
Interest-bearing deposits with banks	1,563,578	1,988,719	4,013,597
Available-for-sale securities, at fair value	3,259,845	3,243,017	2,998,898
Held-to-maturity securities, at amortized cost, net of allowance for credit losses of \$463, \$488 and \$159 at March 31, 2023, December 31, 2022 and March 31, 2022, respectively (\$3.0 billion, \$2.9 billion and \$3.1 billion fair value at March 31, 2023, December 31, 2022 and March 31, 2022, respectively)	3,606,391	3,640,567	3,435,729
Trading account securities	102	1,127	852
Equity securities with readily determinable fair value	111,943	110,365	92,689
Federal Home Loan Bank and Federal Reserve Bank stock	244,957	224,759	136,163
Brokerage customer receivables	16,042	16,387	22,888
Mortgage loans held-for-sale, at fair value	302,493	299,935	606,545
Loans, net of unearned income	39,565,471	39,196,485	35,280,547
Allowance for loan losses	(287,972)	(270,173)	(250,539)
Net loans	39,277,499	38,926,312	35,030,008
Premises, software and equipment, net	760,283	764,798	761,213
Lease investments, net	256,301	253,928	240,656
Accrued interest receivable and other assets	1,413,795	1,391,342	1,066,750
Trade date securities receivable	939,758	921,717	—
Goodwill	653,587	653,524	655,402
Other acquisition-related intangible assets	20,951	22,186	26,699
Total assets	\$ 52,873,511	\$ 52,949,649	\$ 50,250,661
Liabilities and Shareholders' Equity			
Deposits:			
Non-interest-bearing	\$ 11,236,083	\$ 12,668,160	\$ 13,748,918
Interest-bearing	31,482,128	30,234,384	28,470,404
Total deposits	42,718,211	42,902,544	42,219,322
Federal Home Loan Bank advances	2,316,071	2,316,071	1,241,071
Other borrowings	583,548	596,614	482,516
Subordinated notes	437,493	437,392	437,033
Junior subordinated debentures	253,566	253,566	253,566
Trade date securities payable	—	—	437
Accrued interest payable and other liabilities	1,549,116	1,646,624	1,124,460
Total liabilities	47,858,005	48,152,811	45,758,405
Shareholders' Equity:			
Preferred stock, no par value; 20,000,000 shares authorized:			
Series D - \$25 liquidation value; 5,000,000 shares issued and outstanding at March 31, 2023, December 31, 2022 and March 31, 2022	125,000	125,000	125,000
Series E - \$25,000 liquidation value; 11,500 shares issued and outstanding at March 31, 2023, December 31, 2022 and March 31, 2022	287,500	287,500	287,500
Common stock, no par value; \$1.00 stated value; 100,000,000 shares authorized at March 31, 2023, December 31, 2022 and March 31, 2022; 61,197,979 shares issued at March 31, 2023, 60,797,270 shares issued at December 31, 2022 and 59,090,903 shares issued at March 31, 2022	61,198	60,797	59,091
Surplus	1,913,947	1,902,474	1,698,093
Treasury stock, at cost, 21,564 shares at March 31, 2023, 3,262 shares at December 31, 2022, and 1,837,689 shares at March 31, 2022	(1,966)	(304)	(109,903)
Retained earnings	2,997,263	2,849,007	2,548,474
Accumulated other comprehensive loss	(367,436)	(427,636)	(115,999)
Total shareholders' equity	5,015,506	4,796,838	4,492,256
Total liabilities and shareholders' equity	\$ 52,873,511	\$ 52,949,649	\$ 50,250,661

See accompanying notes to unaudited consolidated financial statements.

WINTRUST FINANCIAL CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME (UNAUDITED)

	Three Months Ended	
	March 31, 2023	March 31, 2022
<i>(In thousands, except per share data)</i>		
Interest income		
Interest and fees on loans	\$ 558,692	\$ 285,698
Mortgage loans held-for-sale	3,528	6,087
Interest-bearing deposits with banks	13,468	1,687
Federal funds sold and securities purchased under resale agreements	70	431
Investment securities	59,943	32,398
Trading account securities	14	5
Federal Home Loan Bank and Federal Reserve Bank stock	3,680	1,772
Brokerage customer receivables	295	174
Total interest income	639,690	328,252
Interest expense		
Interest on deposits	144,802	14,854
Interest on Federal Home Loan Bank advances	19,135	4,816
Interest on other borrowings	7,854	2,239
Interest on subordinated notes	5,488	5,482
Interest on junior subordinated debentures	4,416	1,567
Total interest expense	181,695	28,958
Net interest income	457,995	299,294
Provision for credit losses	23,045	4,106
Net interest income after provision for credit losses	434,950	295,188
Non-interest income		
Wealth management	29,945	31,394
Mortgage banking	18,264	77,231
Service charges on deposit accounts	12,903	15,283
Gains (losses) on investment securities, net	1,398	(2,782)
Fees from covered call options	10,391	3,742
Trading gains, net	813	3,889
Operating lease income, net	13,046	15,475
Other	21,009	18,558
Total non-interest income	107,769	162,790
Non-interest expense		
Salaries and employee benefits	176,781	172,355
Software and equipment	24,697	22,810
Operating lease equipment	9,833	9,708
Occupancy, net	18,486	17,824
Data processing	9,409	7,505
Advertising and marketing	11,946	11,924
Professional fees	8,163	8,401
Amortization of other acquisition-related intangible assets	1,235	1,609
FDIC insurance	8,669	7,729
Other real estate owned expense, net	(207)	(1,032)
Other	30,157	25,465
Total non-interest expense	299,169	284,298
Income before taxes	243,550	173,680
Income tax expense	63,352	46,289
Net income	\$ 180,198	\$ 127,391
Preferred stock dividends	6,991	6,991
Net income applicable to common shares	\$ 173,207	\$ 120,400
Net income per common share—Basic	\$ 2.84	\$ 2.11
Net income per common share—Diluted	\$ 2.80	\$ 2.07
Cash dividends declared per common share	\$ 0.40	\$ 0.34
Weighted average common shares outstanding	60,950	57,196
Dilutive potential common shares	873	862
Average common shares and dilutive common shares	61,823	58,058

See accompanying notes to unaudited consolidated financial statements.

WINTRUST FINANCIAL CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (UNAUDITED)

(In thousands)	Three Months Ended	
	March 31, 2023	March 31, 2022
Net income	\$ 180,198	\$ 127,391
Unrealized gains (losses) on available-for-sale securities		
Before tax	47,040	(206,017)
Tax effect	(12,537)	54,903
Net of tax	34,503	(151,114)
Reclassification of net gains on available-for-sale securities included in net income		
Before tax	560	250
Tax effect	(151)	(67)
Net of tax	409	183
Reclassification of amortization of unrealized gains on investment securities transferred to held-to-maturity from available-for-sale		
Before tax	43	42
Tax effect	(11)	(11)
Net of tax	32	31
Net unrealized gains (losses) on available-for-sale securities	34,062	(151,328)
Unrealized gains on derivative instruments		
Before tax	34,666	39,481
Tax effect	(9,238)	(10,532)
Net unrealized gains on derivative instruments	25,428	28,949
Foreign currency adjustment		
Before tax	890	2,842
Tax effect	(180)	(554)
Net foreign currency adjustment	710	2,288
Total other comprehensive income (loss)	60,200	(120,091)
Comprehensive income	\$ 240,398	\$ 7,300

See accompanying notes to unaudited consolidated financial statements.

*WINTRUST FINANCIAL CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (UNAUDITED)*

(In thousands, except per share data)	Preferred stock	Common stock	Surplus	Treasury stock	Retained earnings	Accumulated other comprehensive income (loss)	Total shareholders' equity
Balance at January 1, 2022	\$ 412,500	\$ 58,892	\$ 1,685,572	\$ (109,903)	\$ 2,447,535	\$ 4,092	\$ 4,498,688
Net income	—	—	—	—	127,391	—	127,391
Other comprehensive loss, net of tax	—	—	—	—	—	(120,091)	(120,091)
Cash dividends declared on common stock, \$0.34 per share	—	—	—	—	(19,461)	—	(19,461)
Dividends on Series D preferred stock, \$0.41 per share and Series E preferred stock, \$429.69 per share	—	—	—	—	(6,991)	—	(6,991)
Stock-based compensation	—	—	7,891	—	—	—	7,891
Common stock issued for:							
Exercise of stock options and warrants	—	79	3,279	—	—	—	3,358
Restricted stock awards	—	52	(52)	—	—	—	—
Employee stock purchase plan	—	10	832	—	—	—	842
Director compensation plan	—	58	571	—	—	—	629
Balance at March 31, 2022	<u>\$ 412,500</u>	<u>\$ 59,091</u>	<u>\$ 1,698,093</u>	<u>\$ (109,903)</u>	<u>\$ 2,548,474</u>	<u>\$ (115,999)</u>	<u>\$ 4,492,256</u>
Balance at January 1, 2023	\$ 412,500	\$ 60,797	\$ 1,902,474	\$ (304)	\$ 2,849,007	\$ (427,636)	\$ 4,796,838
Cumulative effect adjustment from the adoption of ASU 2022-02	—	—	—	—	(544)	—	(544)
Net income	—	—	—	—	180,198	—	180,198
Other comprehensive income, net of tax	—	—	—	—	—	60,200	60,200
Cash dividends declared on common stock, \$0.40 per share	—	—	—	—	(24,407)	—	(24,407)
Dividends on Series D preferred stock, \$0.41 per share and Series E preferred stock, \$429.69 per share	—	—	—	—	(6,991)	—	(6,991)
Stock-based compensation	—	—	8,295	—	—	—	8,295
Common stock issued for:							
Exercise of stock options and warrants	—	54	2,162	—	—	—	2,216
Restricted stock awards	—	275	(275)	(1,662)	—	—	(1,662)
Employee stock purchase plan	—	9	685	—	—	—	694
Director compensation plan	—	63	606	—	—	—	669
Balance at March 31, 2023	<u>\$ 412,500</u>	<u>\$ 61,198</u>	<u>\$ 1,913,947</u>	<u>\$ (1,966)</u>	<u>\$ 2,997,263</u>	<u>\$ (367,436)</u>	<u>\$ 5,015,506</u>

See accompanying notes to unaudited consolidated financial statements.

WINTRUST FINANCIAL CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)

	Three Months Ended	
	March 31, 2023	March 31, 2022
<i>(In thousands)</i>		
Operating Activities:		
Net income	\$ 180,198	\$ 127,391
Adjustments to reconcile net income to net cash provided by operating activities		
Provision for credit losses	23,045	4,106
Depreciation, amortization and accretion, net	18,798	24,526
Stock-based compensation expense	8,295	7,891
Amortization of premium on securities, net	275	893
Accretion of discount and deferred fees on loans, net	(4,263)	(7,540)
Mortgage servicing rights fair value changes, net of economic hedge	10,863	(37,349)
Non-designated derivatives fair value changes, net	(2,805)	(4,046)
Originations and purchases of mortgage loans held-for-sale	(366,006)	(887,393)
Early buy-out exercises of mortgage loans held-for-sale guaranteed by U.S. government agencies, net of subsequent paydowns or payoffs	(6,334)	(4,065)
Proceeds from sales of mortgage loans held-for-sale	366,509	1,085,471
Bank owned life insurance ("BOLI") loss (income)	1,351	(48)
Decrease in trading securities, net	1,025	209
Decrease in brokerage customer receivables, net	345	3,180
Gains on mortgage loans sold	(10,795)	(20,690)
(Gains) losses on investment securities, net	(1,398)	2,782
Losses (gains) on sales of premises and equipment, net	93	(9)
Losses (gains) on sales and fair value adjustments of other real estate owned, net	99	(1,038)
(Increase) decrease in accrued interest receivable and other assets, net	(97,024)	110,691
(Decrease) increase in accrued interest payable and other liabilities, net	(53,830)	53,062
Net Cash Provided by Operating Activities	68,441	458,024
Investing Activities:		
Proceeds from maturities and calls of available-for-sale securities	1,008,597	119,041
Proceeds from maturities and calls of held-to-maturity securities	40,342	66,966
Proceeds from sales of available-for-sale securities	—	—
Proceeds from sales of equity securities with readily determinable fair value	23,592	18,753
Proceeds from sales and capital distributions of equity securities without readily determinable fair value	67	250
Purchases of available-for-sale securities	(996,433)	(996,293)
Purchases of held-to-maturity securities	(6,443)	(560,903)
Purchases of equity securities with readily determinable fair value	(23,697)	(23,255)
Purchases of equity securities without readily determinable fair value	(4,850)	(1,010)
Redemptions (purchases) of Federal Home Loan Bank and Federal Reserve Bank stock, net	20,198	(785)
Distributions from investments in partnerships, net	2,794	124
Proceeds from sales of other real estate owned	435	2,497
Decrease in interest-bearing deposits with banks, net	424,842	1,359,947
Increase in loans, net	(365,885)	(472,409)
Redemption of BOLI	—	960
Purchases of premises and equipment, net	(9,139)	(7,722)
Net Cash Provided by (Used for) Investing Activities	114,420	(493,839)
Financing Activities:		
(Decrease) increase in deposit accounts, net	(184,335)	123,733
Decrease in other borrowings, net	(13,968)	(14,928)
Increase in Federal Home Loan Bank advances, net	—	—
Cash payments to settle contingent consideration liabilities recognized in business combinations	(57)	—
Issuance of common shares resulting from the exercise of stock options and employee stock purchase plan	3,579	4,829
Common stock repurchases for tax withholdings related to stock-based compensation	(1,662)	—
Dividends paid	(31,398)	(26,452)
Net Cash (Used for) Provided by Financing Activities	(227,841)	87,182
Net (Decrease) Increase in Cash and Cash Equivalents	(44,980)	51,367
Cash and Cash Equivalents at Beginning of Period	490,966	411,205
Cash and Cash Equivalents at End of Period	\$ 445,986	\$ 462,572

See accompanying notes to unaudited consolidated financial statements.

WINTRUST FINANCIAL CORPORATION AND SUBSIDIARIES
NOTES TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

(1) Basis of Presentation

The interim consolidated financial statements of Wintrust Financial Corporation and its subsidiaries (collectively, “Wintrust” or the “Company”) presented herein are unaudited, but in the opinion of management, reflect all necessary adjustments of a normal or recurring nature for a fair presentation of results as of the dates and for the periods covered by the interim consolidated financial statements.

The accompanying interim consolidated financial statements are unaudited and do not include information or footnotes necessary for a complete presentation of financial condition, results of operations or cash flows in accordance with U.S. generally accepted accounting principles (“GAAP”). The interim unaudited consolidated financial statements should be read in conjunction with the consolidated financial statements and notes included in the Company’s Annual Report on Form 10-K for the year ended December 31, 2022 (“2022 Form 10-K”). Operating results reported for the period are not necessarily indicative of the results which may be expected for the entire year. Reclassifications of certain prior period amounts have been made to conform to the current period presentation.

The preparation of the financial statements requires management to make estimates, assumptions and judgments that affect the reported amounts of assets and liabilities. Management believes that the estimates made are reasonable; however, changes in estimates may be required if economic or other conditions develop differently from management’s expectations. Certain policies and accounting principles inherently have a greater reliance on the use of estimates, assumptions and judgments and as such have a greater possibility of producing results that could be materially different than originally reported. Management views critical accounting policies to be those which are highly dependent on subjective or complex judgments, estimates and assumptions, and where changes in those estimates and assumptions could have a significant impact on the financial statements. Management currently views the determination of the allowance for credit losses, including the allowance for loan losses, the allowance for unfunded commitment losses and the allowance for held-to-maturity securities losses, estimations of fair value, the valuations required for impairment testing of goodwill, the valuation and accounting for derivative instruments and income taxes as the accounting areas that require the most subjective and complex judgments, and as such could be the most subject to revision as new information becomes available. Descriptions of the Company’s significant accounting policies are included in Note (1) “Summary of Significant Accounting Policies” of the 2022 Form 10-K. In preparation of these financial statements, subsequent events were evaluated through the time the financial statements were issued. Financial statements are considered issued when they are widely distributed to all shareholders and other financial statement users or filed with the SEC.

(2) Recent Accounting Developments

Business Combinations

In October 2021, the FASB issued ASU No. 2021-08, “Business Combinations (Topic 805), Accounting for Contract Assets and Contract Liabilities from Contracts with Customers,” which clarifies diversity in practice related to recognition and measurement of contract assets and liabilities related to revenue contracts with customers which are acquired in a business combination by aligning business combination accounting with the subsequent accounting for contract assets and liabilities by requiring entities to apply ASC Topic 606, Revenue from Contracts with Customers, in order to recognize and measure deferred revenue in a business combination. The guidance also creates an exception to the general recognition and measurement principle in ASC Topic 805, Business Combinations, under which such amounts are recognized by the acquirer at fair value on the acquisition date by providing two practical expedients for acquirers. The Company adopted ASU No. 2021-08 as of January 1, 2023. Adoption of this standard did not have a material impact on the Company’s consolidated financial statements.

Fair Value Hedging - Portfolio Layer Method

In March 2022, the FASB issued ASU No. 2022-01, “Derivatives and Hedging (Topic 815): Fair Value Hedging - Portfolio Layer Method” which expands the current last-of-layer method by allowing multiple hedged layers to be designated for a single closed portfolio of financial assets or one or more beneficial interests secured by a portfolio of financial instruments. The Company adopted ASU No. 2022-01 as of January 1, 2023. Adoption of this standard did not have a material impact on the Company’s consolidated financial statements.

Troubled Debt Restructurings and Vintage Disclosures

In March 2022, the FASB issued ASU No. 2022-02, “Financial Instruments - Credit Losses (Topic 326): Troubled Debt Restructurings and Vintage Disclosures” which eliminates the separate recognition and measurement guidance for troubled debt restructurings (“TDRs”) by creditors, while enhancing disclosure requirements for certain loan refinancing and restructurings by creditors when a borrower is experiencing financial difficulty, and requiring entities to disclose current-period gross write-offs by year of origination for certain financing receivables and net investments in leases. The Company adopted ASU No. 2022-02 as of January 1, 2023. Guidance was adopted under a modified retrospective approach and, at January 1, 2023, the Company recognized a cumulative-effect adjustment to the allowance for loan losses of \$741,000 representing the change in methodology of estimating expected credit losses for loans previously classified as TDRs. This amount was a positive adjustment to the allowance for loan losses, presented separately on the Company’s Consolidated Statements of Condition, with an offsetting negative adjustment recorded directly to retained earnings, net of taxes.

Fair Value Measurement - Equity Securities with Contractual Sale Restrictions

In June 2022, the FASB issued ASU No. 2022-03, “Fair Value Measurement (Topic 820): Fair Value Measurement of Equity Securities Subject to Contractual Sale Restrictions” which clarifies the guidance in ASC 820 when measuring the fair value of an equity security subject to contractual restrictions that prohibit the sale of an equity security, and also requires specific disclosures related to these types of securities. This guidance is effective for fiscal years beginning after December 15, 2023, including interim periods therein, and is to be applied under a prospective approach. Early adoption is permitted. The Company does not expect this guidance to have a material impact on the Company’s consolidated financial statements.

Legislation Issued Related to Stock Repurchases

On August 16, 2022, the Inflation Reduction Act of 2022 (the “IRA”) was signed by the President of the United States. Among other things, the IRA imposes a 1% excise tax on the fair market value of stock repurchased after December 31, 2022. With certain exceptions, the value of stock repurchased is determined net of stock issued in the year, including shares issued pursuant to compensatory arrangements. This new legislation did not have a material impact on the Company’s consolidated financial statements.

Equity Method and Joint Ventures - Investments in Tax Credit Structures

In March 2023, the FASB issued ASU No. 2023-02, “Investments-Equity Method and Joint Ventures (Topic 323): Accounting for Investments in Tax Credit Structures Using the Proportional Amortization Method,” which allows reporting entities the option to apply the proportional amortization method to other tax credit programs besides the Low-Income Housing Tax Credit (“LIHTC”) structures. The guidance requires application of the proportional amortization method on a tax-credit-program-by-tax-credit-program basis rather than electing the method at the reporting level entity level. This guidance is effective for fiscal years beginning after December 15, 2023, including interim periods therein, and is to be applied under either a modified retrospective or retrospective approach. Early adoption is permitted. The Company does not expect this guidance to have a material impact on the Company’s consolidated financial statements.

(3) Cash and Cash Equivalents

For purposes of the Consolidated Statements of Cash Flows, the Company considers cash and cash equivalents to include cash on hand, cash items in the process of collection, non-interest bearing amounts due from correspondent banks, federal funds sold and securities purchased under resale agreements with original maturities of three months or less. These items are included within the Company’s Consolidated Statements of Condition as cash and due from banks, and federal funds sold and securities purchased under resale agreements.

(4) Investment Securities

The following tables are a summary of the investment securities portfolios as of the dates shown:

(In thousands)	March 31, 2023			
	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value
Available-for-sale securities				
U.S. Treasury	\$ 4,947	\$ 1	\$ —	\$ 4,948
U.S. government agencies	80,000	—	(5,138)	74,862
Municipal	164,110	439	(4,163)	160,386
Corporate notes:				
Financial issuers	93,995	—	(11,320)	82,675
Other	1,000	—	—	1,000
Mortgage-backed: ⁽¹⁾				
Mortgage-backed securities	3,300,048	1,787	(445,405)	2,856,430
Collateralized mortgage obligations	95,880	—	(16,336)	79,544
Total available-for-sale securities	<u>\$ 3,739,980</u>	<u>\$ 2,227</u>	<u>\$ (482,362)</u>	<u>\$ 3,259,845</u>
Held-to-maturity securities				
U.S. government agencies	\$ 339,608	\$ 24	\$ (70,064)	\$ 269,568
Municipal	174,720	1,117	(2,880)	172,957
Mortgage-backed: ⁽¹⁾				
Mortgage-backed securities	2,872,591	1,197	(533,415)	2,340,373
Collateralized mortgage obligations	161,874	—	(22,431)	139,443
Corporate notes	58,061	14	(4,218)	53,857
Total held-to-maturity securities	<u>\$ 3,606,854</u>	<u>\$ 2,352</u>	<u>\$ (633,008)</u>	<u>\$ 2,976,198</u>
Less: Allowance for credit losses	(463)			
Held-to-maturity securities, net of allowance for credit losses	<u>\$ 3,606,391</u>			
Equity securities with readily determinable fair value	<u>\$ 116,296</u>	<u>\$ 3,065</u>	<u>\$ (7,418)</u>	<u>\$ 111,943</u>

(1) Consisting entirely of residential mortgage-backed securities, none of which are subprime.

	December 31, 2022			
(In thousands)	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value
Available-for-sale securities				
U.S. Treasury	\$ 14,943	\$ 5	\$ —	\$ 14,948
U.S. government agencies	80,000	36	(5,814)	74,222
Municipal	173,861	230	(5,436)	168,655
Corporate notes:				
Financial issuers	93,994	—	(9,291)	84,703
Other	1,000	2	—	1,002
Mortgage-backed: ⁽¹⁾				
Mortgage-backed securities	3,308,494	238	(488,795)	2,819,937
Collateralized mortgage obligations	97,342	—	(17,792)	79,550
Total available-for-sale securities	<u>\$ 3,769,634</u>	<u>\$ 511</u>	<u>\$ (527,128)</u>	<u>\$ 3,243,017</u>
Held-to-maturity securities				
U.S. government agencies	\$ 339,614	\$ —	\$ (75,293)	\$ 264,321
Municipal	179,027	477	(4,066)	175,438
Mortgage-backed: ⁽¹⁾				
Mortgage-backed securities	2,900,031	—	(583,682)	2,316,349
Collateralized mortgage obligations	164,151	—	(23,322)	140,829
Corporate notes	58,232	—	(5,348)	52,884
Total held-to-maturity securities	<u>\$ 3,641,055</u>	<u>\$ 477</u>	<u>\$ (691,711)</u>	<u>\$ 2,949,821</u>
Less: Allowance for credit losses	(488)			
Held-to-maturity securities, net of allowance for credit losses	<u>\$ 3,640,567</u>			
Equity securities with readily determinable fair value	<u>\$ 115,552</u>	<u>\$ 2,935</u>	<u>\$ (8,122)</u>	<u>\$ 110,365</u>

(1) Consisting entirely of residential mortgage-backed securities, none of which are subprime.

	March 31, 2022			
(In thousands)	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value
Available-for-sale securities				
U.S. Treasury	\$ —	\$ —	\$ —	\$ —
U.S. government agencies	50,000	366	(729)	49,637
Municipal	157,563	1,019	(3,093)	155,489
Corporate notes:				
Financial issuers	86,994	1	(5,047)	81,948
Other	1,000	—	(9)	991
Mortgage-backed: ⁽¹⁾				
Mortgage-backed securities	2,794,760	591	(177,899)	2,617,452
Collateralized mortgage obligations	103,424	1	(10,044)	93,381
Total available-for-sale securities	<u>\$ 3,193,741</u>	<u>\$ 1,978</u>	<u>\$ (196,821)</u>	<u>\$ 2,998,898</u>
Held-to-maturity securities				
U.S. government agencies	\$ 264,661	\$ 35	\$ (27,673)	\$ 237,023
Municipal	180,548	3,176	(1,693)	182,031
Mortgage-backed: ⁽¹⁾				
Mortgage-backed securities	2,772,622	—	(253,254)	2,519,368
Collateralized mortgage obligations	174,273	—	(6,847)	167,426
Corporate notes	43,784	—	(3,205)	40,579
Total held-to-maturity securities	<u>\$ 3,435,888</u>	<u>\$ 3,211</u>	<u>\$ (292,672)</u>	<u>\$ 3,146,427</u>
Less: Allowance for credit losses	(159)			
Held-to-maturity securities, net of allowance for credit losses	<u>\$ 3,435,729</u>			
Equity securities with readily determinable fair value	<u>\$ 91,629</u>	<u>\$ 5,259</u>	<u>\$ (4,199)</u>	<u>\$ 92,689</u>

(1) Consisting entirely of residential mortgage-backed securities, none of which are subprime.

Equity securities without readily determinable fair values totaled \$52.5 million as of March 31, 2023. Equity securities without readily determinable fair values are included as part of accrued interest receivable and other assets in the Company's Consolidated Statements of Condition. The Company monitors its equity investments without readily determinable fair values to identify potential transactions that may indicate an observable price change in orderly transactions for the identical or a similar investment of the same issuer, requiring adjustment to its carrying amount. The Company recorded no upward or downward adjustments related to such observable price changes for the three months ended March 31, 2023 or March 31, 2022. The Company conducts a quarterly assessment of its equity securities without readily determinable fair values to determine whether impairment exists in such securities, considering, among other factors, the nature of the securities, financial condition of the issuer and expected future cash flows. During the three months ended March 31, 2023, the Company recorded no impairment of equity securities without readily determinable fair values. During the three months ended March 31, 2022, the Company recorded \$571,000 of impairment of equity securities without readily determinable fair values.

The following table presents the portion of the Company’s available-for-sale investment securities portfolios that have gross unrealized losses, reflecting the length of time that individual securities have been in a continuous unrealized loss position at March 31, 2023:

(In thousands)	Continuous unrealized losses existing for less than 12 months		Continuous unrealized losses existing for greater than 12 months		Total	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses
Available-for-sale securities						
U.S. government agencies	\$ 29,945	\$ (55)	\$ 44,917	\$ (5,083)	\$ 74,862	\$ (5,138)
Municipal	58,695	(624)	55,413	(3,539)	114,108	(4,163)
Corporate notes:						
Financial issuers	9,912	(87)	72,763	(11,233)	82,675	(11,320)
Mortgage-backed: ⁽¹⁾						
Mortgage-backed securities	219,643	(7,558)	2,297,025	(437,847)	2,516,668	(445,405)
Collateralized mortgage obligations	72	(1)	79,472	(16,335)	79,544	(16,336)
Total available-for-sale securities	\$ 318,267	\$ (8,325)	\$ 2,549,590	\$ (474,037)	\$ 2,867,857	\$ (482,362)

(1) Consisting entirely of residential mortgage-backed securities, none of which are subprime.

The Company conducts a regular assessment of its investment securities to determine whether securities are experiencing credit losses. Factors for consideration include the nature of the securities, credit ratings or financial condition of the issuer, the extent of the unrealized loss, expected cash flows, market conditions and the Company’s ability to hold the securities through the anticipated recovery period.

The Company does not consider available-for-sale securities with unrealized losses at March 31, 2023 to be experiencing credit losses and recognized no resulting allowance for credit losses for such individually assessed credit losses. The Company does not intend to sell these investments and it is more likely than not that the Company will not be required to sell these investments before recovery of the amortized cost bases, which may be the maturity dates of the securities. The unrealized losses within each category have occurred as a result of changes in interest rates, market spreads and market conditions subsequent to purchase. Available-for-sale securities with continuous unrealized losses existing for more than twelve months at March 31, 2023 were primarily mortgage-backed securities with unrealized losses due to increased market rates during such period.

See Note (6) “Allowance for Credit Losses” for further discussion regarding any credit losses associated with held-to-maturity securities at March 31, 2023.

The following table provides information as to the amount of gross gains and losses, adjustments and impairment on investment securities recognized in earnings and proceeds received through the sale or call of investment securities:

(In thousands)	Three months ended March 31,	
	2023	2022
Realized gains on investment securities	\$ 605	\$ 258
Realized losses on investment securities	(45)	(8)
Net realized gains on investment securities	560	250
Unrealized gains on equity securities with readily determinable fair value	2,290	180
Unrealized losses on equity securities with readily determinable fair value	(1,452)	(2,641)
Net unrealized gains (losses) on equity securities with readily determinable fair value	838	(2,461)
Upward adjustments of equity securities without readily determinable fair values	—	—
Downward adjustments of equity securities without readily determinable fair values	—	—
Impairment of equity securities without readily determinable fair values	—	(571)
Adjustment and impairment, net, of equity securities without readily determinable fair values	—	(571)
Gains (losses) on investment securities, net	\$ 1,398	\$ (2,782)
Proceeds from sales of available-for-sale securities ⁽¹⁾	\$ —	\$ —
Proceeds from sales of equity securities with readily determinable fair value	23,592	18,753
Proceeds from sales and capital distributions of equity securities without readily determinable fair value	67	250

(1) Includes proceeds from available-for-sale securities sold in accordance with written covered call options sold to a third party.

The amortized cost and fair value of available-for-sale and held-to-maturity investment securities as of March 31, 2023, December 31, 2022 and March 31, 2022, by contractual maturity, are shown in the following table. Contractual maturities may differ from actual maturities as borrowers may have the right to call or repay obligations with or without call or prepayment penalties. Mortgage-backed securities are not included in the maturity categories in the following maturity summary as actual maturities may differ from contractual maturities because the underlying mortgages may be called or prepaid without penalties:

(In thousands)	March 31, 2023		December 31, 2022		March 31, 2022	
	Amortized Cost	Fair Value	Amortized Cost	Fair Value	Amortized Cost	Fair Value
Available-for-sale securities						
Due in one year or less	\$ 108,880	\$ 108,429	\$ 119,830	\$ 119,275	\$ 48,130	\$ 47,945
Due in one to five years	131,959	122,172	63,644	61,701	67,138	66,034
Due in five to ten years	39,019	35,158	115,734	105,076	110,960	105,670
Due after ten years	64,194	58,112	64,590	57,478	69,329	68,416
Mortgage-backed	3,395,928	2,935,974	3,405,836	2,899,487	2,898,184	2,710,833
Total available-for-sale securities	\$ 3,739,980	\$ 3,259,845	\$ 3,769,634	\$ 3,243,017	\$ 3,193,741	\$ 2,998,898
Held-to-maturity securities						
Due in one year or less	\$ 2,302	\$ 2,300	\$ 1,340	\$ 1,332	\$ 1,208	\$ 1,213
Due in one to five years	98,207	93,717	94,705	89,093	83,085	80,210
Due in five to ten years	110,967	110,892	115,318	113,758	101,410	102,940
Due after ten years	360,913	289,473	365,510	288,460	303,290	275,270
Mortgage-backed	3,034,465	2,479,816	3,064,182	2,457,178	2,946,895	2,686,794
Total held-to-maturity securities	\$ 3,606,854	\$ 2,976,198	\$ 3,641,055	\$ 2,949,821	\$ 3,435,888	\$ 3,146,427
Less: Allowance for credit losses	(463)		(488)		(159)	
Held-to-maturity securities, net of allowance for credit losses	\$ 3,606,391		\$ 3,640,567		\$ 3,435,729	

Securities having a carrying value of \$5.7 billion at March 31, 2023 as well as securities having a carrying value of \$2.8 billion and \$2.5 billion at December 31, 2022 and March 31, 2022, respectively, were pledged as collateral for public deposits, trust

deposits, Federal Home Loan Bank (“FHLB”) advances and available lines of credit, securities sold under repurchase agreements and derivatives. At March 31, 2023, there were no securities of a single issuer, other than U.S. government-sponsored agency securities, which exceeded 10% of shareholders’ equity.

(5) Loans

The following table shows the Company’s loan portfolio by category as of the dates shown:

(Dollars in thousands)	March 31, 2023	December 31, 2022	March 31, 2022
Balance:			
Commercial	\$12,576,985	\$ 12,549,164	\$ 11,583,963
Commercial real estate	10,239,078	9,950,947	9,235,074
Home equity	337,016	332,698	321,435
Residential real estate	2,505,545	2,372,383	1,799,985
Premium finance receivables			
Property and casualty insurance	5,738,880	5,849,459	4,937,408
Life insurance	8,125,802	8,090,998	7,354,163
Consumer and other	42,165	50,836	48,519
Total loans, net of unearned income	<u>\$39,565,471</u>	<u>\$ 39,196,485</u>	<u>\$ 35,280,547</u>
Mix:			
Commercial	32 %	32 %	33 %
Commercial real estate	26	25	26
Home equity	1	1	1
Residential real estate	6	6	5
Premium finance receivables			
Property and casualty insurance	14	15	14
Life insurance	21	21	21
Consumer and other	0	0	0
Total loans, net of unearned income	<u>100 %</u>	<u>100 %</u>	<u>100 %</u>

The Company’s loan portfolio is generally comprised of loans to consumers and small to medium-sized businesses, which, for the commercial and commercial real estate portfolios, are located primarily within the geographic market areas that the banks serve. Various niche lending businesses, including lease finance and franchise lending, operate on a national level. The premium finance receivables portfolios are made to customers throughout the United States and Canada. The Company strives to maintain a loan portfolio that is diverse in terms of loan type, industry, borrower and geographic concentrations. Such diversification reduces the exposure to economic downturns that may occur in different segments of the economy or in different industries.

Certain premium finance receivables are recorded net of unearned income. The unearned income portions of such premium finance receivables were \$244.0 million at March 31, 2023, \$224.5 million at December 31, 2022 and \$140.3 million at March 31, 2022.

Total loans, excluding purchased credit deteriorated (“PCD”) loans, include net deferred loan fees and costs and fair value purchase accounting adjustments totaling \$70.9 million at March 31, 2023, \$71.8 million at December 31, 2022 and \$59.3 million at March 31, 2022.

It is the policy of the Company to review each prospective credit in order to determine the appropriateness and, when required, the adequacy of security or collateral necessary to obtain when making a loan. The type of collateral, when required, will vary from liquid assets to real estate. The Company seeks to ensure access to collateral, in the event of default, through adherence to state lending laws and the Company’s credit monitoring procedures.

(6) Allowance for Credit Losses

In accordance with ASC 326, the Company is required to measure the allowance for credit losses of financial assets with similar risk characteristics on a collective or pooled basis. In considering the segmentation of financial assets measured at amortized

cost into pools, the Company considered various risk characteristics in its analysis. Generally, the segmentation utilized represents the level at which the Company develops and documents its systematic methodology to determine the allowance for credit losses for the financial assets held at amortized cost, specifically the Company's loan portfolio and debt securities classified as held-to-maturity. Descriptions of the Company's loan portfolio segments and major debt security types are included in Note (5) "Allowance for Credit Losses" of the 2022 Form 10-K.

In accordance with ASC 326, the Company elected to not measure an allowance for credit losses on accrued interest. As such accrued interest is written off in a timely manner when deemed uncollectible. Any such write-off of accrued interest will reverse previously recognized interest income. In addition, the Company elected to not include accrued interest within presentation and disclosures of the carrying amount of financial assets held at amortized cost. This election is applicable to the various disclosures included within the Company's financial statements. Accrued interest related to financial assets held at amortized cost is included within accrued interest receivable and other assets within the Company's Consolidated Statements of Condition and totaled \$245.1 million at March 31, 2023, \$214.0 million at December 31, 2022, and \$124.4 million at March 31, 2022.

The tables below show the aging of the Company's loan portfolio by the segmentation noted above at March 31, 2023, December 31, 2022 and March 31, 2022:

As of March 31, 2023						
<i>(In thousands)</i>	Nonaccrual	90+ days and still accruing	60-89 days past due	30-59 days past due	Current	Total Loans
Loan Balances (includes PCD):						
Commercial						
Commercial, industrial and other	\$ 47,950	\$ —	\$ 10,755	\$ 95,593	\$ 12,422,687	\$ 12,576,985
Commercial real estate						
Construction and development	5,404	—	4,438	19,616	1,567,595	1,597,053
Non-construction	5,792	—	16,101	53,064	8,567,068	8,642,025
Home equity	1,190	—	116	1,118	334,592	337,016
Residential real estate, excluding early buy-out loans	11,333	104	74	19,183	2,278,699	2,309,393
Premium finance receivables						
Property and casualty insurance loans	18,543	9,215	14,287	32,545	5,664,290	5,738,880
Life insurance loans	—	1,066	21,552	52,975	8,050,209	8,125,802
Consumer and other	6	87	10	379	41,683	42,165
Total loans, net of unearned income, excluding early buy-out loans	\$ 90,218	\$ 10,472	\$ 67,333	\$ 274,473	\$ 38,926,823	\$ 39,369,319
Early buy-out loans guaranteed by U.S. government agencies ⁽¹⁾	29,245	36,920	—	1,485	128,502	196,152
Total loans, net of unearned income	\$ 119,463	\$ 47,392	\$ 67,333	\$ 275,958	\$ 39,055,325	\$ 39,565,471
As of December 31, 2022						
<i>(In thousands)</i>	Nonaccrual	90+ days and still accruing	60-89 days past due	30-59 days past due	Current	Total Loans
Loan Balances (includes PCD):						
Commercial						
Commercial, industrial and other	\$ 35,579	\$ 462	\$ 21,128	\$ 56,696	\$ 12,435,299	\$ 12,549,164
Commercial real estate						
Construction and development	416	—	361	14,390	1,471,763	1,486,930
Non-construction	5,971	—	1,883	16,285	8,439,878	8,464,017
Home equity	1,487	—	—	2,152	329,059	332,698
Residential real estate, excluding early buy-out loans	10,171	—	4,364	9,982	2,183,078	2,207,595
Premium finance receivables						
Property and casualty insurance loans	13,470	15,841	14,926	40,557	5,764,665	5,849,459
Life insurance loans	—	17,245	5,260	68,725	7,999,768	8,090,998
Consumer and other	6	49	18	224	50,539	50,836
Total loans, net of unearned income, excluding early buy-out loans	\$ 67,100	\$ 33,597	\$ 47,940	\$ 209,011	\$ 38,674,049	\$ 39,031,697
Early buy-out loans guaranteed by U.S. government agencies ⁽¹⁾	31,279	47,450	984	1,584	83,491	164,788
Total loans, net of unearned income	\$ 98,379	\$ 81,047	\$ 48,924	\$ 210,595	\$ 38,757,540	\$ 39,196,485

(1) Early buy-out loans are insured or guaranteed by the FHA or the U.S. Department of Veterans Affairs, subject to indemnifications and insurance limits for certain loans.

As of March 31, 2022 (In thousands)	Nonaccrual	90+ days and still accruing	60-89 days past due	30-59 days past due	Current	Total Loans
Loan Balances (includes PCD):						
Commercial						
Commercial, industrial and other	\$ 16,878	\$ —	\$ 1,294	\$ 31,889	\$ 11,533,902	\$ 11,583,963
Commercial real estate						
Construction and development	1,054	—	—	1,409	1,393,943	1,396,406
Non-construction	11,247	—	2,648	28,732	7,796,041	7,838,668
Home equity	1,747	—	199	545	318,944	321,435
Residential real estate, excluding early buy-out loans	7,262	—	293	18,808	1,723,526	1,749,889
Premium finance receivables						
Property and casualty insurance loans	6,707	12,363	8,890	21,278	4,888,170	4,937,408
Life insurance loans	—	—	22,401	15,522	7,316,240	7,354,163
Consumer and other	4	43	5	221	48,246	48,519
Total loans, net of unearned income, excluding early buy-out loans	\$ 44,899	\$ 12,406	\$ 35,730	\$ 118,404	\$ 35,019,012	\$ 35,230,451
Early buy-out loans guaranteed by U.S. government agencies ⁽¹⁾	4,661	28,958	—	185	16,292	50,096
Total loans, net of unearned income	\$ 49,560	\$ 41,364	\$ 35,730	\$ 118,589	\$ 35,035,304	\$ 35,280,547

(1) Early buy-out loans are insured or guaranteed by the FHA or the U.S. Department of Veterans Affairs, subject to indemnifications and insurance limits for certain loans.

Credit Quality Indicators

Credit quality indicators, specifically the Company's internal risk rating systems, reflect how the Company monitors credit losses and represents factors used by the Company when measuring the allowance for credit losses. Descriptions of the Company's credit quality indicators by financial asset are included in Note (5) "Allowance for Credit Losses" of the 2022 Form 10-K.

The table below shows the Company's loan portfolio by credit quality indicator and year of origination at March 31, 2023:

(In thousands)	Year of Origination						Revolving	to Term	Total Loans
	2023	2022	2021	2020	2019	Prior			
Loan Balances:									
Commercial, industrial and other									
Pass	\$ 752,119	\$ 2,576,073	\$ 2,081,628	\$ 940,341	\$ 603,016	\$ 1,213,066	\$ 3,872,419	\$ 3,497	\$ 12,042,159
Special mention	402	55,314	92,315	9,462	23,220	10,695	149,012	268	340,688
Substandard accrual	—	13,415	40,397	2,401	12,670	40,814	36,035	456	146,188
Substandard nonaccrual/doubtful	—	550	5,479	10,985	28,490	2,215	231	—	47,950
Total commercial, industrial and other	\$ 752,521	\$ 2,645,352	\$ 2,219,819	\$ 963,189	\$ 667,396	\$ 1,266,790	\$ 4,057,697	\$ 4,221	\$ 12,576,985
Construction and development									
Pass	\$ 42,635	\$ 506,714	\$ 512,801	\$ 204,113	\$ 111,497	\$ 119,478	\$ 12,626	\$ 369	\$ 1,510,233
Special mention	—	—	1,475	16,480	23,494	14,360	—	—	55,809
Substandard accrual	—	2,337	—	8,301	—	14,969	—	—	25,607
Substandard nonaccrual/doubtful	—	4,190	798	—	—	416	—	—	5,404
Total construction and development	\$ 42,635	\$ 513,241	\$ 515,074	\$ 228,894	\$ 134,991	\$ 149,223	\$ 12,626	\$ 369	\$ 1,597,053
Non-construction									
Pass	\$ 472,528	\$ 1,862,370	\$ 1,441,054	\$ 1,002,397	\$ 814,910	\$ 2,637,342	\$ 184,246	\$ 649	\$ 8,415,496
Special mention	—	4,351	11,872	2,140	29,868	74,174	1,439	—	123,844
Substandard accrual	—	—	3,163	22,041	16,827	54,862	—	—	96,893
Substandard nonaccrual/doubtful	—	—	—	—	—	5,792	—	—	5,792
Total non-construction	\$ 472,528	\$ 1,866,721	\$ 1,456,089	\$ 1,026,578	\$ 861,605	\$ 2,772,170	\$ 185,685	\$ 649	\$ 8,642,025
Home equity									
Pass	\$ —	\$ —	\$ —	\$ —	\$ 56	\$ 5,633	\$ 317,387	\$ —	\$ 323,076
Special mention	—	—	—	—	—	1,430	2,193	—	3,623
Substandard accrual	—	—	—	—	—	8,214	869	44	9,127
Substandard nonaccrual/doubtful	—	—	77	116	18	880	99	—	1,190
Total home equity	\$ —	\$ —	\$ 77	\$ 116	\$ 74	\$ 16,157	\$ 320,548	\$ 44	\$ 337,016
Residential real estate									
Early buy-out loans guaranteed by U.S. government agencies	\$ —	\$ —	\$ 769	\$ 9,250	\$ 19,430	\$ 166,703	\$ —	\$ —	\$ 196,152
Pass	95,403	815,003	825,881	225,297	118,840	196,150	—	—	2,276,574

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Special mention	40	3,816	718	1,992	542	4,488	—	—	11,596
Substandard accrual	323	1,204	1,825	1,182	1,100	4,256	—	—	9,890
Substandard nonaccrual/doubtful	—	284	1,100	759	1,665	7,525	—	—	11,333
Total residential real estate	\$ 95,766	\$ 820,307	\$ 830,293	\$ 238,480	\$ 141,577	\$ 379,122	\$ —	\$ —	\$ 2,505,545
Premium finance receivables - property and casualty									
Pass	\$ 2,826,947	\$ 2,757,313	\$ 35,647	\$ 5,270	\$ 906	\$ —	\$ —	\$ —	\$ 5,626,083
Special mention	42,025	49,190	969	17	—	—	—	—	92,201
Substandard accrual	205	1,700	148	—	—	—	—	—	2,053
Substandard nonaccrual/doubtful	777	16,975	779	12	—	—	—	—	18,543
Total premium finance receivables - property and casualty	\$ 2,869,954	\$ 2,825,178	\$ 37,543	\$ 5,299	\$ 906	\$ —	\$ —	\$ —	\$ 5,738,880
Premium finance receivables - life									
Pass	\$ 49,164	\$ 550,396	\$ 830,917	\$ 1,056,414	\$ 936,674	\$ 4,699,645	\$ —	\$ —	\$ 8,123,210
Special mention	—	—	1,156	1,436	—	—	—	—	2,592
Substandard accrual	—	—	—	—	—	—	—	—	—
Substandard nonaccrual/doubtful	—	—	—	—	—	—	—	—	—
Total premium finance receivables - life	\$ 49,164	\$ 550,396	\$ 832,073	\$ 1,057,850	\$ 936,674	\$ 4,699,645	\$ —	\$ —	\$ 8,125,802
Consumer and other									
Pass	\$ 750	\$ 2,469	\$ 1,414	\$ 200	\$ 433	\$ 5,306	\$ 31,392	\$ —	\$ 41,964
Special mention	—	6	1	—	2	133	3	—	145
Substandard accrual	—	2	—	—	—	40	8	—	50
Substandard nonaccrual/doubtful	—	—	6	—	—	—	—	—	6
Total consumer and other	\$ 750	\$ 2,477	\$ 1,421	\$ 200	\$ 435	\$ 5,479	\$ 31,403	\$ —	\$ 42,165
Total loans									
Early buy-out loans guaranteed by U.S. government agencies	\$ —	\$ —	\$ 769	\$ 9,250	\$ 19,430	\$ 166,703	\$ —	\$ —	\$ 196,152
Pass	4,239,546	9,070,338	5,729,342	3,434,032	2,586,332	8,876,620	4,418,070	4,515	38,358,795
Special mention	42,467	112,677	108,506	31,527	77,126	105,280	152,647	268	630,498
Substandard accrual	528	18,658	45,533	33,925	30,597	123,155	36,912	500	289,808
Substandard nonaccrual/doubtful	777	21,999	8,239	11,872	30,173	16,828	330	—	90,218
Total loans	\$ 4,283,318	\$ 9,223,672	\$ 5,892,389	\$ 3,520,606	\$ 2,743,658	\$ 9,288,586	\$ 4,607,959	\$ 5,283	\$ 39,565,471
Current period gross write offs	\$ 478	\$ 4,893	\$ 1,194	\$ 337	\$ 318	\$ 131	\$ —	\$ —	\$ 7,351

Held-to-maturity debt securities

The Company conducts an assessment of its investment securities, including those classified as held-to-maturity, at the time of purchase and on at least an annual basis to ensure such investment securities remain within appropriate levels of risk and continue to perform satisfactorily in fulfilling its obligations. The Company considers, among other factors, the nature of the securities and credit ratings or financial condition of the issuer. If available, the Company obtains a credit rating for issuers from a Nationally Recognized Statistical Rating Organization (“NRSRO”) for consideration. If no such rating is available for an issuer, the Company performs an internal rating based on the scale utilized within the loan portfolio as discussed above. For purposes of the table below, the Company has converted any issuer rating from an NRSRO into the Company’s internal ratings based on Investment Policy and review by the Company’s management.

As of March 31, 2023 (In thousands)	Year of Origination						Total Balance
	2023	2022	2021	2020	2019	Prior	
Amortized Cost Balances:							
U.S. government agencies							
1-4 internal grade	\$ —	\$ 160,000	\$ 147,804	\$ 25,000	\$ 4,000	\$ 2,804	\$ 339,608
5-7 internal grade							—
8-10 internal grade							—
Total U.S. government agencies	\$ —	\$ 160,000	\$ 147,804	\$ 25,000	\$ 4,000	\$ 2,804	\$ 339,608
Municipal							
1-4 internal grade	\$ —	\$ 1,042	\$ 6,978	\$ 264	\$ 618	\$ 165,818	\$ 174,720
5-7 internal grade	—	—	—	—	—	—	—
8-10 internal grade	—	—	—	—	—	—	—
Total municipal	\$ —	\$ 1,042	\$ 6,978	\$ 264	\$ 618	\$ 165,818	\$ 174,720
Mortgage-backed securities							
1-4 internal grade	\$ 5,065	\$ 606,922	\$ 2,422,478	\$ —	\$ —	\$ —	\$ 3,034,465
5-7 internal grade	—	—	—	—	—	—	—
8-10 internal grade	—	—	—	—	—	—	—
Total mortgage-backed securities	\$ 5,065	\$ 606,922	\$ 2,422,478	\$ —	\$ —	\$ —	\$ 3,034,465
Corporate notes							
1-4 internal grade	\$ —	\$ 14,964	\$ —	\$ 6,009	\$ 7,291	\$ 29,797	\$ 58,061
5-7 internal grade	—	—	—	—	—	—	—
8-10 internal grade	—	—	—	—	—	—	—
Total corporate notes	\$ —	\$ 14,964	\$ —	\$ 6,009	\$ 7,291	\$ 29,797	\$ 58,061
Total held-to-maturity securities							\$ 3,606,854
Less: Allowance for credit losses							(463)
Held-to-maturity securities, net of allowance for credit losses							\$ 3,606,391

Measurement of Allowance for Credit Losses

The Company's allowance for credit losses consists of the allowance for loan losses, the allowance for unfunded commitment losses and the allowance for held-to-maturity debt security losses. In accordance with ASC 326, the Company measures the allowance for credit losses at the time of origination or purchase of a financial asset, representing an estimate of lifetime expected credit losses on the related asset. When developing its estimate, the Company considers available information relevant to assessing the collectability of cash flows, from both internal and external sources. Historical credit loss experience is one input in the estimation process as well as inputs relevant to current conditions and reasonable and supportable forecasts. In considering past events, the Company considers the relevance, or lack thereof, of historical information due to changes in such things as financial asset underwriting or collection practices, and changes in portfolio mix due to changing business plans and strategies. In considering current conditions and forecasts, the Company considers both the current economic environment and the forecasted direction of the economic environment with emphasis on those factors deemed relevant to or driving changes in expected credit losses. As significant judgment is required, the review of the appropriateness of the allowance for credit losses is performed quarterly by various committees with participation by the Company's executive management.

(In thousands)	March 31, 2023	December 31, 2022	March 31, 2022
Allowance for loan losses	\$ 287,972	\$ 270,173	\$ 250,539
Allowance for unfunded lending-related commitments losses	87,826	87,275	50,629
Allowance for loan losses and unfunded lending-related commitments losses	375,798	357,448	301,168
Allowance for held-to-maturity securities losses	463	488	159
Allowance for credit losses	\$ 376,261	\$ 357,936	\$ 301,327

The allowance for credit losses is measured on a collective or pooled basis when similar risk characteristics exist, based upon the segmentation discussed above. The Company utilizes modeling methodologies that estimate lifetime credit loss rates on each pool, including methodologies estimating the probability of default and loss given default on specific segments. Historical credit loss history is adjusted for reasonable and supportable forecasts developed by the Company on a quantitative or qualitative basis and incorporates third party economic forecasts. Reasonable and supportable forecasts consider the macroeconomic factors that are most relevant to evaluating and predicting expected credit losses in the Company's financial assets. Currently, the Company utilizes an eight quarter forecast period using a single macroeconomic scenario provided by a

third party and reviewed within the Company's governance structure. For periods beyond the ability to develop reasonable and supportable forecasts, the Company reverts to historical loss rates at an input level, straight-line over a four quarter reversion period. Expected credit losses are measured over the contractual term of the financial asset with consideration of expected prepayments. Expected extensions, renewals or modifications of the financial asset are considered when the expected extension, renewal or modification is contained within the existing agreement and is not unconditionally cancelable. The methodologies discussed above are applied to both current asset balances on the Company's Consolidated Statements of Condition and off-balance sheet commitments (i.e. unfunded lending-related commitments).

Assets that do not share similar risk characteristics with a pool are assessed for the allowance for credit losses on an individual basis. These typically include assets experiencing financial difficulties, including assets rated as substandard nonaccrual and doubtful. If foreclosure is probable or the asset is considered collateral-dependent, expected credit losses are measured based upon the fair value of the underlying collateral adjusted for selling costs, if appropriate. Underlying collateral across the Company's segments consist primarily of real estate, land and construction assets as well as general business assets of the borrower. As of March 31, 2023, excluding loans carried at fair value, substandard nonaccrual loans totaling \$23.3 million in carrying balance had no related allowance for credit losses.

The Company does not measure an allowance for credit losses on accrued interest receivable balances because these balances are written off in a timely manner as a reduction to interest income when assets are placed on nonaccrual status.

Loan portfolios

A summary of activity in the allowance for credit losses, specifically for the loan portfolio (i.e. allowance for loan losses and allowance for unfunded commitment losses), for the three and three months ended March 31, 2023 and 2022 is as follows.

Three months ended March 31, 2023

(In thousands)	Commercial	Commercial Real Estate	Home Equity	Residential Real Estate	Premium Finance Receivables	Consumer and Other	Total Loans
Allowance for credit losses at beginning of period	\$ 142,769	\$ 184,352	\$ 7,573	\$ 11,585	\$ 10,671	\$ 498	\$ 357,448
Cumulative effect adjustment from the adoption of ASU 2022-02	111	1,356	(33)	(692)	—	(1)	741
Other adjustments	—	—	—	—	4	—	4
Charge-offs	(2,543)	(5)	—	—	(4,650)	(153)	(7,351)
Recoveries	392	100	35	4	1,323	32	1,886
Provision for credit losses	8,772	8,977	153	537	4,607	24	23,070
Allowance for credit losses at period end	<u>\$ 149,501</u>	<u>\$ 194,780</u>	<u>\$ 7,728</u>	<u>\$ 11,434</u>	<u>\$ 11,955</u>	<u>\$ 400</u>	<u>\$ 375,798</u>
By measurement method:							
Individually measured	\$ 11,281	\$ 1,621	\$ —	\$ —	\$ —	\$ 1	\$ 12,903
Collectively measured	138,220	193,159	7,728	11,434	11,955	399	362,895
Loans at period end							
Individually measured	\$ 47,950	\$ 11,196	\$ 1,190	\$ 11,280	\$ —	\$ 6	\$ 71,622
Collectively measured	12,529,035	10,227,882	335,826	2,286,733	13,864,682	42,159	39,286,317
Loans held at fair value	—	—	—	207,532	—	—	207,532

Three months ended March 31, 2022							
<i>(In thousands)</i>	Commercial	Commercial Real Estate	Home Equity	Residential Real Estate	Premium Finance Receivables	Consumer and Other	Total Loans
Allowance for credit losses at beginning of period	\$ 119,307	\$ 144,583	\$ 10,699	\$ 8,782	\$ 15,859	\$ 423	\$ 299,653
Other adjustments	—	—	—	—	22	—	22
Charge-offs	(1,414)	(777)	(197)	(466)	(1,678)	(193)	(4,725)
Recoveries	538	32	93	5	1,476	49	2,193
Provision for credit losses	2,480	1,068	(29)	1,108	(957)	355	4,025
Allowance for credit losses at period end	<u>\$ 120,911</u>	<u>\$ 144,906</u>	<u>\$ 10,566</u>	<u>\$ 9,429</u>	<u>\$ 14,722</u>	<u>\$ 634</u>	<u>\$ 301,168</u>
By measurement method:							
Individually measured	\$ 3,698	\$ 522	\$ 127	\$ 800	\$ —	\$ 5	\$ 5,152
Collectively measured	117,213	144,384	10,439	8,629	14,722	629	296,016
Loans at period end							
Individually measured	\$ 19,651	\$ 22,370	\$ 12,904	\$ 17,842	\$ —	\$ 79	\$ 72,846
Collectively measured	11,564,312	9,212,704	308,531	1,724,159	12,291,571	48,440	35,149,717
Loans held at fair value	—	—	—	57,984	—	—	57,984

For the three months ended March 31, 2023, and 2022, the Company recognized approximately \$23.1 million and \$4.0 million of provision for credit losses, respectively, related to loans and lending agreements. The provision for each period was primarily the result of loan growth as well as the Company's macroeconomic forecasts of key model inputs (most notably, Baa corporate credit spreads). Uncertainties remain regarding expected economic performance and macroeconomic forecasts utilized in the measurement of the allowance for credit losses as of March 31, 2023. Other key drivers of provision for credit losses in these portfolios include, but are not limited to, stable loan risk rating migration. Net charge-offs in the three month periods ending March 31, 2023 and 2022, totaled \$5.5 million and \$2.5 million, respectively.

Held-to-maturity debt securities

The allowance for credit losses on the Company's held-to-maturity debt securities is presented as a reduction to the amortized cost basis of held-to-maturity securities on the Company's Consolidated Statements of Condition. For the three month period ended March 31, 2023 and 2022, the Company recognized approximately \$(25,000) and \$81,000, respectively, of provision for credit losses related to held-to-maturity securities. At March 31, 2023, the Company did not identify any losses within its portfolio that it would deem a credit loss and require additional measurement of an allowance for credit losses.

Loan Modifications to Borrowers Experiencing Financial Difficulties

The Company's approach to restructuring or modifying loans is built on its credit risk rating system, which requires credit management personnel to assign a credit risk rating to each loan. In each case, the loan officer is responsible for recommending a credit risk rating for each loan and ensuring the credit risk ratings are appropriate. These credit risk ratings are then reviewed and approved by the bank's chief credit officer and/or concurrence credit officer. Credit risk ratings are determined by evaluating a number of factors, including a borrower's financial strength, cash flow coverage, collateral protection and guarantees. The Company's credit risk rating scale is one through ten with higher scores indicating higher risk. In the case of loans rated six or worse following modification, the Company's Managed Assets Division evaluates the loan and the credit risk rating and determines that the loan has been restructured to be reasonably assured of repayment and of performance according to the modified terms and is supported by a current, well-documented credit assessment of the borrower's financial condition and prospects for repayment under the revised terms. Based on the Company's credit risk rating system, it considers that borrowers whose credit risk rating is 5 or better are not experiencing financial difficulties.

Restructurings may arise when, due to financial difficulties experienced by the borrower, the Company obtains through physical possession one or more collateral assets in satisfaction of all or part of an existing credit. Once possession is obtained, the Company reclassifies the appropriate portion of the remaining balance of the credit from loans to other real estate owned ("OREO"), which is included within other assets in the Consolidated Statements of Condition. For any residential real estate property collateralizing a consumer mortgage loan, the Company is considered to possess the related collateral only if legal title is obtained upon completion of foreclosure, or the borrower conveys all interest in the residential real estate property to the Company through completion of a deed in lieu of foreclosure or similar legal agreement. At March 31, 2023, the Company had \$1.1 million of foreclosed residential real estate properties included within OREO. Further, the recorded investment in residential mortgage loans secured by residential real estate properties for which foreclosure proceedings are in process totaled \$53.4 million and \$7.7 million at March 31, 2023 and 2022, respectively.

The table below presents a summary of the balance immediately following the modification of loans to borrowers experiencing financial difficulties during the three months ended March 31, 2023:

Three months ended March 31, 2023 (Dollars in thousands)	Total ⁽¹⁾	Percentage of Total Class of Loan	Extension of Term ⁽¹⁾	Reduction of Interest Rate ⁽¹⁾	Delay in Contractual Payments ⁽¹⁾	Extension of Term and Reduction of Interest Rate ⁽¹⁾
Commercial						
Commercial, industrial and other	\$ 37,474	0.3 %	\$ 1,938	\$ 221	\$ 35,265	\$ 50
Commercial real estate						
Non-construction	1,333	—	467	827	39	—
Home equity	203	0.1	203	—	—	—
Residential real estate	1,708	0.1	1,253	271	—	184
Premium finance receivables						
Property and casualty insurance loans	11	0.0	3	—	—	8
Total loans	<u>\$ 40,729</u>	<u>0.1 %</u>	<u>\$ 3,864</u>	<u>\$ 1,319</u>	<u>\$ 35,304</u>	<u>\$ 242</u>
Weighted average magnitude of modifications:						
Duration of extension and delayed payment terms	27 months			17 months		
Reduction of interest rate	275 bps					

(1) Balances represent the recorded investment in the loan at the time of the restructuring.

The following table presents a summary of all loans for borrowers experiencing financial difficulties modified during the three months ended March 31, 2023, and such loans that were in payment default under the restructured terms during the respective periods below:

(Dollars in thousands)	As of March 31, 2023	Three Months Ended March 31, 2023
	Total ⁽²⁾	Payments in Default ⁽¹⁾⁽²⁾
Commercial		
Commercial, industrial and other	\$ 37,474	\$ 2
Commercial real estate		
Non-construction	1,333	828
Home equity	203	104
Residential real estate	1,708	—
Premium finance receivables		
Property and casualty insurance loans	11	11
Total loans	<u>\$ 40,729</u>	<u>\$ 945</u>

(1) Modified loans considered to be in payment default are over 30 days past due subsequent to the restructuring.

(2) Balances represent the recorded investment in the loan at the time of the restructuring.

TDRs

Reporting periods prior to the adoption of ASU 2022-02 as of January 1, 2023 present information on loan modifications representing TDRs under the prior accounting standards and related disclosure requirements.

The table below presents a summary of the balance immediately following the modification of loans restructured during the three months ended March 31, 2022 which represent TDRs:

Three months ended March 31, 2022 (Dollars in thousands)	Total ⁽¹⁾⁽²⁾		Extension at Below Market Terms ⁽²⁾		Reduction of Interest Rate ⁽²⁾		Modification to Interest-only Payments ⁽²⁾		Forgiveness of Debt ⁽²⁾	
	Count	Balance	Count	Balance	Count	Balance	Count	Balance	Count	Balance
Commercial										
Commercial, industrial and other	3	\$ 282	2	\$ 120	1	\$ 85	2	\$ 247	—	\$ —
Commercial real estate										
Non-construction	2	1,907	1	1,178	1	1,178	2	1,907	—	—
Residential real estate and other										
	8	908	8	908	7	762	—	—	—	—
Total loans	13	\$ 3,097	11	\$ 2,206	9	\$ 2,025	4	\$ 2,154	—	\$ —

- (1) TDRs may have more than one modification representing a concession. As such, TDRs during the period may be represented in more than one of the categories noted above.
- (2) Balances represent the recorded investment in the loan at the time of the restructuring.

During the three months ended March 31, 2022, 13 loans totaling \$3.1 million were determined to be TDRs. Of these loans extended at below market terms, the weighted average extension had a term of 71 months for the quarter ended March 31, 2022. Further, the weighted average decrease in the stated interest rate for loans with a reduction of interest rate during the period was approximately 79 basis points during the three months ended March 31, 2022. Additionally, no principal balances were forgiven during the quarter ended March 31, 2022.

The following table presents a summary of all loans restructured in TDRs during the twelve months ended March 31, 2022 and such loans that were in payment default under the restructured terms during the respective periods below:

(Dollars in thousands)	As of March 31, 2022		Three Months Ended March 31, 2022	
	Total ⁽¹⁾⁽³⁾		Payments in Default ⁽²⁾⁽³⁾	
	Count	Balance	Count	Balance
Commercial				
Commercial, industrial and other	17	\$ 5,205	11	\$ 4,526
Commercial real estate				
Non-construction	5	4,613	2	2,163
Residential real estate and other				
	35	5,021	1	104
Total loans	57	\$ 14,839	14	\$ 6,793

- (1) Total TDRs represent all loans restructured on TDRs during the previous twelve months from the date indicated.
- (2) TDRs considered to be in payment default are over 30 days past due subsequent to the restructuring.
- (3) Balances represent the recorded investment in the loan at the time of the restructuring.

(7) Goodwill and Other Acquisition-Related Intangible Assets

A summary of the Company's goodwill assets by reporting unit is presented in the following table:

(In thousands)	December 31, 2022	Goodwill Acquired	Impairment Loss	Goodwill Adjustments	March 31, 2023
Community banking	\$ 545,671	\$ —	\$ —	\$ —	\$ 545,671
Specialty finance	38,480	—	—	63	38,543
Wealth management	69,373	—	—	—	69,373
Total	\$ 653,524	\$ —	\$ —	\$ 63	\$ 653,587

The specialty finance unit's goodwill increased \$63,000 in the first three months of 2023 as a result of foreign currency translation adjustments related to the Canadian acquisitions.

The Company assesses each reporting unit's goodwill for impairment on at least an annual basis and considers potential indicators of impairment at each reporting date between annual goodwill impairment tests. At October 1, 2022, the Company utilized a qualitative approach for its annual goodwill impairment tests of the banking, specialty finance and wealth management reporting units and determined that no impairment existed at that time.

At each reporting date between annual goodwill impairment tests, the Company considers potential indicators of impairment. The Company assessed whether events and circumstances resulted in it being more likely than not that the fair value of any reporting unit was less than its carrying value. Potential impairment indicators considered include the condition of the economy and banking industry; government intervention and regulatory updates; the impact of recent events to financial performance and cost factors of the reporting units; performance of the Company's stock and other relevant events.

At the conclusion of this assessment of all reporting units, the Company determined that as of March 31, 2023, it was more likely than not that the fair value of all reporting units exceeded the respective carrying value of such reporting unit.

A summary of acquisition-related intangible assets as of the dates shown and the expected amortization of finite-lived acquisition-related intangible assets as of March 31, 2023 is as follows:

<u>(In thousands)</u>	<u>March 31, 2023</u>	<u>December 31, 2022</u>	<u>March 31, 2022</u>
Community banking segment:			
Core deposit intangibles with finite lives:			
Gross carrying amount	\$ 55,206	\$ 55,206	\$ 55,206
Accumulated amortization	(43,473)	(42,501)	(39,243)
Net carrying amount	\$ 11,733	\$ 12,705	\$ 15,963
Trademark with indefinite lives:			
Carrying amount	5,800	5,800	5,800
Total net carrying amount	\$ 17,533	\$ 18,505	\$ 21,763
Specialty finance segment:			
Customer list intangibles with finite lives:			
Gross carrying amount	\$ 1,962	\$ 1,962	\$ 1,968
Accumulated amortization	(1,799)	(1,785)	(1,738)
Net carrying amount	\$ 163	\$ 177	\$ 230
Wealth management segment:			
Customer list and other intangibles with finite lives:			
Gross carrying amount	\$ 20,430	\$ 20,430	\$ 20,430
Accumulated amortization	(17,175)	(16,926)	(15,724)
Net carrying amount	\$ 3,255	\$ 3,504	\$ 4,706
Total acquisition-related intangible assets:			
Gross carrying amount	\$ 83,398	\$ 83,398	\$ 83,404
Accumulated amortization	(62,447)	(61,212)	(56,705)
Total other acquisition-related intangible assets, net	\$ 20,951	\$ 22,186	\$ 26,699
Estimated amortization			
Actual in three months ended March 31, 2023			\$ 1,235
Estimated remaining in 2023			3,422
Estimated—2024			3,259
Estimated—2025			2,552
Estimated—2026			1,954
Estimated—2027			1,450

The core deposit intangibles recognized in connection with prior bank acquisitions are amortized over a ten-year period on an accelerated basis. The customer list intangibles recognized in connection with the purchase of life insurance premium finance assets in 2009 are being amortized over an 18-year period on an accelerated basis. The customer list and other intangibles recognized in connection with prior acquisitions within the wealth management segment are being amortized over a period of up to ten years on a straight-line basis. Indefinite-lived intangible assets consist of certain trade and domain names recognized in connection with the acquisition of certain assets of Veterans First Mortgage in 2018. As indefinite-lived intangible assets are not amortized, the Company assesses impairment on at least an annual basis.

Total amortization expense associated with finite-lived acquisition-related intangibles totaled approximately \$1.2 million and \$1.6 million for the three months ended March 31, 2023 and 2022, respectively.

(8) Mortgage Servicing Rights (“MSRs”)

The following is a summary of the changes in the carrying value of MSRs, accounted for at fair value, for the periods indicated:

(In thousands)	Three Months Ended	
	March 31, 2023	March 31, 2022
Fair value at beginning of the period	\$ 230,225	\$ 147,571
Additions from loans sold with servicing retained	5,107	14,401
Estimate of changes in fair value due to:		
Early buyout options (“EBO”) exercised	—	(175)
Payoffs and paydowns	(3,909)	(6,016)
Changes in valuation inputs or assumptions	(6,953)	43,365
Fair value at end of the period	\$ 224,470	\$ 199,146
Unpaid principal balance of mortgage loans serviced for others	\$ 14,080,461	\$ 13,426,535

The Company recognizes MSR assets upon the sale of residential real estate loans to external third parties when it retains the obligation to service the loans and the servicing fee is more than adequate compensation. MSRs are included in other assets in the Consolidated Statements of Condition. The initial recognition of MSR assets from loans sold with servicing retained and subsequent changes in fair value of all MSRs are recognized in mortgage banking revenue. MSRs are subject to changes in value from actual and expected prepayment of the underlying loans.

The estimation of fair value related to MSRs is partly impacted by the Company exercising its EBO on eligible loans previously sold to the Government National Mortgage Association (“GNMA”). Under such optional repurchase program, financial institutions acting as servicers are allowed to buy back from the securitized loan pool individual delinquent mortgage loans meeting certain criteria for which the institution was the original transferor of such loans. At the option of the servicer and without prior authorization from GNMA, the servicer may repurchase such delinquent loans for an amount equal to the remaining principal balance of the loan. At the time of such repurchase, any MSR value related to such loans is derecognized.

The MSR asset fair value is determined by using a discounted cash flow model that incorporates the objective characteristics of the portfolio as well as subjective valuation parameters that purchasers of servicing would apply to such portfolios sold into the secondary market. The subjective factors include loan prepayment speeds, discount rates, servicing costs and other economic factors. The Company uses a third party to assist in the valuation of MSRs.

Periodically, the Company will purchase options for the right to purchase securities not currently held within the banks’ investment portfolios or enter into interest rate swaps in which the Company elects not to designate such derivatives as hedging instruments. These option and swap transactions are designed primarily to economically hedge a portion of the fair value adjustments related to the Company’s MSRs. The gain or loss associated with these derivative contracts is included in mortgage banking revenue. For more information regarding these hedges outstanding as of March 31, 2023, see Note (13) “Derivative Financial Instruments” in Item 1 of this report. There were no such options or swaps outstanding as of March 31, 2022.

(9) Deposits

The following table is a summary of deposits as of the dates shown:

<i>(Dollars in thousands)</i>	March 31, 2023	December 31, 2022	March 31, 2022
Balance:			
Non-interest-bearing	\$ 11,236,083	\$ 12,668,160	\$ 13,748,918
NOW and interest-bearing demand deposits	5,576,558	5,591,986	5,089,724
Wealth management deposits	1,809,933	2,463,833	2,542,995
Money market	13,552,277	12,886,795	13,012,460
Savings	5,192,108	4,556,635	4,089,230
Time certificates of deposit	5,351,252	4,735,135	3,735,995
Total deposits	<u>\$ 42,718,211</u>	<u>\$ 42,902,544</u>	<u>\$ 42,219,322</u>
Mix:			
Non-interest-bearing	26 %	30 %	32 %
NOW and interest-bearing demand deposits	13	13	12
Wealth management deposits	4	5	6
Money market	32	30	31
Savings	12	11	10
Time certificates of deposit	13	11	9
Total deposits	<u>100 %</u>	<u>100 %</u>	<u>100 %</u>

Wealth management deposits represent deposit balances (primarily money market accounts) at the Company’s subsidiary banks from brokerage customers of Wintrust Investments, LLC (“Wintrust Investments”), Chicago Deferred Exchange Company (“CDEC”) and trust and asset management customers of the Company.

(10) FHLB Advances, Other Borrowings and Subordinated Notes

The following table is a summary of FHLB advances, other borrowings and subordinated notes as of the dates shown:

<i>(In thousands)</i>	March 31, 2023	December 31, 2022	March 31, 2022
FHLB advances	\$ 2,316,071	\$ 2,316,071	\$ 1,241,071
Other borrowings:			
Notes payable	192,666	199,793	74,969
Short-term borrowings	10,124	17,612	15,872
Secured borrowings	320,007	317,942	328,889
Other	60,751	61,267	62,786
Total other borrowings	583,548	596,614	482,516
Subordinated notes	437,493	437,392	437,033
Total FHLB advances, other borrowings and subordinated notes	<u>\$ 3,337,112</u>	<u>\$ 3,350,077</u>	<u>\$ 2,160,620</u>

Descriptions of the Company’s FHLB advances, other borrowings, and subordinated notes are included in Note (11) “Federal Home Loan Bank Advances”, Note (12) “Subordinated Notes” and Note (13) “Other Borrowings” of the 2022 Form 10-K.

Notes Payable

At March 31, 2023, the outstanding principal balance under the term loan facility was \$192.7 million and there was no outstanding balance under the revolving credit facility. Borrowings under notes payable are secured by pledges of and first priority perfected security interests in the Company’s equity interest in its bank subsidiaries and contain several restrictive covenants, including the maintenance of various capital adequacy levels, asset quality and profitability ratios, and certain restrictions on dividends and other indebtedness. At March 31, 2023, the Company was in compliance with all such covenants.

Short-term Borrowings

As of March 31, 2023, the Company had pledged securities related to its customer balances in sweep accounts of \$18.3 million. Securities pledged for customer balances in sweep accounts and short-term borrowings from brokers are maintained under the Company's control and consist of mortgage-backed securities and U.S. government agencies. These securities are included in the available-for-sale portfolio as reflected on the Company's Consolidated Statements of Condition.

The following is a summary of these securities pledged as of March 31, 2023 disaggregated by investment category and maturity of the related customer sweep account, and reconciled to the outstanding balance of securities sold under repurchase agreements:

(In thousands)	Overnight Sweep Collateral
Available-for-sale securities pledged	
Mortgage-backed securities	\$ 18,348
Excess collateral	8,224
Securities sold under repurchase agreements	\$ 10,124

Secured Borrowings

At March 31, 2023, the translated balance of the secured borrowings totaled \$310.6 million compared to \$309.7 million at December 31, 2022 and \$319.8 million at March 31, 2022. The interest rate under the receivables purchase agreement is the Canadian Commercial Paper Rate plus 78 basis points.

The remaining \$9.4 million within secured borrowings at March 31, 2023 represents other sold interests in certain loans by the Company that were not considered sales and, as such, related proceeds received are reflected on the Company's Consolidated Statements of Condition as a secured borrowing owed to the various unrelated third parties.

Other Borrowings

Other borrowings contain several restrictive covenants, including the maintenance of various capital adequacy levels, asset quality and profitability ratios, and certain restrictions on dividends and indebtedness. At March 31, 2023, the Company was in compliance with all such covenants.

(11) Junior Subordinated Debentures

The following table provides a summary of the Company's junior subordinated debentures as of March 31, 2023. The junior subordinated debentures represent the par value of the obligations owed to the Trusts.

(Dollars in thousands)	Common Securities	Trust Preferred Securities	Junior Subordinated Debentures	Rate Structure	Contractual Rate at 3/31/2023	Issue Date	Maturity Date	Earliest Redemption Date
Wintrust Capital Trust III	\$ 774	\$ 25,000	\$ 25,774	L+3.25	8.08 %	04/2003	04/2033	04/2008
Wintrust Statutory Trust IV	619	20,000	20,619	L+2.80	7.96 %	12/2003	12/2033	12/2008
Wintrust Statutory Trust V	1,238	40,000	41,238	L+2.60	7.76 %	05/2004	05/2034	06/2009
Wintrust Capital Trust VII	1,550	50,000	51,550	L+1.95	6.82 %	12/2004	03/2035	03/2010
Wintrust Capital Trust VIII	1,238	25,000	26,238	L+1.45	6.61 %	08/2005	09/2035	09/2010
Wintrust Capital Trust IX	1,547	50,000	51,547	L+1.63	6.50 %	09/2006	09/2036	09/2011
Northview Capital Trust I	186	6,000	6,186	L+3.00	7.81 %	08/2003	11/2033	08/2008
Town Bankshares Capital Trust I	186	6,000	6,186	L+3.00	7.81 %	08/2003	11/2033	08/2008
First Northwest Capital Trust I	155	5,000	5,155	L+3.00	8.16 %	05/2004	05/2034	05/2009
Suburban Illinois Capital Trust II	464	15,000	15,464	L+1.75	6.62 %	12/2006	12/2036	12/2011
Community Financial Shares Statutory Trust II	109	3,500	3,609	L+1.62	6.49 %	06/2007	09/2037	06/2012
Total			\$ 253,566		7.16 %			

The junior subordinated debentures totaled \$253.6 million at March 31, 2023, December 31, 2022 and March 31, 2022.

The interest rates on the variable rate junior subordinated debentures are based on the three-month London Interbank Offered Rate (“LIBOR”) and reset on a quarterly basis. At March 31, 2023, the weighted average contractual interest rate on the junior subordinated debentures was 7.16%.

Under the Adjustable Interest Rate (LIBOR) Act (“AIRLA”) and Part 253 of Regulation ZZ (Rule 253), after June 30, 2023, the interest rate on the junior subordinated debentures will, by operation of law, change their base rate from USD LIBOR to Chicago Mercantile Exchange (“CME”) Term Secured Overnight Financing Rate (“SOFR”) of the same tenor, plus an applicable tenor spread adjustment. CME Term SOFR is an indicative, forward-looking measurement of daily overnight SOFR. CME Term SOFR is published by CME Group Inc., as administrator of that rate. The calculation agent for any series of the junior subordinated debentures may also make additional administrative conforming changes to the terms of that series of the junior subordinated debentures under AIRLA and Rule 253.

(12) Segment Information

The Company’s operations consist of three primary segments: community banking, specialty finance and wealth management.

The three reportable segments are strategic business units that are separately managed as they offer different products and services and have different marketing strategies. In addition, each segment’s customer base has varying characteristics and each segment has a different regulatory environment. While the Company’s management monitors each of the fifteen bank subsidiaries’ operations and profitability separately, these subsidiaries have been aggregated into one reportable operating segment due to the similarities in products and services, customer base, operations, profitability measures, and economic characteristics.

For purposes of internal segment profitability, management allocates certain intersegment and parent company balances. Management allocates a portion of revenues to the specialty finance segment related to loans and leases originated by the specialty finance segment and sold or assigned to the community banking segment. Similarly, for purposes of analyzing the contribution from the wealth management segment, management allocates a portion of the net interest income earned by the community banking segment on deposit balances of customers of the wealth management segment to the wealth management segment. See Note (9) “Deposits” for more information on these deposits. Finally, expenses incurred at the Wintrust parent company are allocated to each segment based on each segment’s risk-weighted assets.

The segment financial information provided in the following table has been derived from the internal profitability reporting system used by management to monitor and manage the financial performance of the Company. The accounting policies of the segments are substantially similar to those described in Note (1) “Summary of Significant Accounting Policies” of the 2022 Form 10-K. The Company evaluates segment performance based on after-tax profit or loss and other appropriate profitability measures common to each segment.

The following is a summary of certain operating information for reportable segments:

(Dollars in thousands)	Three Months Ended		\$ Change in Contribution	% Change in Contribution
	March 31, 2023	March 31, 2022		
Net interest income:				
Community Banking	\$ 369,848	\$ 228,615	\$ 141,233	62 %
Specialty Finance	70,351	55,370	14,981	27
Wealth Management	8,955	8,376	579	7
Total Operating Segments	449,154	292,361	156,793	54
Intersegment Eliminations	8,841	6,933	1,908	28
Consolidated net interest income	\$ 457,995	\$ 299,294	\$ 158,701	53 %
Provision for credit losses:				
Community Banking	\$ 21,099	\$ 4,118	\$ 16,981	NM
Specialty Finance	1,946	(12)	1,958	NM
Wealth Management	—	—	—	—
Total Operating Segments	23,045	4,106	18,939	NM
Intersegment Eliminations	—	—	—	—
Consolidated provision for credit losses	\$ 23,045	\$ 4,106	\$ 18,939	NM
Non-interest income:				
Community Banking	\$ 68,733	\$ 121,888	\$ (53,155)	(44)%
Specialty Finance	25,790	24,122	1,668	7
Wealth Management	30,297	30,578	(281)	(1)
Total Operating Segments	124,820	176,588	(51,768)	(29)
Intersegment Eliminations	(17,051)	(13,798)	(3,253)	24
Consolidated non-interest income	\$ 107,769	\$ 162,790	\$ (55,021)	(34)%
Net revenue:				
Community Banking	\$ 438,581	\$ 350,503	\$ 88,078	25 %
Specialty Finance	96,141	79,492	16,649	21
Wealth Management	39,252	38,954	298	1
Total Operating Segments	573,974	468,949	105,025	22
Intersegment Eliminations	(8,210)	(6,865)	(1,345)	20
Consolidated net revenue	\$ 565,764	\$ 462,084	\$ 103,680	22 %
Segment profit:				
Community Banking	\$ 134,232	\$ 90,099	\$ 44,133	49 %
Specialty Finance	36,737	29,604	7,133	24
Wealth Management	9,229	7,688	1,541	20
Consolidated net income	\$ 180,198	\$ 127,391	\$ 52,807	41 %
Segment assets:				
Community Banking	\$ 41,611,980	\$ 40,050,015	\$ 1,561,965	4 %
Specialty Finance	9,841,044	8,624,501	1,216,543	14
Wealth Management	1,420,487	1,576,145	(155,658)	(10)
Consolidated total assets	\$ 52,873,511	\$ 50,250,661	\$ 2,622,850	5 %

NM - Not meaningful

(13) Derivative Financial Instruments

The Company primarily enters into derivative financial instruments as part of its strategy to manage its exposure to changes in interest rates. Derivative instruments represent contracts between parties that result in one party delivering cash to the other party based on a notional amount and an underlying term (such as a rate, security price or price index or commodity price) as specified in the contract. The amount of cash delivered from one party to the other is determined based on the interaction of the notional amount of the contract with the underlying term. Derivatives are also implicit in certain contracts and commitments.

The derivative financial instruments currently used by the Company to manage its exposure to interest rate risk include: (1) interest rate swaps and collars to manage the interest rate risk of certain fixed and variable rate assets and variable rate liabilities; (2) interest rate lock commitments provided to customers to fund certain mortgage loans to be sold into the secondary market; (3) forward commitments for the future delivery of such mortgage loans to protect the Company from adverse changes in interest rates and corresponding changes in the value of mortgage loans held-for-sale; (4) covered call options to

economically hedge specific investment securities and receive fee income, effectively enhancing the overall yield on such securities to compensate for net interest margin compression; and (5) options and swaps to economically hedge a portion of the fair value adjustments related to the Company's mortgage servicing rights portfolio. The Company also enters into derivatives (typically interest rate swaps and commodity forward contracts) with certain qualified borrowers to facilitate the borrowers' risk management strategies and concurrently enters into mirror-image derivatives with a third party counterparty, effectively making a market in the derivatives for such borrowers. Additionally, the Company enters into foreign currency contracts to manage foreign exchange risk associated with certain foreign currency denominated assets.

The Company recognizes derivative financial instruments in the consolidated financial statements at fair value regardless of the purpose or intent for holding the instrument. The Company records derivative assets and derivative liabilities on the Consolidated Statements of Condition within accrued interest receivable and other assets and accrued interest payable and other liabilities, respectively. Changes in the fair value of derivative financial instruments are either recognized in income or in shareholders' equity as a component of accumulated other comprehensive income or loss depending on whether the derivative financial instrument qualifies for hedge accounting and, if so, whether it qualifies as a fair value hedge or cash flow hedge.

Changes in fair values of derivatives accounted for as fair value hedges are recorded in income in the same period and in the same income statement line as changes in the fair values of the hedged items that relate to the hedged risk(s). Changes in fair values of derivative financial instruments accounted for as cash flow hedges are recorded as a component of accumulated other comprehensive income or loss, net of deferred taxes, and reclassified to earnings when the hedged transaction affects earnings. Changes in fair values of derivative financial instruments not designated in a hedging relationship pursuant to ASC 815 are reported in non-interest income during the period of the change. Derivative financial instruments are valued by a third party and are corroborated by comparison with valuations provided by the respective counterparties. Fair values of certain mortgage banking derivatives (interest rate lock commitments and forward commitments to sell mortgage loans) are estimated based on changes in mortgage interest rates from the date of the loan commitment. The fair value of foreign currency derivatives is computed based on changes in foreign currency rates stated in the contract compared to those prevailing at the measurement date. Commodity derivative fair values are computed based on changes in the price per unit stated in the contract compared to those prevailing at the measurement date.

The table below presents the fair value of the Company's derivative financial instruments as of March 31, 2023, December 31, 2022 and March 31, 2022:

(In thousands)	Derivative Assets			Derivative Liabilities		
	March 31, 2023	December 31, 2022	March 31, 2022	March 31, 2023	December 31, 2022	March 31, 2022
Derivatives designated as hedging instruments under ASC 815:						
Interest rate derivatives designated as Cash Flow Hedges	\$ 25,730	\$ —	\$ 13,257	\$ 43,412	\$ 58,198	\$ 3,361
Interest rate derivatives designated as Fair Value Hedges	13,732	16,768	7,388	—	—	1,716
Total derivatives designated as hedging instruments under ASC 815	\$ 39,462	\$ 16,768	\$ 20,645	\$ 43,412	\$ 58,198	\$ 5,077
Derivatives not designated as hedging instruments under ASC 815:						
Interest rate derivatives	\$ 219,869	\$ 269,670	\$ 119,056	\$ 219,053	\$ 271,109	\$ 115,002
Interest rate lock commitments	5,356	1,711	3,447	67	58	1,558
Forward commitments to sell mortgage loans	121	220	10,063	2,953	414	147
Commodity forward contracts	491	257	—	315	162	—
Foreign exchange contracts	8,705	8,222	323	8,632	8,137	323
Total derivatives not designated as hedging instruments under ASC 815	\$ 234,542	\$ 280,080	\$ 132,889	\$ 231,020	\$ 279,880	\$ 117,030
Total Derivatives	\$ 274,004	\$ 296,848	\$ 153,534	\$ 274,432	\$ 338,078	\$ 122,107

Cash Flow Hedges of Interest Rate Risk

The Company's objectives in using interest rate derivatives are to add stability to net interest income and to manage its exposure to interest rate movements. To accomplish these objectives, the Company primarily uses interest rate swaps and interest rate collars as part of its interest rate risk management strategy. Interest rate swaps designated as cash flow hedges involve the receipt of variable-rate amounts to or from a counterparty in exchange for the Company receiving or paying fixed-rate payments over the life of the agreements without the exchange of the underlying notional amount. Interest rate collars designated as cash flow hedges involve the settlement of amounts in which the interest rate index specified in the contract

exceeds the agreed upon cap strike price or in which the interest rate index specified in the contract is below the agreed upon floor strike price at the end of each period.

As of March 31, 2023, the Company had various interest rate collar and swap derivatives designated as cash flow hedges of variable rate loans and various interest rate swap derivatives designated as cash flow hedges of variable rate deposits. When the relationship between the hedged item and hedging instrument is highly effective at achieving offsetting changes in cash flows attributable to the hedged risk, changes in the fair value of these cash flow hedges are recorded in accumulated other comprehensive income or loss and are subsequently reclassified to interest income as interest payments are made on such variable rate loans or interest expense as interest payments are made on such variable rate deposits. The changes in fair value (net of tax) are separately disclosed in the Consolidated Statements of Comprehensive Income.

The table below provides details on these cash flow hedges, summarized by derivative type and maturity, as of March 31, 2023:

<u>(In thousands)</u>	March 31, 2023	
	Notional Amount	Fair Value Asset (Liability)
<i>Interest Rate Collars at 1-month CME term SOFR:</i>		
Buy 2.250% floor, sell 3.743% cap; matures September 2025	\$ 1,250,000	\$ (16,675)
Buy 2.750% floor, sell 4.320% cap; matures October 2026	500,000	(126)
Buy 2.000% floor, sell 3.450% cap; matures September 2027	1,250,000	(26,069)
<i>Interest Rate Swaps at 1-month CME term SOFR:</i>		
Fixed 3.748%; matures December 2025	250,000	26
Fixed 3.759%; matures December 2025	250,000	99
Fixed 3.680%; matures February 2026	250,000	(251)
Fixed 4.176%; matures March 2026	250,000	3,342
Fixed 3.915%; matures March 2026	250,000	1,531
Fixed 4.450%; matures July 2026	250,000	6,502
Fixed 3.515%; matures December 2026	250,000	123
Fixed 3.512%; matures December 2026	250,000	97
Fixed 3.453%; matures February 2027	250,000	(291)
Fixed 4.150%; matures July 2027	250,000	7,238
Fixed 3.748%; matures March 2028	250,000	4,649
Fixed 3.526%; matures March 2028	250,000	2,123
Total Cash Flow Hedges	\$ 6,000,000	\$ (17,682)

In the first quarter of 2022, the Company terminated interest rate swap derivative contracts designated as cash flow hedges of variable rate deposits with a total notional value of \$1.0 billion and a five-year term effective July 2022. At the time of termination, the fair value of the derivative contracts totaled an asset of \$66.5 million, with such adjustments to fair value recorded in accumulated other comprehensive income or loss. In the second quarter of 2022, the Company terminated two additional interest rate swap derivative contracts designated as cash flow hedges of variable rate deposits with a total notional value of \$500.0 million each effective since April 2020. The remaining terms of such derivative contracts were through March 2023 and April 2024 and, at the time of termination, the fair value of the derivative contracts totaled assets of \$3.7 million and \$10.7 million, respectively, with such adjustments to fair value recorded in accumulated other comprehensive income or loss. In the fourth quarter of 2022, the Company terminated one additional interest rate collar derivative contract designated as a cash flow hedge of the term facility with a total notional value of \$64.3 million effective since September 2018. The remaining term of such derivative contract was through September 2023 and, at the time of termination, the fair value of the derivative contract totaled an asset of \$875,000, with such adjustments to fair value recorded in accumulated other comprehensive income or loss.

For all such terminations, as the hedged forecasted transactions (interest payments on variable rate deposits and the term facility) are still expected to occur over the remaining term of such terminated derivatives, such adjustments will remain in accumulated other comprehensive income or loss and be reclassified as a reduction to interest expense on a straight-line basis over the original term of the terminated derivative contracts.

A rollforward of the amounts in accumulated other comprehensive income or loss related to interest rate derivatives designated as cash flow hedges, including such derivative contracts terminated during the period, follows:

(In thousands)	Three Months Ended	
	March 31, 2023	March 31, 2022
Unrealized gain at beginning of period	\$ 10,026	\$ 36,908
Amount reclassified from accumulated other comprehensive income or loss to interest income or expense on deposits, loans, and other borrowings	3,572	5,353
Amount of gain recognized in other comprehensive income or loss	<u>31,094</u>	<u>34,128</u>
Unrealized gain at end of period	<u>\$ 44,692</u>	<u>\$ 76,389</u>

As of March 31, 2023, the Company estimated that during the next 12 months \$85.8 million will be reclassified from accumulated other comprehensive income or loss as an increase to net interest income. Such estimate consists of \$19.2 million reclassified as a reduction to interest expense on the terminated cash flow hedges discussed above and \$66.6 million reclassified as an addition to interest income related to the interest rate collars and swaps noted above that remain outstanding.

Fair Value Hedges of Interest Rate Risk

Interest rate swaps designated as fair value hedges involve the payment of fixed amounts to a counterparty in exchange for the Company receiving variable payments over the life of the agreements without the exchange of the underlying notional amount. As of March 31, 2023, the Company had 14 interest rate swaps with an aggregate notional amount of \$206.0 million that were designated as fair value hedges primarily associated with fixed rate commercial and industrial and commercial real estate loans as well as life insurance premium finance receivables.

For derivatives designated and that qualify as fair value hedges, the net gain or loss from the entire change in the fair value of the derivative instrument is recognized in the same income statement line item as the earnings effect, including the net gain or loss, of the hedged item (interest income earned on fixed rate loans) when the hedged item affects earnings.

The following table presents the carrying amount of the hedged assets/(liabilities) and the cumulative amount of fair value hedging adjustment included in the carrying amount of the hedged assets/(liabilities) that are designated as a fair value hedge accounting relationship as of March 31, 2023:

(In thousands)		March 31, 2023		
		Carrying Amount of the Hedged Assets/(Liabilities)	Cumulative Amount of Fair Value Hedging Adjustment Included in the Carrying Amount of the Hedged Assets/(Liabilities)	Cumulative Amount of Fair Value Hedging Adjustment Remaining for any Hedged Assets/(Liabilities) for which Hedge Accounting has been Discontinued
Derivatives in Fair Value Hedging Relationships	Location in the Statement of Condition			
Interest rate swaps	Loans, net of unearned income	\$ 138,254	\$ (13,682)	\$ (100)
	Available-for-sale debt securities	898	(15)	—

The following table presents the loss or gain recognized related to derivative instruments that are designated as fair value hedges for the respective period:

(In thousands)	Location of (Loss)/Gain Recognized in Income on Derivative	Three Months Ended	
		March 31, 2023	
Derivatives in Fair Value Hedging Relationships			
Interest rate swaps	Interest and fees on loans	\$	(9)
	Interest income - investment securities		—

Non-Designated Hedges

The Company does not use derivatives for speculative purposes. Derivatives not designated as accounting hedges are used to manage the Company's economic exposure to interest rate movements and other identified risks but do not meet the strict hedge accounting requirements of ASC 815. Changes in the fair value of derivatives not designated in hedging relationships are recorded directly in earnings.

Interest Rate Derivatives—Periodically, the Company may purchase interest rate cap derivatives designed to act as an economic hedge of the risk of the negative impact on its fixed-rate loan portfolios from rising interest rates, most recently related to the LIBOR index. As of March 31, 2023, there were no interest rate caps outstanding that were designed to act as an economic hedge. During 2022, the Company terminated an interest rate cap derivative contract related to LIBOR that was not designated as an accounting hedge with a total notional value of \$1.0 billion.

Additionally, the Company has interest rate derivatives, including swaps and option products, resulting from a service the Company provides to certain qualified borrowers. The Company's banking subsidiaries execute certain derivative products (typically interest rate swaps) directly with qualified commercial borrowers to facilitate their respective risk management strategies. For example, these arrangements allow the Company's commercial borrowers to effectively convert a variable rate loan to a fixed rate. In order to minimize the Company's exposure on these transactions, the Company simultaneously executes offsetting derivatives with third parties. In most cases, the offsetting derivatives have mirror-image terms, which result in the positions' changes in fair value substantially offsetting through earnings each period. However, to the extent that the derivatives are not a mirror-image and because of differences in counterparty credit risk, changes in fair value will not completely offset resulting in some earnings impact each period. Changes in the fair value of these derivatives are included in other non-interest income. At March 31, 2023 and December 31, 2022, the Company had interest rate derivative transactions with an aggregate notional amount of approximately \$9.9 billion and \$9.6 billion, respectively, (all interest rate swaps and caps with customers and third parties) related to this program. At March 31, 2023 these interest rate derivatives had maturity dates ranging from April 2023 to January 2037.

Mortgage Banking Derivatives—These derivatives include interest rate lock commitments provided to customers to fund certain mortgage loans to be sold into the secondary market and forward commitments for the future delivery of such loans. It is the Company's practice to enter into forward commitments for the future delivery of a portion of its residential mortgage loan production when interest rate lock commitments are entered into in order to economically hedge the effect of future changes in interest rates on its commitments to fund the loans as well as on its portfolio of mortgage loans held-for-sale. The Company's mortgage banking derivatives have not been designated as being in hedge relationships. At March 31, 2023 and December 31, 2022, the Company had interest rate lock commitments with an aggregate notional amount of approximately \$208.2 million and \$121.6 million, and forward commitments to sell mortgage loans with an aggregate notional amount of approximately \$498.0 million and \$321.0 million, respectively. The fair values of these derivatives were estimated based on changes in mortgage rates from the dates of the commitments. Changes in the fair value of these mortgage banking derivatives are included in mortgage banking revenue.

Commodity Derivatives—The Company has commodity forward contracts resulting from a service the Company provides to certain qualified borrowers. The Company's banking subsidiaries execute certain derivative products directly with qualified commercial borrowers to facilitate their respective risk management strategies. For example, these arrangements allow the Company's commercial borrowers to effectively purchase or sell a given commodity at an agreed-upon price on an agreed-upon settlement date. In order to minimize the Company's exposure on these transactions, the Company simultaneously executes offsetting derivatives with third parties. In most cases, the offsetting derivatives have mirror-image terms, which result in the positions' changes in fair value substantially offsetting through earnings each period. However, to the extent that the derivatives are not a mirror-image and because of differences in counterparty credit risk, changes in fair value will not completely offset resulting in some earnings impact each period. Changes in the fair value of these derivatives are included in other non-interest income. At March 31, 2023 and December 31, 2022, the Company had commodity derivative transactions with an aggregate notional amount of approximately \$5.6 million and \$3.6 million, respectively, (all forward contracts with customers and third parties) related to this program. At March 31, 2023, these commodity derivatives had maturity dates ranging from April 2023 to October 2024.

Foreign Currency Derivatives—The Company has foreign currency derivative contracts resulting from a service the Company provides to certain qualified customers. The Company's banking subsidiaries execute certain derivative products directly with qualified customers to facilitate their respective risk management strategies related to foreign currency fluctuations. For example, these arrangements allow the Company's customers to effectively exchange the currency of one country for the currency of another country at an agreed-upon price on an agreed-upon settlement date. In order to minimize the Company's exposure on these transactions, the Company simultaneously executes offsetting derivatives with third parties. In most cases, the offsetting derivatives have mirror-image terms, which result in the positions' changes in fair value substantially offsetting through earnings each period. However, to the extent that the derivatives are not a mirror-image and because of differences in counterparty credit risk, changes in fair value will not completely offset resulting in some earnings impact each period. Changes in the fair value of these derivatives are included in other non-interest income. As of March 31, 2023 and December 31, 2022, the Company held foreign currency derivatives with an aggregate notional amount of approximately \$225.2 million and \$226.2 million, respectively.

Other Derivatives—Periodically, the Company will sell options to a bank or dealer for the right to purchase certain securities held within the banks’ investment portfolios (covered call options). These option transactions are designed to increase the total return associated with the investment securities portfolio. These options do not qualify as accounting hedges pursuant to ASC 815 and, accordingly, changes in the fair value of these contracts are recognized as other non-interest income. There were no covered call options outstanding as of March 31, 2023, December 31, 2022 or March 31, 2022.

Periodically, the Company will purchase options for the right to purchase securities not currently held within the banks’ investment portfolios or enter into interest rate swaps in which the Company elects to not designate such derivatives as hedging instruments. These option and swap transactions are designed primarily to economically hedge a portion of the fair value adjustments related to the Company’s mortgage servicing rights portfolio. The gain or loss associated with these derivative contracts are included in mortgage banking revenue. As of March 31, 2023 and December 31, 2022, the Company held three interest rate derivatives with an aggregate notional value of \$245.0 million and \$190.0 million, respectively, for such purpose of economically hedging a portion of the fair value adjustment related to its mortgage servicing rights portfolio.

Amounts included in the Consolidated Statements of Income related to derivative instruments not designated in hedge relationships were as follows:

(In thousands)		Three Months Ended	
Derivative	Location in income statement	March 31, 2023	March 31, 2022
Interest rate swaps and caps	Trading gains, net	\$ 800	\$ 4,024
Mortgage banking derivatives	Mortgage banking revenue	3,640	(7,369)
Commodity contracts	Trading gains (losses), net	177	—
Foreign exchange contracts	Trading gains, net	—	—
Covered call options	Fees from covered call options	10,391	3,742
Derivative contract held as economic hedge on MSRs	Mortgage banking revenue	946	—

Credit Risk

Derivative instruments have inherent risks, primarily market risk and credit risk. Market risk is associated with changes in interest rates and credit risk relates to the risk that the counterparty will fail to perform according to the terms of the agreement. The amounts potentially subject to market and credit risks are the streams of interest payments under the contracts and the market value of the derivative instrument and not the notional principal amounts used to express the volume of the transactions. Market and credit risks are managed and monitored as part of the Company’s overall asset-liability management process, except that the credit risk related to derivatives entered into with certain qualified borrowers is managed through the Company’s standard loan underwriting process since these derivatives are secured through collateral provided by the loan agreements. Actual exposures are monitored against various types of credit limits established to contain risk within parameters. When deemed necessary, appropriate types and amounts of collateral are obtained to minimize credit exposure.

The Company has agreements with certain of its interest rate derivative counterparties that contain cross-default provisions, which provide that if the Company defaults on any of its indebtedness, including default where repayment of the indebtedness has not been accelerated by the lender, then the Company could also be declared in default on its derivative obligations. The Company also has agreements with certain of its derivative counterparties that contain a provision allowing the counterparty to terminate the derivative positions if the Company fails to maintain its status as a well or adequately capitalized institution, which would require the Company to settle its obligations under the agreements. As of March 31, 2023, there were no interest rate derivatives in a net liability position that were subject to such agreements. The fair value of such derivatives includes accrued interest related to these agreements.

The Company is also exposed to the credit risk of its commercial borrowers who are counterparties to interest rate derivatives with the banks. This counterparty risk related to the commercial borrowers is managed and monitored through the banks’ standard underwriting process applicable to loans since these derivatives are secured through collateral provided by the loan agreement. The counterparty risk associated with the mirror-image swaps executed with third parties is monitored and managed in connection with the Company’s overall asset liability management process.

The Company records interest rate derivatives subject to master netting agreements at their gross value and does not offset derivative assets and liabilities on the Consolidated Statements of Condition. The table below summarizes the Company’s interest rate derivatives and offsetting positions as of the dates shown.

(In thousands)	Derivative Assets			Derivative Liabilities		
	Fair Value			Fair Value		
	March 31, 2023	December 31, 2022	March 31, 2022	March 31, 2023	December 31, 2022	March 31, 2022
Gross Amounts Recognized	\$ 259,331	\$ 286,438	\$ 139,701	\$ 262,465	\$ 329,307	\$ 120,079
Less: Amounts offset in the Statements of Condition	—	—	—	—	—	—
Net amount presented in the Statements of Condition	\$ 259,331	\$ 286,438	\$ 139,701	\$ 262,465	\$ 329,307	\$ 120,079
Gross amounts not offset in the Statements of Condition						
Offsetting Derivative Positions	(55,838)	(64,100)	(19,557)	(55,838)	(64,100)	(19,557)
Collateral Posted	(181,884)	(194,666)	(70,807)	—	—	(257)
Net Credit Exposure	\$ 21,609	\$ 27,672	\$ 49,337	\$ 206,627	\$ 265,207	\$ 100,265

(14) Fair Values of Assets and Liabilities

The Company measures, monitors and discloses certain of its assets and liabilities on a fair value basis. These financial assets and financial liabilities are measured at fair value in three levels, based on the markets in which the assets and liabilities are traded and the observability of the inputs used to determine fair value. These levels are:

- Level 1—unadjusted quoted prices in active markets for identical assets or liabilities.
- Level 2—inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly. These include quoted prices for similar assets or liabilities in active markets, quoted prices for identical or similar assets or liabilities in markets that are not active, inputs other than quoted prices that are observable for the asset or liability or inputs that are derived principally from or corroborated by observable market data by correlation or other means.
- Level 3—significant unobservable inputs that reflect the Company’s own assumptions that market participants would use in pricing the assets or liabilities. Level 3 assets and liabilities include financial instruments whose value is determined using pricing models, discounted cash flow methodologies, or similar techniques, as well as instruments for which the determination of fair value requires significant management judgment or estimation.

A financial instrument’s categorization within the above valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement. The Company’s assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment, and considers factors specific to the assets or liabilities. The following is a description of the valuation methodologies used for the Company’s assets and liabilities measured at fair value on a recurring basis.

Available-for-sale debt securities, trading account securities and equity securities with readily determinable fair value—Fair values for available-for-sale debt securities, trading account securities and equity securities with readily determinable fair value are typically based on prices obtained from independent pricing vendors. Securities measured with these valuation techniques are generally classified as Level 2 of the fair value hierarchy. Typically, standard inputs such as benchmark yields, reported trades for similar securities, issuer spreads, benchmark securities, bids, offers and reference data including market research publications are used to determine the fair value of these securities. When these inputs are not available, broker/dealer quotes may be obtained by the vendor to determine the fair value of the security. We review the vendor’s pricing methodologies to determine if observable market information is being used, versus unobservable inputs. Fair value measurements using significant inputs that are unobservable in the market due to limited activity or a less liquid market are classified as Level 3 in the fair value hierarchy. The fair value of U.S. Treasury securities and certain equity securities with readily determinable fair value are based on unadjusted quoted prices in active markets for identical securities. As such, these securities are classified as Level 1 in the fair value hierarchy.

The Company’s Investment Operations Department is responsible for the valuation of Level 3 available-for-sale debt securities. The methodology and variables used as inputs in pricing Level 3 securities are derived from a combination of observable and unobservable inputs. The unobservable inputs are determined through internal assumptions that may vary from period to period due to external factors, such as market movement and credit rating adjustments.

At March 31, 2023, the Company classified \$112.3 million of municipal securities as Level 3. These municipal securities are bond issues for various municipal government entities primarily located in the Chicago metropolitan area and southern

Wisconsin and are privately placed, non-rated bonds without CUSIP numbers. The Company's methodology for pricing these securities focuses on three distinct inputs: equivalent rating, yield and other pricing terms. To determine the rating for a given non-rated investment debt security, the Investment Operations Department references a rated, publicly issued bond by the same issuer if available. A reduction is then applied to the rating obtained from the comparable bond, as the Company believes if liquidated, a non-rated bond would be valued less than a similar bond with a verifiable rating. The reduction applied by the Company is one complete rating grade (i.e. a "AA" rating for a comparable bond would be reduced to "A" for the Company's valuation). For bond issues without comparable bond proxies, a rating of "BBB" was assigned. In the first quarter of 2023, all of the ratings derived by the Investment Operations Department using the above process were "BBB" or better. The fair value measurement noted above is sensitive to the rating input, as a higher rating typically results in an increased valuation. The remaining pricing inputs used in the bond valuation are observable. Based on the rating determined in the above process, Investment Operations obtains a corresponding current market yield curve available to market participants. Other terms including coupon, maturity date, redemption price, number of coupon payments per year, and accrual method are obtained from the individual bond term sheets. Certain municipal bonds held by the Company at March 31, 2023 are continuously callable. When valuing these bonds, the fair value is capped at par value as the Company assumes a market participant would not pay more than par for a continuously callable bond.

Mortgage loans held-for-sale—The fair value of mortgage loans held-for-sale is typically determined by reference to investor price sheets for loan products with similar characteristics. Loans measured with this valuation technique are classified as Level 2 in the fair value hierarchy.

At March 31, 2023, the Company classified \$44.3 million of certain delinquent mortgage loans held-for-sale as Level 3. For such delinquent loans in which investor interest may be limited, the Company estimates fair value by discounting future scheduled cash flows for the specific loan through its life, adjusted for estimated credit losses. The Company uses a discount rate based on prevailing market coupon rates on loans with similar characteristics. The assumed weighted average discount rate used as an input to value these loans at March 31, 2023 was 5.96%. The higher the rate utilized to discount estimated future cash flows, the lower the fair value measurement. Additionally, the weighted average credit discount used as an input to value the specific loans was 0.22% with credit loss discount ranging from 0%-10% at March 31, 2023.

Loans held-for-investment—The fair value for certain loans in which the Company previously elected the fair value option is estimated by discounting future scheduled cash flows for the specific loan through maturity, adjusted for estimated credit losses and prepayment or life assumptions. These loans primarily consist of early buyout loans guaranteed by U.S. government agencies that are delinquent and, as a result, investor interest may be limited. The Company uses a discount rate based on the actual coupon rate of the underlying loan. At March 31, 2023, the Company classified \$69.5 million of loans held-for-investment carried at fair value as Level 3. The assumed weighted average discount rate used as an input to value these loans at March 31, 2023 was 5.98%. The higher the rate utilized to discount estimated future cash flows, the lower the fair value measurement. As noted above, the fair value estimate also includes assumptions of prepayment speeds and average life as well as credit losses. The weighted average prepayments speed used as an input to value current loans was 6.92% at March 31, 2023. Prepayment speeds are inversely related to the fair value of these loans as an increase in prepayment speeds results in a decreased valuation. For delinquent loans in which performance is not assumed and there is a higher probability of resolution of the loan ending in foreclosure, the weighted average life of such loans was 5.4 years. Average life is inversely related to the fair value of these loans as an increase in estimated life results in a decreased valuation. Additionally, the weighted average credit discount used as an input to value the specific loans was 0.86% with credit loss discounts ranging from 0%-13% at March 31, 2023.

MSRs—Fair value for MSRs is determined utilizing a valuation model which calculates the fair value of each servicing right based on the present value of estimated future cash flows. The Company uses a discount rate commensurate with the risk associated with each servicing right, given current market conditions. At March 31, 2023, the Company classified \$224.5 million of MSRs as Level 3. The weighted average discount rate used as an input to value the pool of MSRs at March 31, 2023 was 10.33% with discount rates applied ranging from 3%-33%. The higher the rate utilized to discount estimated future cash flows, the lower the fair value measurement. The fair value of MSRs was also estimated based on other assumptions including prepayment speeds and the cost to service. Prepayment speeds ranged from 0%-100% or a weighted average prepayment speed of 6.92%. Further, for current and delinquent loans, the Company assumed a weighted average cost of servicing of \$76 and \$403, respectively, per loan. Prepayment speeds and the cost to service are both inversely related to the fair value of MSRs as an increase in prepayment speeds or the cost to service results in a decreased valuation. See Note (8) "Mortgage Servicing Rights ("MSRs")" for further discussion of MSRs.

Derivative instruments—The Company's derivative instruments include interest rate swaps, caps and collars, commitments to fund mortgages for sale into the secondary market (interest rate locks), forward commitments to end investors for the sale of mortgage loans, commodity future contracts and foreign currency contracts. Interest rate swaps, caps and collars and

commodity future contracts are valued by a third party, using models that primarily use market observable inputs, such as yield curves and commodity prices prevailing at the measurement date, and are classified as Level 2 in the fair value hierarchy. The credit risk associated with derivative financial instruments that are subject to master netting agreements is measured on a net basis by counterparty portfolio. The fair value for mortgage-related derivatives is based on changes in mortgage rates from the date of the commitments. The fair value of foreign currency derivatives is computed based on change in foreign currency rates stated in the contract compared to those prevailing at the measurement date.

At March 31, 2023, the Company classified \$5.4 million of derivative assets related to interest rate locks as Level 3. The fair value of interest rate locks is based on prices obtained for loans with similar characteristics from third parties, adjusted for the pull-through rate, which represents the Company's best estimate of the likelihood that a committed loan will ultimately fund. The weighted-average pull-through rate at March 31, 2023 was 82.06% with pull-through rates applied ranging from 31% to 100%. Pull-through rates are directly related to the fair value of interest rate locks as an increase in the pull-through rate results in an increased valuation.

Nonqualified deferred compensation assets—The underlying assets relating to the nonqualified deferred compensation plan are included in a trust and primarily consist of non-exchange traded institutional funds which are priced based by an independent third party service. These assets are classified as Level 2 in the fair value hierarchy.

The following tables present the balances of assets and liabilities measured at fair value on a recurring basis for the periods presented:

(In thousands)	March 31, 2023			
	Total	Level 1	Level 2	Level 3
Available-for-sale securities				
U.S. Treasury	\$ 4,948	\$ 4,948	\$ —	\$ —
U.S. government agencies	74,862	—	74,862	—
Municipal	160,386	—	48,129	112,257
Corporate notes	83,675	—	83,675	—
Mortgage-backed	2,935,974	—	2,935,974	—
Trading account securities	102	—	102	—
Equity securities with readily determinable fair value	111,943	103,877	8,066	—
Mortgage loans held-for-sale	302,493	—	258,243	44,250
Loans held-for-investment	202,143	—	132,650	69,493
MSRs	224,470	—	—	224,470
Nonqualified deferred compensation assets	14,379	—	14,379	—
Derivative assets	274,004	—	268,648	5,356
Total	\$ 4,389,379	\$ 108,825	\$ 3,824,728	\$ 455,826
Derivative liabilities	\$ 274,432	\$ —	\$ 274,432	\$ —

(In thousands)	December 31, 2022			
	Total	Level 1	Level 2	Level 3
Available-for-sale securities				
U.S. Treasury	\$ 14,948	\$ 14,948	\$ —	\$ —
U.S. government agencies	74,222	—	74,222	—
Municipal	168,655	—	51,118	117,537
Corporate notes	85,705	—	85,705	—
Mortgage-backed	2,899,487	—	2,899,487	—
Trading account securities	1,127	—	1,127	—
Equity securities with readily determinable fair value	110,365	102,299	8,066	—
Mortgage loans held-for-sale	299,935	—	251,280	48,655
Loans held-for-investment	179,932	—	95,767	84,165
MSRs	230,225	—	—	230,225
Nonqualified deferred compensation assets	13,899	—	13,899	—
Derivative assets	296,848	—	295,137	1,711
Total	\$ 4,375,348	\$ 117,247	\$ 3,775,808	\$ 482,293
Derivative liabilities	\$ 338,078	\$ —	\$ 338,078	\$ —

(In thousands)	March 31, 2022			
	Total	Level 1	Level 2	Level 3
Available-for-sale securities				
U.S. Treasury	\$ —	\$ —	\$ —	\$ —
U.S. government agencies	49,637	—	49,637	—
Municipal	155,489	—	55,088	100,401
Corporate notes	82,939	—	82,939	—
Mortgage-backed	2,710,833	—	2,710,833	—
Trading account securities	852	—	852	—
Equity securities with readily determinable fair value	92,689	84,623	8,066	—
Mortgage loans held-for-sale	606,545	—	606,545	—
Loans held-for-investment	57,984	—	13,520	44,464
MSRs	199,146	—	—	199,146
Nonqualified deferred compensation assets	15,447	—	15,447	—
Derivative assets	153,534	—	150,087	3,447
Total	\$ 4,125,095	\$ 84,623	\$ 3,693,014	\$ 347,458
Derivative liabilities	\$ 122,107	\$ —	\$ 122,107	\$ —

The aggregate remaining contractual principal balance outstanding as of March 31, 2023, December 31, 2022 and March 31, 2022 for mortgage loans held-for-sale measured at fair value under ASC 825 was \$307.3 million, \$308.9 million and \$606.7 million, respectively, while the aggregate fair value of mortgage loans held-for-sale was \$302.5 million, \$299.9 million and \$606.5 million, for the same respective periods, as shown in the above tables. At March 31, 2023, \$3.3 million of mortgage loans held-for-sale were classified as nonaccrual as compared to \$5.8 million as of December 31, 2022 and none as of March 31, 2022. Additionally, there were \$41.4 million of loans past due greater than 90 days and still accruing in the mortgage loans held-for-sale portfolio as of March 31, 2023 compared to \$44.0 million as of December 31, 2022 and \$113.0 million as of March 31, 2022. All of the nonaccrual loans and loans past due greater than 90 days and still accruing within the mortgage loans held-for-sale portfolio at March 31, 2023, December 31, 2022, and March 31, 2022 were individual delinquent mortgage loans bought back from GNMA at the unconditional option of the Company as servicer for those loans.

The aggregate remaining contractual principal balance outstanding as of March 31, 2023, December 31, 2022 and March 31, 2022 for mortgage loans held-for-investment measured at fair value under ASC 825 was \$204.5 million, \$184.0 million and \$58.7 million, respectively, while the aggregate fair value of mortgage loans held-for-investment was \$202.1 million, \$179.9 million and \$58.0 million, respectively, as shown in the above tables.

The changes in Level 3 assets measured at fair value on a recurring basis during the three months ended March 31, 2023 and 2022 are summarized as follows:

(In thousands)	Municipal	Mortgage loans held-for-sale	U.S. Government agencies	Loans held-for-investment	Mortgage servicing rights	Derivative assets
Balance at January 1, 2023	\$ 117,537	\$ 48,655	\$ —	\$ 84,165	\$ 230,225	\$ 1,711
Total net (losses) gains included in:						
Net income ⁽¹⁾	—	466	—	364	(5,755)	3,645
Other comprehensive income or loss	(1,662)	—	—	—	—	—
Purchases	4,418	—	—	—	—	—
Issuances	—	—	—	—	—	—
Sales	—	—	—	—	—	—
Settlements	(8,036)	(18,619)	—	(20,322)	—	—
Net transfers into Level 3	—	13,748	—	5,286	—	—
Balance at March 31, 2023	\$ 112,257	\$ 44,250	\$ —	\$ 69,493	\$ 224,470	\$ 5,356

(1) Changes in the balance of mortgage loans held-for-sale, MSRs, and derivative assets related to fair value adjustments are recorded as components of mortgage banking revenue. Changes in the balance of loans held-for-investment related to fair value adjustments are recorded as other non-interest income.

(In thousands)	Municipal	Mortgage loans held- for-sale	U.S. Government agencies	Loans held-for- investment	Mortgage servicing rights	Derivative assets
Balance at January 1, 2022	\$ 105,687	\$ —	\$ —	\$ 15,891	\$ 147,571	\$ 10,560
Total net gains (losses) included in:						
Net income ⁽¹⁾	—	—	—	(772)	51,575	(7,113)
Other comprehensive income or loss	(5,449)	—	—	—	—	—
Purchases	1,246	—	—	—	—	—
Issuances	—	—	—	—	—	—
Sales	—	—	—	—	—	—
Settlements	(1,083)	—	—	(1,667)	—	—
Net transfers into Level 3	—	—	—	31,012	—	—
Balance at March 31, 2022	<u>\$ 100,401</u>	<u>\$ —</u>	<u>\$ —</u>	<u>\$ 44,464</u>	<u>\$ 199,146</u>	<u>\$ 3,447</u>

(1) Changes in the balance of mortgage loans held-for-sale, MSR, and derivative assets related to fair value adjustments are recorded as components of mortgage banking revenue. Changes in the balance of loans held-for-investment related to fair value adjustments are recorded as other non-interest income.

Also, the Company may be required, from time to time, to measure certain other assets at fair value on a non-recurring basis in accordance with GAAP. These adjustments to fair value usually result from impairment charges on individual assets. For assets measured at fair value on a non-recurring basis that were still held in the balance sheet at the end of the period, the following table provides the carrying value of the related individual assets or portfolios at March 31, 2023:

(In thousands)	March 31, 2023				Three Months Ended March 31, 2023 Fair Value Losses Recognized, net
	Total	Level 1	Level 2	Level 3	
Individually assessed loans - foreclosure probable and collateral-dependent	\$ 71,622	\$ —	\$ —	\$ 71,622	\$ 2,501
Other real estate owned ⁽¹⁾	9,361	—	—	9,361	104
Total	<u>\$ 80,983</u>	<u>\$ —</u>	<u>\$ —</u>	<u>\$ 80,983</u>	<u>\$ 2,605</u>

(1) Fair value losses recognized, net on other real estate owned include valuation adjustments and charge-offs during the respective period.

Individually assessed loans—In accordance with ASC 326, the allowance for credit losses for loans and other financial assets held at amortized cost should be measured on a collective or pooled basis when such assets exhibit similar risk characteristics. In instances in which a financial asset does not exhibit similar risk characteristics to a pool, the Company is required to measure such allowance for credit losses on an individual asset basis. For the Company’s loan portfolio, nonaccrual loans are considered to not exhibit similar risk characteristics as pools and thus are individually assessed. Credit losses are measured by estimating the fair value of the loan based on the present value of expected cash flows, the market price of the loan, or the fair value of the underlying collateral. Individually assessed loans are considered a fair value measurement where an allowance for credit loss is established based on the fair value of collateral. Appraised values on relevant real estate properties, which may require adjustments to market-based valuation inputs, are generally used on foreclosure probable and collateral-dependent loans within the real estate portfolios.

The Company’s Managed Assets Division is primarily responsible for the valuation of Level 3 inputs of individually assessed loans. For more information on individually assessed loans refer to Note (6) “Allowance for Credit Losses”. At March 31, 2023, the Company had \$71.6 million of individually assessed loans classified as Level 3. All of the \$71.6 million of individually assessed loans were measured at fair value based on the underlying collateral of the loan as shown in the table above. None were valued based on discounted cash flows in accordance with ASC 310.

Other real estate owned—Other real estate owned is comprised of real estate acquired in partial or full satisfaction of loans and is included in other assets. Other real estate owned is recorded at its estimated fair value less estimated selling costs at the date of transfer, with any excess of the related loan balance over the fair value less expected selling costs charged to the allowance for loan losses. Subsequent changes in value are reported as adjustments to the carrying amount and are recorded in other non-interest expense. Gains and losses upon sale, if any, are also charged to other non-interest expense. Fair value is generally based on third party appraisals and internal estimates that are adjusted by a discount representing the estimated cost of sale and is therefore considered a Level 3 valuation.

The Company’s Managed Assets Division is primarily responsible for the valuation of Level 3 inputs for other real estate owned. At March 31, 2023, the Company had \$9.4 million of other real estate owned classified as Level 3. The unobservable input applied to other real estate owned relates to the 10% reduction to the appraisal value representing the estimated cost of sale of the foreclosed property. A higher discount for the estimated cost of sale results in a decreased carrying value.

The valuation techniques and significant unobservable inputs used to measure both recurring and non-recurring Level 3 fair value measurements at March 31, 2023 were as follows:

(Dollars in thousands)	Fair Value	Valuation Methodology	Significant Unobservable Input	Range of Inputs	Weighted Average of Inputs	Impact to valuation from an increased or higher input value
Measured at fair value on a recurring basis:						
Municipal securities	\$ 112,257	Bond pricing	Equivalent rating	BBB-AA+	N/A	Increase
Mortgage loans held-for-sale	44,250	Discounted cash flows	Discount rate	5.96%	5.96%	Decrease
			Credit discount	0% - 10%	0.22%	Decrease
Loans held-for-investment	69,493	Discounted cash flows	Discount rate	5.96% - 6.25%	5.98%	Decrease
			Credit discount	0% - 13%	0.86%	Decrease
			Constant prepayment rate (CPR) - current loans	6.92%	6.92%	Decrease
			Average life - delinquent loans (in years)	1.2 years - 10.2 years	5.4 years	Decrease
MSRs	224,470	Discounted cash flows	Discount rate	3% - 33%	10.33%	Decrease
			Constant prepayment rate (CPR)	0% - 100%	6.92%	Decrease
			Cost of servicing	\$70 - \$200	\$ 76	Decrease
			Cost of servicing - delinquent	\$200 - 1,000	\$ 403	Decrease
Derivatives	5,356	Discounted cash flows	Pull-through rate	31% - 100%	82.06 %	Increase
Measured at fair value on a non-recurring basis:						
Individually assessed loans - foreclosure probable and collateral-dependent	71,622	Appraisal value	Appraisal adjustment - cost of sale	10%	10.00%	Decrease
Other real estate owned	9,361	Appraisal value	Appraisal adjustment - cost of sale	10%	10.00%	Decrease

The Company is required under applicable accounting guidance to report the fair value of all financial instruments on the Consolidated Statements of Condition, including those financial instruments carried at cost. The table below presents the carrying amounts and estimated fair values of the Company's financial instruments as of the dates shown:

(In thousands)	At March 31, 2023		At December 31, 2022		At March 31, 2022	
	Carrying Value	Fair Value	Carrying Value	Fair Value	Carrying Value	Fair Value
Financial Assets:						
Cash and cash equivalents	\$ 445,986	\$ 445,986	\$ 490,966	\$ 490,966	\$ 462,572	\$ 462,572
Securities sold under agreements to repurchase with original maturities exceeding three months	—	—	—	—	700,000	700,000
Interest-bearing deposits with banks	1,563,578	1,563,578	1,988,719	1,988,719	4,013,597	4,013,597
Available-for-sale securities	3,259,845	3,259,845	3,243,017	3,243,017	2,998,898	2,998,898
Held-to-maturity securities	3,606,391	2,976,198	3,640,567	2,949,821	3,435,729	3,146,427
Trading account securities	102	102	1,127	1,127	852	852
Equity securities with readily determinable fair value	111,943	111,943	110,365	110,365	92,689	92,689
FHLB and FRB stock, at cost	244,957	244,957	224,759	224,759	136,163	136,163
Brokerage customer receivables	16,042	16,042	16,387	16,387	22,888	22,888
Mortgage loans held-for-sale, at fair value	302,493	302,493	299,935	299,935	606,545	606,545
Loans held-for-investment, at fair value	202,143	202,143	179,932	179,932	57,984	57,984
Loans held-for-investment, at amortized cost	39,363,328	38,577,761	39,016,553	38,018,678	35,222,563	35,989,840
Nonqualified deferred compensation assets	14,379	14,379	13,899	13,899	15,447	15,447
Derivative assets	274,004	274,004	296,848	296,848	153,534	153,534
Accrued interest receivable and other	417,066	417,066	379,719	379,719	278,873	278,873
Total financial assets	<u>\$ 49,822,257</u>	<u>\$ 48,406,497</u>	<u>\$ 49,902,793</u>	<u>\$ 48,214,172</u>	<u>\$ 48,198,334</u>	<u>\$ 48,676,309</u>
Financial Liabilities						
Non-maturity deposits	\$ 37,366,959	\$ 37,366,959	\$ 38,167,409	\$ 38,167,409	\$ 38,483,327	\$ 38,483,327
Deposits with stated maturities	5,351,252	4,970,556	4,735,135	4,085,058	3,735,995	3,735,750
FHLB advances	2,316,071	2,255,580	2,316,071	2,219,983	1,241,071	1,193,080
Other borrowings	583,548	555,615	596,614	569,342	482,516	483,202
Subordinated notes	437,493	410,827	437,392	409,395	437,033	446,711
Junior subordinated debentures	253,566	252,663	253,566	253,405	253,566	268,913
Derivative liabilities	274,432	274,432	338,078	338,078	122,107	122,107
Accrued interest payable	42,015	42,015	22,176	22,176	14,269	14,269
Total financial liabilities	<u>\$ 46,625,336</u>	<u>\$ 46,128,647</u>	<u>\$ 46,866,441</u>	<u>\$ 46,064,846</u>	<u>\$ 44,769,884</u>	<u>\$ 44,747,359</u>

Not all the financial instruments listed in the table above are subject to the disclosure provisions of ASC Topic 820, as certain assets and liabilities result in their carrying value approximating fair value. These include cash and cash equivalents, interest-bearing deposits with banks, brokerage customer receivables, FHLB and FRB stock, accrued interest receivable and accrued interest payable and non-maturity deposits.

The following methods and assumptions were used by the Company in estimating fair values of financial instruments that were not previously disclosed.

Held-to-maturity securities. Held-to-maturity securities include U.S. government-sponsored agency securities, municipal bonds issued by various municipal government entities primarily located in the Chicago metropolitan area and southern Wisconsin and mortgage-backed securities. Fair values for held-to-maturity securities are typically based on prices obtained from independent pricing vendors. In accordance with ASC 820, the Company has generally categorized these held-to-maturity securities as a Level 2 fair value measurement. Fair values for certain other held-to-maturity securities are based on the bond pricing methodology discussed previously related to certain available-for-sale securities. In accordance with ASC 820, the Company has categorized these held-to-maturity securities as a Level 3 fair value measurement.

Loans held-for-investment, at amortized cost. Fair values are estimated for portfolios of loans with similar financial characteristics. Loans are analyzed by type such as commercial, residential real estate, etc. Each category is further segmented by interest rate type (fixed and variable) and term. For variable-rate loans that reprice frequently, estimated fair values are based

on carrying values. The fair value of residential loans is based on secondary market sources for securities backed by similar loans, adjusted for differences in loan characteristics. The fair value for other fixed rate loans is estimated by discounting scheduled cash flows through the estimated maturity using estimated market discount rates that reflect credit and interest rate risks inherent in the loan. In accordance with ASC 820, the Company has categorized loans as a Level 3 fair value measurement.

Deposits with stated maturities. The fair value of certificates of deposit is based on the discounted value of contractual cash flows. The discount rate is estimated using the rates currently in effect for deposits of similar remaining maturities. In accordance with ASC 820, the Company has categorized deposits with stated maturities as a Level 3 fair value measurement.

FHLB advances. The fair value of FHLB advances is obtained from the FHLB which uses a discounted cash flow analysis based on current market rates of similar maturity debt securities to discount cash flows. In accordance with ASC 820, the Company has categorized FHLB advances as a Level 3 fair value measurement.

Subordinated notes. The fair value of the subordinated notes is based on a market price obtained from an independent pricing vendor. In accordance with ASC 820, the Company has categorized subordinated notes as a Level 2 fair value measurement.

Junior subordinated debentures. The fair value of the junior subordinated debentures is based on the discounted value of contractual cash flows. In accordance with ASC 820, the Company has categorized junior subordinated debentures as a Level 3 fair value measurement.

(15) Stock-Based Compensation Plans

As of March 31, 2023, approximately 1.2 million shares were available for future grants, assuming the maximum number of shares are issued for the performance awards outstanding, approved under the Company Stock Incentive Plans (“the Plans”). Descriptions of the Plans are included in Note (18) “Stock Compensation Plans and Other Employee Benefit Plans” of the 2022 Form 10-K.

Stock-based compensation expense recognized in the Consolidated Statements of Income was \$8.3 million in the first quarter of 2023 and \$7.9 million in the first quarter of 2022.

A summary of the Plans’ stock option activity for the three months ended March 31, 2023 and March 31, 2022 is presented below:

<i>Stock Options</i>	Common Shares	Weighted Average Strike Price	Remaining Contractual Term ⁽¹⁾	Intrinsic Value ⁽²⁾ (in thousands)
Outstanding at January 1, 2023	68,093	\$ 41.14		
Granted	—	—		
Exercised	(54,218)	40.87		
Forfeited or canceled	—	—		
Outstanding at March 31, 2023	13,875	\$ 42.18	4.7	\$ 427
Exercisable at March 31, 2023	13,875	\$ 42.18	4.7	\$ 427

<i>Stock Options</i>	Common Shares	Weighted Average Strike Price	Remaining Contractual Term ⁽¹⁾	Intrinsic Value ⁽²⁾ (in thousands)
Outstanding at January 1, 2022	193,447	\$ 41.62		
Granted	—	—		
Exercised	(79,376)	42.32		
Forfeited or canceled	(771)	40.87		
Outstanding at March 31, 2022	113,300	\$ 41.13	1.4	\$ 5,869
Exercisable at March 31, 2022	113,300	\$ 41.13	1.4	\$ 5,869

(1) Represents the remaining weighted average contractual life in years.

(2) Aggregate intrinsic value represents the total pre-tax intrinsic value (i.e., the difference between the Company’s stock price on the last trading day of the quarter and the option exercise price, multiplied by the number of shares) that would have been received by the option holders if they had exercised their options on the last day of the quarter. Options with exercise prices above the stock price on the last trading day of the quarter are excluded from the calculation of intrinsic value. The intrinsic value will change based on the fair market value of the Company’s stock.

The aggregate intrinsic value of options exercised during the three months ended March 31, 2023 and March 31, 2022, was \$2.5 million and \$4.5 million, respectively. Cash received from option exercises under the Plans for the three months ended March 31, 2023 and March 31, 2022 was \$2.2 million and \$3.4 million, respectively.

A summary of the Plans' restricted share activity for the three months ended March 31, 2023 and March 31, 2022 is presented below:

	Three months ended March 31, 2023		Three months ended March 31, 2022	
	Common Shares	Weighted Average Grant-Date Fair Value	Common Shares	Weighted Average Grant-Date Fair Value
<i>Restricted Shares</i>				
Outstanding at January 1	610,155	\$ 73.21	476,813	\$ 61.33
Granted	242,576	89.82	194,849	97.30
Vested and issued	(96,649)	64.14	(52,465)	65.42
Forfeited or canceled	(1,968)	77.37	(3,615)	66.37
Outstanding at March 31	754,114	\$ 79.70	615,582	\$ 72.34
Vested, but deferred, at March 31	97,888	\$ 53.30	95,806	\$ 52.67

A summary of the Plans' performance-based stock award activity, based on the target level of the awards, for the three months ended March 31, 2023 and March 31, 2022 is presented below:

	Three months ended March 31, 2023		Three months ended March 31, 2022	
	Common Shares	Weighted Average Grant-Date Fair Value	Common Shares	Weighted Average Grant-Date Fair Value
<i>Performance-based Stock</i>				
Outstanding at January 1	545,379	\$ 70.30	557,255	\$ 62.94
Granted	185,514	92.48	159,202	97.21
Added by performance factor at vesting	23,161	63.64	—	—
Vested and issued	(178,203)	63.64	—	—
Forfeited or canceled	(2,301)	78.20	(159,952)	71.56
Outstanding at March 31	573,550	\$ 79.24	556,505	\$ 70.27
Vested, but deferred, at March 31	35,852	\$ 44.59	35,285	\$ 43.88

(16) Accumulated Other Comprehensive Income or Loss and Earnings Per Share

Accumulated Other Comprehensive Income or Loss

The following tables summarize the components of other comprehensive income or loss, including the related income tax effects, and the related amount reclassified to net income for the periods presented:

(In thousands)	Accumulated Unrealized (Losses) Gains on Securities	Accumulated Unrealized Gains (Losses) on Derivative Instruments	Accumulated Foreign Currency Translation Adjustments	Total Accumulated Other Comprehensive (Loss) Income
Balance at January 1, 2023	\$ (386,057)	\$ 7,381	\$ (48,960)	\$ (427,636)
Other comprehensive income during the period, net of tax, before reclassifications	34,503	22,808	710	58,021
Amount reclassified from accumulated other comprehensive loss into net income, net of tax	(409)	2,620	—	2,211
Amount reclassified from accumulated other comprehensive income or loss related to amortization of unrealized gains on investment securities transferred to held-to-maturity from available-for-sale, net of tax	(32)	—	—	(32)
Net other comprehensive income during the period, net of tax	\$ 34,062	\$ 25,428	\$ 710	\$ 60,200
Balance at March 31, 2023	\$ (351,995)	\$ 32,809	\$ (48,250)	\$ (367,436)
Balance at January 1, 2022	\$ 8,724	\$ 27,111	\$ (31,743)	\$ 4,092
Other comprehensive (loss) income during the period, net of tax, before reclassifications	(151,114)	25,023	2,288	(123,803)
Amount reclassified from accumulated other comprehensive income or loss into net income, net of tax	(183)	3,926	—	3,743
Amount reclassified from accumulated other comprehensive loss related to amortization of unrealized gains on investment securities transferred to held-to-maturity from available-for-sale, net of tax	(31)	—	—	(31)
Net other comprehensive (loss) income during the period, net of tax	\$ (151,328)	\$ 28,949	\$ 2,288	\$ (120,091)
Balance at March 31, 2022	\$ (142,604)	\$ 56,060	\$ (29,455)	\$ (115,999)

(In thousands)	Amount Reclassified from Accumulated Other Comprehensive Income (Loss) for the Three Months Ended		Impacted Line on the Consolidated Statements of Income
Details Regarding the Component of Accumulated Other Comprehensive Income (Loss)	March 31,		
	2023	2022	
Accumulated unrealized gains on securities			
Gains included in net income	\$ 560	\$ 250	Gains (losses) on investment securities, net
	560	250	Income before taxes
Tax effect	(151)	(67)	Income tax expense
Net of tax	\$ 409	\$ 183	Net income
Accumulated unrealized gains on derivative instruments			
Amount reclassified to interest income on loans	\$ 9,072	\$ —	Interest on Loans
Amount reclassified to interest expense on deposits	\$ (5,588)	\$ 4,819	Interest on deposits
Amount reclassified to interest expense on other borrowings	88	534	Interest on other borrowings
	(3,572)	(5,353)	Income before taxes
Tax effect	952	1,427	Income tax expense
Net of tax	\$ (2,620)	\$ (3,926)	Net income

Earnings per Share

The following table shows the computation of basic and diluted earnings per share for the periods indicated:

	Three Months Ended	
	March 31, 2023	March 31, 2022
<i>(In thousands, except per share data)</i>		
Net income	\$ 180,198	\$ 127,391
Less: Preferred stock dividends	6,991	6,991
Net income applicable to common shares	(A) \$ 173,207	\$ 120,400
Weighted average common shares outstanding	(B) 60,950	57,196
Effect of dilutive potential common shares		
Common stock equivalents	873	862
Weighted average common shares and effect of dilutive potential common shares	(C) 61,823	58,058
Net income per common share:		
Basic	(A/B) \$ 2.84	\$ 2.11
Diluted	(A/C) \$ 2.80	\$ 2.07

Potentially dilutive common shares can result from stock options, restricted stock unit awards and shares to be issued under the Employee Stock Purchase Plan and the Directors Deferred Fee and Stock Plan, being treated as if they had been either exercised or issued, computed by application of the treasury stock method. While potentially dilutive common shares are typically included in the computation of diluted earnings per share, potentially dilutive common shares are excluded from this computation in periods in which the effect of inclusion would either reduce the loss per share or increase the income per share.

At the January 2023 meeting of the board of directors of the Company (the “Board of Directors”), a quarterly cash dividend of \$0.40 per share (\$1.60 on an annualized basis) was declared. It was paid on February 23, 2023 to shareholders of record as of February 9, 2023.

(17) Subsequent Events

On April 3, 2023, the Company completed its acquisition of Rothschild & Co Asset Management US Inc. and Rothschild & Co Risk Based Investments LLC (collectively, “Rothschild & Co Asset Management U.S.”), from Rothschild & Co North America Inc. The acquired entities were merged into the Company’s subsidiary, Great Lakes Advisors, LLC.

ITEM 2 MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The following discussion and analysis of the financial condition of Wintrust Financial Corporation and its subsidiaries (collectively, "Wintrust" or the "Company") as of March 31, 2023 compared with December 31, 2022 and March 31, 2022, and the results of operations for the three month periods ended March 31, 2023 and March 31, 2022, should be read in conjunction with the unaudited consolidated financial statements and notes contained in this report and the risk factors discussed under Item 1A of the Company's Annual Report on Form 10-K for the year ended December 31, 2022 ("2022 Form 10-K") and in Part II, Item 1A, of this Form 10-Q. This discussion contains forward-looking statements that involve risks and uncertainties and, as such, future results could differ significantly from management's current expectations. See the last section of this discussion for further information on forward-looking statements.

Introduction

Wintrust is a financial holding company that provides traditional community banking services and offers a full array of wealth management services, primarily to customers in the Chicago metropolitan area, southern Wisconsin and northwest Indiana, and operates other financing businesses on a national basis and in Canada through several non-bank business units.

Overview

First Quarter Highlights

The Company recorded net income of \$180.2 million for the first quarter of 2023 compared to \$127.4 million in the first quarter of 2022. The results for the first quarter of 2023 demonstrate the Company's ability to navigate industry disruptions during the period with stable deposits due to the Company's strong deposit franchise and balanced business model. Other key drivers included continued expansion of net interest income as a result of benefiting from the recent rise in interest rates contributing to record net income and continued good credit quality metrics. Comprehensive income includes 1) net income as presented on the Company's Consolidated Statements of Income and 2) other comprehensive income or loss from unrealized gains and losses on the Company's available-for-sale investment securities portfolios and derivative contracts designated as cash flow hedges as well as foreign currency translation adjustments. Comprehensive income totaled \$240.4 million for the first quarter of 2023 compared to \$7.3 million for the first quarter of 2022.

The Company increased its loan portfolio from \$35.3 billion at March 31, 2022 and \$39.2 billion at December 31, 2022 to \$39.6 billion at March 31, 2023. The increase in the current period compared to the prior periods was primarily a result of organic growth in several portfolios, including the commercial, industrial and other, commercial real estate, residential real estate loans held for investment and life insurance premium finance receivables portfolios. For more information regarding changes in the Company's loan portfolio, see Financial Condition – Interest Earning Assets and Note (5) "Loans" of the Consolidated Financial Statements in Item 1 of this report.

The Company recorded net interest income of \$458.0 million in the first quarter of 2023 compared to \$299.3 million in the first quarter of 2022. This increase in net interest income recorded in the first quarter of 2023 compared to the first quarter of 2022 resulted primarily from growth in earning assets, specifically a \$4.3 billion increase in average loans, and a significant increase in net interest margin, partially offset by the impact of two fewer days in the quarter. Net interest margin of 3.81% (3.83% on a fully taxable-equivalent basis, non-GAAP) in the first quarter of 2023 compared favorably to 2.60% (2.61% on a fully taxable-equivalent basis, non-GAAP) in the first quarter of 2022, primarily due to higher yields on earning assets, most notably loans held-for-investment, as market interest rates increased (see "Net Interest Income" for further detail).

Non-interest income totaled \$107.8 million in the first quarter of 2023 compared to \$162.8 million in the first quarter of 2022. This decrease was primarily due to lower mortgage banking revenues related to declining origination volumes as a result of rising interest rates reducing refinance incentives for borrowers (see "Non-Interest Income" for further detail).

Non-interest expense totaled \$299.2 million in the first quarter of 2023, an increase of \$14.9 million, or 5%, compared to the first quarter of 2022. This increase compared to the first quarter of 2022 was primarily attributable to increased salaries, and higher miscellaneous expense including interest payments made on collateral received for swaps and call options totaling \$2.0 million and a \$2.1 million increase in postage, partially offset by decreased commissions and incentive compensation and reduced loan expenses in line with declining mortgage production in the first quarter of 2023 (see "Non-Interest Expense" for further detail).

Management considers the maintenance of adequate liquidity to be important to the management of risk. Accordingly, during the first quarter of 2023, the Company continued its practice of maintaining appropriate funding capacity to provide the Company with adequate liquidity for its ongoing operations. In this regard, the Company benefited from its strong deposit base, a liquid short-term investment portfolio and its access to funding from a variety of external funding sources. See “Deposits” and “Other Funding Sources” for additional information regarding liquidity sources.

RESULTS OF OPERATIONS

Earnings Summary

The Company’s key operating measures and growth rates for the three months ended March 31, 2023, as compared to the same period last year, are shown below:

	Three months ended		Percentage (%) or Basis Point (bp) Change
	March 31, 2023	March 31, 2022	
<i>(Dollars in thousands, except per share data)</i>			
Net income	\$ 180,198	\$ 127,391	41 %
Pre-tax income, excluding provision for credit losses (non-GAAP) ⁽¹⁾	266,595	177,786	50
Net income per common share—Diluted	2.80	2.07	35
Net revenue ⁽²⁾	565,764	462,084	22
Net interest income	457,995	299,294	53
Net interest margin	3.81 %	2.60 %	121 bps
Net interest margin - fully taxable-equivalent (non-GAAP) ⁽¹⁾	3.83	2.61	122
Net overhead ratio ⁽³⁾	1.49	1.00	49
Return on average assets	1.40	1.04	36
Return on average common equity	15.67	11.94	373
Return on average tangible common equity (non-GAAP) ⁽¹⁾	18.55	14.48	407
At end of period			
Total assets	\$ 52,873,511	\$ 50,250,661	5 %
Total loans, excluding loans held-for-sale	39,565,471	35,280,547	12
Total loans, including loans held-for-sale	39,867,964	35,887,092	11
Total deposits	42,718,211	42,219,322	1
Total shareholders’ equity	5,015,506	4,492,256	12
Book value per common share ⁽¹⁾	\$ 75.24	\$ 71.26	6
Tangible common book value per share ⁽¹⁾	64.22	59.34	8
Market price per common share	72.95	92.93	(22)
Allowance for loan and unfunded lending-related commitment losses to total loans	0.95 %	0.85 %	10 bps

(1) See following section titled, “Supplemental Non-GAAP Financial Measures/Ratios” for additional information on this performance measure/ratio.

(2) Net revenue is net interest income plus non-interest income.

(3) The net overhead ratio is calculated by netting total non-interest expense and total non-interest income, annualizing this amount, and dividing by that period’s total average assets. A lower ratio indicates a higher degree of efficiency.

Certain returns, yields, performance ratios, and quarterly growth rates are “annualized” throughout this report to represent an annual time period. This is done for analytical purposes to better discern for decision-making purposes underlying performance trends when compared to full-year or year-over-year amounts. For example, balance sheet growth rates are most often expressed in terms of an annual rate. As such, 5% growth during a quarter would represent an annualized growth rate of 20%.

SUPPLEMENTAL NON-GAAP FINANCIAL MEASURES/RATIOS

The accounting and reporting policies of the Company conform to generally accepted accounting principles (“GAAP”) in the United States and prevailing practices in the banking industry. However, certain non-GAAP performance measures and ratios are used by management to evaluate and measure the Company’s performance. These include taxable-equivalent net interest income (including its individual components), taxable-equivalent net interest margin (including its individual components), the taxable-equivalent efficiency ratio, tangible common equity ratio, tangible book value per common share, return on average tangible common equity and pre-tax income, excluding provision for credit losses. Management believes that these measures and ratios provide users of the Company’s financial information a more meaningful view of the performance of the Company’s interest-earning assets and interest-bearing liabilities and of the Company’s operating efficiency. Other financial holding companies may define or calculate these measures and ratios differently.

Management reviews yields on certain asset categories and the net interest margin of the Company and its banking subsidiaries on a fully taxable-equivalent (“FTE”) basis. In this non-GAAP presentation, net interest income is adjusted to reflect tax-exempt interest income on an equivalent before-tax basis using tax rates effective as of the end of the period. This measure ensures comparability of net interest income arising from both taxable and tax-exempt sources. Net interest income on a fully taxable-equivalent basis is also used in the calculation of the Company’s efficiency ratio. The efficiency ratio, which is calculated by dividing non-interest expense by total taxable-equivalent net revenue (less securities gains or losses), measures how much it costs to produce one dollar of revenue. Securities gains or losses are excluded from this calculation to better match revenue from daily operations to operational expenses. Management considers the tangible common equity ratio and tangible book value per common share as useful measurements of the Company’s equity. The Company references the return on average tangible common equity as a measurement of profitability. Management considers pre-tax income, excluding provision for credit losses as a useful measurement of the Company’s core net income.

A reconciliation of certain non-GAAP performance measures and ratios used by the Company to evaluate and measure the Company’s performance to the most directly comparable GAAP financial measures is shown below:

	Three Months Ended		
	March 31, 2023	December 31, 2022	March 31, 2022
<i>(Dollars and shares in thousands)</i>			
Reconciliation of Non-GAAP Net Interest Margin and Efficiency Ratio:			
(A) Interest Income (GAAP)	\$ 639,690	\$ 580,745	\$ 328,252
Taxable-equivalent adjustment:			
- Loans	1,872	1,594	427
- Liquidity management assets	551	538	465
- Other earning assets	4	1	2
(B) Interest Income (non-GAAP)	\$ 642,117	\$ 582,878	\$ 329,146
(C) Interest Expense (GAAP)	181,695	123,929	28,958
(D) Net Interest Income (GAAP) (A minus C)	\$ 457,995	\$ 456,816	\$ 299,294
(E) Net Interest Income, fully taxable-equivalent (non-GAAP) (B minus C)	\$ 460,422	\$ 458,949	\$ 300,188
Net interest margin (GAAP)	3.81 %	3.71 %	2.60 %
Net interest margin, fully taxable-equivalent (non-GAAP)	3.83	3.73	2.61
(F) Non-interest income	\$ 107,769	\$ 93,839	\$ 162,790
(G) (Losses) gains on investment securities, net	1,398	(6,745)	(2,782)
(H) Non-interest expense	299,169	307,836	284,298
Efficiency ratio (H/(D+F-G))	53.01 %	55.23 %	61.16 %
Efficiency ratio (non-GAAP) (H/(E+F-G))	52.78	55.02	61.04
Reconciliation of Non-GAAP Tangible Common Equity Ratio:			
Total shareholders’ equity (GAAP)	\$ 5,015,506	\$ 4,796,838	\$ 4,492,256
Less: Non-convertible preferred stock (GAAP)	(412,500)	(412,500)	(412,500)
Less: Acquisition-related intangible assets (GAAP)	(674,538)	(675,710)	(682,101)
(I) Total tangible common shareholders’ equity (non-GAAP)	\$ 3,928,468	\$ 3,708,628	\$ 3,397,655
(J) Total assets (GAAP)	\$ 52,873,511	\$ 52,949,649	\$ 50,250,661
Less: Acquisition-related intangible assets (GAAP)	(674,538)	(675,710)	(682,101)
(K) Total tangible assets (non-GAAP)	\$ 52,198,973	\$ 52,273,939	\$ 49,568,560
Common equity to assets ratio (GAAP) (L/J)	8.7 %	8.3 %	8.1 %
Tangible common equity ratio (non-GAAP) (I/K)	7.5	7.1	6.9
Reconciliation of Non-GAAP Tangible Book Value per Common Share:			
Total shareholders’ equity	\$ 5,015,506	\$ 4,796,838	\$ 4,492,256
Less: Preferred stock	(412,500)	(412,500)	(412,500)
(L) Total common equity	\$ 4,603,006	\$ 4,384,338	\$ 4,079,756
(M) Actual common shares outstanding	61,176	60,794	57,253
Book value per common share (L/M)	\$ 75.24	\$ 72.12	\$ 71.26
Tangible book value per common share (non-GAAP) (I/M)	64.22	61.00	59.34

	Three Months Ended		
	March 31, 2023	December 31, 2022	March 31, 2022
<i>(Dollars in thousands)</i>			
Reconciliation of Non-GAAP Return on Average Tangible Common Equity:			
(N) Net income applicable to common shares	\$ 173,207	\$ 137,826	\$ 120,400
Add: Acquisition-related intangible asset amortization	1,235	1,436	1,609
Less: Tax effect of acquisition-related intangible asset amortization	(321)	(370)	(430)
After-tax acquisition-related intangible asset amortization	\$ 914	\$ 1,066	\$ 1,179
(O) Tangible net income applicable to common shares (non-GAAP)	\$ 174,121	\$ 138,892	\$ 121,579
Total average shareholders' equity	\$ 4,895,271	\$ 4,710,856	\$ 4,500,460
Less: Average preferred stock	(412,500)	(412,500)	(412,500)
(P) Total average common shareholders' equity	\$ 4,482,771	\$ 4,298,356	\$ 4,087,960
Less: Average acquisition-related intangible assets	(675,247)	(676,371)	(682,603)
(Q) Total average tangible common shareholders' equity (non-GAAP)	\$ 3,807,524	\$ 3,621,985	\$ 3,405,357
Return on average common equity, annualized (N/P)	15.67 %	12.72 %	11.94 %
Return on average tangible common equity, annualized (non-GAAP) (O/Q)	18.55	15.21	14.48
Reconciliation of Non-GAAP Pre-Tax, Pre-Provision Income:			
Income before taxes	\$ 243,550	\$ 195,173	\$ 173,680
Add: Provision for credit losses	23,045	47,646	4,106
Pre-tax income, excluding provision for credit losses (non-GAAP)	\$ 266,595	\$ 242,819	\$ 177,786

Critical Accounting Estimates

The Company's Consolidated Financial Statements are prepared in accordance with GAAP in the United States, prevailing practices of the banking industry, and the application of accounting policies of which are described in Note (1) "Summary of Significant Accounting Policies" to the Consolidated Financial Statements in Item 8 of the Company's 2022 Form 10-K. These policies require numerous estimates and strategic or economic assumptions, which may prove inaccurate or subject to variations. Changes in underlying factors, assumptions or estimates could have a material impact on the Company's future financial condition and results of operations. At March 31, 2023, management views critical accounting estimates to include the determination of the allowance for credit losses, estimations of fair value, the valuations required for impairment testing of goodwill, the valuation and accounting for derivative instruments and income taxes as the accounting areas that require the most subjective and complex judgments, and as such could be most subject to revision as new information becomes available. These estimates were reviewed with the Audit Committee of the Company's Board of Directors.

Allowance for Credit Losses, including the Allowance for Loan Losses, Allowance for Losses on Lending-Related Commitments and Allowance for Held-to-Maturity Debt Securities

The allowance for credit losses represents management's estimate of expected credit losses over the life of a financial asset carried at amortized cost. Determining the amount of the allowance for credit losses is considered a critical accounting estimate because it requires significant judgment and the use of estimates related to the fair value of the underlying collateral and amount and timing of expected future cash flows on individually assessed financial assets, estimated credit losses on pools of loans with similar risk characteristics, and consideration of reasonable and supportable forecasts of macroeconomic conditions, all of which are susceptible to significant change. At March 31, 2023, the loan and held-to-maturity debt securities portfolios represent 82% of the total assets on the Company's consolidated balance sheet. The Company also maintains an allowance for lending-related commitments, specifically unfunded loan commitments and letters of credit, which relates to certain amounts the Company is committed to lend (not unconditionally cancelable) but for which funds have not yet been disbursed.

Key macroeconomic variable data points that are significant inputs into our credit loss models for the commercial and commercial real estate portfolios are the Baa corporate credit spread as well as the Commercial Real Estate Pricing Index ("CREPI") specifically related to the commercial real estate portfolio. Holding all other inputs constant, the table below shows the impact of changes in these key macroeconomic variable data points on the estimate of allowance for credit losses.

	Impact to estimated allowance for credit losses from an increased or higher input value
Baa Credit Spread	Increases
CRE Price Index	Decreases

Holding all other inputs constant, the following table provides a sensitivity analysis for the commercial and commercial real estate portfolios based on a 20 basis point change in Baa credit spreads from the assumption utilized in the estimate of that portfolio’s allowance for credit losses at March 31, 2023:

Baa Credit Spread		
	Narrows	Widens
Commercial	Decreases estimate by 10%-15%	Increases estimate by 10%-15%
Commercial Real Estate:		
Construction	Decreases estimate by 15%-20%	Increases estimate by 15%-20%
Non-Construction	Decreases estimate by 4%-5%	Increases estimate by 4%-5%

Holding all other inputs constant, the following table provides a sensitivity analysis for the commercial real estate construction and non-construction portfolios based on a 10% change in CREPI from the assumption utilized in the estimate of that portfolio’s allowance for credit losses at March 31, 2023:

CRE Price Index		
	Increases	Decreases
Commercial Real Estate:		
Construction	Decreases estimate by 30%-35%	Increases estimate by 130%-135%
Non-Construction	Decreases estimate by 25%-30%	Increases estimate by 40%-45%

See Note (6) “Allowance for Credit Losses” to the Consolidated Financial Statements in Item 1 of this report and the section titled “Credit Quality” in Item 2 of this report for a description of the methodology used to determine the allowance for credit losses.

For a more detailed discussion on these critical accounting estimates, see “Summary of Critical Accounting Estimates” beginning on page 54 of the 2022 Form 10-K.

Net Income

Net income for the quarter ended March 31, 2023 totaled \$180.2 million, an increase of \$52.8 million, or 41%, compared to the quarter ended March 31, 2022. On a per share basis, net income for the first quarter of 2023 totaled \$2.80 per diluted common share compared to \$2.07 for the first quarter of 2022.

The increase in net income for the first quarter of 2023 as compared to the same period in the prior year is primarily attributable to increased net interest income, partially offset by lower mortgage banking revenue. See “Net Interest Income”, “Non-interest Income”, “Non-interest Expense” and “Credit Quality” for further detail.

Net Interest Income

The primary source of the Company’s revenue is net interest income. Net interest income is the difference between interest income and fees on earning assets, such as loans and securities, and interest expense on the liabilities to fund those assets, including interest-bearing deposits and other borrowings. The amount of net interest income is affected by both changes in the level of interest rates, and the amount and composition of earning assets and interest bearing liabilities.

Quarter Ended March 31, 2023 compared to the Quarters Ended December 31, 2022 and March 31, 2022

The following table presents a summary of the Company's average balances, net interest income and related net interest margins, including a calculation on a fully taxable-equivalent basis, for the first quarter of 2023 as compared to the fourth quarter of 2022 (sequential quarters) and first quarter of 2022 (linked quarters):

(Dollars in thousands)	Average Balance for three months ended,			Interest for three months ended,			Yield/Rate for three months ended,		
	Mar 31, 2023	Dec 31, 2022	Mar 31, 2022	Mar 31, 2023	Dec 31, 2022	Mar 31, 2022	Mar 31, 2023	Dec 31, 2022	Mar 31, 2022
Interest-bearing deposits with banks, securities purchased under resale agreements and cash equivalents ⁽¹⁾	\$ 1,235,748	\$ 2,449,889	\$ 4,563,726	\$ 13,538	\$ 21,612	\$ 2,118	4.44 %	3.50 %	0.19 %
Investment securities ⁽²⁾	7,956,722	7,310,383	6,378,022	60,494	53,630	32,863	3.08	2.91	2.09
FHLB and FRB stock	233,615	185,290	135,912	3,680	2,918	1,772	6.39	6.25	5.29
Liquidity management assets ⁽³⁾⁽⁸⁾	\$ 9,426,085	\$ 9,945,562	\$ 11,077,660	\$ 77,712	\$ 78,160	\$ 36,753	3.34 %	3.12 %	1.35 %
Other earning assets ⁽³⁾⁽⁴⁾⁽⁸⁾	18,445	18,585	25,192	313	289	181	6.87	6.17	2.91
Mortgage loans held-for-sale	270,966	308,639	664,019	3,528	3,997	6,087	5.28	5.14	3.72
Loans, net of unearned income ⁽³⁾⁽⁵⁾⁽⁸⁾	39,093,368	38,566,871	34,830,520	560,564	500,432	286,125	5.82	5.15	3.33
Total earning assets ⁽⁸⁾	\$ 48,808,864	\$ 48,839,657	\$ 46,597,391	\$ 642,117	\$ 582,878	\$ 329,146	5.34 %	4.73 %	2.86 %
Allowance for loan and investment security losses	(282,704)	(252,827)	(253,080)						
Cash and due from banks	488,457	475,691	481,634						
Other assets	3,060,701	3,025,097	2,675,899						
Total assets	\$ 52,075,318	\$ 52,087,618	\$ 49,501,844						
NOW and interest-bearing demand deposits	\$ 5,271,740	\$ 5,598,291	\$ 4,788,272	\$ 18,772	\$ 14,982	\$ 1,990	1.44 %	1.06 %	0.17 %
Wealth management deposits	2,167,081	2,883,247	2,505,800	12,258	14,079	918	2.29	1.94	0.15
Money market accounts	12,533,468	12,319,842	12,773,805	68,276	45,468	7,648	2.21	1.46	0.24
Savings accounts	4,830,322	4,403,113	3,904,299	15,816	8,421	336	1.33	0.76	0.03
Time deposits	5,041,638	4,023,232	3,861,371	29,680	12,497	3,962	2.39	1.23	0.42
Interest-bearing deposits	\$ 29,844,249	\$ 29,227,725	\$ 27,833,547	\$ 144,802	\$ 95,447	\$ 14,854	1.97 %	1.30 %	0.22 %
Federal Home Loan Bank advances	2,474,882	2,088,201	1,241,071	19,135	13,823	4,816	3.14	2.63	1.57
Other borrowings	602,937	480,553	494,267	7,854	5,313	2,239	5.28	4.39	1.84
Subordinated notes	437,422	437,312	436,966	5,488	5,520	5,482	5.02	5.05	5.02
Junior subordinated debentures	253,566	253,566	253,566	4,416	3,826	1,567	6.97	5.90	2.47
Total interest-bearing liabilities	\$ 33,613,056	\$ 32,487,357	\$ 30,259,417	\$ 181,695	\$ 123,929	\$ 28,958	2.19 %	1.51 %	0.39 %
Non-interest-bearing deposits	12,171,631	13,404,036	13,734,064						
Other liabilities	1,395,360	1,485,369	1,007,903						
Equity	4,895,271	4,710,856	4,500,460						
Total liabilities and shareholders' equity	\$ 52,075,318	\$ 52,087,618	\$ 49,501,844						
Interest rate spread ⁽⁶⁾⁽⁸⁾							3.15 %	3.22 %	2.47 %
Less: Fully taxable-equivalent adjustment				(2,427)	(2,133)	(894)	(0.02)	(0.02)	(0.01)
Net free funds/contribution ⁽⁷⁾	\$ 15,195,808	\$ 16,352,300	\$ 16,337,974				0.68	0.51	0.14
Net interest income/margin (GAAP) ⁽⁸⁾				\$ 457,995	\$ 456,816	\$ 299,294	3.81 %	3.71 %	2.60 %
Fully taxable-equivalent adjustment				2,427	2,133	894	0.02	0.02	0.01
Net interest income/margin, fully taxable-equivalent (non-GAAP) ⁽⁸⁾				\$ 460,422	\$ 458,949	\$ 300,188	3.83 %	3.73 %	2.61 %

- (1) Includes interest-bearing deposits with banks and securities purchased under resale agreements with original maturities of greater than three months. Cash equivalents include federal funds sold and securities purchased under resale agreements with original maturities of three months or less.
- (2) Investment securities includes investment securities classified as available-for-sale and held-to-maturity, and equity securities with readily determinable fair values. Equity securities without readily determinable fair values are included within other assets.
- (3) Interest income on tax-advantaged loans, trading securities and investment securities reflects a tax-equivalent adjustment based on the marginal federal corporate tax rate in effect as of the applicable period. The total adjustments for the three months ended March 31, 2023, December 31, 2022 and March 31, 2022 were \$2.4 million, \$2.1 million and \$894,000, respectively.
- (4) Other earning assets include brokerage customer receivables and trading account securities.
- (5) Loans, net of unearned income, include nonaccrual loans.
- (6) Interest rate spread is the difference between the yield earned on earning assets and the rate paid on interest-bearing liabilities.
- (7) Net free funds are the difference between total average earning assets and total average interest-bearing liabilities. The estimated contribution to net interest margin from net free funds is calculated using the rate paid for total interest-bearing liabilities.
- (8) See "Supplemental Non-GAAP Financial Measures/Ratios" for additional information on this performance measure/ratio.

For the first quarter of 2023, net interest income totaled \$458.0 million, an increase of \$1.2 million as compared to the fourth quarter of 2022, and an increase of \$158.7 million as compared to the first quarter of 2022. Net interest margin was 3.81% (3.83% on a FTE basis, non-GAAP) during the first quarter of 2023 compared to 3.71% (3.73% on a FTE basis, non-GAAP) during the fourth quarter of 2022, and 2.60% (2.61% on a FTE basis, non-GAAP) during the first quarter of 2022.

Analysis of Changes in Net Interest Income on a FTE basis (non-GAAP)

The following table presents an analysis of the changes in the Company's net interest income on a FTE basis (non-GAAP) comparing the three month period ended March 31, 2023 to each of the three month periods ended December 31, 2022 and March 31, 2022. The reconciliations set forth the changes in the net interest income on a FTE basis (non-GAAP) as a result of changes in volumes, changes in rates and differing number of days in each period:

<i>(In thousands)</i>	First Quarter of 2023 Compared to Fourth Quarter of 2022	First Quarter of 2023 Compared to First Quarter of 2022
Net interest income, FTE basis (non-GAAP) ⁽¹⁾ for comparative period	\$ 458,949	\$ 300,188
Change due to mix and growth of earning assets and interest-bearing liabilities (volume)	(4,478)	17,377
Change due to interest rate fluctuations (rate)	16,149	142,857
Change due to number of days in each period	(10,198)	—
Less: FTE adjustment	(2,427)	(2,427)
Net interest income (GAAP) ⁽¹⁾ for the period ended March 31, 2023	\$ 457,995	\$ 457,995
FTE adjustment	2,427	2,427
Net interest income, FTE basis (non-GAAP) ⁽¹⁾	<u>\$ 460,422</u>	<u>\$ 460,422</u>

(1) See "Supplemental Non-GAAP Financial Measures/Ratios" for additional information on this performance measure/ratio.

Non-interest Income

The following table presents non-interest income by category for the periods presented:

<i>(Dollars in thousands)</i>	Three Months Ended		\$ Change	% Change
	March 31, 2023	March 31, 2022		
Brokerage	\$ 4,533	\$ 4,632	\$ (99)	(2)%
Trust and asset management	25,412	26,762	(1,350)	(5)
Total wealth management ⁽¹⁾	<u>29,945</u>	<u>31,394</u>	<u>(1,449)</u>	<u>(5)</u>
Mortgage banking	18,264	77,231	(58,967)	(76)
Service charges on deposit accounts	12,903	15,283	(2,380)	(16)
Gains (losses) on investment securities, net	1,398	(2,782)	4,180	NM
Fees from covered call options	10,391	3,742	6,649	NM
Trading gains, net	813	3,889	(3,076)	(79)
Operating lease income, net	13,046	15,475	(2,429)	(16)
Other:				
Interest rate swap fees	2,606	4,569	(1,963)	(43)
BOLI	1,351	48	1,303	NM
Administrative services	1,615	1,853	(238)	(13)
Foreign currency remeasurement (losses) gains	(188)	11	(199)	NM
Early pay-offs of capital leases	365	265	100	38
Miscellaneous	15,260	11,812	3,448	29
Total Other	<u>21,009</u>	<u>18,558</u>	<u>2,451</u>	<u>13</u>
Total Non-interest Income	<u>\$ 107,769</u>	<u>\$ 162,790</u>	<u>\$ (55,021)</u>	<u>(34)%</u>

(1) Wealth management revenue is comprised of the trust and asset management revenue of the CTC and Great Lakes Advisors, the brokerage commissions, managed money fees and insurance product commissions at Wintrust Investments and fees from tax-deferred like-kind exchange services provided by CDEC.

NM—Not Meaningful.

Notable contributions to the change in non-interest income are as follows:

Mortgage banking revenue decreased for the three months ended March 31, 2023 as compared to the same period in 2022 as a result of a decrease in loans originated for sale and lower production margins. Mortgage banking revenue includes revenue from activities related to originating, selling and servicing residential real estate loans for the secondary market. A main factor in the mortgage banking revenue recognized by the Company is the volume of mortgage loans originated or purchased for sale. Mortgage loans originated for sale totaled \$372.3 million in the first quarter of 2023 as compared to \$895.5 million in the first quarter of 2022. The decrease in originations was primarily due to rising interest rates reducing refinance incentives for borrowers. The percentage of origination volume from refinancing activities was 20% for the three months ended March 31, 2023 as compared to 47% for the same period in 2022.

The Company records MSRs at fair value on a recurring basis. For the three months ended March 31, 2023, the fair value of the MSRs portfolio decreased due to an unfavorable fair value adjustment of \$7.0 million as well as retained servicing rights led to capitalization of \$5.1 million, partially offset by a reduction in value of \$3.9 million due to payoffs and paydowns of the existing portfolio. See Note (8) “Mortgage Servicing Rights (“MSRs”)” to the Consolidated Financial Statements in Item 1 of this report for a summary of the changes in the carrying value of MSRs.

Mortgage banking revenue is also impacted by changes in the fair value of derivative contracts held to economically hedge a portion of the fair value adjustments related to the Company’s MSRs portfolio. The change in fair value of the derivative contracts held as an economic hedge for the three months ended March 31, 2023 was a \$0.9 million positive valuation adjustment.

Service charges on deposits decreased for the three months ended March 31, 2023 as compared to the same period in 2022 as a result of lower account analysis fees on commercial deposit accounts and lower fees as a result of the Company’s elimination of the overdraft and item return fees for consumer deposit accounts. Service charges on deposit accounts include fees charged to deposit customers for various services, including account analysis services, and are based on factors such as the size and type of customer, type of product and number of transactions. The fees are based on a standard schedule of fees and, depending on the nature of the service performed, the service is performed at a point in time or over a period of a month.

Net gains on investment securities for the three months ended March 31, 2023 were primarily the result of unrealized gains on equity investments. The Company did not recognize any credit-related write-down or other-than-temporary impairment charges within its available-for-sale or held-to-maturity investment securities portfolio for the three months ended March 31, 2023 and the same period in 2022.

The Company has typically written call options with terms of less than three months against certain U.S. Treasury and agency securities held in its portfolio for liquidity and other purposes. Management has effectively entered into these transactions with the goal of economically hedging security positions and enhancing its overall return on its investment portfolio. These option transactions are designed to increase the total return associated with holding certain investment securities and do not qualify as hedges pursuant to accounting guidance. There were no outstanding call option contracts at March 31, 2023 and 2022.

Trading gains for the three months ended March 31, 2023 primarily resulted from fair value adjustments related to interest rate derivatives not designated as hedges.

Miscellaneous non-interest income includes loan servicing fees, income from other investments, service charges and other fees. The increase in miscellaneous other income for the three months ended March 31, 2023 compared to 2022 was primarily due to favorable fair value adjustments for EBO loans of \$1.1 million in 2023 compared to unfavorable fair value adjustments of \$900,000 in the first three months of 2022.

Non-interest Expense

The following table presents non-interest expense by category for the periods presented:

(Dollars in thousands)	Three months ended		\$ Change	% Change
	March 31, 2023	March 31, 2022		
Salaries and employee benefits:				
Salaries	\$ 108,354	\$ 92,116	\$ 16,238	18 %
Commissions and incentive compensation	39,799	51,793	(11,994)	(23)
Benefits	28,628	28,446	182	1
Total salaries and employee benefits	176,781	172,355	4,426	3
Software and equipment	24,697	22,810	1,887	8
Operating lease equipment	9,833	9,708	125	1
Occupancy, net	18,486	17,824	662	4
Data processing	9,409	7,505	1,904	25
Advertising and marketing	11,946	11,924	22	0
Professional fees	8,163	8,401	(238)	(3)
Amortization of other acquisition-related intangible assets	1,235	1,609	(374)	(23)
FDIC insurance	8,669	7,729	940	12
OREO expense, net	(207)	(1,032)	825	(80)
Other:				
Lending expenses, net of deferred originations costs	1,764	6,821	(5,057)	(74)
Travel and entertainment	4,590	2,676	1,914	72
Miscellaneous	23,803	15,968	7,835	49
Total other	30,157	25,465	4,692	18
Total Non-interest Expense	\$ 299,169	\$ 284,298	\$ 14,871	5 %

NM - Not meaningful.

Notable contributions to the change in non-interest expense are as follows:

Salaries and employee benefits expense increased for the three months ended March 31, 2023 as compared to the same period in 2022 primarily due to increased salaries, partially offset by decreased commissions and incentive compensation as a result of lower commission expense related to declining mortgage production.

Lending expenses, net of deferred origination costs decreased for the three months ended March 31, 2023 as compared to the same period in 2022 primarily due to lower loan originations in the first quarter of 2023.

Miscellaneous expense includes ATM expenses, correspondent bank charges, directors' fees, telephone, postage, corporate insurance, dues and subscriptions, problem loan expenses and other miscellaneous operational losses and costs. Miscellaneous expense increased for the three months ended March 31, 2023 as compared to the same period in 2022 as a result of interest payments made on collateral received for swaps and call options totaling \$2.0 million and a \$2.1 million increase in postage.

Income Taxes

The Company recorded income tax expense of \$63.4 million in the first quarter of 2023 compared to \$46.3 million in the first quarter of 2022. The effective tax rates were 26.01% in the first quarter of 2023 compared to 26.65% in the first quarter of 2022.

The effective tax rates were partially impacted by tax effects related to share-based compensation which fluctuate based on the Company's stock price and timing of employee stock option exercises and vesting of other shared-based awards. The Company recorded net excess tax benefits of \$2.8 million in the first quarter of 2023, compared to net excess tax benefits of \$2.2 million in the first quarter of 2022 related to share-based compensation.

Operating Segment Results

The Company's operations consist of three primary segments: community banking, specialty finance and wealth management. Refer to Note (12) "Segment Information" to the Consolidated Financial Statements in Item 1 of this report for further information on the Company's primary segments. The Company's profitability is primarily dependent on the net interest income, provision for credit losses, non-interest income and operating expenses of its community banking segment.

The community banking segment's net interest income for the quarter ended March 31, 2023 totaled \$369.8 million as compared to \$228.6 million for the same period in 2022, an increase of \$141.2 million, or 62%. The increase in the three month period was primarily attributable to increased interest and fees on loans due to of loan growth and increased interest rates, partially offset by increased interest expense on deposits. The community banking segment's non-interest income totaled \$68.7 million in the first quarter of 2023, a decrease of \$53.2 million, or 44%, when compared to the first quarter of 2022 total of \$121.9 million. The decrease in the three month period was primarily the result of reduced mortgage banking revenue due to lower originations for sale and lower gain on sale margin as well as a decrease in the fair value of MSR's related to changes in fair value model assumptions. The community banking segment recorded provision for credit losses of \$21.1 million for the three months ended March 31, 2023, compared to \$4.1 million for the same period in 2022. The increase in provision for credit losses for the three month period was primarily due to deterioration in the macroeconomic forecasts and loan growth. The community banking segment's net income for the quarter ended March 31, 2023 totaled \$134.2 million, an increase of \$44.1 million as compared to net income in the first quarter of 2022 of \$90.1 million.

The specialty finance segment's net interest income totaled \$70.4 million for the quarter ended March 31, 2023, compared to \$55.4 million for the same period in 2022, an increase of \$15.0 million, or 27%. The increase for the three month period was primarily due to loan growth and increased interest rates on the premium finance receivables portfolios. The specialty finance segment's non-interest income increased to \$25.8 million from \$24.1 million for the three months ended March 31, 2023 and 2022, respectively. Our property and casualty insurance premium finance operations, life insurance finance operations, lease financing operations and accounts receivable finance operations accounted for 43%, 33%, 21% and 3%, respectively, of the total revenues of our specialty finance business for the three month period ended March 31, 2023. The net income of the specialty finance segment for the quarter ended March 31, 2023 totaled \$36.7 million as compared to \$29.6 million for the quarter ended March 31, 2022.

The wealth management segment reported net interest income of \$9.0 million for the first quarter of 2023 compared to \$8.4 million in the same quarter of 2022, an increase of \$579,000, or 7%. Net interest income for this segment is primarily comprised of an allocation of the net interest income earned by the community banking segment on non-interest-bearing and interest-bearing wealth management customer account balances on deposit at the banks. Wealth management customer account balances on deposit at the banks averaged \$2.2 billion and \$2.5 billion in the first three months of 2023 and 2022, respectively. This segment recorded non-interest income of \$30.3 million for the first quarter of 2023 compared to \$30.6 million for the first quarter of 2022. Distribution of wealth management services through each bank continues to be a focus of the Company. The Company is committed to growing the wealth management segment in order to better service its customers and create a more diversified revenue stream. The wealth management segment's net income totaled \$9.2 million for the first quarter of 2023 compared to \$7.7 million for the first quarter of 2022.

Financial Condition

Total assets were \$52.9 billion at March 31, 2023, representing an increase of \$2.6 billion, or 5%, when compared to March 31, 2022 and a decrease of approximately \$76.1 million, or 1% on an annualized basis, when compared to December 31, 2022. Total funding, which includes deposits, all notes and advances, including secured borrowings and the junior subordinated debentures, was \$46.3 billion at March 31, 2023, \$46.5 billion at December 31, 2022, and \$44.6 billion at March 31, 2022. See Notes (4), (5), (9), (10) and (11) of the Consolidated Financial Statements presented under Item 1 of this report for additional period-end detail on the Company's interest-earning assets and funding liabilities.

Interest-Earning Assets

The following table sets forth, by category, the composition of average earning asset balances and the relative percentage of total average earning assets for the periods presented:

(Dollars in thousands)	Three Months Ended					
	March 31, 2023		December 31, 2022		March 31, 2022	
	Balance	Percent	Balance	Percent	Balance	Percent
Mortgage loans held-for-sale	\$ 270,966	1 %	\$ 308,639	1 %	\$ 664,019	1 %
Loans, net of unearned income						
Commercial	\$ 12,401,473	25 %	\$ 12,245,207	25 %	\$ 11,603,981	25 %
Commercial real estate	10,144,301	21	9,825,886	20	9,133,587	20
Home equity	333,195	1	330,761	1	328,817	1
Residential real estate	2,336,190	5	2,234,596	5	1,658,884	4
Premium finance receivables	13,811,566	28	13,850,648	28	12,056,395	25
Other loans	66,643	0	79,773	0	48,856	0
Total average loans ⁽¹⁾	\$ 39,093,368	80 %	\$ 38,566,871	79 %	\$ 34,830,520	75 %
Liquidity management assets ⁽²⁾	9,426,085	19	9,945,562	20	11,077,660	24
Other earning assets ⁽³⁾	18,445	0	18,585	0	25,192	0
Total average earning assets	\$ 48,808,864	100 %	\$ 48,839,657	100 %	\$ 46,597,391	100 %
Total average assets	\$ 52,075,318		\$ 52,087,618		\$ 49,501,844	
Total average earning assets to total average assets		94 %		94 %		94 %

(1) Includes nonaccrual loans.

(2) Liquidity management assets include investment securities, other securities, interest earning deposits with banks, federal funds sold and securities purchased under resale agreements.

(3) Other earning assets include brokerage customer receivables and trading account securities.

Mortgage loans held-for-sale. Mortgage loans held-for-sale represents such loans awaiting subsequent sale in the secondary market with such sales eliminating the interest-rate risk associated with these loans, as they are predominantly long-term fixed rate loans, and provide a source of non-interest revenue. The decrease in average balance from 2022 to 2023 was primarily due to lower mortgage origination production due primarily to higher interest rates as well as the transfer to held-for-investment classification of certain loans previously repurchased by the Company under the early buyout option available for loans sold to GNMA with servicing retained. See below for additional discussion of these early buyout options.

Loans, net of unearned income. Combined, the commercial and commercial real estate loan categories comprised 58% of the average loan portfolio in the first quarter of 2023 as compared to 57% in the fourth quarter of 2022 and 60% in the first quarter of 2022. Excluding the impact of loans originated through the Paycheck Protection Program (“PPP”), growth realized in these aggregated categories for the first quarter of 2023 as compared to the sequential and prior year periods is primarily attributable to increased business development efforts.

The home equity loan portfolio has remained relatively steady primarily as a result of borrowers preferring to finance through longer term, low rate mortgage loans prior to rising interest rates in 2022. The Company has been actively managing its home equity portfolio to ensure that diligent pricing, appraisal and other underwriting activities continue to exist.

The increase in the residential real estate average balance compared to both periods was partially due to the Company deciding to allocate more balances from its mortgage production for investment instead of for subsequent sale and servicing in the secondary market. The residential real estate loan portfolio includes certain loans guaranteed by U.S. government agencies under the Government National Mortgage Association (“GNMA”) optional repurchase programs. Such programs allow financial institutions acting as servicers to buyout individual delinquent mortgage loans that meet certain criteria from the securitized loan pool for which the institution was the original transferor of such loans. At the option of the servicer and without prior authorization from GNMA, the servicer may repurchase such delinquent loans for an amount equal to the remaining principal balance of the loan. Under FASB ASC Topic 860, “Transfers and Servicing,” this early buyout option is considered a conditional option until the delinquency criteria are met, at which time the option becomes unconditional. When the Company is deemed to have regained effective control over these loans under the unconditional repurchase option and the expected benefit of the potential repurchase is more than trivial, the loans can no longer be reported as sold and must be brought back

onto the balance sheet as loans at fair value, regardless of whether the Company intends to exercise the early buyout option. These rebooked loans are reported as loans held-for-investment, part of the residential real estate portfolio, with the offsetting liability being reported in accrued interest payable and other liabilities. When the early buyout option on these rebooked GNMA loans is exercised, the repurchased loans continue to be carried at fair value. Additionally, such loans typically transfer to mortgage loans held-for-sale at the time of early buyout as the Company's intent is to cure and resell such loans subsequent to repurchase from GNMA. If such intent to cure and resell changes subsequent to early buyout, the Company reclassifies such loans as held-for-investment. Early buyout loans classified as held-for-investment totaled \$196.2 million at March 31, 2023 compared to \$50.1 million at March 31, 2022. Such loans consist of both the rebooked GNMA loans and the early buyout exercised loans classified as held-for-investment discussed above. Rebooked GNMA loans held-for-investment amounted to \$119.3 million at March 31, 2023, compared to \$13.5 million at March 31, 2022. The increase in balance from March 31, 2022 to March 31, 2023 was the result of higher delinquencies between periods and less frequent exercising of the early buyout option by the Company. As of March 31, 2023, early buyout exercised loans held-for-investment totaled \$76.9 million compared to \$36.6 million as of March 31, 2022. As of March 31, 2023, early buyout exercised mortgage loans held-for-sale totaled \$146.8 million compared to \$310.0 million as of March 31, 2022. The decline in early buyout exercised mortgage loans held-for-sale relative to the prior year is primarily due to the resale of mortgage loans to GNMA as well as the reclassification of certain loans to held-for-investment classification due to an inability to resell due to continued delinquency.

The increase in the premium finance receivables during the first quarter of 2023 compared to the first quarter of 2022 was the result of continued originations within the portfolio due to hardening insurance market conditions driving a higher average size of new property and casualty insurance premium finance receivables as well as effective marketing and customer servicing. Approximately \$3.8 billion of premium finance receivables were originated in the first quarter of 2023 compared to \$3.4 billion during the same period of 2022. Premium finance receivables consist of a property and casualty portfolio and a life portfolio comprising approximately 42% and 58%, respectively, of the average total balance of premium finance receivables for the first quarter of 2023, and 40% and 60%, respectively, for the first quarter of 2022.

Other loans represent a wide variety of personal and consumer loans to individuals. Consumer loans generally have shorter terms and higher interest rates than mortgage loans but generally involve more credit risk due to the type and nature of the collateral.

Liquidity management assets. Funds that are not utilized for loan originations are used to purchase investment securities and short term money market investments, to sell as federal funds and to maintain in interest bearing deposits with banks. The balances of these assets can fluctuate based on management's ongoing effort to manage liquidity and for asset liability management purposes. The Company will continue to prudently evaluate and utilize liquidity sources as needed, including the management of availability with the FHLB and FRB and utilization of the revolving credit facility with unaffiliated banks.

Maturities and Sensitivities of Loans to Changes in Interest Rates

The following table classifies the loan portfolio at March 31, 2023 by date at which the loans reprice or mature, and the type of rate exposure:

As of March 31, 2023 (In thousands)	One year or less	From one to five years	From five to fifteen years	After fifteen years	Total
Commercial					
Fixed rate	\$ 499,853	\$ 2,594,118	\$ 1,608,735	\$ 14,047	\$ 4,716,753
Variable rate	7,858,277	1,955	—	—	7,860,232
Total commercial	<u>\$ 8,358,130</u>	<u>\$ 2,596,073</u>	<u>\$ 1,608,735</u>	<u>\$ 14,047</u>	<u>\$ 12,576,985</u>
Commercial real estate					
Fixed rate	534,274	2,777,288	616,509	52,951	3,981,022
Variable rate	6,249,717	8,299	40	—	6,258,056
Total commercial real estate	<u>\$ 6,783,991</u>	<u>\$ 2,785,587</u>	<u>\$ 616,549</u>	<u>\$ 52,951</u>	<u>\$ 10,239,078</u>
Home equity					
Fixed rate	11,913	2,931	—	33	14,877
Variable rate	322,138	—	1	—	322,139
Total home equity	<u>\$ 334,051</u>	<u>\$ 2,931</u>	<u>\$ 1</u>	<u>\$ 33</u>	<u>\$ 337,016</u>
Residential real estate					
Fixed rate	16,639	3,889	30,584	1,078,608	1,129,720
Variable rate	69,098	245,174	1,061,553	—	1,375,825
Total residential real estate	<u>\$ 85,737</u>	<u>\$ 249,063</u>	<u>\$ 1,092,137</u>	<u>\$ 1,078,608</u>	<u>\$ 2,505,545</u>
Premium finance receivables - property & casualty					

Fixed rate	5,619,254	119,626	—	—	5,738,880
Variable rate	—	—	—	—	—
Total premium finance receivables - property & casualty	\$ 5,619,254	\$ 119,626	\$ —	\$ —	\$ 5,738,880
Premium finance receivables - life insurance					
Fixed rate	106,992	534,387	22,836	—	664,215
Variable rate	7,461,587	—	—	—	7,461,587
Total premium finance receivables - life insurance	\$ 7,568,579	\$ 534,387	\$ 22,836	\$ —	\$ 8,125,802
Consumer and other					
Fixed rate	5,507	5,263	51	477	11,298
Variable rate	30,867	—	—	—	30,867
Total consumer and other	\$ 36,374	\$ 5,263	\$ 51	\$ 477	\$ 42,165
Total per category					
Fixed rate	6,794,432	6,037,502	2,278,715	1,146,116	16,256,765
Variable rate	21,991,684	255,428	1,061,594	—	23,308,706
Total loans, net of unearned income	\$ 28,786,116	\$ 6,292,930	\$ 3,340,309	\$ 1,146,116	\$ 39,565,471
Variable Rate Loan Pricing by Index:					
SOFR tenors					\$ 9,065,867
One- year CMT					5,008,849
One- month LIBOR					2,490,152
Three- month LIBOR					80,560
Twelve- month LIBOR					2,342,910
Prime					3,640,088
Ameribor tenors					341,332
Other U.S. Treasury tenors					74,865
BSBY tenors					52,235
Other					211,848
Total variable rate					\$ 23,308,706

SOFR - Secured Overnight Financing Rate.

CMT - Constant Maturity Treasury Rate.

LIBOR - London Interbank Offered Rate.

Ameribor - American Interbank Offered Rate.

BSBY - Bloomberg Short Term Bank Yield Index.

With its ongoing transition from LIBOR, the Company increased the portion of its loan portfolio with interest rate indices that are an alternative to LIBOR during the period, including emerging indices such as SOFR, CMT, and Ameribor. As shown above, at March 31, 2023, variable rate loans with loans priced at SOFR, CMT, and Ameribor totaled \$9.1 billion, \$5.0 billion and \$341.3 million, respectively. Additionally, the percentage of the Company's variable rate loans indexed to LIBOR decreased to 21% at March 31, 2023 compared to 71% at March 31, 2022. The Company continues its transition of its loan portfolio from LIBOR for both loans existing at March 31, 2023 and future new originations.

CREDIT QUALITY

Commercial and Commercial Real Estate Loan Portfolios

Our commercial and commercial real estate loan portfolios are comprised primarily of lines of credit for working capital purposes and commercial real estate loans. The table below sets forth information regarding the types and amounts of our loans within these portfolios as of March 31, 2023 and 2022:

(Dollars in thousands)	As of March 31, 2023			As of March 31, 2022		
	Balance	% of Total Balance	Allowance For Credit Losses Allocation	Balance	% of Total Balance	Allowance For Credit Losses Allocation
Commercial:						
Commercial, industrial, and other, excluding commercial PPP	\$ 12,559,790	55.0 %	\$ 149,501	\$ 11,329,999	54.4 %	\$ 120,910
Commercial PPP	17,195	0.1	—	253,964	1.2	1
Total commercial	\$ 12,576,985	55.1 %	\$ 149,501	\$ 11,583,963	55.6 %	\$ 120,911
Commercial Real Estate:						
Construction and development	\$ 1,597,053	7.0 %	\$ 75,069	\$ 1,396,406	6.7 %	\$ 34,206
Non-construction	8,642,025	37.9	119,711	7,838,668	37.7	110,700
Total commercial real estate	\$ 10,239,078	44.9 %	\$ 194,780	\$ 9,235,074	44.4 %	\$ 144,906
Total commercial and commercial real estate	\$ 22,816,063	100.0 %	\$ 344,281	\$ 20,819,037	100.0 %	\$ 265,817
Commercial real estate - collateral location by state:						
Illinois	\$ 6,626,135	64.7 %		\$ 6,450,630	69.8 %	
Wisconsin	882,547	8.6		771,336	8.4	
Total primary markets	\$ 7,508,682	73.3 %		\$ 7,221,966	78.2 %	
Indiana	343,926	3.4		340,862	3.7	
Florida	264,234	2.6		183,824	2.0	
Colorado	220,226	2.2		99,682	1.1	
California	190,510	1.9		137,726	1.5	
Texas	176,364	1.7		164,144	1.8	
Michigan	142,202	1.4		93,405	1.0	
Other	1,392,934	13.5		993,465	10.7	
Total commercial real estate	\$ 10,239,078	100.0 %		\$ 9,235,074	100.0 %	

We make commercial loans for many purposes, including working capital lines, which are generally renewable annually and supported by business assets, personal guarantees and additional collateral. Such loans may vary in size based on customer need. Primarily as a result of growth in the Company's commercial loan portfolio, excluding PPP, our allowance for credit losses in our commercial loan portfolio increased to \$149.5 million as of March 31, 2023 compared to \$120.9 million as of March 31, 2022.

Our commercial real estate loans are generally secured by a first mortgage lien and assignment of rents on the property. Since most of our bank branches are located in the Chicago metropolitan area and southern Wisconsin, 73.3% of our commercial real estate loan portfolio is located in this region as of March 31, 2023. We have been able to effectively manage our total non-performing commercial real estate loans, aided by our credit management process. As of March 31, 2023, our allowance for credit losses related to this portfolio was \$194.8 million compared to \$144.9 million as of March 31, 2022. The increase in the allowance for credit losses is primarily a result of growth in our commercial real estate portfolio.

The Company also participates in mortgage warehouse lending, which is included above within commercial, industrial and other, by providing interim funding to unaffiliated mortgage bankers to finance residential mortgages originated by such bankers for sale into the secondary market. The Company's loans to the mortgage bankers are secured by the business assets of the mortgage companies as well as the specific mortgage loans funded by the Company, after they have been pre-approved for purchase by third party end lenders. The Company may also provide interim financing for packages of mortgage loans on a bulk basis in circumstances where the mortgage bankers desire to competitively bid on a number of mortgages for sale as a package in the secondary market. Amounts advanced with respect to any particular mortgage loan are usually required to be repaid within 21 days.

Past Due Loans and Non-Performing Assets

Our ability to manage credit risk depends in large part on our ability to properly identify and manage problem loans. To do so, the Company operates a credit risk rating system under which our credit management personnel assigns a credit risk rating to each loan at the time of origination and review loans on a regular basis to determine each loan's credit risk rating on a scale of 1 through 10 with higher scores indicating higher risk. Description of the Company's credit risk rating structure used is included in Item 7 - Management's Discussion and Analysis of Financial Condition and Results of Operations of the 2022 Form 10-K.

If based on current information and events, it is probable that the Company will be unable to collect all amounts due to it according to the contractual terms of the loan agreement, a loan is individually assessed for measuring the allowance for credit losses and, if necessary, a reserve is established. In determining the appropriate reserve for collateral-dependent loans, the Company considers the results of appraisals for the associated collateral.

Loan Portfolio Aging

As of March 31, 2023, excluding early buy-out loans guaranteed by U.S. government agencies, \$67.3 million, or 0.2% of all loans, were 60 to 89 days (or two payments) past due and \$274.5 million, or 0.7% of all loans, were 30 to 59 days (or one payment) past due. As of December 31, 2022, excluding early buy-out loans guaranteed by U.S. government agencies, \$47.9 million, or 0.1% of all loans, were 60 to 89 days (or two payments) past due and \$209.0 million, or 0.5% of all loans, were 30 to 59 days (or one payment) past due. Many of the commercial and commercial real estate loans shown as 60 to 89 days and 30 to 59 days past due are included on the Company's internal problem loan reporting system. Loans on this system are closely monitored by management on a monthly basis. The Company's home equity and residential loan portfolios continue to exhibit low delinquency ratios. Home equity loans at March 31, 2023 that were current with regard to the contractual terms of the loan agreement represent 99.3% of the total home equity portfolio. Residential real estate loans, excluding early buy-out loans guaranteed by U.S. government agencies, at March 31, 2023 that were current with regards to the contractual terms of the loan agreements comprise 98.7% of total residential real estate loans outstanding. For more information regarding delinquent loans as of March 31, 2023, see Note (6) "Allowance for Credit Losses" in Item 1.

Non-performing Assets ⁽¹⁾

The following table sets forth the Company's non-performing assets performing under the contractual terms of the loan agreement as of the dates shown.

(Dollars in thousands)	March 31, 2023	December 31, 2022	March 31, 2022
Loans past due greater than 90 days and still accruing ⁽²⁾:			
Commercial	\$ —	\$ 462	\$ —
Commercial real estate	—	—	—
Home equity	—	—	—
Residential real estate	104	—	—
Premium finance receivables—property and casualty	9,215	15,841	12,363
Premium finance receivables—life insurance	1,066	17,245	—
Consumer and other	87	49	43
Total loans past due greater than 90 days and still accruing	<u>10,472</u>	<u>33,597</u>	<u>12,406</u>
Nonaccrual loans:			
Commercial	47,950	35,579	16,878
Commercial real estate	11,196	6,387	12,301
Home equity	1,190	1,487	1,747
Residential real estate	11,333	10,171	7,262
Premium finance receivables—property and casualty	18,543	13,470	6,707
Premium finance receivables—life insurance	—	—	—
Consumer and other	6	6	4
Total nonaccrual loans	<u>90,218</u>	<u>67,100</u>	<u>44,899</u>
Total non-performing loans:			
Commercial	47,950	36,041	16,878
Commercial real estate	11,196	6,387	12,301
Home equity	1,190	1,487	1,747
Residential real estate	11,437	10,171	7,262
Premium finance receivables—property and casualty	27,758	29,311	19,070
Premium finance receivables—life insurance	1,066	17,245	—
Consumer and other	93	55	47
Total non-performing loans	<u>\$ 100,690</u>	<u>\$ 100,697</u>	<u>\$ 57,305</u>
Other real estate owned	8,050	8,589	4,978
Other real estate owned—from acquisitions	1,311	1,311	1,225
Other repossessed assets	—	—	—
Total non-performing assets	<u>110,051</u>	<u>\$ 110,597</u>	<u>\$ 63,508</u>
Total non-performing loans by category as a percent of its own respective category's period-end balance:			
Commercial	0.38 %	0.29 %	0.15 %
Commercial real estate	0.11	0.06	0.13
Home equity	0.35	0.45	0.54
Residential real estate	0.46	0.43	0.40
Premium finance receivables—property and casualty	0.48	0.50	0.39
Premium finance receivables—life insurance	0.01	0.21	—
Consumer and other	0.22	0.11	0.10
Total non-performing loans	<u>0.25 %</u>	<u>0.26 %</u>	<u>0.16 %</u>
Total non-performing assets, as a percentage of total assets	<u>0.21 %</u>	<u>0.21 %</u>	<u>0.13 %</u>
Total nonaccrual loans as a percentage of total loans	<u>0.23 %</u>	<u>0.17 %</u>	<u>0.13 %</u>
Allowance for credit losses as a percentage of nonaccrual loans	<u>416.54 %</u>	<u>532.71 %</u>	<u>670.77 %</u>

(1) Excludes early buy-out loans guaranteed by U.S. government agencies. Early buy-out loans are insured or guaranteed by the FHA or the U.S. Department of Veterans Affairs, subject to indemnifications and insurance limits for certain loans.

At this time, management believes reserves are appropriate to absorb losses that are expected upon the ultimate resolution of these credits. Significant increases may occur in subsequent periods due to ongoing macroeconomic uncertainty and related impacts on borrowers. Management will continue to actively review and monitor its loan portfolios, in an effort to identify problem credits in a timely manner.

Non-performing Loans Rollforward, excluding early buy-out loans guaranteed by U.S. government agencies

The table below presents a summary of non-performing loans for the periods presented:

<i>(In thousands)</i>	Three Months Ended	
	March 31, 2023	March 31, 2022
Balance at beginning of period	\$ 100,697	\$ 74,438
Additions from becoming non-performing in the respective period	24,455	4,141
Return to performing status	(480)	(729)
Payments received	(5,261)	(20,139)
Transfer to OREO and other repossessed assets	—	(4,377)
Charge-offs	(1,159)	(2,354)
Net change for niche loans ⁽¹⁾	(17,562)	6,325
Balance at end of period	\$ 100,690	\$ 57,305

(1) This includes activity for premium finance receivables and indirect consumer loans.

Allowance for Credit Losses

The allowance for credit losses, specifically the allowance for loans losses and the allowance for unfunded commitment losses, represents management’s estimate of lifetime expected credit losses in the loan portfolio. The allowance for credit losses is determined quarterly using a methodology that incorporates important risk characteristics of each loan. A description of how the Company determines the allowance for credit losses is included in Item 7 - Management’s Discussion and Analysis of Financial Condition and Results of Operations of the 2022 Form 10-K.

Management determined that the allowance for credit losses was appropriate at March 31, 2023, and that the loan portfolio is well diversified and well secured, without undue concentration in any specific risk area. While this process involves a high degree of management judgment, the allowance for credit losses is based on a comprehensive, well documented, and consistently applied analysis of the Company’s loan portfolio. This analysis takes into consideration all available information existing as of the financial statement date, including environmental factors such as economic, industry, geographical and political factors, when considered applicable. The relative level of allowance for credit losses is reviewed and compared to industry peers. This review encompasses levels of total non-performing loans, portfolio mix, portfolio concentrations and overall levels of net charge-off. Historical trending of both the Company’s results and the industry peers is also reviewed to analyze comparative significance.

Allowance for Credit Losses

The following table summarizes the activity in our allowance for credit losses, specifically related to loans and unfunded lending-related commitments, during the periods indicated.

	Three Months Ended	
	March 31, 2023	March 31, 2022
<i>(Dollars in thousands)</i>		
Allowance for credit losses at beginning of period	\$ 357,448	\$ 299,653
Cumulative effect adjustment from the adoption of ASU 2022-02	741	—
Provision for credit losses	23,070	4,025
Other adjustments	4	22
<u>Charge-offs:</u>		
Commercial	2,543	1,414
Commercial real estate	5	777
Home equity	—	197
Residential real estate	—	466
Premium finance receivables - property & casualty	4,629	1,671
Premium finance receivables - life insurance	21	7
Consumer and other	153	193
Total charge-offs	<u>7,351</u>	<u>4,725</u>
<u>Recoveries:</u>		
Commercial	392	538
Commercial real estate	100	32
Home equity	35	93
Residential real estate	4	5
Premium finance receivables - property & casualty	1,314	1,476
Premium finance receivables - life insurance	9	—
Consumer and other	32	49
Total recoveries	<u>1,886</u>	<u>2,193</u>
Net charge-offs	<u>(5,465)</u>	<u>(2,532)</u>
Allowance for credit losses at period end	<u><u>\$ 375,798</u></u>	<u><u>\$ 301,168</u></u>
Annualized net charge-offs by category as a percentage of its own respective category's average:		
Commercial	0.07 %	0.03 %
Commercial real estate	0.00	0.03
Home equity	(0.04)	0.13
Residential real estate	0.00	0.11
Premium finance receivables - property & casualty	0.23	0.02
Premium finance receivables - life insurance	0.00	0.00
Consumer and other	0.74	1.19
Total loans, net of unearned income	<u>0.06 %</u>	<u>0.03 %</u>
Loans at period-end	<u>\$ 39,565,471</u>	<u>\$ 35,280,547</u>
Allowance for loan losses as a percentage of loans at period end	0.73 %	0.71 %
Allowance for loan and unfunded loan-related commitment losses as a percentage of loans at period end	0.95	0.85

See Note (6) “Allowance for Credit Losses” of the Consolidated Financial Statements presented under Item 1 of this report for further discussion of activity within the allowance for credit losses during the period and the relationship with respective loan balances for each loan category and the total loan portfolio.

Other Real Estate Owned

In certain circumstances, the Company is required to take action against the real estate collateral of specific loans. The Company uses foreclosure only as a last resort for dealing with borrowers experiencing financial hardships. The Company employs extensive contact and restructuring procedures to attempt to find other solutions for our borrowers. The tables below present a summary of other real estate owned and show the activity for the respective periods and the balance for each property type:

	Three Months Ended	
	March 31, 2023	March 31, 2022
(In thousands)		
Balance at beginning of period	\$ 9,900	\$ 4,271
Disposal/resolved	(435)	(2,497)
Transfers in at fair value, less costs to sell	—	4,429
Fair value adjustments	(104)	—
Balance at end of period	\$ 9,361	\$ 6,203

	Period End		
	March 31, 2023	December 31, 2022	March 31, 2022
(In thousands)			
Residential real estate	\$ 1,051	\$ 1,585	\$ 1,127
Commercial real estate	8,310	8,315	5,076
Total	\$ 9,361	\$ 9,900	\$ 6,203

Deposits

Total deposits at March 31, 2023 were \$42.7 billion, an increase of \$498.9 million, or 1%, compared to total deposits at March 31, 2022. See Note (9) “Deposits” to the Consolidated Financial Statements in Item 1 of this report for a summary of period end deposit balances.

The following table sets forth, by category, the maturity of time certificates of deposit as of March 31, 2023:

Time Certificates of Deposit Maturity/Re-pricing Analysis As of March 31, 2023	Total Time Certificates of Deposits	Weighted-Average Rate of Maturing Time Certificates of Deposit ⁽¹⁾
(Dollars in thousands)		
1-3 months	\$ 1,318,052	2.93 %
4-6 months	1,081,367	2.42
7-9 months	922,367	2.24
10-12 months	885,299	3.11
13-18 months	655,805	3.12
19-24 months	348,591	2.77
24+ months	139,771	2.14
Total	\$ 5,351,252	2.73 %

(1) Weighted-average rate excludes the impact of purchase accounting fair value adjustments.

The following table sets forth, by category, the composition of average deposit balances and the relative percentage of total average deposits for the periods presented:

(Dollars in thousands)	Three Months Ended					
	March 31, 2023		December 31, 2022		March 31, 2022	
	Balance	Percent	Balance	Percent	Balance	Percent
Non-interest-bearing	\$12,171,631	29 %	\$13,404,036	32 %	\$13,734,064	34 %
NOW and interest-bearing demand deposits	5,271,740	13	5,598,291	13	4,788,272	12
Wealth management deposits	2,167,081	5	2,883,247	7	2,505,800	6
Money market	12,533,468	30	12,319,842	29	12,773,805	30
Savings	4,830,322	11	4,403,113	10	3,904,299	9
Time certificates of deposit	5,041,638	12	4,023,232	9	3,861,371	9
Total average deposits	<u>\$42,015,880</u>	<u>100 %</u>	<u>\$42,631,761</u>	<u>100 %</u>	<u>\$41,567,611</u>	<u>100 %</u>

Total average deposits for the first quarter of 2023 were \$42.0 billion, an increase of \$448.3 million, or 1%, from the first quarter of 2022. Total deposits remained stable in the first quarter as the diversity of our deposit base showed its resilience in a volatile market. The Company has experienced a change in the mix of deposits as non-interest bearing deposits have migrated to interest-bearing products.

Wealth management deposits are funds from the brokerage customers of Wintrust Investments, CDEC and trust and asset management customers of the Company which have been placed into deposit accounts of the banks (“wealth management deposits” in the table above). Wealth Management deposits consist primarily of money market accounts. Consistent with reasonable interest rate risk parameters, these funds have generally been invested in loan production of the banks as well as other investments suitable for banks.

Brokered Deposits

While the Company obtains a portion of its total deposits through brokered deposits, the Company does so primarily as an asset-liability management tool to assist in the management of interest rate risk, and the Company does not consider brokered deposits to be a vital component of its current liquidity resources. Historically, brokered deposits have represented a small component of the Company’s total deposits outstanding, as set forth in the table below:

(Dollars in thousands)	March 31,		December 31,		
	2023	2022	2022	2021	2020
Total deposits	\$42,718,211	\$42,219,322	\$42,902,544	\$42,095,585	\$37,092,651
Brokered deposits	4,015,271	2,541,159	3,174,093	1,591,083	1,843,227
Brokered deposits as a percentage of total deposits	9.4 %	6.0 %	7.4 %	3.8 %	5.0 %

Brokered deposits include certificates of deposit obtained through deposit brokers, deposits received through the Certificate of Deposit Account Registry Program, and certain deposits of brokerage customers from unaffiliated companies which have been placed into deposit accounts of the banks.

Other Funding Sources

Although deposits are the Company’s primary source of funding its interest-earning assets, the Company’s ability to manage the types and terms of deposits is somewhat limited by customer preferences and market competition. As a result, in addition to deposits and the issuance of equity securities and the retention of earnings, the Company uses several other funding sources to support its growth. These sources include FHLB advances, notes payable, short-term borrowings, secured borrowings, subordinated debt and junior subordinated debentures. The Company evaluates the terms and unique characteristics of each source, as well as its asset-liability management position, in determining the use of such funding sources.

As of March 31, 2023, the Company had approximately \$14.8 billion of uninsured deposits of which \$1.8 billion were fully collateralized deposits. Uninsured deposits are estimated based on the methodologies and assumptions used for the Company’s regulatory reporting requirements. The net position of \$13.0 billion of uninsured and uncollateralized deposits represents approximately 30% of total deposits as of March 31, 2023. The Company had total liquidity sources, including cash, collateralized funding sources and the value of unpledged securities, of \$10.9 billion or approximately 84% of uninsured and uncollateralized deposits as of March 31, 2023. In addition, at the end of the first quarter of 2023, the Company was in the

process of pledging additional collateral to both the FHLB and FRB and, as a result, the Company’s liquidity sources are expected to substantially exceed uninsured and uncollateralized deposits during the second quarter of 2023.

On March 12, 2023, the Federal Reserve established the Bank Term Funding Program (“BTFP”). The Company has registered for the BTFP but has not participated and does not intend to participate. However, this is an additional option as an available short-term liquidity source.

The following table sets forth, by category, the composition of the average balances of other funding sources for the quarterly periods presented:

(In thousands)	Three Months Ended		
	March 31, 2023	December 31, 2022	March 31, 2022
FHLB advances	\$ 2,474,882	\$ 2,088,201	\$ 1,241,071
Other borrowings:			
Notes payable	199,717	87,215	80,261
Short-term borrowings	22,840	15,206	13,456
Secured borrowings	319,453	316,693	337,590
Other	60,927	61,439	62,960
Total other borrowings	\$ 602,937	\$ 480,553	\$ 494,267
Subordinated notes	437,422	437,312	436,966
Junior subordinated debentures	253,566	253,566	253,566
Total other funding sources	\$ 3,768,807	\$ 3,259,632	\$ 2,425,870

Notes payable balances represent the balances on a credit agreement (as amended, the “Credit Agreement”) with certain unaffiliated banks. The Credit Agreement consisted of a \$150.0 million term loan facility and a \$100.0 million revolving credit facility. On December 12, 2022, the Company entered into an amendment and restatement of the Credit Agreement pursuant to the Amended and Restated Credit Agreement dated as of December 12, 2022, among the Company and the unaffiliated banks named therein as lenders and agents (the “Amended and Restated Credit Agreement”). The Amended and Restated Credit Agreement provides for, among other things, an increase to the term loan facility to \$200.0 million. In connection with the entry into the Amended and Restated Credit Agreement, the outstanding term loan under the existing Credit Agreement was paid in full pursuant to the terms thereof. As of March 31, 2023, the outstanding principal balance under the term loan facility was \$192.7 million and there was no outstanding principal balance under the revolving credit facility.

See Note (10) “FHLB Advances, Other Borrowings and Subordinated Notes” and Note (11) “Junior Subordinated Debentures” of the Consolidated Financial Statements presented under Item 1 of this report for details of period end balances and other information for these various funding sources. The Company hereby incorporates by reference Note (10) and Note (11) of the Consolidated Financial Statements presented under Item 1 of this report in its entirety.

Shareholders’ Equity

The following tables reflect various consolidated measures of capital as of the dates presented and the capital guidelines established for a bank holding company:

	March 31, 2023	December 31, 2022	March 31, 2022
Tier 1 leverage ratio	9.1 %	8.8 %	8.1 %
<u>Risk-based capital ratios:</u>			
Tier 1 capital ratio	10.1	10.0	9.6
Common equity tier 1 capital ratio	9.2	9.1	8.6
Total capital ratio	12.1	11.9	11.6
<u>Other ratio:</u>			
Total average equity-to-total average assets ⁽¹⁾	9.4	9.0	9.1

(1) Based on quarterly average balances.

	Minimum Capital Requirements	Minimum Ratio + Capital Conservation Buffer ⁽¹⁾	Minimum Well Capitalized ⁽²⁾
Tier 1 leverage ratio	4.0 %	N/A	N/A
Risk-based capital ratios:			
Tier 1 capital ratio	6.0	8.5	6.0
Common equity tier 1 capital ratio	4.5	7.0	N/A
Total capital ratio	8.0	10.5	10.0

(1) Reflects the Capital Conservation Buffer of 2.5%.

(2) Reflects the well-capitalized standard applicable to the Company for purposes of the Federal Reserve’s Regulation Y. The Federal Reserve has not yet revised the well-capitalized standard for bank holding companies (“BHCs”) to reflect the higher capital requirements imposed under the U.S. Basel III Rule or to add Common Equity Tier 1 capital ratio and Tier 1 leverage ratio requirements to this standard. As a result, the Common Equity Tier 1 capital ratio and Tier 1 leverage ratio are denoted as “N/A” in this column. If the Federal Reserve were to apply the same or a very similar well-capitalized standard to BHCs as the standard applicable to our subsidiary banks, we believe the Company’s capital ratios as of March 31, 2023 would exceed such revised well-capitalized standard.

The Company’s principal sources of funds at the holding company level are dividends from its subsidiaries, borrowings under its loan agreement with unaffiliated banks and proceeds from the issuances of subordinated debt and additional equity. Refer to Notes (10) and (11) of the Consolidated Financial Statements in Item 1 for further information on these various funding sources. See Note (23) “Shareholders’ Equity” of the Consolidated Financial Statements presented under Item 7 of the 2022 Form 10-K for details on the Company’s issuance of Series D Preferred Stock in June 2015, Series E Preferred Stock and associated Depositary Shares in May 2020 and additional common stock offering in June 2022.

The Company’s Board of Directors approves dividends from time to time, however, the ability to declare a dividend is limited by the Company’s financial condition, the terms of the Company’s Series D and Series E Preferred Stock, the terms of the Company’s Trust Preferred Securities offerings and under certain financial covenants in the Company’s revolving and term facilities. In January of 2023, the Company declared a quarterly cash dividend of \$0.40 per common share. In January, April, July and October of 2022, the Company declared a quarterly cash dividend of \$0.34 per common share.

The Company continues to leverage its capital management framework to assess and monitor risk when making capital decisions. Management is committed to maintaining the Company’s capital levels above the “Well Capitalized” levels established by the FRB for bank holding companies.

LIQUIDITY

The Company manages the liquidity position of its banking operations to ensure that sufficient funds are available to meet customers’ needs for loans and deposit withdrawals. The management process includes the utilization of stress testing processes and other aspects of the Company’s liquidity management framework to assess and monitor risk, and inform decision making. The liquidity to meet the demands of customers is provided by maturing assets, liquid assets that can be converted to cash and the ability to attract funds from external sources. Liquid assets refer to money market assets such as Federal funds sold and interest-bearing deposits with banks, as well as available-for-sale debt securities and equity securities with readily determinable fair values which are not pledged to secure public funds. In addition, trade date receivables represent certain sales or calls of available-for-sale securities that await cash settlement, typically in the month following the trade date.

In addition to the liquidity management noted above, in 2022, the Company sold a total of 3,450,000 shares of its common stock through a public offering. Net proceeds to the Company totaled approximately \$285.7 million, net of estimated issuance costs. In the first quarter of 2023, we maintained our liquid assets to ensure that we would have the balance sheet strength to serve our clients. As a result, the Company believes that it has sufficient funds and access to funds to effectively meet its working capital and other needs. The Company will continue to prudently evaluate liquidity sources, including the management of availability with the FHLB and FRB and utilization of the revolving credit facility with unaffiliated banks. Please refer to Management’s Discussion and Analysis of Financial Condition and Results of Operation -Interest-Earning Assets, -Deposits, -Other Funding Sources and -Shareholders’ Equity sections of this report for additional information regarding the Company’s liquidity position.

INFLATION

A banking organization's assets and liabilities are primarily monetary. Changes in the rate of inflation typically do not have as great an impact on the financial condition of a bank as do changes in interest rates. Moreover, interest rates do not necessarily change at the same percentage as inflation. Accordingly, changes in inflation are not expected to have as material an impact on the Company's business as entities operating in other industries. An analysis of the Company's asset and liability structure provides the best indication of how the organization is positioned to respond to changing interest rates. See "Quantitative and Qualitative Disclosures About Market Risk" section of this report for additional information.

FORWARD-LOOKING STATEMENTS

This document contains forward-looking statements within the meaning of federal securities laws. Forward-looking information can be identified through the use of words such as "intend," "plan," "project," "expect," "anticipate," "believe," "estimate," "contemplate," "possible," "will," "may," "should," "would" and "could." Forward-looking statements and information are not historical facts, are premised on many factors and assumptions, and represent only management's expectations, estimates and projections regarding future events. Similarly, these statements are not guarantees of future performance and involve certain risks and uncertainties that are difficult to predict, and which may include, but are not limited to, those listed below and the Risk Factors discussed under Item 1A of the Company's 2022 Annual Report on Form 10-K and in any of the Company's subsequent SEC filings. The Company intends such forward-looking statements to be covered by the safe harbor provisions for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995, and is including this statement for purposes of invoking these safe harbor provisions. Such forward-looking statements may be deemed to include, among other things, statements relating to the Company's future financial performance, the performance of its loan portfolio, the expected amount of future credit reserves and charge-offs, delinquency trends, growth plans, regulatory developments, securities that the Company may offer from time to time, and plans to form additional de novo banks or branch offices, and management's long-term performance goals, as well as statements relating to the anticipated effects on the Company's financial condition and results of operations from expected developments or events, the Company's business and growth strategies, including future acquisitions of banks, specialty finance or wealth management businesses, internal growth and plans to form additional de novo banks or branch offices. Actual results could differ materially from those addressed in the forward-looking statements as a result of numerous factors, including the following:

- economic conditions and events that affect the economy, housing prices, the job market and other factors that may adversely affect the Company's liquidity and the performance of its loan portfolios, including an actual or threatened U.S. government debt default or rating downgrade, particularly in the markets in which it operates;
- negative effects suffered by us or our customers resulting from changes in U.S. trade policies;
- the extent of defaults and losses on the Company's loan portfolio, which may require further increases in its allowance for credit losses;
- estimates of fair value of certain of the Company's assets and liabilities, which could change in value significantly from period to period;
- the financial success and economic viability of the borrowers of our commercial loans;
- commercial real estate market conditions in the Chicago metropolitan area and southern Wisconsin;
- the extent of commercial and consumer delinquencies and declines in real estate values, which may require further increases in the Company's allowance for credit losses;
- inaccurate assumptions in our analytical and forecasting models used to manage our loan portfolio;
- changes in the level and volatility of interest rates, the capital markets and other market indices that may affect, among other things, the Company's liquidity and the value of its assets and liabilities;
- the interest rate environment, including a prolonged period of low interest rates or rising interest rates, either broadly or for some types of instruments, which may affect the Company's net interest income and net interest margin, and which could materially adversely affect the Company's profitability;
- competitive pressures in the financial services business which may affect the pricing of the Company's loan and deposit products as well as its services (including wealth management services), which may result in loss of market share and reduced income from deposits, loans, advisory fees and income from other products;
- failure to identify and complete favorable acquisitions in the future or unexpected difficulties or developments related to the integration of the Company's recent or future acquisitions;
- unexpected difficulties and losses related to FDIC-assisted acquisitions;
- harm to the Company's reputation;
- any negative perception of the Company's financial strength;
- ability of the Company to raise additional capital on acceptable terms when needed;
- disruption in capital markets, which may lower fair values for the Company's investment portfolio;
- ability of the Company to use technology to provide products and services that will satisfy customer demands and create

- efficiencies in operations and to manage risks associated therewith;
- failure or breaches of our security systems or infrastructure, or those of third parties;
- security breaches, including denial of service attacks, hacking, social engineering attacks, malware intrusion and similar events or data corruption attempts and identity theft;
- adverse effects on our information technology systems resulting from failures, human error or cyberattacks (including ransomware);
- adverse effects of failures by our vendors to provide agreed upon services in the manner and at the cost agreed, particularly our information technology vendors;
- increased costs as a result of protecting our customers from the impact of stolen debit card information;
- accuracy and completeness of information the Company receives about customers and counterparties to make credit decisions;
- ability of the Company to attract and retain senior management experienced in the banking and financial services industries, and ability of the Company to effectively manage the planned transition of the chief executive officer role;
- environmental liability risk associated with lending activities;
- the impact of any claims or legal actions to which the Company is subject, including any effect on our reputation;
- losses incurred in connection with repurchases and indemnification payments related to mortgages and increases in reserves associated therewith;
- the loss of customers as a result of technological changes allowing consumers to complete their financial transactions without the use of a bank;
- the soundness of other financial institutions and the impact of recent failures of financial institutions, including broader financial institution liquidity risk and concerns;
- the expenses and delayed returns inherent in opening new branches and de novo banks;
- liabilities, potential customer loss or reputational harm related to closings of existing branches;
- examinations and challenges by tax authorities, and any unanticipated impact of the Tax Act;
- changes in accounting standards, rules and interpretations, and the impact on the Company's financial statements;
- the ability of the Company to receive dividends from its subsidiaries;
- the ability of the Company to successfully discontinue use of LIBOR and transition to an alternative benchmark rate for current and future transactions;
- a decrease in the Company's capital ratios, including as a result of declines in the value of its loan portfolios, or otherwise;
- legislative or regulatory changes, particularly changes in regulation of financial services companies and/or the products and services offered by financial services companies;
- changes in laws, regulations, rules, standards and contractual obligations regarding data privacy and cybersecurity;
- a lowering of our credit rating;
- changes in U.S. monetary policy and changes to the Federal Reserve's balance sheet, including changes in response to persistent inflation or otherwise;
- regulatory restrictions upon our ability to market our products to consumers and limitations on our ability to profitably operate our mortgage business;
- increased costs of compliance, heightened regulatory capital requirements and other risks associated with changes in regulation and the regulatory environment;
- the impact of heightened capital requirements;
- increases in the Company's FDIC insurance premiums, or the collection of special assessments by the FDIC;
- delinquencies or fraud with respect to the Company's premium finance business;
- credit downgrades among commercial and life insurance providers that could negatively affect the value of collateral securing the Company's premium finance loans;
- the Company's ability to comply with covenants under its credit facility;
- fluctuations in the stock market, which may have an adverse impact on the Company's wealth management business and brokerage operation;
- widespread outages of operational, communication, or other systems, whether internal or provided by third parties, natural or other disasters (including acts of terrorism, armed hostilities and pandemics), and the effects of climate change; and
- the severity, magnitude and duration of the COVID-19 pandemic, including the continued emergence of variant strains, and the direct and indirect impact of such pandemic, as well as responses to the pandemic by the government, businesses and consumers, on the economy, our financial results, operations and personnel, commercial activity and demand across our business and our customers' businesses.

Therefore, there can be no assurances that future actual results will correspond to these forward-looking statements. The reader is cautioned not to place undue reliance on any forward-looking statement made by the Company. Any such statement speaks only as of the date the statement was made or as of such date that may be referenced within the statement. The Company undertakes no obligation to update any forward-looking statement to reflect the impact of circumstances or events after the date

of this report. Persons are advised, however, to consult further disclosures management makes on related subjects in its reports filed with the Securities and Exchange Commission and in its press releases.

ITEM 3 QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

As an ongoing part of its financial strategy, the Company attempts to manage the impact of fluctuations in market interest rates on net interest income. This effort entails providing a reasonable balance between interest rate risk, credit risk, liquidity risk and maintenance of yield. Asset-liability management policies are established and monitored by management in conjunction with the boards of directors of the banks, subject to general oversight by the Risk Management Committee of the Company's Board of Directors. The policies establish guidelines for acceptable limits on the sensitivity of the market value of assets and liabilities to changes in interest rates.

Interest rate risk arises when the maturity or re-pricing periods and interest rate indices of the interest-earning assets, interest-bearing liabilities, and derivative financial instruments are different. It is the risk that changes in the level of market interest rates will result in disproportionate changes in the value of, and the net earnings generated from, the Company's interest-earning assets, interest-bearing liabilities and derivative financial instruments. The Company continuously monitors not only the organization's current net interest margin, but also the historical trends of these margins. In addition, management attempts to identify potential adverse changes in net interest income in future years as a result of interest rate fluctuations by performing simulation analysis of various interest rate environments. If a potential adverse change in net interest margin and/or net income is identified, management would take appropriate actions with its asset-liability structure to mitigate these potentially adverse situations.

Since the Company's primary source of interest-bearing liabilities is from customer deposits, the Company's ability to manage the types and terms of such deposits is somewhat limited by customer preferences and local competition in the market areas in which the banks operate. The rates, terms and interest rate indices of the Company's interest-earning assets result primarily from the Company's strategy of investing in loans and securities that permit the Company to limit its exposure to interest rate risk, together with credit risk, while at the same time achieving an acceptable interest rate spread.

The Company's exposure to interest rate risk is reviewed on a regular basis by management and the Risk Management Committees of the boards of directors of the banks and the Company. The objective of the review is to measure the effect on net income and to adjust balance sheet and derivative financial instruments to minimize the inherent risk while at the same time maximizing net interest income.

The following interest rate scenarios display the percentage change in net interest income over a one-year time horizon assuming increases and decreases of 100 and 200 basis points. The Static Shock Scenario results incorporate actual cash flows and repricing characteristics for balance sheet instruments following an instantaneous, parallel change in market rates based upon a static (i.e. no growth or constant) balance sheet. Conversely, the Ramp Scenario results incorporate management's projections of future volume and pricing of each of the product lines following a gradual, parallel change in market rates over twelve months. Actual results may differ from these simulated results due to timing, magnitude, and frequency of interest rate changes as well as changes in market conditions and management strategies. The interest rate sensitivity for both the Static Shock and Ramp Scenarios at March 31, 2023, December 31, 2022 and March 31, 2022 is as follows:

	+200 Basis Points	+100 Basis Points	-100 Basis Points	-200 Basis Points
Static Shock Scenarios				
March 31, 2023	4.2 %	2.4 %	(2.4)%	(7.3)%
December 31, 2022	7.2	3.8	(5.0)	(12.1)%
March 31, 2022	21.4	11.0	(11.3)	(18.7)%
Ramp Scenarios				
March 31, 2023	3.0 %	1.7 %	(1.3)%	(3.4)%
December 31, 2022	5.6	3.0	(2.9)	(6.8)%
March 31, 2022	11.2	5.8	(7.1)	(12.4)%

One method utilized by financial institutions, including the Company, to manage interest rate risk is to enter into derivative financial instruments. Derivative financial instruments include interest rate swaps, interest rate caps, floors and collars, futures, forwards, option contracts and other financial instruments with similar characteristics. Additionally, the Company enters into commitments to fund certain mortgage loans (interest rate locks) to be sold into the secondary market and forward commitments for the future delivery of mortgage loans to third party investors. See Note (13) “Derivative Financial Instruments” of the Consolidated Financial Statements in Item 1 of this report for further information on the Company’s derivative financial instruments.

As shown above, the magnitude of potential changes in net interest income in various interest rate scenarios has continued to diminish. Given the recent unprecedented rise in interest rates, the Company has made a conscious effort to reposition its exposure to changing interest rates given the uncertainty of the future interest rate environment. To this end, management has executed various derivative instruments including collars and receive fixed swaps to hedge variable rate loan exposures and originated a higher percentage of its loan originations in longer term fixed rate loans. The Company will continue to monitor current and projected interest rates and expects to execute additional derivatives to mitigate potential fluctuations in net interest margin in future years.

Periodically, the Company enters into certain covered call option transactions related to certain securities held by the Company. The Company uses these option transactions (rather than entering into other derivative interest rate contracts, such as interest rate floors) to economically hedge positions and compensate for net interest margin compression by increasing the total return associated with the related securities through fees generated from these options. Although the revenue received from these options is recorded as non-interest income rather than interest income, the increased return attributable to the related securities from these options contributes to the Company’s overall profitability. The Company’s exposure to interest rate risk may be impacted by these transactions. To further mitigate this risk, the Company may acquire fixed rate term debt or use financial derivative instruments. There were no covered call options outstanding as of March 31, 2023 and March 31, 2022. See Note (13) “Derivative Financial Instruments” of the Consolidated Financial Statements in Item 1 of this report for further information on the Company’s fees from covered call options for the three months ended March 31, 2023 and March 31, 2022.

ITEM 4 CONTROLS AND PROCEDURES

As of the end of the period covered by this report, the Company’s Chief Executive Officer and Chief Financial Officer carried out an evaluation under their supervision, with the participation of other members of management as they deemed appropriate, of the effectiveness of the design and operation of the Company’s disclosure controls and procedures as contemplated by Exchange Act Rule 13a-15. Based upon, and as of the date of that evaluation, the Chief Executive Officer and Chief Financial Officer concluded that the Company’s disclosure controls and procedures are effective, in all material respects, in timely alerting them to material information relating to the Company (and its consolidated subsidiaries) required to be included in the periodic reports the Company is required to file and submit to the SEC under the Exchange Act.

There were no changes in the Company’s internal control over financial reporting (as defined in Exchange Act Rule 13a-15(f)) during the period that have materially affected, or are reasonably likely to materially affect, our internal controls over financial reporting.

PART II —

Item 1: Legal Proceedings

In accordance with applicable accounting principles, the Company establishes an accrued liability for litigation and threatened litigation actions and proceedings when those actions present loss contingencies, which are both probable and estimable. In actions for which a loss is reasonably possible in future periods, the Company determines whether it can estimate a loss or range of possible loss. To determine whether a possible loss is estimable, the Company reviews and evaluates its material litigation on an ongoing basis, in conjunction with any outside counsel handling the matter, in light of potentially relevant factual and legal developments. This review may include information learned through the discovery process, rulings on substantive or dispositive motions, and settlement discussions.

Wintrust Financial ERISA Matter

On July 29, 2022, former Wintrust employee filed a class action in the District Court for the Northern District of Illinois asserting claims under the federal Employee Retirement Income Security Act (“ERISA”) against Wintrust Financial Corporation. Plaintiff alleges Wintrust breached its fiduciary duty in the selection of BlackRock Target Date funds for inclusion in its 401(k) plan, that Wintrust failed to monitor the performance of those funds, and in the alternative, Wintrust should be liable for breach of trust. Plaintiff’s sole basis for the allegations is that BlackRock Target Date funds allegedly performed more poorly than two comparable funds over a three year period. Wintrust is one of several public companies that were sued on identical grounds within the same week by the same plaintiff’s law firm. On November 8, 2022, Wintrust filed a motion to dismiss the entire complaint. The motion has been fully briefed. We believe plaintiff’s allegations to be legally and factually meritless and otherwise lack sufficient information to estimate the amount of any potential liability.

Wintrust Mortgage California PAGA Matter

On May 24, 2022, a former Wintrust Mortgage employee filed a California Private Attorney General Act (“PAGA”) suit, not individually, but as representative of all Wintrust Mortgage’s California hourly employees, against Wintrust Mortgage in the Superior Court of San Diego County, California. Plaintiff alleges Wintrust Mortgage failed to provide: (i) accurate sick leave accrual and pay; (ii) overtime wages; (iii) accurately itemized wage statements; (iv) meal breaks and meal premiums; (v) timely payment of earned wages; (vi) payment of all earned wages; and (vii) payment of all vested vacation hours. Wintrust Mortgage disputes the validity of Plaintiff’s claims and believes, to the extent there were defects in complying with California law governing the payment of compensation to Plaintiff, such errors would have been de minimis. Plaintiff also has an arbitration agreement with a collective and class action waiver and on January 19, 2023, Wintrust Mortgage moved to compel arbitration. The court entered and continued the motion until June 23, 2023 and stayed further proceedings in anticipation of a California Supreme Court decision on PAGA arbitrations. We believe plaintiff’s allegations to be legally and factually meritless and otherwise lack sufficient information to estimate the amount of any potential liability.

Wintrust Mortgage Fair Lending Matter

On May 25, 2022, a Wintrust Mortgage customer filed a putative class action and asserted individual claims against Wintrust Mortgage and Wintrust Financial Corporation in the District Court for the Northern District of Illinois. Plaintiff alleges that Wintrust Mortgage discriminated against black/African American borrowers and brings class claims under the Equal Credit Opportunity Act, Sections 1981 and 1982 under Chapter 42 of the United States Code; and the Fair Housing Act of 1968. Plaintiff also asserts individual claims under theories of promissory estoppel, fraudulent inducement, and breach of contract. On September 23, 2022, Wintrust filed a motion to dismiss the entire suit. The motion has been fully briefed and the matter is awaiting a decision by the court. We vigorously dispute these allegations, believe them to be legally and factually meritless, and otherwise lack sufficient information to estimate the amount of any potential liability.

Other Matters

In addition, the Company and its subsidiaries, from time to time, are subject to pending and threatened legal action and proceedings arising in the ordinary course of business.

Based on information currently available and upon consultation with counsel, management believes that the eventual outcome of any pending or threatened legal actions and proceedings described above, including our ordinary course litigation, will not have a material adverse effect on the operations or financial condition of the Company. However, it is possible that the ultimate resolution of these matters, if unfavorable, may be material to the results of operations or financial condition for a particular period.

Item 1A: Risk Factors

There have been no material changes from the risk factors set forth under Part I, Item 1A “Risk Factors” in the 2022 Form 10-K.

Item 2: Unregistered Sales of Equity Securities and Use of Proceeds

No purchases of the Company’s common shares were made by or on behalf of the Company or any “affiliated purchaser” as defined in Rule 10b-18(a)(3) under the Securities Exchange Act of 1934, as amended, during the three months ended March 31, 2023.

Item 5: Other Information

Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On May 5, 2023, the Company announced that Jeffrey D. Hahnfeld, currently the Company’s Senior Vice President and Corporate Controller, has been promoted to the position of Executive Vice President, Controller and Chief Accounting Officer of the Company, effective immediately. In connection with this event, Mr. Hahnfeld became the Company’s principal accounting officer and David L. Stoehr, our Executive Vice President and Chief Financial Officer, will continue serving as the Company’s principal financial officer but will no longer be considered the Company’s principal accounting officer.

Mr. Hahnfeld, age 52, joined the Company in March 2004. Mr. Hahnfeld has served as the Company’s Senior Vice President and Corporate Controller since February 2013 and as the Company’s Senior Vice President of Finance since February 2009.

There are no arrangements or understandings between Mr. Hahnfeld and any other persons pursuant to which he was appointed as Executive Vice President, Controller and Chief Accounting Officer, no family relationships among any of the Company’s directors or executive officers and Mr. Hahnfeld, and he has no direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K under the Securities Exchange Act of 1934. Mr. Hahnfeld is also not a party to any material plan, contract or arrangement in connection with his appointment to Executive Vice President, Controller and Chief Accounting Officer.

Amended Series D Preferred Stock Certificate of Designations.

On May 5, 2023, the Company filed the Restated Certificate of Designations (the “Restated Certificate of Designations”) relating to its existing 5,000,000 shares of Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock, Series D, no par value per share (the “Series D Preferred Stock”), with the Secretary of State of the State of Illinois, which became effective upon filing. The Restated Certificate of Designations supplements the Company’s original Certificate of Designations relating to the Series D Preferred Stock that was filed with the Secretary of State of the State of Illinois on June 24, 2015 (the “Original Certificate of Designations”).

Under the Original Certificate of Designations, dividends on the Series D Preferred Stock are payable quarterly in arrears when, as and if declared by the Company’s Board of Directors (the “Board”) or a duly authorized committee thereof: (i) from the date of the issuance to but excluding July 15, 2025, at a fixed rate of 6.50% per annum on the liquidation preference of \$25 per share of Series D Preferred Stock, and (ii) from and including July 15, 2025 and thereafter (the “Floating Rate Period”), at a floating rate equal to the then applicable three-month London Interbank Offered Rate (“LIBOR”), plus a spread of 4.06% per annum, on the liquidation preference of \$25 per share of Series D Preferred Stock. It is expected that immediately after June 30, 2023 three-month LIBOR will cease to be published on a representative basis by its administrator, ICE Benchmark Administration. The Original Certificate of Designations does not contain a replacement benchmark rate for three-month LIBOR.

The Board of Governors of the Federal Reserve System (the “Board of Governors”) promulgated Regulation ZZ (“Regulation ZZ”) implementing the Adjustable Interest Rate (LIBOR) Act (the “LIBOR Act”) to establish benchmark replacement rates based on the Secured Overnight Financing Rate (“SOFR”) for contracts governed by U.S. law that reference certain tenors of U.S. dollar LIBOR and that do not have terms that provide for the use of a clearly defined and practicable replacement benchmark rate, such as the Original Certificate of Designations. Pursuant to the LIBOR Act and Regulation ZZ, on the first London banking day after June 30, 2023 (such date or such different date determined by the Board of Governors as the date on which such LIBOR tenor will cease to be published or cease to be representative, the “LIBOR Replacement Date”), references to three-month LIBOR in the Original Certificate of Designations shall, by operation of law, (i) become null and void and (ii) be replaced with Three-Month CME Term SOFR, a forward-looking term rate based on SOFR administered by CME Group Benchmark Administration, Ltd., plus a tenor spread adjustment of 0.26161%, without the need of any consent of holders of the Series D Preferred Stock, in accordance with the LIBOR Act and Regulation ZZ.

The Restated Certificate of Designations memorializes the changes to be effected to the Original Certificate of Designations by the LIBOR Act and Regulation ZZ effective as of the LIBOR Replacement Date, including the replacement of three-month LIBOR with Three-Month CME Term SOFR, plus a tenor spread adjustment of 0.26161%. Consequently, during the Floating Rate Period commencing on July 15, 2025, any dividends the Board declares on the Series D Preferred Stock will be paid at a rate of the then current Three-Month CME Term SOFR plus 0.26161%, plus a spread of 4.06% per annum.

The foregoing description of the Restated Certificate of Designations does not purport to be complete and is subject to, and qualified in its entirety by reference to, the full text of the Restated Certificate of Designations, which is filed as Exhibit 3.2 to this Quarterly Report on Form 10-Q and is incorporated by reference.

Item 6: Exhibits:

(a) Exhibits

Exhibits marked with a “*” denote management contracts or compensatory plans or arrangements.

- [3.1](#) [Amended and Restated By-laws of the Company, as amended \(incorporated by reference to Exhibit 3.1 of the Company’s Current Report on Form 8-K filed with the Securities and Exchange Commission on January 30, 2023\).](#)
 - [3.2](#) [Restated Certificate of Designations of Wintrust Financial Corporation, filed on May 5, 2023 with the Secretary of State of the State of Illinois, designating the preferences, limitations, voting powers and relative rights of the Series D Preferred Stock.](#)
 - [10.1](#) [Amended and Restated Employment Agreement, dated as of January 26, 2023, between the Company and Edward J. Wehmer \(incorporated by reference to Exhibit 10.2 of the Company’s Current Report on Form 8-K filed with the Securities and Exchange Commission on January 30, 2023\).*](#)
 - [10.2](#) [Amended and Restated Employment Agreement, dated as of January 26, 2023, between the Company and Timothy S. Crane \(incorporated by reference to Exhibit 10.1 of the Company’s Current Report on Form 8-K filed with the Securities and Exchange Commission on January 30, 2023\).*](#)
 - [31.1](#) [Certification of Chief Executive Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.](#)
 - [31.2](#) [Certification of Chief Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.](#)
 - [32.1](#) [Certification of Chief Executive Officer and Chief Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.](#)
 - 101.INS The XBRL Instance Document does not appear in the Interactive Data File because its XBRL tags are embedded within the Inline XBRL document ⁽¹⁾
 - 101.SCH XBRL Taxonomy Extension Schema Document
 - 101.CAL XBRL Taxonomy Extension Calculation Linkbase Document
 - 101.LAB XBRL Taxonomy Extension Label Linkbase Document
 - 101.PRE XBRL Taxonomy Extension Presentation Linkbase Document
 - 101.DEF XBRL Taxonomy Extension Definition Linkbase Document
 - 104 Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101)
- (1) Includes the following financial information included in the Company’s Quarterly Report on Form 10-Q for the quarter ended March 31, 2023, formatted in iXBRL (Inline eXtensible Business Reporting Language): (i) the Consolidated Statements of Condition, (ii) the Consolidated Statements of Income, (iii) the Consolidated Statements of Comprehensive Income, (iv) the Consolidated Statements of Changes in Shareholders’ Equity, (v) the Consolidated Statements of Cash Flows, and (vi) Notes to Consolidated Financial Statements

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

WINTRUST FINANCIAL CORPORATION
(Registrant)

Date: May 9, 2023

/s/ DAVID L. STOEHR

David L. Stoehr

Executive Vice President and
Chief Financial Officer
(Principal Financial Officer and duly authorized officer)

Date: May 9, 2023

/s/ JEFFREY D. HAHNFELD

Jeffrey D. Hahnfeld

Executive Vice President, Controller and
Chief Accounting Officer
(Principal Accounting Officer and duly authorized officer)

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended June 30, 2023

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission File Number 001-35077

WINTRUST FINANCIAL CORPORATION

(Exact name of registrant as specified in its charter)

Illinois
(State of incorporation or organization)

36-3873352
(I.R.S. Employer Identification No.)

**9700 W. Higgins Road, Suite 800
Rosemont, Illinois 60018**

(Address of principal executive offices)
(847) 939-9000

(Registrant's telephone number, including area code)

<u>Title of Each Class</u>	<u>Ticker Symbol</u>	<u>Name of Each Exchange on Which Registered</u>
Common Stock, no par value	WTFC	The NASDAQ Global Select Market
Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock, Series D, no par value	WTFCM	The NASDAQ Global Select Market
Depository Shares, Each Representing a 1/1,000 th Interest in a Share of 6.875% Fixed-Rate Reset Non-Cumulative Perpetual Preferred Stock, Series E, no par value	WTFCP	The NASDAQ Global Select Market

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer	<input checked="" type="checkbox"/>	Accelerated filer	<input type="checkbox"/>
Non-accelerated filer	<input type="checkbox"/>	Smaller reporting company	<input type="checkbox"/>
Emerging growth company	<input type="checkbox"/>		

(Do not check if a smaller reporting company)

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes No

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date.

Common Stock — no par value, 61,212,017 shares, as of July 31, 2023

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PART I
ITEM 1. FINANCIAL STATEMENTS

WINTRUST FINANCIAL CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CONDITION

(In thousands, except share data)	(Unaudited) June 30, 2023	December 31, 2022	(Unaudited) June 30, 2022
Assets			
Cash and due from banks	\$ 513,858	\$ 490,908	\$ 498,891
Federal funds sold and securities purchased under resale agreements	59	58	475,056
Interest-bearing deposits with banks	2,163,708	1,988,719	3,266,541
Available-for-sale securities, at fair value	3,492,481	3,243,017	2,970,121
Held-to-maturity securities, at amortized cost, net of allowance for credit losses of \$406, \$488 and \$83 at June 30, 2023, December 31, 2022 and June 30, 2022, respectively (\$2.9 billion, \$2.9 billion and \$2.9 billion fair value at June 30, 2023, December 31, 2022 and June 30, 2022, respectively)	3,564,473	3,640,567	3,413,469
Trading account securities	3,027	1,127	1,010
Equity securities with readily determinable fair value	116,275	110,365	93,295
Federal Home Loan Bank and Federal Reserve Bank stock	195,117	224,759	136,138
Brokerage customer receivables	15,722	16,387	21,527
Mortgage loans held-for-sale, at fair value	338,728	299,935	513,232
Loans, net of unearned income	41,023,408	39,196,485	37,053,103
Allowance for loan losses	(302,499)	(270,173)	(251,769)
Net loans	40,720,909	38,926,312	36,801,334
Premises, software and equipment, net	749,393	764,798	762,381
Lease investments, net	274,351	253,928	223,813
Accrued interest receivable and other assets	1,455,748	1,391,342	1,112,697
Trade date securities receivable	—	921,717	—
Goodwill	656,674	653,524	654,709
Other acquisition-related intangible assets	25,653	22,186	25,118
Total assets	\$ 54,286,176	\$ 52,949,649	\$ 50,969,332
Liabilities and Shareholders' Equity			
Deposits:			
Non-interest-bearing	\$ 10,604,915	\$ 12,668,160	\$ 13,855,844
Interest-bearing	33,433,792	30,234,384	28,737,482
Total deposits	44,038,707	42,902,544	42,593,326
Federal Home Loan Bank advances	2,026,071	2,316,071	1,166,071
Other borrowings	665,219	596,614	482,787
Subordinated notes	437,628	437,392	437,162
Junior subordinated debentures	253,566	253,566	253,566
Accrued interest payable and other liabilities	1,823,073	1,646,624	1,308,797
Total liabilities	49,244,264	48,152,811	46,241,709
Shareholders' Equity:			
Preferred stock, no par value; 20,000,000 shares authorized:			
Series D - \$25 liquidation value; 5,000,000 shares issued and outstanding at June 30, 2023, December 31, 2022 and June 30, 2022	125,000	125,000	125,000
Series E - \$25,000 liquidation value; 11,500 shares issued and outstanding at June 30, 2023, December 31, 2022 and June 30, 2022	287,500	287,500	287,500
Common stock, no par value; \$1.00 stated value; 100,000,000 shares authorized at June 30, 2023, December 31, 2022 and June 30, 2022; 61,219,240 shares issued at June 30, 2023, 60,797,270 shares issued at December 31, 2022 and 60,721,889 shares issued at June 30, 2022	61,219	60,797	60,722
Surplus	1,923,623	1,902,474	1,880,913
Treasury stock, at cost, 21,564 shares at June 30, 2023, 3,262 shares at December 31, 2022, and no shares at June 30, 2022	(1,966)	(304)	—
Retained earnings	3,120,626	2,849,007	2,616,525
Accumulated other comprehensive loss	(474,090)	(427,636)	(243,037)
Total shareholders' equity	5,041,912	4,796,838	4,727,623
Total liabilities and shareholders' equity	\$ 54,286,176	\$ 52,949,649	\$ 50,969,332

See accompanying notes to unaudited consolidated financial statements.

WINTRUST FINANCIAL CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME (UNAUDITED)

	Three Months Ended		Six Months Ended	
	June 30, 2023	June 30, 2022	June 30, 2023	June 30, 2022
(In thousands, except per share data)				
Interest income				
Interest and fees on loans	\$ 621,057	\$ 320,501	\$ 1,179,749	\$ 606,199
Mortgage loans held-for-sale	4,178	5,740	7,706	11,827
Interest-bearing deposits with banks	16,882	5,790	30,350	7,477
Federal funds sold and securities purchased under resale agreements	1	1,364	71	1,795
Investment securities	51,243	36,541	111,186	68,939
Trading account securities	6	4	20	9
Federal Home Loan Bank and Federal Reserve Bank stock	3,544	1,823	7,224	3,595
Brokerage customer receivables	265	205	560	379
Total interest income	697,176	371,968	1,336,866	700,220
Interest expense				
Interest on deposits	213,495	18,985	358,297	33,839
Interest on Federal Home Loan Bank advances	17,399	4,878	36,534	9,694
Interest on other borrowings	8,485	2,734	16,339	4,973
Interest on subordinated notes	5,523	5,517	11,011	10,999
Interest on junior subordinated debentures	4,737	2,050	9,153	3,617
Total interest expense	249,639	34,164	431,334	63,122
Net interest income	447,537	337,804	905,532	637,098
Provision for credit losses	28,514	20,417	51,559	24,523
Net interest income after provision for credit losses	419,023	317,387	853,973	612,575
Non-interest income				
Wealth management	33,858	31,369	63,803	62,763
Mortgage banking	29,981	33,314	48,245	110,545
Service charges on deposit accounts	13,608	15,888	26,511	31,171
Gains (losses) on investment securities, net	0	(7,797)	1,398	(10,579)
Fees from covered call options	2,578	1,069	12,969	4,811
Trading gains, net	106	176	919	4,065
Operating lease income, net	12,227	15,007	25,273	30,482
Other	20,672	13,916	41,681	32,474
Total non-interest income	113,030	102,942	220,799	265,732
Non-interest expense				
Salaries and employee benefits	184,923	167,326	361,704	339,681
Software and equipment	26,205	24,250	50,902	47,060
Operating lease equipment	9,816	8,774	19,649	18,482
Occupancy, net	19,176	17,651	37,662	35,475
Data processing	9,726	8,010	19,135	15,515
Advertising and marketing	17,794	16,615	29,740	28,539
Professional fees	8,940	7,876	17,103	16,277
Amortization of other acquisition-related intangible assets	1,499	1,579	2,734	3,188
FDIC insurance	9,008	6,949	17,677	14,678
Other real estate owned expense, net	118	294	(89)	(738)
Other	33,418	29,344	63,575	54,809
Total non-interest expense	320,623	288,668	619,792	572,966
Income before taxes	211,430	131,661	454,980	305,341
Income tax expense	56,680	37,148	120,032	83,437
Net income	\$ 154,750	\$ 94,513	\$ 334,948	\$ 221,904
Preferred stock dividends	6,991	6,991	13,982	13,982
Net income applicable to common shares	\$ 147,759	\$ 87,522	\$ 320,966	\$ 207,922
Net income per common share—Basic	\$ 2.41	\$ 1.51	\$ 5.26	\$ 3.61
Net income per common share—Diluted	\$ 2.38	\$ 1.49	\$ 5.18	\$ 3.56
Cash dividends declared per common share	\$ 0.40	\$ 0.34	\$ 0.80	\$ 0.68
Weighted average common shares outstanding	61,192	58,063	61,072	57,632
Dilutive potential common shares	902	775	933	823
Average common shares and dilutive common shares	62,094	58,838	62,005	58,455

See accompanying notes to unaudited consolidated financial statements.

WINTRUST FINANCIAL CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (UNAUDITED)

(In thousands)	Three Months Ended		Six Months Ended	
	June 30, 2023	June 30, 2022	June 30, 2023	June 30, 2022
Net income	\$ 154,750	\$ 94,513	\$ 334,948	\$ 221,904
Unrealized (losses) gains on available-for-sale securities				
Before tax	(46,231)	(166,536)	809	(372,553)
Tax effect	12,322	44,382	(215)	99,285
Net of tax	(33,909)	(122,154)	594	(273,268)
Reclassification of net gains on available-for-sale securities included in net income				
Before tax	2	—	562	250
Tax effect	(1)	—	(152)	(67)
Net of tax	1	—	410	183
Reclassification of amortization of unrealized gains on investment securities transferred to held-to-maturity from available-for-sale				
Before tax	28	44	71	86
Tax effect	(8)	(12)	(19)	(23)
Net of tax	20	32	52	63
Net unrealized (losses) gains on available-for-sale securities	(33,930)	(122,186)	132	(273,514)
Unrealized (losses) gains on derivative instruments				
Before tax	(106,431)	2,375	(71,765)	41,856
Tax effect	28,363	(634)	19,125	(11,166)
Net unrealized (losses) gains on derivative instruments	(78,068)	1,741	(52,640)	30,690
Foreign currency adjustment				
Before tax	6,527	(8,260)	7,417	(5,418)
Tax effect	(1,183)	1,667	(1,363)	1,113
Net foreign currency adjustment	5,344	(6,593)	6,054	(4,305)
Total other comprehensive (loss)	(106,654)	(127,038)	(46,454)	(247,129)
Comprehensive income (loss)	\$ 48,096	\$ (32,525)	\$ 288,494	\$ (25,225)

See accompanying notes to unaudited consolidated financial statements.

WINTRUST FINANCIAL CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY (UNAUDITED)

(In thousands, except per share data)	Preferred stock	Common stock	Surplus	Treasury stock	Retained earnings	Accumulated other comprehensive income (loss)	Total shareholders' equity
Balance at March 31, 2022	\$ 412,500	\$ 59,091	\$ 1,698,093	\$ (109,903)	\$ 2,548,474	\$ (115,999)	\$ 4,492,256
Net income	—	—	—	—	94,513	—	94,513
Other comprehensive loss, net of tax	—	—	—	—	—	(127,038)	(127,038)
Cash dividends declared on common stock, \$0.34 per share	—	—	—	—	(19,471)	—	(19,471)
Dividends on Series D preferred stock, \$0.41 per share and Series E preferred stock, \$429.69 per share	—	—	—	—	(6,991)	—	(6,991)
Stock-based compensation	—	—	6,998	—	—	—	6,998
Issuance of Series E preferred stock	—	—	—	—	—	—	—
Common stock issued for:							
New Issuance, net of cost	—	1,612	174,206	109,903	—	—	285,721
Exercise of stock options and warrants	—	5	177	—	—	—	182
Restricted stock awards	—	4	(4)	—	—	—	—
Employee stock purchase plan	—	9	784	—	—	—	793
Director compensation plan	—	1	659	—	—	—	660
Balance at June 30, 2022	\$ 412,500	\$ 60,722	\$ 1,880,913	\$ —	\$ 2,616,525	\$ (243,037)	\$ 4,727,623
Balance at January 1, 2022	\$ 412,500	\$ 58,892	\$ 1,685,572	\$ (109,903)	\$ 2,447,535	\$ 4,092	\$ 4,498,688
Net income	—	—	—	—	221,904	—	221,904
Other comprehensive loss, net of tax	—	—	—	—	—	(247,129)	(247,129)
Cash dividends declared on common stock, \$0.68 per share	—	—	—	—	(38,932)	—	(38,932)
Dividends on Series D preferred stock, \$0.82 per share and Series E preferred stock, \$859.38 per share	—	—	—	—	(13,982)	—	(13,982)
Common stock repurchases under authorized program	—	—	—	—	—	—	—
Stock-based compensation	—	—	14,889	—	—	—	14,889
Issuance of Series E preferred stock	—	—	—	—	—	—	—
Common stock issued for:							
Acquisitions	—	1,612	174,206	109,903	—	—	285,721
Exercise of stock options and warrants	—	84	3,456	—	—	—	3,540
Restricted stock awards	—	56	(56)	—	—	—	—
Employee stock purchase plan	—	19	1,616	—	—	—	1,635
Director compensation plan	—	59	1,230	—	—	—	1,289
Balance at June 30, 2022	\$ 412,500	\$ 60,722	\$ 1,880,913	\$ —	\$ 2,616,525	\$ (243,037)	\$ 4,727,623
Balance at March 31, 2023	\$ 412,500	\$ 61,198	\$ 1,913,947	\$ (1,966)	\$ 2,997,263	\$ (367,436)	\$ 5,015,506
Net income	—	—	—	—	154,750	—	154,750
Other comprehensive loss, net of tax	—	—	—	—	—	(106,654)	(106,654)
Cash dividends declared on common stock, \$0.40 per share	—	—	—	—	(24,396)	—	(24,396)
Dividends on Series D preferred stock, \$0.41 per share and Series E preferred stock, \$429.69 per share	—	—	—	—	(6,991)	—	(6,991)
Stock-based compensation	—	—	8,108	—	—	—	8,108
Common stock issued for:							
Exercise of stock options and warrants	—	—	—	—	—	—	—
Restricted stock awards	—	8	(8)	—	—	—	—
Employee stock purchase plan	—	13	894	—	—	—	907
Director compensation plan	—	—	682	—	—	—	682
Balance at June 30, 2023	\$ 412,500	\$ 61,219	\$ 1,923,623	\$ (1,966)	\$ 3,120,626	\$ (474,090)	\$ 5,041,912
Balance at January 1, 2023	\$ 412,500	\$ 60,797	\$ 1,902,474	\$ (304)	\$ 2,849,007	\$ (427,636)	\$ 4,796,838
Cumulative effect adjustment from the adoption of ASU 2022-02 (TDR)	—	—	—	—	(544)	—	(544)
Net income	—	—	—	—	334,948	—	334,948
Other comprehensive loss, net of tax	—	—	—	—	—	(46,454)	(46,454)
Cash dividends declared on common stock, \$0.80 per share	—	—	—	—	(48,803)	—	(48,803)
Dividends on Series D preferred stock, \$0.82 per share and Series E preferred stock, \$859.38 per share	—	—	—	—	(13,982)	—	(13,982)
Common stock repurchased under authorized program	—	—	—	—	—	—	—
Stock-based compensation	—	—	16,403	—	—	—	16,403
Issuance of Series E Preferred Stocks	—	—	—	—	—	—	—
Common stock issued for:							
New issuance, net of cost	—	—	—	—	—	—	—
Exercise of stock options and warrants	—	54	2,162	—	—	—	2,216
Restricted stock awards	—	283	(283)	(1,662)	—	—	(1,662)
Employee stock purchase plan	—	22	1,579	—	—	—	1,601
Director compensation plan	—	63	1,288	—	—	—	1,351
Balance at June 30, 2023	\$ 412,500	\$ 61,219	\$ 1,923,623	\$ (1,966)	\$ 3,120,626	\$ (474,090)	\$ 5,041,912

See accompanying notes to unaudited consolidated financial statements.

WINTRUST FINANCIAL CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS (UNAUDITED)

	Six Months Ended	
	June 30, 2023	June 30, 2022
<i>(In thousands)</i>		
Operating Activities:		
Net income	\$ 334,948	\$ 221,904
Adjustments to reconcile net income to net cash provided by operating activities		
Provision for credit losses	51,559	24,523
Depreciation, amortization and accretion, net	34,997	45,187
Stock-based compensation expense	16,403	14,889
Amortization of premium on securities, net	743	1,475
Accretion of discount and deferred fees on loans, net	(9,067)	(13,960)
Mortgage servicing rights fair value changes, net of economic hedge	13,190	(39,658)
Non-designated derivatives fair value changes, net	(2,088)	(236)
Originations and purchases of mortgage loans held-for-sale	(980,276)	(1,716,502)
Early buy-out exercises of mortgage loans held-for-sale guaranteed by U.S. government agencies, net of subsequent paydowns or payoffs	29,890	43,288
Proceeds from sales of mortgage loans held-for-sale	900,046	1,916,314
Bank owned life insurance ("BOLI") (gains) losses	(2,673)	836
(Increase) decrease in trading securities, net	(1,900)	51
Decrease in brokerage customer receivables, net	665	4,541
Gains on mortgage loans sold	(24,133)	(31,137)
(Gains) losses on investment securities, net	(1,398)	10,579
Losses on sales of premises and equipment, net	1,594	2,126
Losses (gains) on sales and fair value adjustments of other real estate owned, net	100	(868)
(Increase) decrease in accrued interest receivable and other assets, net	(83,646)	130,148
Increase in accrued interest payable and other liabilities, net	129,238	209,824
Net Cash Provided by Operating Activities	408,192	823,324
Investing Activities:		
Proceeds from maturities and calls of available-for-sale securities	2,032,564	208,534
Proceeds from maturities and calls of held-to-maturity securities	84,015	124,986
Proceeds from sales of equity securities with readily determinable fair value	23,592	18,753
Proceeds from sales and capital distributions of equity securities without readily determinable fair value	67	529
Purchases of available-for-sale securities	(1,359,722)	(1,224,316)
Purchases of held-to-maturity securities	(8,439)	(596,897)
Purchases of equity securities with readily determinable fair value	(26,677)	(27,805)
Purchases of equity securities without readily determinable fair value	(5,600)	(8,480)
Redemptions (purchases) of Federal Home Loan Bank and Federal Reserve Bank stock, net	29,642	(760)
Distributions from investments in partnerships, net	4,995	3,196
Net cash paid in business combinations	(4,966)	—
Proceeds from sales of other real estate owned	1,168	3,669
Decrease in securities purchased under resale agreements with terms exceeding three months, net	—	225,000
(Increase) decrease in interest-bearing deposits with banks, net	(172,149)	2,105,160
Increase in loans, net	(1,820,788)	(2,202,286)
Redemption of BOLI	—	960
Purchases of premises and equipment, net	(9,318)	(23,366)
Net Cash Used for Investing Activities	(1,231,616)	(1,393,123)
Financing Activities:		
Increase in deposit accounts, net	1,136,159	497,735
Increase (decrease) in other borrowings, net	59,552	(5,059)
Decrease in Federal Home Loan Bank advances, net	(290,000)	(75,000)
Proceeds from common stock offering, net	—	286,315
Cash payments to settle contingent consideration liabilities recognized in business combinations	(57)	—
Issuance of common shares resulting from the exercise of stock options and employee stock purchase plan	5,168	6,464
Common stock repurchases for tax withholdings related to stock-based compensation	(1,662)	—
Dividends paid	(62,785)	(52,914)
Net Cash Provided by Financing Activities	846,375	657,541
Net Increase in Cash and Cash Equivalents	22,951	87,742
Cash and Cash Equivalents at Beginning of Period	490,966	411,205
Cash and Cash Equivalents at End of Period	\$ 513,917	\$ 498,947

See accompanying notes to unaudited consolidated financial statements.

WINTRUST FINANCIAL CORPORATION AND SUBSIDIARIES
NOTES TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

(1) Basis of Presentation

The interim consolidated financial statements of Wintrust Financial Corporation and its subsidiaries (collectively, “Wintrust” or the “Company”) presented herein are unaudited, but in the opinion of management, reflect all necessary adjustments of a normal or recurring nature for a fair presentation of results as of the dates and for the periods covered by the interim consolidated financial statements.

The accompanying interim consolidated financial statements are unaudited and do not include information or footnotes necessary for a complete presentation of financial condition, results of operations or cash flows in accordance with U.S. generally accepted accounting principles (“GAAP”). The interim unaudited consolidated financial statements should be read in conjunction with the consolidated financial statements and notes included in the Company’s Annual Report on Form 10-K for the year ended December 31, 2022 (“2022 Form 10-K”). Operating results reported for the period are not necessarily indicative of the results which may be expected for the entire year. Reclassifications of certain prior period amounts have been made to conform to the current period presentation.

The preparation of the financial statements requires management to make estimates, assumptions and judgments that affect the reported amounts of assets and liabilities. Management believes that the estimates made are reasonable; however, changes in estimates may be required if economic or other conditions develop differently from management’s expectations. Certain policies and accounting principles inherently have a greater reliance on the use of estimates, assumptions and judgments and as such have a greater possibility of producing results that could be materially different than originally reported. Management views critical accounting policies to be those which are highly dependent on subjective or complex judgments, estimates and assumptions, and where changes in those estimates and assumptions could have a significant impact on the financial statements. Management currently views the determination of the allowance for credit losses, including the allowance for loan losses, the allowance for unfunded commitment losses and the allowance for held-to-maturity securities losses, estimations of fair value, the valuations required for impairment testing of goodwill, the valuation and accounting for derivative instruments and income taxes as the accounting areas that require the most subjective and complex judgments, and as such could be the most subject to revision as new information becomes available. Descriptions of the Company’s significant accounting policies are included in Note (1) “Summary of Significant Accounting Policies” of the 2022 Form 10-K. In preparation of these financial statements, subsequent events were evaluated through the time the financial statements were issued. Financial statements are considered issued when they are widely distributed to all shareholders and other financial statement users or filed with the SEC.

(2) Recent Accounting Developments

Reference Rate Reform

In March 2020, the FASB issued ASU No. 2020-04, “Reference Rate Reform (Topic 848), Facilitation of the Effects of Reference Rate Reform on Financial Reporting,” which provides temporary optional relief for contracts modified as a result of reference rate reform meeting certain modification criteria, generally allowing an entity to account for contract modifications occurring due to reference rate reform as an event that does not require contract remeasurement or reassessment of a previous accounting determination at the modification date. The guidance also includes temporary optional expedients intended to provide relief from various hedge effectiveness requirements for hedging relationships affected by reference rate reform, provided certain criteria are met, and allows a one-time election to sell or transfer to either available-for-sale or trading any held-to-maturity (“HTM”) debt securities that refer to an interest rate affected by reference rate reform and were classified as HTM prior to January 1, 2020. Additionally, in January 2021, the FASB issued ASU No. 2021-01, “Reference Rate Reform (Topic 848): Scope,” which provided additional clarification that certain optional expedients and exceptions noted above apply to derivative instruments that use an interest rate for margining, discounting or contract price alignment that is modified as a result of reference rate reform. This guidance was effective upon issuance and was able to be applied prospectively, with certain exceptions, through December 31, 2022.

In November 2020, federal and state banking regulators issued the “Interagency Policy Statement on Reference Rates for Loans” to reiterate that a specific replacement rate for loans impacted by reference rate reform has not been endorsed and entities may utilize any replacement reference rate determined to be appropriate based on its funding model and customer needs. As discussed in the “Interagency Policy Statement on Reference Rates for Loans,” fallback language should be included in lending contracts to provide for use of a robust fallback rate if the initial reference rate is discontinued. Additionally, federal banking regulators issued the “Interagency Statement on LIBOR Transition” acknowledging that the administrator of the London Inter-Bank Offered Rate (“LIBOR”) has announced it will consult on its intention to cease the publication of the one

week and two month USD LIBOR settings immediately following the LIBOR publication on December 31, 2021, and the remaining USD LIBOR settings immediately following the LIBOR publication on June 30, 2023. As discussed in the “Interagency Statement on LIBOR Transition,” regulators encouraged banks to cease entering into new contracts that use USD LIBOR as a reference rate as soon as practicable and in any event by December 31, 2021, in order to facilitate an orderly, safe and sound LIBOR transition. The Company has discontinued use of USD LIBOR in new contracts and continues to monitor efforts and evaluate the impact of reference rate reform on its consolidated financial statements. As of June 30, 2023, the Company has mitigated its remaining LIBOR exposure, with any outstanding or committed exposures being proactively moved to an alternative rate or falling back per the terms of the contract or as per the AIRLA.

In December 2022, the FASB issued ASU No. 2022-06 “Reference Rate Reform (Topic 848) - Deferral of the Sunset Date of Topic 848,” which updated the sunset date of Topic 848 from December 31, 2022, to December 31, 2024, after which entities would no longer be permitted to apply the relief in Topic 848. The objective of Topic 848 is to provide relief during the temporary transition period, thus, the FASB included a sunset provision within Topic 848 based on expectations of when LIBOR would cease being published. This guidance was effective upon issuance and can be applied prospectively, with certain exceptions, through December 31, 2024. The Company expects that adoption of this standard on activities subsequent to June 30, 2023 will not have a material impact on the consolidated financial statements.

Business Combinations

In October 2021, the FASB issued ASU No. 2021-08, “Business Combinations (Topic 805), Accounting for Contract Assets and Contract Liabilities from Contracts with Customers,” which clarifies diversity in practice related to recognition and measurement of contract assets and liabilities related to revenue contracts with customers which are acquired in a business combination by aligning business combination accounting with the subsequent accounting for contract assets and liabilities by requiring entities to apply ASC Topic 606, Revenue from Contracts with Customers, in order to recognize and measure deferred revenue in a business combination. The guidance also creates an exception to the general recognition and measurement principle in ASC Topic 805, Business Combinations, under which such amounts are recognized by the acquirer at fair value on the acquisition date by providing two practical expedients for acquirers. The Company adopted ASU No. 2021-08 as of January 1, 2023. Adoption of this standard did not have a material impact on the Company’s consolidated financial statements.

Fair Value Hedging - Portfolio Layer Method

In March 2022, the FASB issued ASU No. 2022-01, “Derivatives and Hedging (Topic 815): Fair Value Hedging - Portfolio Layer Method” which expands the current last-of-layer method by allowing multiple hedged layers to be designated for a single closed portfolio of financial assets or one or more beneficial interests secured by a portfolio of financial instruments. The Company adopted ASU No. 2022-01 as of January 1, 2023. Adoption of this standard did not have a material impact on the Company’s consolidated financial statements.

Troubled Debt Restructurings and Vintage Disclosures

In March 2022, the FASB issued ASU No. 2022-02, “Financial Instruments - Credit Losses (Topic 326): Troubled Debt Restructurings and Vintage Disclosures” which eliminates the separate recognition and measurement guidance for troubled debt restructurings (“TDRs”) by creditors, while enhancing disclosure requirements for certain loan refinancing and restructurings by creditors when a borrower is experiencing financial difficulty, and requiring entities to disclose current-period gross write-offs by year of origination for certain financing receivables and net investments in leases. The Company adopted ASU No. 2022-02 as of January 1, 2023. Guidance was adopted under a modified retrospective approach and, at January 1, 2023, the Company recognized a cumulative-effect adjustment to the allowance for loan losses of \$741,000 representing the change in methodology of estimating expected credit losses for loans previously classified as TDRs. This amount was a positive adjustment to the allowance for loan losses, presented separately on the Company’s Consolidated Statements of Condition, with an offsetting negative adjustment recorded directly to retained earnings, net of taxes.

Fair Value Measurement - Equity Securities with Contractual Sale Restrictions

In June 2022, the FASB issued ASU No. 2022-03, “Fair Value Measurement (Topic 820): Fair Value Measurement of Equity Securities Subject to Contractual Sale Restrictions” which clarifies the guidance in ASC 820 when measuring the fair value of an equity security subject to contractual restrictions that prohibit the sale of an equity security, and also requires specific disclosures related to these types of securities. This guidance is effective for fiscal years beginning after December 15, 2023, including interim periods therein, and is to be applied under a prospective approach. Early adoption is permitted. The Company does not expect this guidance to have a material impact on the Company’s consolidated financial statements.

Legislation Issued Related to Stock Repurchases

On August 16, 2022, the Inflation Reduction Act of 2022 (the “IRA”) was signed by the President of the United States. Among other things, the IRA imposes a 1% excise tax on the fair market value of stock repurchased after December 31, 2022. With certain exceptions, the value of stock repurchased is determined net of stock issued in the year, including shares issued pursuant to compensatory arrangements. This new legislation did not have a material impact on the Company's consolidated financial statements.

Equity Method and Joint Ventures - Investments in Tax Credit Structures

In March 2023, the FASB issued ASU No. 2023-02, “Investments-Equity Method and Joint Ventures (Topic 323): Accounting for Investments in Tax Credit Structures Using the Proportional Amortization Method,” which allows reporting entities the option to apply the proportional amortization method to other tax credit programs besides the Low-Income Housing Tax Credit structures. The guidance requires application of the proportional amortization method on a tax-credit-program-by-tax-credit-program basis rather than electing the method at the reporting level entity level. This guidance is effective for fiscal years beginning after December 15, 2023, including interim periods therein, and is to be applied under either a modified retrospective or retrospective approach. Early adoption is permitted. The Company does not expect this guidance to have a material impact on the Company's consolidated financial statements.

(3) Business Combinations

On April 3, 2023, the Company completed its acquisition of Rothschild & Co Asset Management US Inc. and Rothschild & Co Risk Based Investments LLC from Rothschild & Co North America Inc (collectively, “Rothschild & Co Asset Management U.S.”). As of the acquisition date, the Company acquired approximately \$12.6 million in assets. As the transaction was determined to be a business combination, the Company recorded goodwill of approximately \$2.6 million on the purchase.

(4) Cash and Cash Equivalents

For purposes of the Consolidated Statements of Cash Flows, the Company considers cash and cash equivalents to include cash on hand, cash items in the process of collection, non-interest bearing amounts due from correspondent banks, federal funds sold and securities purchased under resale agreements with original maturities of three months or less. These items are included within the Company's Consolidated Statements of Condition as cash and due from banks, and federal funds sold and securities purchased under resale agreements.

(5) Investment Securities

The following tables are a summary of the investment securities portfolios as of the dates shown:

	June 30, 2023			
(In thousands)	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value
Available-for-sale securities				
U.S. Treasury	\$ —	\$ —	\$ —	\$ —
U.S. government agencies	80,000	—	(5,725)	74,275
Municipal	173,540	102	(6,231)	167,411
Corporate notes:				
Financial issuers	83,995	—	(12,920)	71,075
Other	1,000	—	(15)	985
Mortgage-backed: ⁽¹⁾				
Mortgage-backed securities	3,585,943	—	(483,659)	3,102,284
Collateralized mortgage obligations	94,373	—	(17,922)	76,451
Total available-for-sale securities	<u>\$ 4,018,851</u>	<u>\$ 102</u>	<u>\$ (526,472)</u>	<u>\$ 3,492,481</u>
Held-to-maturity securities				
U.S. government agencies	\$ 339,604	\$ —	\$ (71,022)	\$ 268,582
Municipal	176,128	362	(4,502)	171,988
Mortgage-backed: ⁽¹⁾				
Mortgage-backed securities	2,832,138	—	(574,114)	2,258,024
Collateralized mortgage obligations	159,120	—	(23,014)	136,106
Corporate notes	57,889	35	(4,733)	53,191
Total held-to-maturity securities	<u>\$ 3,564,879</u>	<u>\$ 397</u>	<u>\$ (677,385)</u>	<u>\$ 2,887,891</u>
Less: Allowance for credit losses	(406)			
Held-to-maturity securities, net of allowance for credit losses	<u>\$ 3,564,473</u>			
Equity securities with readily determinable fair value	<u>\$ 120,629</u>	<u>\$ 3,711</u>	<u>\$ (8,065)</u>	<u>\$ 116,275</u>

(1) Consisting entirely of residential mortgage-backed securities, none of which are subprime.

	December 31, 2022			
(In thousands)	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value
Available-for-sale securities				
U.S. Treasury	\$ 14,943	\$ 5	\$ —	\$ 14,948
U.S. government agencies	80,000	36	(5,814)	74,222
Municipal	173,861	230	(5,436)	168,655
Corporate notes:				
Financial issuers	93,994	—	(9,291)	84,703
Other	1,000	2	—	1,002
Mortgage-backed: ⁽¹⁾				
Mortgage-backed securities	3,308,494	238	(488,795)	2,819,937
Collateralized mortgage obligations	97,342	—	(17,792)	79,550
Total available-for-sale securities	<u>\$ 3,769,634</u>	<u>\$ 511</u>	<u>\$ (527,128)</u>	<u>\$ 3,243,017</u>
Held-to-maturity securities				
U.S. government agencies	\$ 339,614	\$ —	\$ (75,293)	\$ 264,321
Municipal	179,027	477	(4,066)	175,438
Mortgage-backed: ⁽¹⁾				
Mortgage-backed securities	2,900,031	—	(583,682)	2,316,349
Collateralized mortgage obligations	164,151	—	(23,322)	140,829
Corporate notes	58,232	—	(5,348)	52,884
Total held-to-maturity securities	<u>\$ 3,641,055</u>	<u>\$ 477</u>	<u>\$ (691,711)</u>	<u>\$ 2,949,821</u>
Less: Allowance for credit losses	(488)			
Held-to-maturity securities, net of allowance for credit losses	<u>\$ 3,640,567</u>			
Equity securities with readily determinable fair value	<u>\$ 115,552</u>	<u>\$ 2,935</u>	<u>\$ (8,122)</u>	<u>\$ 110,365</u>

(1) Consisting entirely of residential mortgage-backed securities, none of which are subprime.

	June 30, 2022			
(In thousands)	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value
Available-for-sale securities				
U.S. Treasury	\$ —	\$ —	\$ —	\$ —
U.S. government agencies	50,000	—	(1,913)	48,087
Municipal	170,268	570	(4,133)	166,705
Corporate notes:				
Financial issuers	93,994	—	(5,177)	88,817
Other	1,000	—	(4)	996
Mortgage-backed: ⁽¹⁾				
Mortgage-backed securities	2,915,107	28	(336,517)	2,578,618
Collateralized mortgage obligations	101,132	1	(14,235)	86,898
Total available-for-sale securities	<u>\$ 3,331,501</u>	<u>\$ 599</u>	<u>\$ (361,979)</u>	<u>\$ 2,970,121</u>
Held-to-maturity securities				
U.S. government agencies	\$ 294,631	\$ —	\$ (53,222)	\$ 241,409
Municipal	179,642	1,195	(2,796)	178,041
Mortgage-backed: ⁽¹⁾				
Mortgage-backed securities	2,719,754	—	(438,050)	2,281,704
Collateralized mortgage obligations	170,951	—	(16,254)	154,697
Corporate notes	48,574	2	(4,158)	44,418
Total held-to-maturity securities	<u>\$ 3,413,552</u>	<u>\$ 1,197</u>	<u>\$ (514,480)</u>	<u>\$ 2,900,269</u>
Less: Allowance for credit losses	(83)			
Held-to-maturity securities, net of allowance for credit losses	<u>\$ 3,413,469</u>			
Equity securities with readily determinable fair value	<u>\$ 96,247</u>	<u>\$ 3,143</u>	<u>\$ (6,095)</u>	<u>\$ 93,295</u>

(1) Consisting entirely of residential mortgage-backed securities, none of which are subprime.

Equity securities without readily determinable fair values totaled \$53.4 million as of June 30, 2023. Equity securities without readily determinable fair values are included as part of accrued interest receivable and other assets in the Company's Consolidated Statements of Condition. The Company monitors its equity investments without readily determinable fair values to identify potential transactions that may indicate an observable price change in orderly transactions for the identical or a similar investment of the same issuer, requiring adjustment to its carrying amount. The Company recorded no upward or downward adjustments related to such observable price changes for the three and six months ended June 30, 2023 or June 30, 2022. The Company conducts a quarterly assessment of its equity securities without readily determinable fair values to determine whether impairment exists in such securities, considering, among other factors, the nature of the securities, financial condition of the issuer and expected future cash flows. During the three months ended June 30, 2023, the Company recorded no impairment of equity securities without readily determinable fair values. During the three months ended June 30, 2022, the Company recorded \$3.8 million of impairment of equity securities without readily determinable fair values. During the six months ended June 30, 2023, the Company recorded no of impairment of equity securities without readily determinable fair values. During the six months ended June 30, 2022, the Company recorded \$4.4 million of impairment of equity securities without readily determinable fair values.

The following table presents the portion of the Company’s available-for-sale investment securities portfolios that have gross unrealized losses, reflecting the length of time that individual securities have been in a continuous unrealized loss position at June 30, 2023:

(In thousands)	Continuous unrealized losses existing for less than 12 months		Continuous unrealized losses existing for greater than 12 months		Total	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses
Available-for-sale securities						
U.S. government agencies	\$ 29,909	\$ (91)	\$ 44,366	\$ (5,634)	\$ 74,275	\$ (5,725)
Municipal	101,356	(1,988)	53,731	(4,243)	155,087	(6,231)
Corporate notes:						
Financial issuers	—	—	71,075	(12,920)	71,075	(12,920)
Other	985	(15)	—	—	985	(15)
Mortgage-backed: ⁽¹⁾						
Mortgage-backed securities	876,659	(18,454)	2,225,624	(465,205)	3,102,283	(483,659)
Collateralized mortgage obligations	37	(1)	76,414	(17,921)	76,451	(17,922)
Total available-for-sale securities	<u>\$ 1,008,946</u>	<u>\$ (20,549)</u>	<u>\$ 2,471,210</u>	<u>\$ (505,923)</u>	<u>\$ 3,480,156</u>	<u>\$ (526,472)</u>

(1) Consisting entirely of residential mortgage-backed securities, none of which are subprime.

The Company conducts a regular assessment of its investment securities to determine whether securities are experiencing credit losses. Factors for consideration include the nature of the securities, credit ratings or financial condition of the issuer, the extent of the unrealized loss, expected cash flows, market conditions and the Company’s ability to hold the securities through the anticipated recovery period.

The Company does not consider available-for-sale securities with unrealized losses at June 30, 2023 to be experiencing credit losses and recognized no resulting allowance for credit losses for such individually assessed credit losses. The Company does not intend to sell these investments and it is more likely than not that the Company will not be required to sell these investments before recovery of the amortized cost bases, which may be the maturity dates of the securities. The unrealized losses within each category have occurred as a result of changes in interest rates, market spreads and market conditions subsequent to purchase. Available-for-sale securities with continuous unrealized losses existing for more than twelve months at June 30, 2023 were primarily mortgage-backed securities with unrealized losses due to increased market rates during such period.

See Note (7) “Allowance for Credit Losses” for further discussion regarding any credit losses associated with held-to-maturity securities at June 30, 2023.

The following table provides information as to the amount of gross gains and losses, adjustments and impairment on investment securities recognized in earnings and proceeds received through the sale or call of investment securities:

(In thousands)	Three months ended June 30,		Six months ended June 30,	
	2023	2022	2023	2022
Realized gains on investment securities	\$ 6	\$ 7	\$ 611	\$ 265
Realized losses on investment securities	(6)	(7)	(51)	(14)
Net realized gains on investment securities	—	—	560	251
Unrealized gains on equity securities with readily determinable fair value	684	2	2,974	182
Unrealized losses on equity securities with readily determinable fair value	(684)	(4,013)	(2,136)	(6,655)
Net unrealized gains (losses) on equity securities with readily determinable fair value	—	(4,011)	838	(6,473)
Upward adjustments of equity securities without readily determinable fair values	—	—	—	—
Downward adjustments of equity securities without readily determinable fair values	—	—	—	—
Impairment of equity securities without readily determinable fair values	—	(3,786)	—	(4,357)
Adjustment and impairment, net, of equity securities without readily determinable fair values	—	(3,786)	—	(4,357)
Gains (losses) on investment securities, net	\$ —	\$ (7,797)	\$ 1,398	\$ (10,579)
Proceeds from sales of available-for-sale securities ⁽¹⁾	\$ —	\$ —	\$ —	\$ —
Proceeds from sales of equity securities with readily determinable fair value	—	—	23,592	18,753
Proceeds from sales and capital distributions of equity securities without readily determinable fair value	—	279	67	529

(1) Includes proceeds from available-for-sale securities sold in accordance with written covered call options sold to a third party.

The amortized cost and fair value of available-for-sale and held-to-maturity investment securities as of June 30, 2023, December 31, 2022 and June 30, 2022, by contractual maturity, are shown in the following table. Contractual maturities may differ from actual maturities as borrowers may have the right to call or repay obligations with or without call or prepayment penalties. Mortgage-backed securities are not included in the maturity categories in the following maturity summary as actual maturities may differ from contractual maturities because the underlying mortgages may be called or prepaid without penalties:

(In thousands)	June 30, 2023		December 31, 2022		June 30, 2022	
	Amortized Cost	Fair Value	Amortized Cost	Fair Value	Amortized Cost	Fair Value
Available-for-sale securities						
Due in one year or less	\$ 93,724	\$ 93,137	\$ 119,830	\$ 119,275	\$ 55,058	\$ 54,824
Due in one to five years	138,704	126,776	63,644	61,701	75,941	74,559
Due in five to ten years	41,655	36,315	115,734	105,076	115,378	109,492
Due after ten years	64,452	57,518	64,590	57,478	68,885	65,730
Mortgage-backed	3,680,316	3,178,735	3,405,836	2,899,487	3,016,239	2,665,516
Total available-for-sale securities	\$ 4,018,851	\$ 3,492,481	\$ 3,769,634	\$ 3,243,017	\$ 3,331,501	\$ 2,970,121
Held-to-maturity securities						
Due in one year or less	\$ 2,479	\$ 2,475	\$ 1,340	\$ 1,332	\$ 1,457	\$ 1,458
Due in one to five years	102,182	96,806	94,705	89,093	84,906	80,705
Due in five to ten years	106,708	105,054	115,318	113,758	105,450	105,491
Due after ten years	362,252	289,426	365,510	288,460	331,034	276,214
Mortgage-backed	2,991,258	2,394,130	3,064,182	2,457,178	2,890,705	2,436,401
Total held-to-maturity securities	\$ 3,564,879	\$ 2,887,891	\$ 3,641,055	\$ 2,949,821	\$ 3,413,552	\$ 2,900,269
Less: Allowance for credit losses	(406)		(488)		(83)	
Held-to-maturity securities, net of allowance for credit losses	\$ 3,564,473		\$ 3,640,567		\$ 3,413,469	

Securities having a carrying value of \$6.4 billion at June 30, 2023 as well as securities having a carrying value of \$2.8 billion at both December 31, 2022 and June 30, 2022, respectively, were pledged as collateral for public deposits, trust deposits, Federal Home Loan Bank (“FHLB”) advances and available lines of credit, securities sold under repurchase agreements and derivatives. At June 30, 2023, there were no securities of a single issuer, other than U.S. government-sponsored agency securities, which exceeded 10% of shareholders’ equity.

(6) Loans

The following table shows the Company’s loan portfolio by category as of the dates shown:

(Dollars in thousands)	June 30, 2023	December 31, 2022	June 30, 2022
Balance:			
Commercial	\$12,600,471	\$ 12,549,164	\$ 12,047,105
Commercial real estate	10,608,811	9,950,947	9,407,205
Home equity	336,974	332,698	325,826
Residential real estate	2,643,240	2,372,383	2,078,907
Premium finance receivables			
Property and casualty insurance	6,762,698	5,849,459	5,541,447
Life insurance	8,039,273	8,090,998	7,608,433
Consumer and other	31,941	50,836	44,180
Total loans, net of unearned income	<u>\$41,023,408</u>	<u>\$ 39,196,485</u>	<u>\$ 37,053,103</u>
Mix:			
Commercial	31 %	32 %	32 %
Commercial real estate	26	25	25
Home equity	1	1	1
Residential real estate	6	6	6
Premium finance receivables			
Property and casualty insurance	16	15	15
Life insurance	20	21	21
Consumer and other	0	0	0
Total loans, net of unearned income	<u>100 %</u>	<u>100 %</u>	<u>100 %</u>

The Company’s loan portfolio is generally comprised of loans to consumers and small to medium-sized businesses, which, for the commercial and commercial real estate portfolios, are located primarily within the geographic market areas that the banks serve. Various niche lending businesses, including lease finance and franchise lending, operate on a national level. The premium finance receivables portfolios are made to customers throughout the United States and Canada. The Company strives to maintain a loan portfolio that is diverse in terms of loan type, industry, borrower, and geographic concentrations. Such diversification reduces the exposure to economic downturns that may occur in different segments of the economy or in different industries.

Certain premium finance receivables are recorded net of unearned income. The unearned income portions of such premium finance receivables were \$281.7 million at June 30, 2023, \$224.5 million at December 31, 2022 and \$160.6 million at June 30, 2022.

Total loans, excluding purchased credit deteriorated (“PCD”) loans, include net deferred loan fees and costs and fair value purchase accounting adjustments totaling \$72.8 million at June 30, 2023, \$71.8 million at December 31, 2022 and \$70.2 million at June 30, 2022.

It is the policy of the Company to review each prospective credit in order to determine the appropriateness and, when required, the adequacy of security or collateral necessary to obtain when making a loan. The type of collateral, when required, will vary from liquid assets to real estate. The Company seeks to ensure access to collateral, in the event of default, through adherence to state lending laws and the Company’s credit monitoring procedures.

(7) Allowance for Credit Losses

In accordance with ASC 326, the Company is required to measure the allowance for credit losses of financial assets with similar risk characteristics on a collective or pooled basis. In considering the segmentation of financial assets measured at amortized cost into pools, the Company considered various risk characteristics in its analysis. Generally, the segmentation utilized represents the level at which the Company develops and documents its systematic methodology to determine the allowance for credit losses for the financial assets held at amortized cost, specifically the Company’s loan portfolio and debt securities

classified as held-to-maturity. Descriptions of the Company’s loan portfolio segments and major debt security types are included in Note (5) “Allowance for Credit Losses” of the 2022 Form 10-K.

In accordance with ASC 326, the Company elected to not measure an allowance for credit losses on accrued interest. As such accrued interest is written off in a timely manner when deemed uncollectible. Any such write-off of accrued interest will reverse previously recognized interest income. In addition, the Company elected to not include accrued interest within presentation and disclosures of the carrying amount of financial assets held at amortized cost. This election is applicable to the various disclosures included within the Company's financial statements. Accrued interest related to financial assets held at amortized cost is included within accrued interest receivable and other assets within the Company's Consolidated Statements of Condition and totaled \$267.3 million at June 30, 2023, \$214.0 million at December 31, 2022, and \$130.9 million at June 30, 2022.

The tables below show the aging of the Company’s loan portfolio by the segmentation noted above at June 30, 2023, December 31, 2022 and June 30, 2022:

As of June 30, 2023						
<i>(In thousands)</i>	Nonaccrual	90+ days and still accruing	60-89 days past due	30-59 days past due	Current	Total Loans
Loan Balances (includes PCD):						
Commercial						
Commercial, industrial and other	\$ 40,460	\$ 573	\$ 22,808	\$ 48,970	\$ 12,487,660	\$ 12,600,471
Commercial real estate						
Construction and development	12,536	—	—	766	1,747,134	1,760,436
Non-construction	5,947	—	1,054	13,452	8,827,922	8,848,375
Home equity	1,361	110	316	601	334,586	336,974
Residential real estate, excluding early buy-out loans	13,652	—	7,243	872	2,433,625	2,455,392
Premium finance receivables						
Property and casualty insurance loans	19,583	12,785	22,670	32,751	6,674,909	6,762,698
Life insurance loans	6	1,667	3,729	90,117	7,943,754	8,039,273
Consumer and other	4	28	51	146	31,712	31,941
Total loans, net of unearned income, excluding early buy-out loans	\$ 93,549	\$ 15,163	\$ 57,871	\$ 187,675	\$ 40,481,302	\$ 40,835,560
Early buy-out loans guaranteed by U.S. government agencies ⁽¹⁾	117	57,728	918	—	129,085	187,848
Total loans, net of unearned income	\$ 93,666	\$ 72,891	\$ 58,789	\$ 187,675	\$ 40,610,387	\$ 41,023,408
As of December 31, 2022						
<i>(In thousands)</i>	Nonaccrual	90+ days and still accruing	60-89 days past due	30-59 days past due	Current	Total Loans
Loan Balances (includes PCD):						
Commercial						
Commercial, industrial and other	\$ 35,579	\$ 462	\$ 21,128	\$ 56,696	\$ 12,435,299	\$ 12,549,164
Commercial real estate						
Construction and development	416	—	361	14,390	1,471,763	1,486,930
Non-construction	5,971	—	1,883	16,285	8,439,878	8,464,017
Home equity	1,487	—	—	2,152	329,059	332,698
Residential real estate, excluding early buy-out loans	10,171	—	4,364	9,982	2,183,078	2,207,595
Premium finance receivables						
Property and casualty insurance loans	13,470	15,841	14,926	40,557	5,764,665	5,849,459
Life insurance loans	—	17,245	5,260	68,725	7,999,768	8,090,998
Consumer and other	6	49	18	224	50,539	50,836
Total loans, net of unearned income, excluding early buy-out loans	\$ 67,100	\$ 33,597	\$ 47,940	\$ 209,011	\$ 38,674,049	\$ 39,031,697
Early buy-out loans guaranteed by U.S. government agencies ⁽¹⁾	31,279	47,450	984	1,584	83,491	164,788
Total loans, net of unearned income	\$ 98,379	\$ 81,047	\$ 48,924	\$ 210,595	\$ 38,757,540	\$ 39,196,485

(1) Early buy-out loans are insured or guaranteed by the FHA or the U.S. Department of Veterans Affairs, subject to indemnifications and insurance limits for certain loans.

As of June 30, 2022 (In thousands)	Nonaccrual	90+ days and still accruing	60-89 days past due	30-59 days past due	Current	Total Loans
Loan Balances (includes PCD):						
Commercial						
Commercial, industrial and other	\$ 32,436	\$ —	\$ 16,789	\$ 14,120	\$ 11,983,760	\$ 12,047,105
Commercial real estate						
Construction and development	889	—	—	1,144	1,504,285	1,506,318
Non-construction	9,829	—	6,771	33,076	7,851,211	7,900,887
Home equity	1,084	—	154	930	323,658	325,826
Residential real estate, excluding early buy-out loans	8,330	—	534	147	1,956,040	1,965,051
Premium finance receivables						
Property and casualty insurance loans	13,303	6,447	15,299	23,313	5,483,085	5,541,447
Life insurance loans	—	—	1,796	65,155	7,541,482	7,608,433
Consumer and other	8	25	8	119	44,020	44,180
Total loans, net of unearned income, excluding early buy-out loans	\$ 65,879	\$ 6,472	\$ 41,351	\$ 138,004	\$ 36,687,541	\$ 36,939,247
Early buy-out loans guaranteed by U.S. government agencies ⁽¹⁾	23,815	50,314	272	—	39,455	113,856
Total loans, net of unearned income	\$ 89,694	\$ 56,786	\$ 41,623	\$ 138,004	\$ 36,726,996	\$ 37,053,103

(1) Early buy-out loans are insured or guaranteed by the FHA or the U.S. Department of Veterans Affairs, subject to indemnifications and insurance limits for certain loans.

Credit Quality Indicators

Credit quality indicators, specifically the Company's internal risk rating systems, reflect how the Company monitors credit losses and represents factors used by the Company when measuring the allowance for credit losses. Descriptions of the Company's credit quality indicators by financial asset are included in Note (5) "Allowance for Credit Losses" of the 2022 Form 10-K.

The table below shows the Company's loan portfolio by credit quality indicator and year of origination at June 30, 2023:

(In thousands)	Year of Origination						Revolving	to Term	Total Loans
	2023	2022	2021	2020	2019	Prior			
Loan Balances:									
Commercial, industrial and other									
Pass	\$ 1,432,042	\$ 2,302,642	\$ 1,892,615	\$ 842,764	\$ 536,136	\$ 1,091,823	\$ 4,016,909	\$ 3,612	\$ 12,118,543
Special mention	4,953	44,081	72,155	5,689	18,040	6,820	94,418	1,328	247,484
Substandard accrual	3,046	36,007	39,858	3,177	9,549	41,282	60,683	382	193,984
Substandard nonaccrual/doubtful	—	1,100	5,576	1,848	27,455	4,316	165	—	40,460
Total commercial, industrial and other	\$ 1,440,041	\$ 2,383,830	\$ 2,010,204	\$ 853,478	\$ 591,180	\$ 1,144,241	\$ 4,172,175	\$ 5,322	\$ 12,600,471
Construction and development									
Pass	\$ 137,138	\$ 623,589	\$ 479,051	\$ 191,308	\$ 110,298	\$ 115,876	\$ 16,549	\$ 367	\$ 1,674,176
Special mention	—	—	1,699	18,420	20,000	14,250	—	—	54,369
Substandard accrual	—	2,475	—	—	3,464	13,416	—	—	19,355
Substandard nonaccrual/doubtful	—	4,190	—	8,248	—	98	—	—	12,536
Total construction and development	\$ 137,138	\$ 630,254	\$ 480,750	\$ 217,976	\$ 133,762	\$ 143,640	\$ 16,549	\$ 367	\$ 1,760,436
Non-construction									
Pass	\$ 824,864	\$ 1,857,052	\$ 1,423,876	\$ 972,603	\$ 788,128	\$ 2,549,042	\$ 192,636	\$ 1,415	\$ 8,609,616
Special mention	2,479	5,088	28,536	—	26,357	63,570	1,439	—	127,469
Substandard accrual	—	1,431	2,964	21,406	11,012	68,530	—	—	105,343
Substandard nonaccrual/doubtful	—	—	25	—	586	5,336	—	—	5,947
Total non-construction	\$ 827,343	\$ 1,863,571	\$ 1,455,401	\$ 994,009	\$ 826,083	\$ 2,686,478	\$ 194,075	\$ 1,415	\$ 8,848,375
Home equity									
Pass	\$ —	\$ —	\$ 63	\$ —	\$ 93	\$ 6,207	\$ 317,066	\$ —	\$ 323,429
Special mention	—	230	—	—	59	1,763	2,370	—	4,422
Substandard accrual	—	—	—	—	—	6,596	1,038	128	7,762
Substandard nonaccrual/doubtful	—	—	77	115	18	937	98	116	1,361
Total home equity	\$ —	\$ 230	\$ 140	\$ 115	\$ 170	\$ 15,503	\$ 320,572	\$ 244	\$ 336,974
Residential real estate									
Early buy-out loans guaranteed by U.S. government agencies	\$ —	\$ 24	\$ 1,384	\$ 9,713	\$ 19,125	\$ 157,602	\$ —	\$ —	\$ 187,848
Pass	254,659	827,009	809,152	221,005	116,043	189,815	—	—	2,417,683

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Special mention	39	3,470	994	1,355	534	5,317	—	—	11,709
Substandard accrual	583	2,562	4,377	1,165	260	3,401	—	—	12,348
Substandard nonaccrual/doubtful	—	912	1,206	744	2,497	8,293	—	—	13,652
Total residential real estate	\$ 255,281	\$ 833,977	\$ 817,113	\$ 233,982	\$ 138,459	\$ 364,428	\$ —	\$ —	\$ 2,643,240
Premium finance receivables - property and casualty									
Pass	\$ 5,638,768	\$ 919,368	\$ 26,646	\$ 4,012	\$ 361	\$ —	\$ —	\$ —	\$ 6,589,155
Special mention	130,056	17,308	255	10	—	—	—	—	147,629
Substandard accrual	3,220	3,110	1	—	—	—	—	—	6,331
Substandard nonaccrual/doubtful	4,554	14,811	213	5	—	—	—	—	19,583
Total premium finance receivables - property and casualty	\$ 5,776,598	\$ 954,597	\$ 27,115	\$ 4,027	\$ 361	\$ —	\$ —	\$ —	\$ 6,762,698
Premium finance receivables - life									
Pass	\$ 125,737	\$ 584,412	\$ 875,181	\$ 1,063,640	\$ 949,935	\$ 4,404,124	\$ —	\$ —	\$ 8,003,029
Special mention	—	—	758	6,323	—	29,157	—	—	36,238
Substandard accrual	—	—	—	—	—	—	—	—	—
Substandard nonaccrual/doubtful	—	6	—	—	—	—	—	—	6
Total premium finance receivables - life	\$ 125,737	\$ 584,418	\$ 875,939	\$ 1,069,963	\$ 949,935	\$ 4,433,281	\$ —	\$ —	\$ 8,039,273
Consumer and other									
Pass	\$ 2,344	\$ 1,904	\$ 1,077	\$ 163	\$ 399	\$ —	\$ 25,849	\$ —	\$ 31,736
Special mention	2	13	—	—	2	127	1	—	145
Substandard accrual	—	9	—	—	—	37	10	—	56
Substandard nonaccrual/doubtful	—	—	4	—	—	—	—	—	4
Total consumer and other	\$ 2,346	\$ 1,926	\$ 1,081	\$ 163	\$ 401	\$ 164	\$ 25,860	\$ —	\$ 31,941
Total loans									
Early buy-out loans guaranteed by U.S. government agencies	\$ —	\$ 24	\$ 1,384	\$ 9,713	\$ 19,125	\$ 157,602	\$ —	\$ —	\$ 187,848
Pass	8,415,552	7,115,976	5,507,661	3,295,495	2,501,393	8,356,887	4,569,009	5,394	39,767,367
Special mention	137,529	70,190	104,397	31,797	64,992	121,004	98,228	1,328	629,465
Substandard accrual	6,849	45,594	47,200	25,748	24,285	133,262	61,731	510	345,179
Substandard nonaccrual/doubtful	4,554	21,019	7,101	10,960	30,556	18,980	263	116	93,549
Total loans	\$ 8,564,484	\$ 7,252,803	\$ 5,667,743	\$ 3,373,713	\$ 2,640,351	\$ 8,787,735	\$ 4,729,231	\$ 7,348	\$ 41,023,408
Gross write offs									
Three months ended June 30, 2023	\$ 4,963	\$ 569	\$ 1,055	\$ 5,159	\$ 5,014	\$ 1,756	\$ —	\$ —	\$ 18,516
Six months ended June 30, 2023	5,441	5,462	2,249	5,496	5,332	1,887	—	—	25,867

Held-to-maturity debt securities

The Company conducts an assessment of its investment securities, including those classified as held-to-maturity, at the time of purchase and on at least an annual basis to ensure such investment securities remain within appropriate levels of risk and continue to perform satisfactorily in fulfilling its obligations. The Company considers, among other factors, the nature of the securities and credit ratings or financial condition of the issuer. If available, the Company obtains a credit rating for issuers from a Nationally Recognized Statistical Rating Organization (“NRSRO”) for consideration. If no such rating is available for an issuer, the Company performs an internal rating based on the scale utilized within the loan portfolio as discussed above. For purposes of the table below, the Company has converted any issuer rating from an NRSRO into the Company’s internal ratings based on Investment Policy and review by the Company’s management.

As of June 30, 2023 (In thousands)	Year of Origination						Total Balance
	2023	2022	2021	2020	2019	Prior	
Amortized Cost Balances:							
U.S. government agencies							
1-4 internal grade	\$ —	\$ 160,000	\$ 147,806	\$ 25,000	\$ 4,000	\$ 2,798	\$ 339,604
5-7 internal grade							—
8-10 internal grade							—
Total U.S. government agencies	\$ —	\$ 160,000	\$ 147,806	\$ 25,000	\$ 4,000	\$ 2,798	\$ 339,604
Municipal							
1-4 internal grade	\$ 1,996	\$ 1,041	\$ 6,955	\$ 264	\$ 616	\$ 165,256	\$ 176,128
5-7 internal grade	—	—	—	—	—	—	—
8-10 internal grade	—	—	—	—	—	—	—
Total municipal	\$ 1,996	\$ 1,041	\$ 6,955	\$ 264	\$ 616	\$ 165,256	\$ 176,128
Mortgage-backed securities							
1-4 internal grade	\$ 5,065	\$ 595,015	\$ 2,391,178	\$ —	\$ —	\$ —	\$ 2,991,258
5-7 internal grade	—	—	—	—	—	—	—
8-10 internal grade	—	—	—	—	—	—	—
Total mortgage-backed securities	\$ 5,065	\$ 595,015	\$ 2,391,178	\$ —	\$ —	\$ —	\$ 2,991,258
Corporate notes							
1-4 internal grade	\$ —	\$ 14,964	\$ —	\$ 6,008	\$ 7,269	\$ 29,648	\$ 57,889
5-7 internal grade	—	—	—	—	—	—	—
8-10 internal grade	—	—	—	—	—	—	—
Total corporate notes	\$ —	\$ 14,964	\$ —	\$ 6,008	\$ 7,269	\$ 29,648	\$ 57,889
Total held-to-maturity securities							\$ 3,564,879
Less: Allowance for credit losses							(406)
Held-to-maturity securities, net of allowance for credit losses							\$ 3,564,473

Measurement of Allowance for Credit Losses

The Company's allowance for credit losses consists of the allowance for loan losses, the allowance for unfunded commitment losses and the allowance for held-to-maturity debt security losses. In accordance with ASC 326, the Company measures the allowance for credit losses at the time of origination or purchase of a financial asset, representing an estimate of lifetime expected credit losses on the related asset. When developing its estimate, the Company considers available information relevant to assessing the collectability of cash flows, from both internal and external sources. Historical credit loss experience is one input in the estimation process as well as inputs relevant to current conditions and reasonable and supportable forecasts. In considering past events, the Company considers the relevance, or lack thereof, of historical information due to changes in such things as financial asset underwriting or collection practices, and changes in portfolio mix due to changing business plans and strategies. In considering current conditions and forecasts, the Company considers both the current economic environment and the forecasted direction of the economic environment with emphasis on those factors deemed relevant to or driving changes in expected credit losses. As significant judgment is required, the review of the appropriateness of the allowance for credit losses is performed quarterly by various committees with participation by the Company's executive management.

(In thousands)	June 30, 2023	December 31, 2022	June 30, 2022
Allowance for loan losses	\$ 302,499	\$ 270,173	\$ 251,769
Allowance for unfunded lending-related commitments losses	84,881	87,275	60,340
Allowance for loan losses and unfunded lending-related commitments losses	387,380	357,448	312,109
Allowance for held-to-maturity securities losses	406	488	83
Allowance for credit losses	\$ 387,786	\$ 357,936	\$ 312,192

The allowance for credit losses is measured on a collective or pooled basis when similar risk characteristics exist, based upon the segmentation discussed above. The Company utilizes modeling methodologies that estimate lifetime credit loss rates on each pool, including methodologies estimating the probability of default and loss given default on specific segments. Historical credit loss history is adjusted for reasonable and supportable forecasts developed by the Company on a quantitative or qualitative basis and incorporates third party economic forecasts. Reasonable and supportable forecasts consider the macroeconomic factors that are most relevant to evaluating and predicting expected credit losses in the Company's financial assets. Currently, the Company utilizes an eight quarter forecast period using a single macroeconomic scenario provided by a

third party and reviewed within the Company's governance structure. For periods beyond the ability to develop reasonable and supportable forecasts, the Company reverts to historical loss rates at an input level, straight-line over a four quarter reversion period. Expected credit losses are measured over the contractual term of the financial asset with consideration of expected prepayments. Expected extensions, renewals or modifications of the financial asset are considered when the expected extension, renewal or modification is contained within the existing agreement and is not unconditionally cancelable. The methodologies discussed above are applied to both current asset balances on the Company's Consolidated Statements of Condition and off-balance sheet commitments (i.e. unfunded lending-related commitments).

Assets that do not share similar risk characteristics with a pool are assessed for the allowance for credit losses on an individual basis. These typically include assets experiencing financial difficulties, including assets rated as substandard nonaccrual and doubtful. If foreclosure is probable or the asset is considered collateral-dependent, expected credit losses are measured based upon the fair value of the underlying collateral adjusted for selling costs, if appropriate. Underlying collateral across the Company's segments consist primarily of real estate, land and construction assets as well as general business assets of the borrower. As of June 30, 2023, excluding loans carried at fair value, substandard nonaccrual loans totaling \$23.5 million in carrying balance had no related allowance for credit losses.

The Company does not measure an allowance for credit losses on accrued interest receivable balances because these balances are written off in a timely manner as a reduction to interest income when assets are placed on nonaccrual status.

Loan portfolios

A summary of activity in the allowance for credit losses, specifically for the loan portfolio (i.e. allowance for loan losses and allowance for unfunded commitment losses), for the three and six months ended June 30, 2023 and 2022 is as follows.

Three months ended June 30, 2023

(In thousands)	Commercial	Commercial Real Estate	Home Equity	Residential Real Estate	Premium Finance Receivables	Consumer and Other	Total Loans
Allowance for credit losses at beginning of period	\$ 149,501	\$ 194,780	\$ 7,728	\$ 11,434	\$ 11,955	\$ 400	\$ 375,798
Other adjustments	—	—	—	—	41	—	41
Charge-offs	(5,629)	(8,124)	—	—	(4,653)	(110)	(18,516)
Recoveries	505	25	37	6	890	23	1,486
Provision for credit losses	(1,235)	29,015	(798)	812	813	(36)	28,571
Allowance for credit losses at period end	\$ 143,142	\$ 215,696	\$ 6,967	\$ 12,252	\$ 9,046	\$ 277	\$ 387,380
By measurement method:							
Individually measured	\$ 7,205	\$ 5,819	\$ —	\$ 106	\$ —	\$ —	\$ 13,130
Collectively measured	135,937	209,877	6,967	12,146	9,046	277	374,250
Loans at period end							
Individually measured	\$ 40,460	\$ 18,483	\$ 1,361	\$ 13,496	\$ —	\$ 4	\$ 73,804
Collectively measured	12,560,011	10,590,328	335,613	2,429,297	14,801,971	31,937	40,749,157
Loans held at fair value	—	—	—	200,447	—	—	200,447

Three months ended June 30, 2022

(In thousands)	Commercial	Commercial Real Estate	Home Equity	Residential Real Estate	Premium Finance Receivables	Consumer and Other	Total Loans
Allowance for credit losses at beginning of period	\$ 120,911	\$ 144,906	\$ 10,566	\$ 9,429	\$ 14,722	\$ 634	\$ 301,168
Other adjustments	—	—	—	—	(56)	—	(56)
Charge-offs	(8,928)	(40)	(192)	—	(2,903)	(253)	(12,316)
Recoveries	996	553	123	6	1,119	23	2,820
Provision for credit losses	29,940	(1,687)	(3,507)	1,044	(5,380)	83	20,493
Allowance for credit losses at period end	\$ 142,919	\$ 143,732	\$ 6,990	\$ 10,479	\$ 7,502	\$ 487	\$ 312,109
By measurement method:							
Individually measured	\$ 5,674	\$ 99	\$ 105	\$ 790	\$ —	\$ —	\$ 6,668
Collectively measured	137,245	143,633	6,885	9,689	7,502	487	305,441
Loans at period end							
Individually measured	\$ 34,892	\$ 20,377	\$ 11,876	\$ 18,333	\$ —	\$ 79	\$ 85,557
Collectively measured	12,012,213	9,386,828	313,950	1,937,817	13,149,880	44,101	36,844,789
Loans held at fair value	—	—	—	122,757	—	—	122,757

Six months ended June 30, 2023							
(In thousands)	Commercial	Commercial Real Estate	Home Equity	Residential Real Estate	Premium Finance Receivables	Consumer and Other	Total Loans
Allowance for credit losses at beginning of period	\$ 142,769	\$ 184,352	\$ 7,573	\$ 11,585	\$ 10,671	\$ 498	\$ 357,448
Cumulative effect adjustment from the adoption of ASU 2016-13	111	1,356	(33)	(692)	—	(1)	741
Other adjustments	—	—	—	—	45	—	45
Charge-offs	(8,172)	(8,129)	—	—	(9,303)	(263)	(25,867)
Recoveries	897	125	72	10	2,213	55	3,372
Provision for credit losses	7,537	37,992	(645)	1,349	5,420	(12)	51,641
Allowance for credit losses at period end	<u>\$ 143,142</u>	<u>\$ 215,696</u>	<u>\$ 6,967</u>	<u>\$ 12,252</u>	<u>\$ 9,046</u>	<u>\$ 277</u>	<u>\$ 387,380</u>

Six months ended June 30, 2022							
(In thousands)	Commercial	Commercial Real Estate	Home Equity	Residential Real Estate	Premium Finance Receivables	Consumer and Other	Total Loans
Allowance for credit losses at beginning of period	\$ 119,307	\$ 144,583	\$ 10,699	\$ 8,782	\$ 15,859	\$ 423	\$ 299,653
Other adjustments	—	—	—	—	(34)	—	(34)
Charge-offs	(10,342)	(817)	(389)	(466)	(4,581)	(446)	(17,041)
Recoveries	1,534	585	216	11	2,595	72	5,013
Provision for credit losses	32,420	(619)	(3,536)	2,152	(6,337)	438	24,518
Allowance for credit losses at period end	<u>\$ 142,919</u>	<u>\$ 143,732</u>	<u>\$ 6,990</u>	<u>\$ 10,479</u>	<u>\$ 7,502</u>	<u>\$ 487</u>	<u>\$ 312,109</u>

For the three and six months ended June 30, 2023, the Company recognized approximately \$28.6 million and \$51.6 million of provision for credit losses, respectively, related to loans and lending agreements. The provision for each period was primarily the result of loan growth as well as the Company’s macroeconomic forecasts of key model inputs, most notably, Baa corporate credit spreads and the Commercial Real Estate Pricing Index (“CREPI”). Uncertainties remain regarding expected economic performance and macroeconomic forecasts utilized in the measurement of the allowance for credit losses as of June 30, 2023. Other key drivers of provision for credit losses in these portfolios include, but are not limited to, stable loan risk rating migration. Net charge-offs in the three and six month periods ending June 30, 2023, totaled \$17.0 million and \$22.5 million, respectively.

Held-to-maturity debt securities

The allowance for credit losses on the Company’s held-to-maturity debt securities is presented as a reduction to the amortized cost basis of held-to-maturity securities on the Company’s Consolidated Statements of Condition. For the three and six month period ended June 30, 2023, the Company recognized approximately \$(57,000) and \$(82,000), respectively, of provision for credit losses related to held-to-maturity securities. At June 30, 2023, the Company did not identify any losses within its portfolio that it would deem a credit loss and require additional measurement of an allowance for credit losses.

Loan Modifications to Borrowers Experiencing Financial Difficulties

The Company’s approach to restructuring or modifying loans is built on its credit risk rating system, which requires credit management personnel to assign a credit risk rating to each loan. In each case, the loan officer is responsible for recommending a credit risk rating for each loan and ensuring the credit risk ratings are appropriate. These credit risk ratings are then reviewed and approved by the bank’s chief credit officer and/or concurrence credit officer. Credit risk ratings are determined by evaluating a number of factors, including a borrower’s financial strength, cash flow coverage, collateral protection and guarantees. The Company’s credit risk rating scale is one through ten with higher scores indicating higher risk. In the case of loans rated six or worse following modification, the Company’s Managed Assets Division evaluates the loan and the credit risk rating and determines that the loan has been restructured to be reasonably assured of repayment and of performance according to the modified terms and is supported by a current, well-documented credit assessment of the borrower’s financial condition and prospects for repayment under the revised terms. Based on the Company’s credit risk rating system, it considers that borrowers whose credit risk rating is 5 or better are not experiencing financial difficulties.

Restructurings may arise when, due to financial difficulties experienced by the borrower, the Company obtains through physical possession one or more collateral assets in satisfaction of all or part of an existing credit. Once possession is obtained, the Company reclassifies the appropriate portion of the remaining balance of the credit from loans to other real estate owned

(“OREO”), which is included within other assets in the Consolidated Statements of Condition. For any residential real estate property collateralizing a consumer mortgage loan, the Company is considered to possess the related collateral only if legal title is obtained upon completion of foreclosure, or the borrower conveys all interest in the residential real estate property to the Company through completion of a deed in lieu of foreclosure or similar legal agreement. At June 30, 2023, the Company had \$318,000 of foreclosed residential real estate properties included within OREO. Further, the recorded investment in residential mortgage loans secured by residential real estate properties for which foreclosure proceedings are in process totaled \$50.4 million and \$10.9 million at June 30, 2023 and 2022, respectively.

The table below presents a summary of the balance immediately following the modification of loans to borrowers experiencing financial difficulties during the three months and six months ended June 30, 2023:

Three months ended June 30, 2023 (Dollars in thousands)	Total ⁽¹⁾	Percentage of Total Class of Loan	Extension of Term ⁽¹⁾	Reduction of Interest Rate ⁽¹⁾	Delay in Contractual Payments ⁽¹⁾	Extension of Term and Reduction of Interest Rate ⁽¹⁾
Commercial						
Commercial, industrial and other	\$ 423	0.0 %	\$ —	\$ —	\$ —	\$ 423
Commercial real estate						
Non-construction	4,376	0.0	—	—	—	4,376
Home equity	—	—	—	—	—	—
Residential real estate	264	0.0	143	—	—	121
Premium finance receivables						
Property and casualty insurance loans	—	—	—	—	—	—
Total loans	<u>\$ 5,063</u>	<u>0.0 %</u>	<u>\$ 143</u>	<u>\$ —</u>	<u>\$ —</u>	<u>\$ 4,920</u>

Weighted average magnitude of modifications:

Duration of extension of term	43 months
Reduction of interest rate	207 bps

Six months ended June 30, 2023 (Dollars in thousands)	Total ⁽¹⁾	Percentage of Total Class of Loan	Extension of Term ⁽¹⁾	Reduction of Interest Rate ⁽¹⁾	Delay in Contractual Payments ⁽¹⁾	Extension of Term and Reduction of Interest Rate ⁽¹⁾
Commercial						
Commercial, industrial and other	\$ 37,897	0.3 %	\$ 1,938	\$ 221	\$ 35,265	\$ 473
Commercial real estate						
Non-construction	5,709	0.1	467	827	39	4,376
Home equity	203	0.1	203	—	—	—
Residential real estate	1,972	0.1	1,396	271	—	305
Premium finance receivables						
Property and casualty insurance loans	11	—	3	—	—	8
Total loans	<u>\$ 45,792</u>	<u>0.1 %</u>	<u>\$ 4,007</u>	<u>\$ 1,319</u>	<u>\$ 35,304</u>	<u>\$ 5,162</u>

Weighted average magnitude of modifications:

Duration of extension of term	36 months
Reduction of interest rate	223 bps
Duration of delayed contractual payment terms	17 months

(1) Balances represent the recorded investment in the loan at the time of the restructuring.

The following table presents a summary of all loans for borrowers experiencing financial difficulties modified during the six months ended June 30, 2023, and such loans that were in payment default under the restructured terms during the respective periods below:

(Dollars in thousands)	As of June 30, 2023	Three Months Ended June 30, 2023	Six Months Ended June 30, 2023
	Total ⁽²⁾	Payments in Default ⁽¹⁾⁽²⁾	Payments in Default ⁽¹⁾⁽²⁾
Commercial			
Commercial, industrial and other	\$ 37,897	\$ 18,729	\$ 18,729
Commercial real estate			
Non-construction	5,709	923	923
Home equity	203	203	203
Residential real estate	1,972	541	541
Premium finance receivables			
Property and casualty insurance loans	11	11	11
Total loans	\$ 45,792	\$ 20,407	\$ 20,407

- (1) Modified loans considered to be in payment default are over 30 days past due subsequent to the restructuring.
(2) Balances represent the recorded investment in the loan at the time of the restructuring.

TDRs

Reporting periods prior to the adoption of ASU 2022-02 as of January 1, 2023 present information on loan modifications representing TDRs under the prior accounting standards and related disclosure requirements.

The table below presents a summary of the balance immediately following the modification of loans restructured during the three months ended June 30, 2022 which represent TDRs:

Three months ended June 30, 2022 (Dollars in thousands)	Total ⁽¹⁾⁽²⁾		Extension at Below Market Terms ⁽²⁾		Reduction of Interest Rate ⁽²⁾		Modification to Interest-only Payments ⁽²⁾		Forgiveness of Debt ⁽²⁾	
	Count	Balance	Count	Balance	Count	Balance	Count	Balance	Count	Balance
	Commercial									
Commercial, industrial and other	2	\$ 186	2	\$ 185	—	\$ —	—	\$ —	—	\$ —
Commercial real estate										
Non-construction	—	—	—	—	—	—	—	—	—	—
Residential real estate and other	14	2,235	14	2,235	10	1,805	—	—	—	—
Total loans	16	\$ 2,421	16	\$ 2,420	10	\$ 1,805	—	\$ —	—	\$ —

Six months ended June 30, 2022 (Dollars in thousands)	Total ⁽¹⁾⁽²⁾		Extension at Below Market Terms ⁽²⁾		Reduction of Interest Rate ⁽²⁾		Modification to Interest-only Payments ⁽²⁾		Forgiveness of Debt ⁽²⁾	
	Count	Balance	Count	Balance	Count	Balance	Count	Balance	Count	Balance
	Commercial									
Commercial, industrial and other	5	\$ 468	4	\$ 305	1	\$ 85	2	\$ 247	—	\$ —
Commercial real estate										
Non-construction	2	1,907	1	1,178	1	1,178	2	1,907	—	—
Residential real estate and other	22	3,143	22	3,143	17	2,567	—	—	—	—
Total loans	29	\$ 5,518	27	\$ 4,626	19	\$ 3,830	4	\$ 2,154	—	\$ —

- (1) TDRs may have more than one modification representing a concession. As such, TDRs during the period may be represented in more than one of the categories noted above.
(2) Balances represent the recorded investment in the loan at the time of the restructuring.

During the three months ended June 30, 2022, 16 loans totaling \$2.4 million were determined to be TDRs. Of these loans extended at below market terms, the weighted average extension had a term of 63 months for the quarter ended June 30, 2022. Further, the weighted average decrease in the stated interest rate for loans with a reduction of interest rate during the period was approximately 96 basis points during the three months ended June 30, 2022. Additionally, no principal balances were forgiven during the quarter ended June 30, 2022.

The following table presents a summary of all loans restructured in TDRs during the twelve months ended June 30, 2022 and such loans that were in payment default under the restructured terms during the respective periods below:

(Dollars in thousands)	As of June 30, 2022		Three Months Ended June 30, 2022		Six months ended June 30, 2022	
	Total ⁽¹⁾⁽³⁾		Payments in Default ⁽²⁾⁽³⁾		Payments in Default ⁽²⁾⁽³⁾	
	Count	Balance	Count	Balance	Count	Balance
Commercial						
Commercial, industrial and other	16	\$ 4,995	10	\$ 4,469	11	\$ 4,711
Commercial real estate						
Non-construction	2	1,907	—	—	—	—
Residential real estate and other	39	6,159	2	345	2	345
Total loans	57	\$ 13,061	12	\$ 4,814	13	\$ 5,056

(1) Total TDRs represent all loans restructured on TDRs during the previous twelve months from the date indicated.

(2) TDRs considered to be in payment default are over 30 days past due subsequent to the restructuring.

(3) Balances represent the recorded investment in the loan at the time of the restructuring.

(8) Goodwill and Other Acquisition-Related Intangible Assets

A summary of the Company's goodwill assets by reporting unit is presented in the following table:

(In thousands)	December 31, 2022	Goodwill Acquired	Impairment Loss	Goodwill Adjustments	June 30, 2023
Community banking	\$ 545,671	\$ —	\$ —	\$ —	\$ 545,671
Specialty finance	38,480	—	—	528	39,008
Wealth management	69,373	2,622	—	—	71,995
Total	\$ 653,524	\$ 2,622	\$ —	\$ 528	\$ 656,674

The wealth management unit's goodwill increased \$2.6 million in the first six months of 2023 as a result of the Rothschild & Co Asset Management U.S. acquisition. The specialty finance unit's goodwill increased \$528,000 in the first six months of 2023 as a result of foreign currency translation adjustments related to the Canadian acquisitions.

The Company assesses each reporting unit's goodwill for impairment on at least an annual basis and considers potential indicators of impairment at each reporting date between annual goodwill impairment tests. At October 1, 2022, the Company utilized a qualitative approach for its annual goodwill impairment tests of the banking, specialty finance and wealth management reporting units and determined that no impairment existed at that time.

At each reporting date between annual goodwill impairment tests, the Company considers potential indicators of impairment. The Company assessed whether events and circumstances resulted in it being more likely than not that the fair value of any reporting unit was less than its carrying value. Potential impairment indicators considered include the condition of the economy and banking industry; government intervention and regulatory updates; the impact of recent events to financial performance and cost factors of the reporting units; performance of the Company's stock and other relevant events.

At the conclusion of this assessment of all reporting units, the Company determined that as of June 30, 2023, it was more likely than not that the fair value of all reporting units exceeded the respective carrying value of such reporting unit.

A summary of acquisition-related intangible assets as of the dates shown and the expected amortization of finite-lived acquisition-related intangible assets as of June 30, 2023 is as follows:

<u>(In thousands)</u>	<u>June 30, 2023</u>	<u>December 31, 2022</u>	<u>June 30, 2022</u>
Community banking segment:			
Core deposit intangibles with finite lives:			
Gross carrying amount	\$ 55,206	\$ 55,206	\$ 55,206
Accumulated amortization	(44,432)	(42,501)	(40,404)
Net carrying amount	\$ 10,774	\$ 12,705	\$ 14,802
Trademark with indefinite lives:			
Carrying amount	5,800	5,800	5,800
Total net carrying amount	\$ 16,574	\$ 18,505	\$ 20,602
Specialty finance segment:			
Customer list intangibles with finite lives:			
Gross carrying amount	\$ 1,963	\$ 1,962	\$ 1,966
Accumulated amortization	(1,813)	(1,785)	(1,756)
Net carrying amount	\$ 150	\$ 177	\$ 210
Wealth management segment:			
Customer list and other intangibles with finite lives:			
Gross carrying amount	\$ 26,630	\$ 20,430	\$ 20,430
Accumulated amortization	(17,701)	(16,926)	(16,124)
Net carrying amount	\$ 8,929	\$ 3,504	\$ 4,306
Total acquisition-related intangible assets:			
Gross carrying amount	\$ 89,599	\$ 83,398	\$ 83,402
Accumulated amortization	(63,946)	(61,212)	(58,284)
Total other acquisition-related intangible assets, net	\$ 25,653	\$ 22,186	\$ 25,118
Estimated amortization			
Actual in six months ended June 30, 2023			\$ 2,734
Estimated remaining in 2023			2,769
Estimated—2024			4,301
Estimated—2025			3,482
Estimated—2026			2,772
Estimated—2027			2,157

The core deposit intangibles recognized in connection with prior bank acquisitions are amortized over a ten-year period on an accelerated basis. The customer list intangibles recognized in connection with the purchase of life insurance premium finance assets in 2009 are being amortized over an 18-year period on an accelerated basis. The customer list and other intangibles recognized in connection with prior acquisitions within the wealth management segment are being amortized over a period of up to ten years on a straight-line basis. The increase in wealth management segment customer list and other intangibles relates to the acquisition in the second quarter 2023 which is being amortized over a period of ten years on an accelerated basis. Indefinite-lived intangible assets consist of certain trade and domain names recognized in connection with the acquisition of certain assets of Veterans First Mortgage in 2018. As indefinite-lived intangible assets are not amortized, the Company assesses impairment on at least an annual basis.

Total amortization expense associated with finite-lived acquisition-related intangibles totaled approximately \$2.7 million and \$3.2 million for the six months ended June 30, 2023 and 2022, respectively.

(9) Mortgage Servicing Rights (“MSRs”)

The following is a summary of the changes in the carrying value of MSRs, accounted for at fair value, for the periods indicated:

	Three Months Ended		Six Months Ended	
	June 30, 2023	June 30, 2022	June 30, 2023	June 30, 2022
(In thousands)				
Fair value at beginning of the period	\$ 224,470	199,146	\$ 230,225	\$ 147,571
Additions from loans sold with servicing retained	8,720	11,210	13,827	25,611
Servicing rights sold	(30,170)	—	(30,170)	—
Estimate of changes in fair value due to:				
Early buyout options (“EBO”) exercised	—	(1)	—	(176)
Payoffs and paydowns	(5,043)	(6,838)	(8,952)	(12,854)
Changes in valuation inputs or assumptions	2,715	9,147	(4,238)	52,512
Fair value at end of the period	\$ 200,692	\$ 212,664	\$ 200,692	\$ 212,664
Unpaid principal balance of mortgage loans serviced for others	\$ 11,752,223	\$ 13,643,623		

The Company recognizes MSR assets upon the sale of residential real estate loans to external third parties when it retains the obligation to service the loans and the servicing fee is more than adequate compensation. MSRs are included in other assets in the Consolidated Statements of Condition. The initial recognition of MSR assets from loans sold with servicing retained and subsequent changes in fair value of all MSRs are recognized in mortgage banking revenue. MSRs are subject to changes in value from actual and expected prepayment of the underlying loans.

The estimation of fair value related to MSRs is partly impacted by the Company exercising its EBO on eligible loans previously sold to the Government National Mortgage Association (“GNMA”). Under such optional repurchase program, financial institutions acting as servicers are allowed to buy back from the securitized loan pool individual delinquent mortgage loans meeting certain criteria for which the institution was the original transferor of such loans. At the option of the servicer and without prior authorization from GNMA, the servicer may repurchase such delinquent loans for an amount equal to the remaining principal balance of the loan. At the time of such repurchase, any MSR value related to such loans is derecognized.

The MSR asset fair value is determined by using a discounted cash flow model that incorporates the objective characteristics of the portfolio as well as subjective valuation parameters that purchasers of servicing would apply to such portfolios sold into the secondary market. The subjective factors include loan prepayment speeds, discount rates, servicing costs and other economic factors. The Company uses a third party to assist in the valuation of MSRs.

Periodically, the Company will purchase options for the right to purchase securities not currently held within the banks’ investment portfolios or enter into interest rate swaps in which the Company elects not to designate such derivatives as hedging instruments. These option and swap transactions are designed primarily to economically hedge a portion of the fair value adjustments related to the Company’s MSRs. The gain or loss associated with these derivative contracts is included in mortgage banking revenue. For more information regarding these hedges outstanding as of June 30, 2023, see Note (14) “Derivative Financial Instruments” in Item 1 of this report. There were no such options or swaps outstanding as of June 30, 2022.

(10) Deposits

The following table is a summary of deposits as of the dates shown:

<i>(Dollars in thousands)</i>	June 30, 2023	December 31, 2022	June 30, 2022
Balance:			
Non-interest-bearing	\$ 10,604,915	\$ 12,668,160	\$ 13,855,844
NOW and interest-bearing demand deposits	5,814,836	5,591,986	5,918,908
Wealth management deposits	1,417,984	2,463,833	3,182,407
Money market	14,523,124	12,886,795	12,273,350
Savings	5,321,578	4,556,635	3,686,596
Time certificates of deposit	6,356,270	4,735,135	3,676,221
Total deposits	<u>\$ 44,038,707</u>	<u>\$ 42,902,544</u>	<u>\$ 42,593,326</u>
Mix:			
Non-interest-bearing	24 %	30 %	33 %
NOW and interest-bearing demand deposits	13	13	13
Wealth management deposits	3	5	7
Money market	33	30	29
Savings	12	11	9
Time certificates of deposit	15	11	9
Total deposits	<u>100 %</u>	<u>100 %</u>	<u>100 %</u>

Wealth management deposits represent deposit balances (primarily money market accounts) at the Company’s subsidiary banks from brokerage customers of Wintrust Investments, LLC (“Wintrust Investments”), Chicago Deferred Exchange Company (“CDEC”) and trust and asset management customers of the Company.

(11) FHLB Advances, Other Borrowings and Subordinated Notes

The following table is a summary of FHLB advances, other borrowings and subordinated notes as of the dates shown:

<i>(In thousands)</i>	June 30, 2023	December 31, 2022	June 30, 2022
FHLB advances	\$ 2,026,071	\$ 2,316,071	\$ 1,166,071
Other borrowings:			
Notes payable	185,539	199,793	69,619
Short-term borrowings	17,773	17,612	16,418
Secured borrowings	326,348	317,942	334,467
Other	135,559	61,267	62,283
Total other borrowings	665,219	596,614	482,787
Subordinated notes	437,628	437,392	437,162
Total FHLB advances, other borrowings and subordinated notes	<u>\$ 3,128,918</u>	<u>\$ 3,350,077</u>	<u>\$ 2,086,020</u>

Descriptions of the Company’s FHLB advances, other borrowings, and subordinated notes are included in Note (11) “Federal Home Loan Bank Advances”, Note (12) “Subordinated Notes” and Note (13) “Other Borrowings” of the 2022 Form 10-K.

Notes Payable

Notes payable balances represent the balances on a credit agreement (as amended, the “Credit Agreement”) with certain unaffiliated banks. The Credit Agreement consisted of a \$150.0 million term loan facility and a \$100.0 million revolving credit facility. On December 12, 2022, the Company entered into an amendment and restatement of the Credit Agreement pursuant to the Amended and Restated Credit Agreement dated as of December 12, 2022, among the Company and the unaffiliated banks named therein as lenders and agents (the “Amended and Restated Credit Agreement”). The Amended and Restated Credit Agreement provides for, among other things, an increase to the term loan facility to \$200.0 million. In connection with the entry into the Amended and Restated Credit Agreement, the outstanding term loan under the existing Credit Agreement was paid in

full pursuant to the terms thereof. On, July 17, 2023 the Company entered into an amendment (the “Amendment”) to the Amended and Restated Credit Agreement dated December 12, 2022. The Amendment designates 450 Northbrook Trust, a subsidiary of the Company, as a “Specified Subsidiary” under the Amended and Restated Credit Agreement, which excludes it from the scope of certain provisions of the burdensome agreements covenant in the Amended and Restated Credit Agreement. At June 30, 2023, the outstanding principal balance under the term loan facility was \$185.5 million and there was no outstanding balance under the revolving credit facility. Borrowings under notes payable are secured by pledges of and first priority perfected security interests in the Company’s equity interest in its bank subsidiaries and contain several restrictive covenants, including the maintenance of various capital adequacy levels, asset quality and profitability ratios, and certain restrictions on dividends and other indebtedness. At June 30, 2023, the Company was in compliance with all such covenants.

Short-term Borrowings

Short-term borrowings include securities sold under repurchase agreements of customer sweep accounts in connection with master repurchase agreement at the banks. These borrowings totaled \$16.3 million at June 30, 2023 compared to \$17.6 million and \$16.4 million at December 31, 2022 and June 30, 2022, respectively. As of June 30, 2023, the Company had pledged securities related to its customer balances in sweep accounts of \$17.8 million. Securities pledged for customer balances in sweep accounts and short-term borrowings from brokers are maintained under the Company’s control and consist of mortgage-backed securities. These securities are included in the available-for-sale portfolio as reflected on the Company’s Consolidated Statements of Condition.

The following is a summary of these securities pledged as of June 30, 2023 disaggregated by investment category and maturity of the related customer sweep account, and reconciled to the outstanding balance of securities sold under repurchase agreements:

<u>(In thousands)</u>	Overnight Sweep Collateral
Available-for-sale securities pledged	
Mortgage-backed securities	\$ 17,819
Excess collateral	1,546
Securities sold under repurchase agreements	\$ 16,273

Secured Borrowings

The balance of secured borrowings primarily represents a third party Canadian transaction (“Canadian Secured Borrowing”). Under the Canadian Secured Borrowing, the Company, through its subsidiary, FIFC Canada, sells an undivided co-ownership interest in all receivables owed to FIFC Canada to an unrelated third party in exchange for cash payments pursuant to a receivables purchase agreement (“Receivables Purchase Agreement”). On May 31, 2023, the Company entered into the eleventh amending agreement to the Receivables Purchase Agreement dated as of December 16, 2014. The amended Receivables Purchase Agreement provides for, among other things, an extension of the maturity date to December 15, 2024, an increase to the facility to \$520 million, and a fee rate increase from 0.775% to 0.825%. Additionally, since Canadian Dollar Offered Rate (“CDOR”) will cease being used in Canada in June 2024, references to CDOR changed to the Benchmark rate.

At June 30, 2023, the translated balance of the secured borrowings totaled \$317.1 million compared to \$309.7 million at December 31, 2022 and \$326.0 million at June 30, 2022. The interest rate under the receivables purchase agreement is the Canadian Commercial Paper Rate plus 0.825%.

The remaining \$9.2 million within secured borrowings at June 30, 2023 represents other sold interests in certain loans by the Company that were not considered sales and, as such, related proceeds received are reflected on the Company’s Consolidated Statements of Condition as a secured borrowing owed to the various unrelated third parties.

Other Borrowings

Other borrowings contain several restrictive covenants, including the maintenance of various capital adequacy levels, asset quality and profitability ratios, and certain restrictions on dividends and indebtedness. At June 30, 2023, the Company was in compliance with all such covenants.

(12) Junior Subordinated Debentures

The following table provides a summary of the Company’s junior subordinated debentures as of June 30, 2023. The junior subordinated debentures represent the par value of the obligations owed to the Trusts.

(Dollars in thousands)	Common Securities	Trust Preferred Securities	Junior Subordinated Debentures	Rate Structure	Contractual Rate at 6/30/2023	Issue Date	Maturity Date	Earliest Redemption Date
Wintrust Capital Trust III	\$ 774	\$ 25,000	\$ 25,774	L+3.25	8.51 %	04/2003	04/2033	04/2008
Wintrust Statutory Trust IV	619	20,000	20,619	L+2.80	8.34 %	12/2003	12/2033	12/2008
Wintrust Statutory Trust V	1,238	40,000	41,238	L+2.60	8.14 %	05/2004	05/2034	06/2009
Wintrust Capital Trust VII	1,550	50,000	51,550	L+1.95	7.50 %	12/2004	03/2035	03/2010
Wintrust Capital Trust VIII	1,238	25,000	26,238	L+1.45	6.99 %	08/2005	09/2035	09/2010
Wintrust Capital Trust IX	1,547	50,000	51,547	L+1.63	7.18 %	09/2006	09/2036	09/2011
Northview Capital Trust I	186	6,000	6,186	L+3.00	8.30 %	08/2003	11/2033	08/2008
Town Bankshares Capital Trust I	186	6,000	6,186	L+3.00	8.30 %	08/2003	11/2033	08/2008
First Northwest Capital Trust I	155	5,000	5,155	L+3.00	8.54 %	05/2004	05/2034	05/2009
Suburban Illinois Capital Trust II	464	15,000	15,464	L+1.75	7.30 %	12/2006	12/2036	12/2011
Community Financial Shares Statutory Trust II	109	3,500	3,609	L+1.62	7.17 %	06/2007	09/2037	06/2012
Total			<u>\$ 253,566</u>		<u>7.70 %</u>			

The junior subordinated debentures totaled \$253.6 million at June 30, 2023, December 31, 2022 and June 30, 2022.

The interest rates on the variable rate junior subordinated debentures are based on the three-month London Interbank Offered Rate (“LIBOR”) and reset on a quarterly basis. At June 30, 2023, the weighted average contractual interest rate on the junior subordinated debentures was 7.70%.

Under the Adjustable Interest Rate (LIBOR) Act (“AIRLA”) and Part 253 of Regulation ZZ (Rule 253), after June 30, 2023, the interest rate on the junior subordinated debentures will, by operation of law, change their base rate from USD LIBOR to Chicago Mercantile Exchange (“CME”) Term Secured Overnight Financing Rate (“SOFR”) of the same tenor, plus an applicable tenor spread adjustment. CME Term SOFR is an indicative, forward-looking measurement of daily overnight SOFR. CME Term SOFR is published by CME Group Inc., as administrator of that rate. The calculation agent for any series of the junior subordinated debentures may also make additional administrative conforming changes to the terms of that series of the junior subordinated debentures under AIRLA and Rule 253.

(13) Segment Information

The Company’s operations consist of three primary segments: community banking, specialty finance and wealth management.

The three reportable segments are strategic business units that are separately managed as they offer different products and services and have different marketing strategies. In addition, each segment’s customer base has varying characteristics and each segment has a different regulatory environment. While the Company’s management monitors each of the fifteen bank subsidiaries’ operations and profitability separately, these subsidiaries have been aggregated into one reportable operating segment due to the similarities in products and services, customer base, operations, profitability measures, and economic characteristics.

For purposes of internal segment profitability, management allocates certain intersegment and parent company balances. Management allocates a portion of revenues to the specialty finance segment related to loans and leases originated by the specialty finance segment and sold or assigned to the community banking segment. Similarly, for purposes of analyzing the contribution from the wealth management segment, management allocates a portion of the net interest income earned by the community banking segment on deposit balances of customers of the wealth management segment to the wealth management segment. See Note (10) “Deposits” for more information on these deposits. Finally, expenses incurred at the Wintrust parent company are allocated to each segment based on each segment’s risk-weighted assets.

The segment financial information provided in the following table has been derived from the internal profitability reporting system used by management to monitor and manage the financial performance of the Company. The accounting policies of the segments are substantially similar to those described in Note (1) “Summary of Significant Accounting Policies” of the 2022 Form 10-K. The Company evaluates segment performance based on after-tax profit or loss and other appropriate profitability measures common to each segment.

The following is a summary of certain operating information for reportable segments:

(Dollars in thousands)	Three Months Ended		\$ Change in Contribution	% Change in Contribution
	June 30, 2023	June 30, 2022		
Net interest income:				
Community Banking	\$ 346,232	\$ 261,726	\$ 84,506	32 %
Specialty Finance	84,993	58,718	26,275	45
Wealth Management	7,404	9,534	(2,130)	(22)
Total Operating Segments	438,629	329,978	108,651	33
Intersegment Eliminations	8,908	7,826	1,082	14
Consolidated net interest income	\$ 447,537	\$ 337,804	\$ 109,733	32 %
Provision for credit losses:				
Community Banking	\$ 26,713	\$ 20,225	\$ 6,488	32 %
Specialty Finance	1,801	192	1,609	NM
Wealth Management	—	—	—	—
Total Operating Segments	28,514	20,417	8,097	40
Intersegment Eliminations	—	—	—	—
Consolidated provision for credit losses	\$ 28,514	\$ 20,417	\$ 8,097	40 %
Non-interest income:				
Community Banking	\$ 68,130	\$ 62,714	\$ 5,416	9 %
Specialty Finance	31,737	24,992	6,745	27
Wealth Management	33,391	30,226	3,165	10
Total Operating Segments	133,258	117,932	15,326	13
Intersegment Eliminations	(20,228)	(14,990)	(5,238)	35
Consolidated non-interest income	\$ 113,030	\$ 102,942	\$ 10,088	10 %
Net revenue:				
Community Banking	\$ 414,362	\$ 324,440	\$ 89,922	28 %
Specialty Finance	116,730	83,710	33,020	39
Wealth Management	40,795	39,760	1,035	3
Total Operating Segments	571,887	447,910	123,977	28
Intersegment Eliminations	(11,320)	(7,164)	(4,156)	58
Consolidated net revenue	\$ 560,567	\$ 440,746	\$ 119,821	27 %
Segment profit:				
Community Banking	\$ 102,517	\$ 54,647	\$ 47,870	88 %
Specialty Finance	46,402	30,558	15,844	52
Wealth Management	5,831	9,308	(3,477)	(37)
Consolidated net income	\$ 154,750	\$ 94,513	\$ 60,237	64 %
Segment assets:				
Community Banking	\$ 42,452,673	\$ 40,098,458	\$ 2,354,215	6 %
Specialty Finance	10,549,819	9,207,215	1,342,604	15
Wealth Management	1,283,684	1,663,659	(379,975)	(23)
Consolidated total assets	\$ 54,286,176	\$ 50,969,332	\$ 3,316,844	7 %

NM - Not meaningful

(Dollars in thousands)	Six Months Ended		\$ Change in Contribution	% Change in Contribution
	June 30, 2023	June 30, 2022		
Net interest income:				
Community Banking	\$ 716,080	\$ 490,341	\$ 225,739	46 %
Specialty Finance	155,344	114,088	41,256	36
Wealth Management	16,359	17,910	(1,551)	(9)
Total Operating Segments	887,783	622,339	265,444	43
Intersegment Eliminations	17,749	14,759	2,990	20
Consolidated net interest income	<u>\$ 905,532</u>	<u>\$ 637,098</u>	<u>\$ 268,434</u>	<u>42 %</u>
Provision for credit losses:				
Community Banking	\$ 47,812	\$ 24,343	\$ 23,469	96 %
Specialty Finance	3,747	180	3,567	NM
Wealth Management	—	—	—	—
Total Operating Segments	51,559	24,523	27,036	110
Intersegment Eliminations	—	—	—	—
Consolidated provision for credit losses	<u>\$ 51,559</u>	<u>\$ 24,523</u>	<u>\$ 27,036</u>	<u>110 %</u>
Non-interest income:				
Community Banking	\$ 136,863	\$ 184,602	\$ (47,739)	(26)%
Specialty Finance	57,527	49,114	8,413	17
Wealth Management	63,688	60,804	2,884	5
Total Operating Segments	258,078	294,520	(36,442)	(12)
Intersegment Eliminations	(37,279)	(28,788)	(8,491)	29
Consolidated non-interest income	<u>\$ 220,799</u>	<u>\$ 265,732</u>	<u>\$ (44,933)</u>	<u>(17)%</u>
Net revenue:				
Community Banking	\$ 852,943	\$ 674,943	\$ 178,000	26 %
Specialty Finance	212,871	163,202	49,669	30
Wealth Management	80,047	78,714	1,333	2
Total Operating Segments	1,145,861	916,859	229,002	25
Intersegment Eliminations	(19,530)	(14,029)	(5,501)	39
Consolidated net revenue	<u>\$ 1,126,331</u>	<u>\$ 902,830</u>	<u>\$ 223,501</u>	<u>25 %</u>
Segment profit:				
Community Banking	\$ 236,749	\$ 144,746	\$ 92,003	64 %
Specialty Finance	83,139	60,162	22,977	38
Wealth Management	15,060	16,996	(1,936)	(11)
Consolidated net income	<u>\$ 334,948</u>	<u>\$ 221,904</u>	<u>\$ 113,044</u>	<u>51 %</u>

NM - Not meaningful

(14) Derivative Financial Instruments

The Company primarily enters into derivative financial instruments as part of its strategy to manage its exposure to changes in interest rates. Derivative instruments represent contracts between parties that result in one party delivering cash to the other party based on a notional amount and an underlying term (such as a rate, security price or price index or commodity price) as specified in the contract. The amount of cash delivered from one party to the other is determined based on the interaction of the notional amount of the contract with the underlying term. Derivatives are also implicit in certain contracts and commitments.

The derivative financial instruments currently used by the Company to manage its exposure to interest rate risk include: (1) interest rate swaps and collars to manage the interest rate risk of certain fixed and variable rate assets and variable rate liabilities; (2) interest rate lock commitments provided to customers to fund certain mortgage loans to be sold into the secondary market; (3) forward commitments for the future delivery of such mortgage loans to protect the Company from adverse changes in interest rates and corresponding changes in the value of mortgage loans held-for-sale; (4) covered call options to economically hedge specific investment securities and receive fee income, effectively enhancing the overall yield on such securities to compensate for net interest margin compression; and (5) options and swaps to economically hedge a portion of the fair value adjustments related to the Company's mortgage servicing rights portfolio. The Company also enters into derivatives (typically interest rate swaps and commodity forward contracts) with certain qualified borrowers to facilitate the borrowers' risk management strategies and concurrently enters into mirror-image derivatives with a third party counterparty, effectively making a market in the derivatives for such borrowers. Additionally, the Company enters into foreign currency contracts to manage foreign exchange risk associated with certain foreign currency denominated assets.

The Company recognizes derivative financial instruments in the consolidated financial statements at fair value regardless of the purpose or intent for holding the instrument. The Company records derivative assets and derivative liabilities on the Consolidated Statements of Condition within accrued interest receivable and other assets and accrued interest payable and other liabilities, respectively. Changes in the fair value of derivative financial instruments are either recognized in income or in shareholders' equity as a component of accumulated other comprehensive income or loss depending on whether the derivative financial instrument qualifies for hedge accounting and, if so, whether it qualifies as a fair value hedge or cash flow hedge.

Changes in fair values of derivatives accounted for as fair value hedges are recorded in income in the same period and in the same income statement line as changes in the fair values of the hedged items that relate to the hedged risk(s). Changes in fair values of derivative financial instruments accounted for as cash flow hedges are recorded as a component of accumulated other comprehensive income or loss, net of deferred taxes, and reclassified to earnings when the hedged transaction affects earnings. Changes in fair values of derivative financial instruments not designated in a hedging relationship pursuant to ASC 815 are reported in non-interest income during the period of the change. Derivative financial instruments are valued by a third party and are corroborated by comparison with valuations provided by the respective counterparties. Fair values of certain mortgage banking derivatives (interest rate lock commitments and forward commitments to sell mortgage loans) are estimated based on changes in mortgage interest rates from the date of the loan commitment. The fair value of foreign currency derivatives is computed based on changes in foreign currency rates stated in the contract compared to those prevailing at the measurement date. Commodity derivative fair values are computed based on changes in the price per unit stated in the contract compared to those prevailing at the measurement date.

The table below presents the fair value of the Company's derivative financial instruments as of June 30, 2023, December 31, 2022 and June 30, 2022:

(In thousands)	Derivative Assets			Derivative Liabilities		
	June 30, 2023	December 31, 2022	June 30, 2022	June 30, 2023	December 31, 2022	June 30, 2022
Derivatives designated as hedging instruments under ASC 815:						
Interest rate derivatives designated as Cash Flow Hedges	\$ 2,154	\$ —	\$ 151	\$ 121,347	\$ 58,198	\$ —
Interest rate derivatives designated as Fair Value Hedges	16,255	16,768	10,396	—	—	128
Total derivatives designated as hedging instruments under ASC 815	\$ 18,409	\$ 16,768	\$ 10,547	\$ 121,347	\$ 58,198	\$ 128
Derivatives not designated as hedging instruments under ASC 815:						
Interest rate derivatives	\$ 261,205	\$ 269,670	\$ 165,209	\$ 261,066	\$ 271,109	\$ 164,979
Interest rate lock commitments	3,487	1,711	6,649	172	58	173
Forward commitments to sell mortgage loans	2,769	220	906	38	414	1,963
Commodity forward contracts	434	257	—	214	162	—
Foreign exchange contracts	8,444	8,222	614	8,335	8,137	614
Total derivatives not designated as hedging instruments under ASC 815	\$ 276,339	\$ 280,080	\$ 173,378	\$ 269,825	\$ 279,880	\$ 167,729
Total Derivatives	\$ 294,748	\$ 296,848	\$ 183,925	\$ 391,172	\$ 338,078	\$ 167,857

Cash Flow Hedges of Interest Rate Risk

The Company's objectives in using interest rate derivatives are to add stability to net interest income and to manage its exposure to interest rate movements. To accomplish these objectives, the Company primarily uses interest rate swaps and interest rate collars as part of its interest rate risk management strategy. Interest rate swaps designated as cash flow hedges involve the receipt of variable-rate amounts to or from a counterparty in exchange for the Company receiving or paying fixed-rate payments over the life of the agreements without the exchange of the underlying notional amount. Interest rate collars designated as cash flow hedges involve the settlement of amounts in which the interest rate index specified in the contract exceeds the agreed upon cap strike price or in which the interest rate index specified in the contract is below the agreed upon floor strike price at the end of each period.

As of June 30, 2023, the Company had various interest rate collar and swap derivatives designated as cash flow hedges of variable rate loans and various interest rate swap derivatives designated as cash flow hedges of variable rate deposits. When the relationship between the hedged item and hedging instrument is highly effective at achieving offsetting changes in cash flows attributable to the hedged risk, changes in the fair value of these cash flow hedges are recorded in accumulated other comprehensive income or loss and are subsequently reclassified to interest income as interest payments are made on such

variable rate loans or interest expense as interest payments are made on such variable rate deposits. The changes in fair value (net of tax) are separately disclosed in the Consolidated Statements of Comprehensive Income.

The table below provides details on these cash flow hedges, summarized by derivative type and maturity, as of June 30, 2023:

(In thousands)	June 30, 2023	
	Notional Amount	Fair Value Asset (Liability)
<i>Interest Rate Collars at 1-month CME term SOFR:</i>		
Buy 2.250% floor, sell 3.743% cap; matures September 2025	\$ 1,250,000	\$ (29,186)
Buy 2.750% floor, sell 4.320% cap; matures October 2026	500,000	(6,375)
Buy 2.000% floor, sell 3.450% cap; matures September 2027	1,250,000	(45,700)
<i>Interest Rate Swaps at 1-month CME term SOFR:</i>		
Fixed 3.748%; matures December 2025	250,000	(4,422)
Fixed 3.759%; matures December 2025	250,000	(4,356)
Fixed 3.680%; matures February 2026	250,000	(4,762)
Fixed 4.176%; matures March 2026	250,000	(1,563)
Fixed 3.915%; matures March 2026	250,000	(3,211)
Fixed 4.450%; matures July 2026	250,000	1,046
Fixed 3.515%; matures December 2026	250,000	(5,208)
Fixed 3.512%; matures December 2026	250,000	(5,233)
Fixed 3.453%; matures February 2027	250,000	(5,654)
Fixed 4.150%; matures July 2027	250,000	1,108
Fixed 3.748%; matures March 2028	250,000	(1,652)
Fixed 3.526%; matures March 2028	250,000	(4,025)
Total Cash Flow Hedges	\$ 6,000,000	\$ (119,193)

In the first quarter of 2022, the Company terminated interest rate swap derivative contracts designated as cash flow hedges of variable rate deposits with a total notional value of \$1.0 billion and a five-year term effective July 2022. At the time of termination, the fair value of the derivative contracts totaled an asset of \$66.5 million, with such adjustments to fair value recorded in accumulated other comprehensive income or loss. In the second quarter of 2022, the Company terminated two additional interest rate swap derivative contracts designated as cash flow hedges of variable rate deposits with a total notional value of \$500.0 million each effective since April 2020. The remaining terms of such derivative contracts were through March 2023 and April 2024 and, at the time of termination, the fair value of the derivative contracts totaled assets of \$3.7 million and \$10.7 million, respectively, with such adjustments to fair value recorded in accumulated other comprehensive income or loss. In the fourth quarter of 2022, the Company terminated one additional interest rate collar derivative contract designated as a cash flow hedge of the term facility with a total notional value of \$64.3 million effective since September 2018. The remaining term of such derivative contract was through September 2023 and, at the time of termination, the fair value of the derivative contract totaled an asset of \$875,000, with such adjustments to fair value recorded in accumulated other comprehensive income or loss.

For all such terminations, as the hedged forecasted transactions (interest payments on variable rate deposits and the term facility) are still expected to occur over the remaining term of such terminated derivatives, such adjustments will remain in accumulated other comprehensive income or loss and be reclassified as a reduction to interest expense on a straight-line basis over the original term of the terminated derivative contracts.

A rollforward of the amounts in accumulated other comprehensive income or loss related to interest rate derivatives designated as cash flow hedges, including such derivative contracts terminated during the period, follows:

(In thousands)	Three Months Ended		Six Months Ended	
	June 30, 2023	June 30, 2022	June 30, 2023	June 30, 2022
Unrealized gain at beginning of period	\$ 44,692	\$ 76,389	\$ 10,026	\$ 36,908
Amount reclassified from accumulated other comprehensive income or loss to interest income or expense on deposits, loans, and other borrowings	14,092	1,012	17,664	6,365
Amount of gain recognized in other comprehensive income or loss	(120,523)	1,363	(89,429)	35,491
Unrealized gain at end of period	\$ (61,739)	\$ 78,764	\$ (61,739)	\$ 78,764

As of June 30, 2023, the Company estimated that during the next 12 months \$68.9 million will be reclassified from accumulated other comprehensive income or loss as a decrease to net interest income. Such estimate consists of \$17.6 million reclassified as a reduction to interest expense on the terminated cash flow hedges discussed above and \$86.5 million reclassified as a reduction to interest income related to the interest rate collars and swaps noted above that remain outstanding.

Fair Value Hedges of Interest Rate Risk

Interest rate swaps designated as fair value hedges involve the payment of fixed amounts to a counterparty in exchange for the Company receiving variable payments over the life of the agreements without the exchange of the underlying notional amount. As of June 30, 2023, the Company had 13 interest rate swaps with an aggregate notional amount of \$204.1 million that were designated as fair value hedges primarily associated with fixed rate commercial and industrial and commercial real estate loans as well as life insurance premium finance receivables.

For derivatives designated and that qualify as fair value hedges, the net gain or loss from the entire change in the fair value of the derivative instrument is recognized in the same income statement line item as the earnings effect, including the net gain or loss, of the hedged item (interest income earned on fixed rate loans) when the hedged item affects earnings.

The following table presents the carrying amount of the hedged assets/(liabilities) and the cumulative amount of fair value hedging adjustment included in the carrying amount of the hedged assets/(liabilities) that are designated as a fair value hedge accounting relationship as of June 30, 2023:

		June 30, 2023			
(In thousands)	Derivatives in Fair Value Hedging Relationships	Location in the Statement of Condition	Carrying Amount of the Hedged Assets/(Liabilities)	Cumulative Amount of Fair Value Hedging Adjustment Included in the Carrying Amount of the Hedged Assets/(Liabilities)	Cumulative Amount of Fair Value Hedging Adjustment Remaining for any Hedged Assets/(Liabilities) for which Hedge Accounting has been Discontinued
	Interest rate swaps	Loans, net of unearned income	\$ 187,102	\$ (16,202)	\$ (94)
		Available-for-sale debt securities	828	(25)	—

The following table presents the loss or gain recognized related to derivative instruments that are designated as fair value hedges for the respective period:

(In thousands)	Derivatives in Fair Value Hedging Relationships	Location of (Loss)/Gain Recognized in Income on Derivative	Three Months Ended June 30, 2023	Six Months Ended June 30, 2023
	Interest rate swaps	Interest and fees on loans	\$ (7)	\$ 2
		Interest income - investment securities	—	—

Non-Designated Hedges

The Company does not use derivatives for speculative purposes. Derivatives not designated as accounting hedges are used to manage the Company’s economic exposure to interest rate movements and other identified risks but do not meet the strict hedge accounting requirements of ASC 815. Changes in the fair value of derivatives not designated in hedging relationships are recorded directly in earnings.

Interest Rate Derivatives—Periodically, the Company may purchase interest rate cap derivatives designed to act as an economic hedge of the risk of the negative impact on its fixed-rate loan portfolios from rising interest rates. As of June 30, 2023, there were no interest rate caps outstanding that were designed to act as an economic hedge. During 2022, the Company terminated an interest rate cap derivative contract related to LIBOR that was not designated as an accounting hedge with a total notional value of \$1.0 billion.

Additionally, the Company has interest rate derivatives, including swaps and option products, resulting from a service the Company provides to certain qualified borrowers. The Company’s banking subsidiaries execute certain derivative products (typically interest rate swaps) directly with qualified commercial borrowers to facilitate their respective risk management strategies. For example, these arrangements allow the Company’s commercial borrowers to effectively convert a variable rate loan to a fixed rate. In order to minimize the Company’s exposure on these transactions, the Company simultaneously executes

offsetting derivatives with third parties. In most cases, the offsetting derivatives have mirror-image terms, which result in the positions' changes in fair value substantially offsetting through earnings each period. However, to the extent that the derivatives are not a mirror-image and because of differences in counterparty credit risk, changes in fair value will not completely offset resulting in some earnings impact each period. Changes in the fair value of these derivatives are included in other non-interest income. At June 30, 2023 and December 31, 2022, the Company had interest rate derivative transactions with an aggregate notional amount of approximately \$11.2 billion and \$9.6 billion, respectively, (all interest rate swaps and caps with customers and third parties) related to this program. At June 30, 2023 these interest rate derivatives had maturity dates ranging from July 2023 to January 2037.

Mortgage Banking Derivatives—These derivatives include interest rate lock commitments provided to customers to fund certain mortgage loans to be sold into the secondary market and forward commitments for the future delivery of such loans. It is the Company's practice to enter into forward commitments for the future delivery of a portion of its residential mortgage loan production when interest rate lock commitments are entered into in order to economically hedge the effect of future changes in interest rates on its commitments to fund the loans as well as on its portfolio of mortgage loans held-for-sale. The Company's mortgage banking derivatives have not been designated as being in hedge relationships. At June 30, 2023 and December 31, 2022, the Company had interest rate lock commitments with an aggregate notional amount of approximately \$225.1 million and \$121.6 million, and forward commitments to sell mortgage loans with an aggregate notional amount of approximately \$693.5 million and \$321.0 million, respectively. The fair values of these derivatives were estimated based on changes in mortgage rates from the dates of the commitments. Changes in the fair value of these mortgage banking derivatives are included in mortgage banking revenue.

Commodity Derivatives—The Company has commodity forward contracts resulting from a service the Company provides to certain qualified borrowers. The Company's banking subsidiaries execute certain derivative products directly with qualified commercial borrowers to facilitate their respective risk management strategies. For example, these arrangements allow the Company's commercial borrowers to effectively purchase or sell a given commodity at an agreed-upon price on an agreed-upon settlement date. In order to minimize the Company's exposure on these transactions, the Company simultaneously executes offsetting derivatives with third parties. In most cases, the offsetting derivatives have mirror-image terms, which result in the positions' changes in fair value substantially offsetting through earnings each period. However, to the extent that the derivatives are not a mirror-image and because of differences in counterparty credit risk, changes in fair value will not completely offset resulting in some earnings impact each period. Changes in the fair value of these derivatives are included in other non-interest income. At June 30, 2023 and December 31, 2022, the Company had commodity derivative transactions with an aggregate notional amount of approximately \$6.6 million and \$3.6 million, respectively, (all forward contracts with customers and third parties) related to this program. At June 30, 2023, these commodity derivatives had maturity dates ranging from July 2023 to May 2024.

Foreign Currency Derivatives—The Company has foreign currency derivative contracts resulting from a service the Company provides to certain qualified customers. The Company's banking subsidiaries execute certain derivative products directly with qualified customers to facilitate their respective risk management strategies related to foreign currency fluctuations. For example, these arrangements allow the Company's customers to effectively exchange the currency of one country for the currency of another country at an agreed-upon price on an agreed-upon settlement date. In order to minimize the Company's exposure on these transactions, the Company simultaneously executes offsetting derivatives with third parties. In most cases, the offsetting derivatives have mirror-image terms, which result in the positions' changes in fair value substantially offsetting through earnings each period. However, to the extent that the derivatives are not a mirror-image and because of differences in counterparty credit risk, changes in fair value will not completely offset resulting in some earnings impact each period. Changes in the fair value of these derivatives are included in other non-interest income. As of June 30, 2023 and December 31, 2022, the Company held foreign currency derivatives with an aggregate notional amount of approximately \$205.3 million and \$226.2 million, respectively.

Other Derivatives—Periodically, the Company will sell options to a bank or dealer for the right to purchase certain securities held within the banks' investment portfolios (covered call options). These option transactions are designed to increase the total return associated with the investment securities portfolio. These options do not qualify as accounting hedges pursuant to ASC 815 and, accordingly, changes in the fair value of these contracts are recognized as other non-interest income. There were no covered call options outstanding as of June 30, 2023, December 31, 2022 or June 30, 2022.

Periodically, the Company will purchase options for the right to purchase securities not currently held within the banks' investment portfolios or enter into interest rate swaps in which the Company elects to not designate such derivatives as hedging instruments. These option and swap transactions are designed primarily to economically hedge a portion of the fair value adjustments related to the Company's mortgage servicing rights portfolio. The gain or loss associated with these derivative contracts are included in mortgage banking revenue. At both June 30, 2023 and December 31, 2022, the Company held three

interest rate derivatives with an aggregate notional value of \$190.0 million for such purpose of economically hedging a portion of the fair value adjustment related to its mortgage servicing rights portfolio.

Amounts included in the Consolidated Statements of Income related to derivative instruments not designated in hedge relationships were as follows:

(In thousands)		Three Months Ended		Six Months Ended	
Derivative	Location in income statement	June 30, 2023	June 30, 2022	June 30, 2023	June 30, 2022
Interest rate swaps and caps	Trading gains, net	\$ 12	\$ 161	\$ 812	\$ 4,185
Mortgage banking derivatives	Mortgage banking revenue	4,791	(7,550)	8,431	(14,919)
Commodity contracts	Trading gains, net	49	—	226	—
Foreign exchange contracts	Trading gains, net	—	—	—	—
Covered call options	Fees from covered call options	2,578	1,069	12,969	4,811
Derivative contract held as economic hedge on MSRs	Mortgage banking revenue	(726)	—	220	—

Credit Risk

Derivative instruments have inherent risks, primarily market risk and credit risk. Market risk is associated with changes in interest rates and credit risk relates to the risk that the counterparty will fail to perform according to the terms of the agreement. The amounts potentially subject to market and credit risks are the streams of interest payments under the contracts and the market value of the derivative instrument and not the notional principal amounts used to express the volume of the transactions. Market and credit risks are managed and monitored as part of the Company's overall asset-liability management process, except that the credit risk related to derivatives entered into with certain qualified borrowers is managed through the Company's standard loan underwriting process since these derivatives are secured through collateral provided by the loan agreements. Actual exposures are monitored against various types of credit limits established to contain risk within parameters. When deemed necessary, appropriate types and amounts of collateral are obtained to minimize credit exposure.

The Company has agreements with certain of its interest rate derivative counterparties that contain cross-default provisions, which provide that if the Company defaults on any of its indebtedness, including default where repayment of the indebtedness has not been accelerated by the lender, then the Company could also be declared in default on its derivative obligations. The Company also has agreements with certain of its derivative counterparties that contain a provision allowing the counterparty to terminate the derivative positions if the Company fails to maintain its status as a well or adequately capitalized institution, which would require the Company to settle its obligations under the agreements. As of June 30, 2023, there were no interest rate derivatives in a net liability position that were subject to such agreements. The fair value of such derivatives includes accrued interest related to these agreements.

The Company is also exposed to the credit risk of its commercial borrowers who are counterparties to interest rate derivatives with the banks. This counterparty risk related to the commercial borrowers is managed and monitored through the banks' standard underwriting process applicable to loans since these derivatives are secured through collateral provided by the loan agreement. The counterparty risk associated with the mirror-image swaps executed with third parties is monitored and managed in connection with the Company's overall asset liability management process.

The Company records interest rate derivatives subject to master netting agreements at their gross value and does not offset derivative assets and liabilities on the Consolidated Statements of Condition. The table below summarizes the Company's interest rate derivatives and offsetting positions as of the dates shown.

(In thousands)	Derivative Assets			Derivative Liabilities		
	Fair Value			Fair Value		
	June 30, 2023	December 31, 2022	June 30, 2022	June 30, 2023	December 31, 2022	June 30, 2022
Gross Amounts Recognized	\$ 279,614	\$ 286,438	\$ 175,756	\$ 382,413	\$ 329,307	\$ 165,107
Less: Amounts offset in the Statements of Condition	—	—	—	—	—	—
Net amount presented in the Statements of Condition	\$ 279,614	\$ 286,438	\$ 175,756	\$ 382,413	\$ 329,307	\$ 165,107
Gross amounts not offset in the Statements of Condition						
Offsetting Derivative Positions	(125,159)	(64,100)	(6,009)	(125,159)	(64,100)	(6,009)
Collateral Posted	(145,735)	(194,666)	(163,412)	—	—	(91)
Net Credit Exposure	\$ 8,720	\$ 27,672	\$ 6,335	\$ 257,254	\$ 265,207	\$ 159,007

(15) Fair Values of Assets and Liabilities

The Company measures, monitors and discloses certain of its assets and liabilities on a fair value basis. These financial assets and financial liabilities are measured at fair value in three levels, based on the markets in which the assets and liabilities are traded and the observability of the inputs used to determine fair value. These levels are:

- Level 1—unadjusted quoted prices in active markets for identical assets or liabilities.
- Level 2—inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly. These include quoted prices for similar assets or liabilities in active markets, quoted prices for identical or similar assets or liabilities in markets that are not active, inputs other than quoted prices that are observable for the asset or liability or inputs that are derived principally from or corroborated by observable market data by correlation or other means.
- Level 3—significant unobservable inputs that reflect the Company’s own assumptions that market participants would use in pricing the assets or liabilities. Level 3 assets and liabilities include financial instruments whose value is determined using pricing models, discounted cash flow methodologies, or similar techniques, as well as instruments for which the determination of fair value requires significant management judgment or estimation.

A financial instrument’s categorization within the above valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement. The Company’s assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment, and considers factors specific to the assets or liabilities. The following is a description of the valuation methodologies used for the Company’s assets and liabilities measured at fair value on a recurring basis.

Available-for-sale debt securities, trading account securities and equity securities with readily determinable fair value—Fair values for available-for-sale debt securities, trading account securities and equity securities with readily determinable fair value are typically based on prices obtained from independent pricing vendors. Securities measured with these valuation techniques are generally classified as Level 2 of the fair value hierarchy. Typically, standard inputs such as benchmark yields, reported trades for similar securities, issuer spreads, benchmark securities, bids, offers and reference data including market research publications are used to determine the fair value of these securities. When these inputs are not available, broker/dealer quotes may be obtained by the vendor to determine the fair value of the security. We review the vendor’s pricing methodologies to determine if observable market information is being used, versus unobservable inputs. Fair value measurements using significant inputs that are unobservable in the market due to limited activity or a less liquid market are classified as Level 3 in the fair value hierarchy. The fair value of U.S. Treasury securities and certain equity securities with readily determinable fair value are based on unadjusted quoted prices in active markets for identical securities. As such, these securities are classified as Level 1 in the fair value hierarchy.

The Company’s Investment Operations Department is responsible for the valuation of Level 3 available-for-sale debt securities. The methodology and variables used as inputs in pricing Level 3 securities are derived from a combination of observable and unobservable inputs. The unobservable inputs are determined through internal assumptions that may vary from period to period due to external factors, such as market movement and credit rating adjustments.

At June 30, 2023, the Company classified \$114.2 million of municipal securities as Level 3. These municipal securities are bond issues for various municipal government entities primarily located in the Chicago metropolitan area and southern

Wisconsin and are privately placed, non-rated bonds without CUSIP numbers. The Company's methodology for pricing these securities focuses on three distinct inputs: equivalent rating, yield and other pricing terms. To determine the rating for a given non-rated investment debt security, the Investment Operations Department references a rated, publicly issued bond by the same issuer if available. A reduction is then applied to the rating obtained from the comparable bond, as the Company believes if liquidated, a non-rated bond would be valued less than a similar bond with a verifiable rating. The reduction applied by the Company is one complete rating grade (i.e. a "AA" rating for a comparable bond would be reduced to "A" for the Company's valuation). For bond issues without comparable bond proxies, a rating of "BBB" was assigned. In the second quarter of 2023, all of the ratings derived by the Investment Operations Department using the above process were "BBB" or better. The fair value measurement noted above is sensitive to the rating input, as a higher rating typically results in an increased valuation. The remaining pricing inputs used in the bond valuation are observable. Based on the rating determined in the above process, Investment Operations obtains a corresponding current market yield curve available to market participants. Other terms including coupon, maturity date, redemption price, number of coupon payments per year, and accrual method are obtained from the individual bond term sheets. Certain municipal bonds held by the Company at June 30, 2023 are continuously callable. When valuing these bonds, the fair value is capped at par value as the Company assumes a market participant would not pay more than par for a continuously callable bond.

Mortgage loans held-for-sale—The fair value of mortgage loans held-for-sale is typically determined by reference to investor price sheets for loan products with similar characteristics. Loans measured with this valuation technique are classified as Level 2 in the fair value hierarchy.

At June 30, 2023, the Company classified \$29.4 million of certain delinquent mortgage loans held-for-sale as Level 3. For such delinquent loans in which investor interest may be limited, the Company estimates fair value by discounting future scheduled cash flows for the specific loan through its life, adjusted for estimated credit losses. The Company uses a discount rate based on prevailing market coupon rates on loans with similar characteristics. The assumed weighted average discount rate used as an input to value these loans at June 30, 2023 was 6.50%. The higher the rate utilized to discount estimated future cash flows, the lower the fair value measurement. Additionally, the weighted average credit discount used as an input to value the specific loans was 0.42% with credit loss discount ranging from 0%-13% at June 30, 2023.

Loans held-for-investment—The fair value for certain loans in which the Company previously elected the fair value option is estimated by discounting future scheduled cash flows for the specific loan through maturity, adjusted for estimated credit losses and prepayment or life assumptions. These loans primarily consist of early buyout loans guaranteed by U.S. government agencies that are delinquent and, as a result, investor interest may be limited. The Company uses a discount rate based on the actual coupon rate of the underlying loan. At June 30, 2023, the Company classified \$61.1 million of loans held-for-investment carried at fair value as Level 3. The assumed weighted average discount rate used as an input to value these loans at June 30, 2023 was 6.57%. The higher the rate utilized to discount estimated future cash flows, the lower the fair value measurement. As noted above, the fair value estimate also includes assumptions of prepayment speeds and average life as well as credit losses. The weighted average prepayments speed used as an input to value current loans was 7.01% at June 30, 2023. Prepayment speeds are inversely related to the fair value of these loans as an increase in prepayment speeds results in a decreased valuation. For delinquent loans in which performance is not assumed and there is a higher probability of resolution of the loan ending in foreclosure, the weighted average life of such loans was 6.2 years. Average life is inversely related to the fair value of these loans as an increase in estimated life results in a decreased valuation. Additionally, the weighted average credit discount used as an input to value the specific loans was 0.89% with credit loss discounts ranging from 0%-14% at June 30, 2023.

MSRs—Fair value for MSRs is determined utilizing a valuation model which calculates the fair value of each servicing right based on the present value of estimated future cash flows. The Company uses a discount rate commensurate with the risk associated with each servicing right, given current market conditions. At June 30, 2023, the Company classified \$200.7 million of MSRs as Level 3. The weighted average discount rate used as an input to value the pool of MSRs at June 30, 2023 was 10.50% with discount rates applied ranging from 2%-21%. The higher the rate utilized to discount estimated future cash flows, the lower the fair value measurement. The fair value of MSRs was also estimated based on other assumptions including prepayment speeds and the cost to service. Prepayment speeds ranged from 0%-100% or a weighted average prepayment speed of 7.01%. Further, for current and delinquent loans, the Company assumed a weighted average cost of servicing of \$77 and \$405, respectively, per loan. Prepayment speeds and the cost to service are both inversely related to the fair value of MSRs as an increase in prepayment speeds or the cost to service results in a decreased valuation. See Note (9) "Mortgage Servicing Rights ("MSRs")" for further discussion of MSRs.

Derivative instruments—The Company's derivative instruments include interest rate swaps, caps and collars, commitments to fund mortgages for sale into the secondary market (interest rate locks), forward commitments to end investors for the sale of mortgage loans, commodity future contracts and foreign currency contracts. Interest rate swaps, caps and collars and commodity future contracts are valued by a third party, using models that primarily use market observable inputs, such as yield

curves and commodity prices prevailing at the measurement date, and are classified as Level 2 in the fair value hierarchy. The credit risk associated with derivative financial instruments that are subject to master netting agreements is measured on a net basis by counterparty portfolio. The fair value for mortgage-related derivatives is based on changes in mortgage rates from the date of the commitments. The fair value of foreign currency derivatives is computed based on change in foreign currency rates stated in the contract compared to those prevailing at the measurement date.

At June 30, 2023, the Company classified \$3.5 million of derivative assets related to interest rate locks as Level 3. The fair value of interest rate locks is based on prices obtained for loans with similar characteristics from third parties, adjusted for the pull-through rate, which represents the Company's best estimate of the likelihood that a committed loan will ultimately fund. The weighted-average pull-through rate at June 30, 2023 was 83.16% with pull-through rates applied ranging from 13% to 100%. Pull-through rates are directly related to the fair value of interest rate locks as an increase in the pull-through rate results in an increased valuation.

Nonqualified deferred compensation assets—The underlying assets relating to the nonqualified deferred compensation plan are included in a trust and primarily consist of non-exchange traded institutional funds which are priced based by an independent third party service. These assets are classified as Level 2 in the fair value hierarchy.

The following tables present the balances of assets and liabilities measured at fair value on a recurring basis for the periods presented:

(In thousands)	June 30, 2023			
	Total	Level 1	Level 2	Level 3
Available-for-sale securities				
U.S. Treasury	\$ —	\$ —	\$ —	\$ —
U.S. government agencies	74,275	—	74,275	—
Municipal	167,411	—	53,256	114,155
Corporate notes	72,060	—	72,060	—
Mortgage-backed	3,178,735	—	3,178,735	—
Trading account securities	3,027	—	3,027	—
Equity securities with readily determinable fair value	116,275	108,209	8,066	—
Mortgage loans held-for-sale	338,728	—	309,322	29,406
Loans held-for-investment	193,953	—	132,830	61,123
MSRs	200,692	—	—	200,692
Nonqualified deferred compensation assets	14,796	—	14,796	—
Derivative assets	294,748	—	291,261	3,487
Total	\$ 4,654,700	\$ 108,209	\$ 4,137,628	\$ 408,863
Derivative liabilities	\$ 391,172	\$ —	\$ 391,172	\$ —

(In thousands)	December 31, 2022			
	Total	Level 1	Level 2	Level 3
Available-for-sale securities				
U.S. Treasury	\$ 14,948	\$ 14,948	\$ —	\$ —
U.S. government agencies	74,222	—	74,222	—
Municipal	168,655	—	51,118	117,537
Corporate notes	85,705	—	85,705	—
Mortgage-backed	2,899,487	—	2,899,487	—
Trading account securities	1,127	—	1,127	—
Equity securities with readily determinable fair value	110,365	102,299	8,066	—
Mortgage loans held-for-sale	299,935	—	251,280	48,655
Loans held-for-investment	179,932	—	95,767	84,165
MSRs	230,225	—	—	230,225
Nonqualified deferred compensation assets	13,899	—	13,899	—
Derivative assets	296,848	—	295,137	1,711
Total	\$ 4,375,348	\$ 117,247	\$ 3,775,808	\$ 482,293
Derivative liabilities	\$ 338,078	\$ —	\$ 338,078	\$ —

(In thousands)	June 30, 2022			
	Total	Level 1	Level 2	Level 3
Available-for-sale securities				
U.S. Treasury	\$ —	\$ —	\$ —	\$ —
U.S. government agencies	48,087	—	48,087	—
Municipal	166,705	—	53,220	113,485
Corporate notes	89,813	—	89,813	—
Mortgage-backed	2,665,516	—	2,665,516	—
Trading account securities	1,010	—	1,010	—
Equity securities with readily determinable fair value	93,295	85,229	8,066	—
Mortgage loans held-for-sale	513,232	—	424,269	88,963
Loans held-for-investment	122,757	—	37,959	84,798
MSRs	212,664	—	—	212,664
Nonqualified deferred compensation assets	13,936	—	13,936	—
Derivative assets	183,925	—	177,276	6,649
Total	\$ 4,110,940	\$ 85,229	\$ 3,519,152	\$ 506,559
Derivative liabilities	\$ 167,857	\$ —	\$ 167,857	\$ —

The aggregate remaining contractual principal balance outstanding as of June 30, 2023, December 31, 2022 and June 30, 2022 for mortgage loans held-for-sale measured at fair value under ASC 825 was \$345.7 million, \$308.9 million and \$510.7 million, respectively, while the aggregate fair value of mortgage loans held-for-sale was \$338.7 million, \$299.9 million and \$513.2 million, for the same respective periods, as shown in the above tables. At June 30, 2023, \$582,000 of mortgage loans held-for-sale were classified as nonaccrual as compared to \$5.8 million as of December 31, 2022 and \$6.0 million as of June 30, 2022. Additionally, there were \$29.6 million of loans past due greater than 90 days and still accruing in the mortgage loans held-for-sale portfolio as of June 30, 2023 compared to \$44.0 million as of December 31, 2022 and \$55.6 million as of June 30, 2022. All of the nonaccrual loans and loans past due greater than 90 days and still accruing within the mortgage loans held-for-sale portfolio at June 30, 2023, December 31, 2022, and June 30, 2022 were individual delinquent mortgage loans bought back from GNMA at the unconditional option of the Company as servicer for those loans.

The aggregate remaining contractual principal balance outstanding as of June 30, 2023, December 31, 2022 and June 30, 2022 for loans held-for-investment measured at fair value under ASC 825 was \$196.6 million, \$184.0 million and \$125.1 million, respectively, while the aggregate fair value of loans held-for-investment was \$194.0 million, \$179.9 million and \$122.8 million, respectively, as shown in the above tables.

The changes in Level 3 assets measured at fair value on a recurring basis during the three and six months ended June 30, 2023 and 2022 are summarized as follows:

(In thousands)	Municipal	Mortgage loans held-for-sale	Loans held-for-investment	Mortgage servicing rights	Derivative assets
Balance at April 1, 2023	\$ 112,257	\$ 44,250	\$ 69,493	\$ 224,470	\$ 5,356
Total net (losses) gains included in:					
Net income ⁽¹⁾	—	402	(619)	6,392	(1,869)
Other comprehensive income or loss	(3,161)	—	—	—	—
Purchases	6,978	—	—	—	—
Issuances	—	—	—	—	—
Sales	—	—	—	(30,170)	—
Settlements	(1,919)	(23,973)	(16,593)	—	—
Net transfers into Level 3	—	8,727	8,842	—	—
Balance at June 30, 2023	\$ 114,155	\$ 29,406	\$ 61,123	\$ 200,692	\$ 3,487

(1) Changes in the balance of mortgage loans held-for-sale, MSRs, and derivative assets related to fair value adjustments are recorded as components of mortgage banking revenue. Changes in the balance of loans held-for-investment related to fair value adjustments are recorded as other non-interest income.

(In thousands)	Municipal	Mortgage loans held-for-sale	Loans held-for-investment	Mortgage servicing rights	Derivative assets
Balance at April 1, 2022	\$ 100,401	\$ —	\$ 44,464	\$ 199,146	\$ 3,447
Total net (losses) gains included in:					
Net income ⁽¹⁾	—	(2,900)	(1,775)	13,518	3,202
Other comprehensive income or loss	(685)	—	—	—	—
Purchases	15,497	—	—	—	—
Issuances	—	—	—	—	—
Sales	—	—	—	—	—
Settlements	(1,728)	—	(7,231)	—	—
Net transfers into Level 3	—	91,863	49,340	—	—
Balance at June 30, 2022	<u>\$ 113,485</u>	<u>\$ 88,963</u>	<u>\$ 84,798</u>	<u>\$ 212,664</u>	<u>\$ 6,649</u>

(In thousands)	Municipal	Mortgage loans held-for-sale	Loans held-for-investment	Mortgage servicing rights	Derivative Assets
Balance at January 1, 2023	\$ 117,537	\$ 48,655	\$ 84,165	\$ 230,225	\$ 1,711
Total net (losses) gains included in:					
Net income ⁽¹⁾	—	868	(255)	637	1,776
Other comprehensive income or loss	(4,823)	—	—	—	—
Purchases	11,396	—	—	—	—
Issuances	—	—	—	—	—
Sales	—	—	—	(30,170)	—
Settlements	(9,955)	(42,592)	(36,915)	—	—
Net transfers into Level 3	—	22,475	14,128	—	—
Balance at June 30, 2023	<u>\$ 114,155</u>	<u>\$ 29,406</u>	<u>\$ 61,123</u>	<u>\$ 200,692</u>	<u>\$ 3,487</u>

(In thousands)	Municipal	Mortgage loans held-for-sale	Loans held-for-investment	Mortgage servicing rights	Derivative Assets
Balance at January 1, 2022	\$ 105,687	\$ —	\$ 15,891	\$ 147,571	\$ 10,560
Total net (losses) gains included in:					
Net income ⁽¹⁾	—	(2,900)	(2,547)	65,093	(3,911)
Other comprehensive income or loss	(6,134)	—	—	—	—
Purchases	16,743	—	—	—	—
Issuances	—	—	—	—	—
Sales	—	—	—	—	—
Settlements	(2,811)	—	(8,898)	—	—
Net transfers into Level 3	—	91,863	80,352	—	—
Balance at June 30, 2022	<u>\$ 113,485</u>	<u>\$ 88,963</u>	<u>\$ 84,798</u>	<u>\$ 212,664</u>	<u>\$ 6,649</u>

(1) Changes in the balance of mortgage loans held-for-sale, MSRs, and derivative assets related to fair value adjustments are recorded as components of mortgage banking revenue. Changes in the balance of loans held-for-investment related to fair value adjustments are recorded as other non-interest income.

Also, the Company may be required, from time to time, to measure certain other assets at fair value on a non-recurring basis in accordance with GAAP. These adjustments to fair value usually result from impairment charges on individual assets. For assets measured at fair value on a non-recurring basis that were still held in the balance sheet at the end of the period, the following table provides the carrying value of the related individual assets or portfolios at June 30, 2023:

(In thousands)	June 30, 2023				Three Months Ended	Six Months Ended
	Total	Level 1	Level 2	Level 3	June 30, 2023 Fair Value Losses Recognized, net	June 30, 2023 Fair Value Losses Recognized, net
Individually assessed loans - foreclosure probable and collateral-dependent	\$ 73,804	\$ —	\$ —	\$ 73,804	\$ 11,635	\$ 14,136
Other real estate owned ⁽¹⁾	11,586	—	—	11,586	—	104
Total	\$ 85,390	\$ —	\$ —	\$ 85,390	\$ 11,635	\$ 14,240

(1) Fair value losses recognized, net on other real estate owned include valuation adjustments and charge-offs during the respective period.

Individually assessed loans—In accordance with ASC 326, the allowance for credit losses for loans and other financial assets held at amortized cost should be measured on a collective or pooled basis when such assets exhibit similar risk characteristics. In instances in which a financial asset does not exhibit similar risk characteristics to a pool, the Company is required to measure such allowance for credit losses on an individual asset basis. For the Company’s loan portfolio, nonaccrual loans are considered to not exhibit similar risk characteristics as pools and thus are individually assessed. Credit losses are measured by estimating the fair value of the loan based on the present value of expected cash flows, the market price of the loan, or the fair value of the underlying collateral. Individually assessed loans are considered a fair value measurement where an allowance for credit loss is established based on the fair value of collateral. Appraised values on relevant real estate properties, which may require adjustments to market-based valuation inputs, are generally used on foreclosure probable and collateral-dependent loans within the real estate portfolios.

The Company’s Managed Assets Division is primarily responsible for the valuation of Level 3 inputs of individually assessed loans. For more information on individually assessed loans refer to Note (7) “Allowance for Credit Losses”. At June 30, 2023, the Company had \$73.8 million of individually assessed loans classified as Level 3. All of the \$73.8 million of individually assessed loans were measured at fair value based on the underlying collateral of the loan as shown in the table above. None were valued based on discounted cash flows in accordance with ASC 310.

Other real estate owned—Other real estate owned is comprised of real estate acquired in partial or full satisfaction of loans and is included in other assets. Other real estate owned is recorded at its estimated fair value less estimated selling costs at the date of transfer, with any excess of the related loan balance over the fair value less expected selling costs charged to the allowance for loan losses. Subsequent changes in value are reported as adjustments to the carrying amount and are recorded in other non-interest expense. Gains and losses upon sale, if any, are also charged to other non-interest expense. Fair value is generally based on third party appraisals and internal estimates that are adjusted by a discount representing the estimated cost of sale and is therefore considered a Level 3 valuation.

The Company’s Managed Assets Division is primarily responsible for the valuation of Level 3 inputs for other real estate owned. At June 30, 2023, the Company had \$11.6 million of other real estate owned classified as Level 3. The unobservable input applied to other real estate owned relates to the 10% reduction to the appraisal value representing the estimated cost of sale of the foreclosed property. A higher discount for the estimated cost of sale results in a decreased carrying value.

The valuation techniques and significant unobservable inputs used to measure both recurring and non-recurring Level 3 fair value measurements at June 30, 2023 were as follows:

(Dollars in thousands)	Fair Value	Valuation Methodology	Significant Unobservable Input	Range of Inputs	Weighted Average of Inputs	Impact to valuation from an increased or higher input value
Measured at fair value on a recurring basis:						
Municipal securities	\$ 114,155	Bond pricing	Equivalent rating	BBB-AA+	N/A	Increase
Mortgage loans held-for-sale	29,406	Discounted cash flows	Discount rate	6.50%	6.50%	Decrease
			Credit discount	0% - 13%	0.42%	Decrease
Loans held-for-investment	61,123	Discounted cash flows	Discount rate	6.50% - 7.25%	6.57%	Decrease
			Credit discount	0% - 14%	0.89%	Decrease
			Constant prepayment rate (CPR) - current loans	7.01%	7.01%	Decrease
			Average life - delinquent loans (in years)	2.7 years - 10.5 years	6.2 years	Decrease
MSRs	200,692	Discounted cash flows	Discount rate	2% - 21%	10.50%	Decrease
			Constant prepayment rate (CPR)	0% - 100%	7.01%	Decrease
			Cost of servicing	\$70 - \$200	\$ 77	Decrease
			Cost of servicing - delinquent	\$200 - 1,000	\$ 405	Decrease
Derivatives	3,487	Discounted cash flows	Pull-through rate	13% - 100%	83.16 %	Increase
Measured at fair value on a non-recurring basis:						
Individually assessed loans - foreclosure probable and collateral-dependent	73,804	Appraisal value	Appraisal adjustment - cost of sale	10%	10.00%	Decrease
Other real estate owned	11,586	Appraisal value	Appraisal adjustment - cost of sale	10%	10.00%	Decrease

The Company is required under applicable accounting guidance to report the fair value of all financial instruments on the Consolidated Statements of Condition, including those financial instruments carried at cost. The table below presents the carrying amounts and estimated fair values of the Company's financial instruments as of the dates shown:

(In thousands)	At June 30, 2023		At December 31, 2022		At June 30, 2022	
	Carrying Value	Fair Value	Carrying Value	Fair Value	Carrying Value	Fair Value
Financial Assets:						
Cash and cash equivalents	\$ 513,917	\$ 513,917	\$ 490,966	\$ 490,966	\$ 498,947	\$ 498,947
Securities sold under agreements to repurchase with original maturities exceeding three months	—	—	—	—	475,000	475,000
Interest-bearing deposits with banks	2,163,708	2,163,708	1,988,719	1,988,719	3,266,541	3,266,541
Available-for-sale securities	3,492,481	3,492,481	3,243,017	3,243,017	2,970,121	2,970,121
Held-to-maturity securities	3,564,473	2,887,891	3,640,567	2,949,821	3,413,469	2,900,269
Trading account securities	3,027	3,027	1,127	1,127	1,010	1,010
Equity securities with readily determinable fair value	116,275	116,275	110,365	110,365	93,295	93,295
FHLB and FRB stock, at cost	195,117	195,117	224,759	224,759	136,138	136,138
Brokerage customer receivables	15,722	15,722	16,387	16,387	21,527	21,527
Mortgage loans held-for-sale, at fair value	338,728	338,728	299,935	299,935	513,232	513,232
Loans held-for-investment, at fair value	193,953	193,953	179,932	179,932	122,757	122,757
Loans held-for-investment, at amortized cost	40,829,455	40,142,976	39,016,553	38,018,678	36,930,346	36,165,838
Nonqualified deferred compensation assets	14,796	14,796	13,899	13,899	13,936	13,936
Derivative assets	294,748	294,748	296,848	296,848	183,925	183,925
Accrued interest receivable and other	434,553	434,553	379,719	379,719	283,626	283,626
Total financial assets	<u>\$ 52,170,953</u>	<u>\$ 50,807,892</u>	<u>\$49,902,793</u>	<u>\$48,214,172</u>	<u>\$48,923,870</u>	<u>\$47,646,162</u>
Financial Liabilities						
Non-maturity deposits	\$ 37,682,437	\$ 37,682,437	\$38,167,409	\$38,167,409	\$38,917,105	\$38,917,105
Deposits with stated maturities	6,356,270	6,300,161	4,735,135	4,085,058	3,676,221	3,683,452
FHLB advances	2,026,071	2,072,317	2,316,071	2,219,983	1,166,071	1,116,429
Other borrowings	665,219	662,156	596,614	569,342	482,787	483,592
Subordinated notes	437,628	405,762	437,392	409,395	437,162	434,809
Junior subordinated debentures	253,566	253,562	253,566	253,405	253,566	281,085
Derivative liabilities	391,172	391,172	338,078	338,078	167,857	167,857
Accrued interest payable	45,359	45,359	22,176	22,176	8,233	8,233
Total financial liabilities	<u>\$ 47,857,722</u>	<u>\$ 47,812,926</u>	<u>\$46,866,441</u>	<u>\$46,064,846</u>	<u>\$45,109,002</u>	<u>\$45,092,562</u>

Not all the financial instruments listed in the table above are subject to the disclosure provisions of ASC Topic 820, as certain assets and liabilities result in their carrying value approximating fair value. These include cash and cash equivalents, interest-bearing deposits with banks, brokerage customer receivables, FHLB and FRB stock, accrued interest receivable and accrued interest payable and non-maturity deposits.

The following methods and assumptions were used by the Company in estimating fair values of financial instruments that were not previously disclosed.

Held-to-maturity securities. Held-to-maturity securities include U.S. government-sponsored agency securities, municipal bonds issued by various municipal government entities primarily located in the Chicago metropolitan area and southern Wisconsin and mortgage-backed securities. Fair values for held-to-maturity securities are typically based on prices obtained from independent pricing vendors. In accordance with ASC 820, the Company has generally categorized these held-to-maturity securities as a Level 2 fair value measurement. Fair values for certain other held-to-maturity securities are based on the bond pricing methodology discussed previously related to certain available-for-sale securities. In accordance with ASC 820, the Company has categorized these held-to-maturity securities as a Level 3 fair value measurement.

Loans held-for-investment, at amortized cost. Fair values are estimated for portfolios of loans with similar financial characteristics. Loans are analyzed by type such as commercial, residential real estate, etc. Each category is further segmented by interest rate type (fixed and variable) and term. For variable-rate loans that reprice frequently, estimated fair values are based

on carrying values. The fair value of residential loans is based on secondary market sources for securities backed by similar loans, adjusted for differences in loan characteristics. The fair value for other fixed rate loans is estimated by discounting scheduled cash flows through the estimated maturity using estimated market discount rates that reflect credit and interest rate risks inherent in the loan. In accordance with ASC 820, the Company has categorized loans as a Level 3 fair value measurement.

Deposits with stated maturities. The fair value of certificates of deposit is based on the discounted value of contractual cash flows. The discount rate is estimated using the rates currently in effect for deposits of similar remaining maturities. In accordance with ASC 820, the Company has categorized deposits with stated maturities as a Level 3 fair value measurement.

FHLB advances. The fair value of FHLB advances is obtained from the FHLB which uses a discounted cash flow analysis based on current market rates of similar maturity debt securities to discount cash flows. In accordance with ASC 820, the Company has categorized FHLB advances as a Level 3 fair value measurement.

Subordinated notes. The fair value of the subordinated notes is based on a market price obtained from an independent pricing vendor. In accordance with ASC 820, the Company has categorized subordinated notes as a Level 2 fair value measurement.

Junior subordinated debentures. The fair value of the junior subordinated debentures is based on the discounted value of contractual cash flows. In accordance with ASC 820, the Company has categorized junior subordinated debentures as a Level 3 fair value measurement.

(16) Stock-Based Compensation Plans

As of June 30, 2023, approximately 1.2 million shares were available for future grants, assuming the maximum number of shares are issued for the performance awards outstanding, approved under the Company Stock Incentive Plans (“the Plans”). Descriptions of the Plans are included in Note (18) “Stock Compensation Plans and Other Employee Benefit Plans” of the 2022 Form 10-K.

Stock-based compensation expense recognized in the Consolidated Statements of Income was \$8.1 million in the second quarter of 2023 and \$7.0 million in the second quarter of 2022, and \$16.4 million and \$14.9 million in the six months ended June 30, 2023 and 2022, respectively.

A summary of the Plans’ stock option activity for the six months ended June 30, 2023 and June 30, 2022 is presented below:

<i>Stock Options</i>	Common Shares	Weighted Average Strike Price	Remaining Contractual Term ⁽¹⁾	Intrinsic Value ⁽²⁾ (in thousands)
Outstanding at January 1, 2023	68,093	\$ 41.14		
Granted	—	—		
Exercised	(54,218)	40.87		
Forfeited or canceled	—	—		
Outstanding at June 30, 2023	13,875	\$ 42.18	4.5	\$ 422
Exercisable at June 30, 2023	13,875	\$ 42.18	4.5	\$ 422

<i>Stock Options</i>	Common Shares	Weighted Average Strike Price	Remaining Contractual Term ⁽¹⁾	Intrinsic Value ⁽²⁾ (in thousands)
Outstanding at January 1, 2022	193,447	\$ 41.62		
Granted	—	—		
Exercised	(83,507)	42.39		
Forfeited or canceled	(1,430)	40.87		
Outstanding at June 30, 2022	108,510	\$ 41.04	1.2	\$ 4,244
Exercisable at June 30, 2022	108,510	\$ 41.04	1.2	\$ 4,244

(1) Represents the remaining weighted average contractual life in years.

(2) Aggregate intrinsic value represents the total pre-tax intrinsic value (i.e., the difference between the Company’s stock price on the last trading day of the quarter and the option exercise price, multiplied by the number of shares) that would have been received by the option holders if they had exercised their options on the last day of the quarter. Options with exercise prices above the stock price on the last trading day of the quarter are excluded from the calculation of intrinsic value. The intrinsic value will change based on the fair market value of the Company’s stock.

The aggregate intrinsic value of options exercised during the six months ended June 30, 2023 and June 30, 2022, was \$2.5 million and \$4.7 million, respectively. Cash received from option exercises under the Plans for the six months ended June 30, 2023 and June 30, 2022 was \$2.2 million and \$3.5 million, respectively.

A summary of the Plans' restricted share activity for the six months ended June 30, 2023 and June 30, 2022 is presented below:

	Six months ended June 30, 2023		Six months ended June 30, 2022	
	Common Shares	Weighted Average Grant-Date Fair Value	Common Shares	Weighted Average Grant-Date Fair Value
<i>Restricted Shares</i>				
Outstanding at January 1	610,155	\$ 73.21	476,813	\$ 61.33
Granted	260,173	88.29	204,043	96.95
Vested and issued	(103,161)	64.08	(56,380)	64.44
Forfeited or canceled	(7,638)	82.82	(9,722)	72.87
Outstanding at June 30	759,529	\$ 79.52	614,754	\$ 72.68
Vested, but deferred, at June 30	98,247	\$ 53.35	96,400	\$ 52.83

A summary of the Plans' performance-based stock award activity, based on the target level of the awards, for the six months ended June 30, 2023 and June 30, 2022 is presented below:

	Six months ended June 30, 2023		Six months ended June 30, 2022	
	Common Shares	Weighted Average Grant-Date Fair Value	Common Shares	Weighted Average Grant-Date Fair Value
<i>Performance-based Stock</i>				
Outstanding at January 1	545,379	\$ 70.30	557,255	\$ 62.94
Granted	186,313	92.45	160,326	97.16
Added by performance factor at vesting	23,161	63.64	—	—
Vested and issued	(178,203)	63.64	—	—
Forfeited or canceled	(7,909)	82.73	(163,803)	71.44
Outstanding at June 30	568,741	\$ 79.20	553,778	\$ 70.34
Vested, but deferred, at June 30	36,438	\$ 44.99	35,424	\$ 44.04

(17) Accumulated Other Comprehensive Income or Loss and Earnings Per Share

Accumulated Other Comprehensive Income or Loss

The following tables summarize the components of other comprehensive income or loss, including the related income tax effects, and the related amount reclassified to net income for the periods presented:

(In thousands)	Accumulated Unrealized (Losses) Gains on Securities	Accumulated Unrealized Gains (Losses) on Derivative Instruments	Accumulated Foreign Currency Translation Adjustments	Total Accumulated Other Comprehensive (Loss) Income
Balance at April 1, 2023	\$ (351,995)	\$ 32,809	\$ (48,250)	\$ (367,436)
Other comprehensive (loss) income during the period, net of tax, before reclassifications	(33,909)	(88,405)	5,344	(116,970)
Amount reclassified from accumulated other comprehensive income or loss into net income, net of tax	(1)	10,337	—	10,336
Amount reclassified from accumulated other comprehensive income or loss related to amortization of unrealized gains on investment securities transferred to held-to-maturity from available-for-sale, net of tax	(20)	—	—	(20)
Net other comprehensive (loss) income during the period, net of tax	\$ (33,930)	\$ (78,068)	\$ 5,344	\$ (106,654)
Balance at June 30, 2023	\$ (385,925)	\$ (45,259)	\$ (42,906)	\$ (474,090)
Balance at January 1, 2023	\$ (386,057)	\$ 7,381	\$ (48,960)	\$ (427,636)
Other comprehensive income (loss) during the period, net of tax, before reclassifications	594	(65,597)	6,054	(58,949)
Amount reclassified from accumulated other comprehensive income or loss into net income, net of tax	(410)	12,957	—	12,547
Amount reclassified from accumulated other comprehensive income or loss related to amortization of unrealized gains on investment securities transferred to held-to-maturity from available-for-sale, net of tax	(52)	—	—	(52)
Net other comprehensive income (loss) during the period, net of tax	\$ 132	\$ (52,640)	\$ 6,054	\$ (46,454)
Balance at June 30, 2023	\$ (385,925)	\$ (45,259)	\$ (42,906)	\$ (474,090)
Balance at April 1, 2022	\$ (142,604)	\$ 56,060	\$ (29,455)	\$ (115,999)
Other comprehensive (loss) income during the period, net of tax, before reclassifications	(122,154)	999	(6,593)	(127,748)
Amount reclassified from accumulated other comprehensive income or loss into net income, net of tax	—	742	—	742
Amount reclassified from accumulated other comprehensive income or loss related to amortization of unrealized gains on investment securities transferred to held-to-maturity from available-for-sale, net of tax	(32)	—	—	(32)
Net other comprehensive (loss) income during the period, net of tax	\$ (122,186)	\$ 1,741	\$ (6,593)	\$ (127,038)
Balance at June 30, 2022	\$ (264,790)	\$ 57,801	\$ (36,048)	\$ (243,037)
Balance at January 1, 2022	\$ 8,724	\$ 27,111	\$ (31,743)	\$ 4,092
Other comprehensive (loss) income during the period, net of tax, before reclassifications	(273,268)	26,022	(4,305)	(251,551)
Amount reclassified from accumulated other comprehensive income or loss into net income, net of tax	(183)	4,668	—	4,485
Amount reclassified from accumulated other comprehensive income or loss related to amortization of unrealized gains on investment securities transferred to held-to-maturity from available-for-sale, net of tax	(63)	—	—	(63)
Net other comprehensive (loss) income during the period, net of tax	\$ (273,514)	\$ 30,690	\$ (4,305)	\$ (247,129)
Balance at June 30, 2022	\$ (264,790)	\$ 57,801	\$ (36,048)	\$ (243,037)

Details Regarding the Component of Accumulated Other Comprehensive Income (Loss)	Amount Reclassified from Accumulated Other Comprehensive Income (Loss) for the				Impacted Line on the Consolidated Statements of Income
	Three Months Ended		Six Months Ended		
	June 30, 2023	2022	June 30, 2023	2022	
Accumulated unrealized gains on securities					
Gains included in net income	\$ 2	\$ —	\$ 562	\$ 250	Gains (losses) on investment securities, net
	2	—	562	250	Income before taxes
Tax effect	(1)	—	(152)	(67)	Income tax expense
Net of tax	\$ 1	\$ —	\$ 410	\$ 183	Net income
Accumulated unrealized gains on derivative instruments					
Amount reclassified to interest income on loans	\$ 18,661	\$ —	\$ 27,733	\$ —	Interest on Loans
Amount reclassified to interest expense on deposits	\$ (4,657)	\$ 657	\$ (10,245)	\$ 5,476	Interest on deposits
Amount reclassified to interest expense on other borrowings	88	355	176	889	Interest on other borrowings
	(14,092)	(1,012)	(17,664)	(6,365)	Income before taxes
Tax effect	3,755	270	4,707	1,697	Income tax expense
Net of tax	\$ (10,337)	\$ (742)	\$ (12,957)	\$ (4,668)	Net income

Earnings per Share

The following table shows the computation of basic and diluted earnings per share for the periods indicated:

(In thousands, except per share data)		Three Months Ended		Six Months Ended	
		June 30, 2023	June 30, 2022	June 30, 2023	June 30, 2022
Net income		\$ 154,750	\$ 94,513	\$ 334,948	\$ 221,904
Less: Preferred stock dividends		6,991	6,991	13,982	13,982
Net income applicable to common shares	(A)	\$ 147,759	\$ 87,522	\$ 320,966	\$ 207,922
Weighted average common shares outstanding	(B)	61,192	58,063	61,072	57,632
Effect of dilutive potential common shares					
Common stock equivalents		902	775	933	823
Weighted average common shares and effect of dilutive potential common shares	(C)	62,094	58,838	62,005	58,455
Net income per common share:					
Basic	(A/B)	\$ 2.41	\$ 1.51	\$ 5.26	\$ 3.61
Diluted	(A/C)	\$ 2.38	\$ 1.49	\$ 5.18	\$ 3.56

Potentially dilutive common shares can result from stock options, restricted stock unit awards and shares to be issued under the Employee Stock Purchase Plan and the Directors Deferred Fee and Stock Plan, being treated as if they had been either exercised or issued, computed by application of the treasury stock method. While potentially dilutive common shares are typically included in the computation of diluted earnings per share, potentially dilutive common shares are excluded from this computation in periods in which the effect of inclusion would either reduce the loss per share or increase the income per share.

At the January 2023 meeting of the board of directors of the Company (the “Board of Directors”), a quarterly cash dividend of \$0.40 per share (\$1.60 on an annualized basis) was declared. It was paid on February 23, 2023 to shareholders of record as of February 9, 2023. At the April 2023 meeting of the Board of Directors, a quarterly cash dividend of \$0.40 per share (\$1.60 on an annualized basis) was declared. It was paid on May 25, 2023 to shareholders of record as of May 11, 2023.

ITEM 2 MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The following discussion and analysis of the financial condition of Wintrust Financial Corporation and its subsidiaries (collectively, "Wintrust" or the "Company") as of June 30, 2023 compared with December 31, 2022 and June 30, 2022, and the results of operations for the three and six month periods ended June 30, 2023 and June 30, 2022, should be read in conjunction with the unaudited consolidated financial statements and notes contained in this report and the risk factors discussed under Item 1A of the Company's Annual Report on Form 10-K for the year ended December 31, 2022 ("2022 Form 10-K") and in Part II, Item 1A, of this Form 10-Q. This discussion contains forward-looking statements that involve risks and uncertainties and, as such, future results could differ significantly from management's current expectations. See the last section of this discussion for further information on forward-looking statements.

Introduction

Wintrust is a financial holding company that provides traditional community banking services and offers a full array of wealth management services, primarily to customers in the Chicago metropolitan area, southern Wisconsin and northwest Indiana, and operates other financing businesses on a national basis and in Canada through several non-bank business units.

Overview

Second Quarter Highlights

The Company recorded net income of \$154.8 million for the second quarter of 2023 compared to \$94.5 million in the second quarter of 2022. The results for the second quarter of 2023 demonstrate the Company's ability to navigate industry disruptions during the period due to the Company's strong deposit franchise and balanced business model. Other key drivers included continued expansion of net interest income as a result of benefiting from the recent rise in interest rates contributing to historically high net income and continued good credit quality metrics. Comprehensive income includes 1) net income as presented on the Company's Consolidated Statements of Income and 2) other comprehensive income or loss from unrealized gains and losses on the Company's available-for-sale investment securities portfolios and derivative contracts designated as cash flow hedges as well as foreign currency translation adjustments. Comprehensive income totaled \$48.1 million for the second quarter of 2023 compared to \$32.5 million for the second quarter of 2022.

The Company increased its loan portfolio from \$37.1 billion at June 30, 2022 and \$39.2 billion at December 31, 2022 to \$41.0 billion at June 30, 2023. The increase in the current period compared to the prior periods was primarily a result of organic growth in several portfolios, including the commercial, industrial and other, commercial real estate, residential real estate loans held for investment and property and casualty insurance premium finance portfolios. For more information regarding changes in the Company's loan portfolio, see Financial Condition – Interest Earning Assets and Note (6) "Loans" of the Consolidated Financial Statements in Item 1 of this report.

The Company recorded net interest income of \$447.5 million in the second quarter of 2023 compared to \$337.8 million in the second quarter of 2022. This increase in net interest income recorded in the second quarter of 2023 compared to the second quarter of 2022 resulted primarily from growth in earning assets, specifically a \$4.2 billion increase in average loans, and a significant increase in net interest margin. Net interest margin of 3.64% (3.66% on a fully taxable-equivalent basis, non-GAAP) in the second quarter of 2023 compared favorably to 2.92% (2.93% on a fully taxable-equivalent basis, non-GAAP) in the second quarter of 2022, primarily due to higher yields on earning assets, most notably loans held-for-investment, as market interest rates increased (see "Net Interest Income" for further detail).

Non-interest income totaled \$113.0 million in the second quarter of 2023 compared to \$102.9 million in the second quarter of 2022. The Company recognized no losses on investment securities in the second quarter of 2023 compared to \$7.8 million net losses in the second quarter of 2022 partially offset by lower mortgage banking revenues in the second quarter of 2023 compared to the second quarter of 2022 related to declining origination volumes as a result of rising interest rates reducing refinance incentives for borrowers (see "Non-Interest Income" for further detail).

Non-interest expense totaled \$320.6 million in the second quarter of 2023, an increase of \$32.0 million, or 11%, compared to the second quarter of 2022. This increase compared to the second quarter of 2022 was primarily attributable to increased salaries and employee benefits, advertising and marketing, and lending expenses (see "Non-Interest Expense" for further detail).

Management considers the maintenance of adequate liquidity to be important to the management of risk. Accordingly, during the second quarter of 2023, the Company continued its practice of maintaining appropriate funding capacity to provide the Company with adequate liquidity for its ongoing operations. In this regard, the Company benefited from its strong deposit base, a liquid short-term investment portfolio and its access to funding from a variety of external funding sources. See “Deposits” and “Other Funding Sources” for additional information regarding liquidity sources.

RESULTS OF OPERATIONS

Earnings Summary

The Company’s key operating measures and growth rates for the three and six months ended June 30, 2023, as compared to the same period last year, are shown below:

(Dollars in thousands, except per share data)	Three months ended		Percentage (%) or Basis Point (bp) Change
	June 30, 2023	June 30, 2022	
Net income	\$ 154,750	\$ 94,513	64 %
Pre-tax income, excluding provision for credit losses (non-GAAP) ⁽¹⁾	239,944	152,078	58
Net income per common share—Diluted	2.38	1.49	60
Net revenue ⁽²⁾	560,567	440,746	27
Net interest income	447,537	337,804	32
Net interest margin	3.64 %	2.92 %	72 bps
Net interest margin - fully taxable-equivalent (non-GAAP) ⁽¹⁾	3.66	2.93	73
Net overhead ratio ⁽³⁾	1.58	1.51	7
Return on average assets	1.18	0.77	41
Return on average common equity	12.79	8.53	426
Return on average tangible common equity (non-GAAP) ⁽¹⁾	15.12	10.36	476
	Six months ended		
	June 30, 2023	June 30, 2022	Percentage (%) or Basis Point (bp) Change
(Dollars in thousands, except per share data)			
Net income	\$ 334,948	\$ 221,904	51 %
Pre-tax income, excluding provision for credit losses (non-GAAP) ⁽¹⁾	506,539	329,864	54
Net income per common share—Diluted	5.18	3.56	46
Net revenue ⁽²⁾	1,126,331	902,830	25
Net interest income	905,532	637,098	42
Net interest margin	3.72 %	2.76 %	96 bps
Net interest margin - fully taxable-equivalent (non-GAAP) ⁽¹⁾	3.74	2.77	97
Net overhead ratio ⁽³⁾	1.54	1.25	29
Return on average assets	1.29	0.91	38
Return on average common equity	14.20	10.22	398
Return on average tangible common equity (non-GAAP) ⁽¹⁾	16.79	12.40	439
At end of period			
Total assets	\$ 54,286,176	\$ 50,969,332	7 %
Total loans, excluding loans held-for-sale	41,023,408	37,053,103	11
Total loans, including loans held-for-sale	41,362,136	37,566,335	10
Total deposits	44,038,707	42,593,326	3
Total shareholders’ equity	5,041,912	4,727,623	7
Book value per common share ⁽¹⁾	\$ 75.65	\$ 71.06	6
Tangible common book value per share ⁽¹⁾	64.50	59.87	8
Market price per common share	72.62	80.15	(9)
Allowance for loan and unfunded lending-related commitment losses to total loans	0.94 %	0.84 %	10 bps

(1) See following section titled, “Supplemental Non-GAAP Financial Measures/Ratios” for additional information on this performance measure/ratio.

(2) Net revenue is net interest income plus non-interest income.

(3) The net overhead ratio is calculated by netting total non-interest expense and total non-interest income, annualizing this amount, and dividing by that period’s total average assets. A lower ratio indicates a higher degree of efficiency.

Certain returns, yields, performance ratios, and quarterly growth rates are “annualized” throughout this report to represent an annual time period. This is done for analytical purposes to better discern for decision-making purposes underlying performance

trends when compared to full-year or year-over-year amounts. For example, balance sheet growth rates are most often expressed in terms of an annual rate. As such, 5% growth during a quarter would represent an annualized growth rate of 20%.

SUPPLEMENTAL NON-GAAP FINANCIAL MEASURES/RATIOS

The accounting and reporting policies of the Company conform to generally accepted accounting principles (“GAAP”) in the United States and prevailing practices in the banking industry. However, certain non-GAAP performance measures and ratios are used by management to evaluate and measure the Company’s performance. These include taxable-equivalent net interest income (including its individual components), taxable-equivalent net interest margin (including its individual components), the taxable-equivalent efficiency ratio, tangible common equity ratio, tangible book value per common share, return on average tangible common equity and pre-tax income, excluding provision for credit losses. Management believes that these measures and ratios provide users of the Company’s financial information a more meaningful view of the performance of the Company’s interest-earning assets and interest-bearing liabilities and of the Company’s operating efficiency. Other financial holding companies may define or calculate these measures and ratios differently.

Management reviews yields on certain asset categories and the net interest margin of the Company and its banking subsidiaries on a fully taxable-equivalent (“FTE”) basis. In this non-GAAP presentation, net interest income is adjusted to reflect tax-exempt interest income on an equivalent before-tax basis using tax rates effective as of the end of the period. This measure ensures comparability of net interest income arising from both taxable and tax-exempt sources. Net interest income on a fully taxable-equivalent basis is also used in the calculation of the Company’s efficiency ratio. The efficiency ratio, which is calculated by dividing non-interest expense by total taxable-equivalent net revenue (less securities gains or losses), measures how much it costs to produce one dollar of revenue. Securities gains or losses are excluded from this calculation to better match revenue from daily operations to operational expenses. Management considers the tangible common equity ratio and tangible book value per common share as useful measurements of the Company’s equity. The Company references the return on average tangible common equity as a measurement of profitability. Management considers pre-tax income, excluding provision for credit losses as a useful measurement of the Company’s core net income.

A reconciliation of certain non-GAAP performance measures and ratios used by the Company to evaluate and measure the Company’s performance to the most directly comparable GAAP financial measures is shown below:

	Three Months Ended			Six Months Ended	
	June 30, 2023	March 31, 2022	June 30, 2022	June 30, 2023	June 30, 2022
<i>(Dollars and shares in thousands)</i>					
Reconciliation of Non-GAAP Net Interest Margin and Efficiency Ratio:					
(A) Interest Income (GAAP)	\$ 697,176	\$ 639,690	\$ 371,968	\$ 1,336,866	\$ 700,220
Taxable-equivalent adjustment:					
- Loans	1,882	1,872	568	3,754	995
- Liquidity management assets	551	551	472	1,102	937
- Other earning assets	1	4	1	5	3
(B) Interest Income (non-GAAP)	\$ 699,610	\$ 642,117	\$ 373,009	\$ 1,341,727	\$ 702,155
(C) Interest Expense (GAAP)	249,639	181,695	34,164	431,334	63,122
(D) Net Interest Income (GAAP) (A minus C)	\$ 447,537	\$ 457,995	\$ 337,804	\$ 905,532	\$ 637,098
(E) Net Interest Income, fully taxable-equivalent (non-GAAP) (B minus C)	\$ 449,971	\$ 460,422	\$ 338,845	\$ 910,393	\$ 639,033
Net interest margin (GAAP)	3.64 %	3.81 %	2.92 %	3.72 %	2.76 %
Net interest margin, fully taxable-equivalent (non-GAAP)	3.66	3.83	2.93	3.74	2.77
(F) Non-interest income	\$ 113,030	\$ 107,769	\$ 102,942	\$ 220,799	\$ 265,732
(G) (Losses) gains on investment securities, net	0	1,398	(7,797)	1,398	(10,579)
(H) Non-interest expense	320,623	299,169	288,668	619,792	572,966
Efficiency ratio (H/(D+F-G))	57.20 %	53.01 %	64.36 %	55.10 %	62.73 %
Efficiency ratio (non-GAAP) (H/(E+F-G))	56.95	52.78	64.21	54.86	62.60
Reconciliation of Non-GAAP Tangible Common Equity Ratio:					
Total shareholders' equity (GAAP)	\$ 5,041,912	\$ 5,015,506	\$ 4,727,623		
Less: Non-convertible preferred stock (GAAP)	(412,500)	(412,500)	(412,500)		
Less: Acquisition-related intangible assets (GAAP)	(682,327)	(674,538)	(679,827)		
(I) Total tangible common shareholders' equity (non-GAAP)	\$ 3,947,085	\$ 3,928,468	\$ 3,635,296		
(J) Total assets (GAAP)	\$ 54,286,176	\$ 52,873,511	\$ 50,969,332		
Less: Acquisition-related intangible assets (GAAP)	(682,327)	(674,538)	(679,827)		
(K) Total tangible assets (non-GAAP)	\$ 53,603,849	\$ 52,198,973	\$ 50,289,505		
Common equity to assets ratio (GAAP) (L/J)	8.5 %	8.7 %	8.5 %		
Tangible common equity ratio (non-GAAP) (I/K)	7.4	7.5	7.2		
Reconciliation of Non-GAAP Tangible Book Value per Common Share:					
Total shareholders' equity	\$ 5,041,912	\$ 5,015,506	\$ 4,727,623		
Less: Preferred stock	(412,500)	(412,500)	(412,500)		
(L) Total common equity	\$ 4,629,412	\$ 4,603,006	\$ 4,315,123		
(M) Actual common shares outstanding	61,198	61,176	60,722		
Book value per common share (L/M)	\$ 75.65	\$ 75.24	\$ 71.06		
Tangible book value per common share (non-GAAP) (I/M)	64.50	64.22	59.87		
Reconciliation of Non-GAAP Return on Average Tangible Common Equity:					
(N) Net income applicable to common shares	\$ 147,759	\$ 173,207	\$ 87,522	\$ 320,966	\$ 207,922
Add: Acquisition-related intangible asset amortization	1,499	1,235	1,579	2,734	3,188
Less: Tax effect of acquisition-related intangible asset amortization	(402)	(321)	(445)	(722)	(870)
After-tax acquisition-related intangible asset amortization	\$ 1,097	\$ 914	\$ 1,134	\$ 2,012	\$ 2,318
(O) Tangible net income applicable to common shares (non-GAAP)	\$ 148,856	\$ 174,121	\$ 88,656	\$ 322,978	\$ 210,240
Total average shareholders' equity	\$ 5,044,718	\$ 4,895,271	\$ 4,526,110	\$ 4,970,407	\$ 4,513,356
Less: Average preferred stock	(412,500)	(412,500)	(412,500)	(412,500)	(412,500)
(P) Total average common shareholders' equity	\$ 4,632,218	\$ 4,482,771	\$ 4,113,610	\$ 4,557,907	\$ 4,100,856
Less: Average acquisition-related intangible assets	(682,561)	(675,247)	(681,091)	(678,924)	(681,843)
(Q) Total average tangible common shareholders' equity (non-GAAP)	\$ 3,949,657	\$ 3,807,524	\$ 3,432,519	\$ 3,878,983	\$ 3,419,013
Return on average common equity, annualized (N/P)	12.79 %	15.67 %	8.53 %	14.20 %	10.22 %
Return on average tangible common equity, annualized (non-GAAP) (O/Q)	15.12	18.55	10.36	16.79	12.40
Reconciliation of Non-GAAP Pre-Tax, Pre-Provision Income:					
Income before taxes	\$ 211,430	\$ 243,550	\$ 131,661	\$ 454,980	\$ 305,341
Add: Provision for credit losses	28,514	23,045	20,417	51,559	24,523
Pre-tax income, excluding provision for credit losses (non-GAAP)	\$ 239,944	\$ 266,595	\$ 152,078	\$ 506,539	\$ 329,864

Critical Accounting Estimates

The Company's Consolidated Financial Statements are prepared in accordance with GAAP in the United States, prevailing practices of the banking industry, and the application of accounting policies of which are described in Note (1) "Summary of Significant Accounting Policies" to the Consolidated Financial Statements in Item 8 of the Company's 2022 Form 10-K. These policies require numerous estimates and strategic or economic assumptions, which may prove inaccurate or subject to

variations. Changes in underlying factors, assumptions or estimates could have a material impact on the Company’s future financial condition and results of operations. At June 30, 2023, management views critical accounting estimates to include the determination of the allowance for credit losses, estimations of fair value, the valuations required for impairment testing of goodwill, the valuation and accounting for derivative instruments and income taxes as the accounting areas that require the most subjective and complex judgments, and as such could be most subject to revision as new information becomes available. These estimates were reviewed with the Audit Committee of the Board of Directors.

Allowance for Credit Losses, including the Allowance for Loan Losses, Allowance for Losses on Lending-Related Commitments and Allowance for Held-to-Maturity Debt Securities

The allowance for credit losses represents management’s estimate of expected credit losses over the life of a financial asset carried at amortized cost. Determining the amount of the allowance for credit losses is considered a critical accounting estimate because it requires significant judgment and the use of estimates related to the fair value of the underlying collateral and amount and timing of expected future cash flows on individually assessed financial assets, estimated credit losses on pools of loans with similar risk characteristics, and consideration of reasonable and supportable forecasts of macroeconomic conditions, all of which are susceptible to significant change. At June 30, 2023, the loan and held-to-maturity debt securities portfolios represent 82% of the total assets on the Company’s consolidated balance sheet. The Company also maintains an allowance for lending-related commitments, specifically unfunded loan commitments and letters of credit, which relates to certain amounts the Company is committed to lend (not unconditionally cancelable) but for which funds have not yet been disbursed.

Key macroeconomic variable data points that are significant inputs into our credit loss models for the commercial and commercial real estate portfolios are the Baa corporate credit spread as well as CREPI specifically related to the commercial real estate portfolio. Holding all other inputs constant, the table below shows the impact of changes in these key macroeconomic variable data points on the estimate of allowance for credit losses.

	Impact to estimated allowance for credit losses from an increased or higher input value
Baa Credit Spread	Increases
CRE Price Index	Decreases

Holding all other inputs constant, the following table provides a sensitivity analysis for the commercial and commercial real estate portfolios based on a 20 basis point change in Baa credit spreads from the assumption utilized in the estimate of that portfolio’s allowance for credit losses at June 30, 2023:

Baa Credit Spread	Narrows	Widens
Commercial	Decreases estimate by 10%-15%	Increases estimate by 10%-15%
Commercial Real Estate:		
Construction	Decreases estimate by 16%-20%	Increases estimate by 15%-20%
Non-Construction	Decreases estimate by 4%-5%	Increases estimate by 4%-5%

Holding all other inputs constant, the following table provides a sensitivity analysis for the commercial real estate construction and non-construction portfolios based on a 10% change in CREPI from the assumption utilized in the estimate of that portfolio’s allowance for credit losses at June 30, 2023:

CRE Price Index	Increases	Decreases
Commercial Real Estate:		
Construction	Decreases estimate by 50%-55%	Increases estimate by 90%-95%
Non-Construction	Decreases estimate by 25%-30%	Increases estimate by 60%-65%

See Note (7) “Allowance for Credit Losses” to the Consolidated Financial Statements in Item 1 of this report and the section titled “Credit Quality” in Item 2 of this report for a description of the methodology used to determine the allowance for credit losses.

For a more detailed discussion on these critical accounting estimates, see “Summary of Critical Accounting Estimates” beginning on page 54 of the 2022 Form 10-K.

Net Income

Net income for the quarter ended June 30, 2023 totaled \$154.8 million, an increase of \$60.2 million, or 64%, compared to the quarter ended June 30, 2022. On a per share basis, net income for the second quarter of 2023 totaled \$2.38 per diluted common share compared to \$1.49 for the second quarter of 2022.

The increase in net income for the second quarter of 2023 as compared to the same period in the prior year is primarily attributable to increased net interest income, partially offset by lower mortgage banking revenue. See “Net Interest Income”, “Non-interest Income”, “Non-interest Expense” and “Credit Quality” for further detail.

Net Interest Income

The primary source of the Company’s revenue is net interest income. Net interest income is the difference between interest income and fees on earning assets, such as loans and securities, and interest expense on the liabilities to fund those assets, including interest-bearing deposits and other borrowings. The amount of net interest income is affected by both changes in the level of interest rates, and the amount and composition of earning assets and interest bearing liabilities.

Quarter Ended June 30, 2023 compared to the Quarters Ended March 31, 2023 and June 30, 2022

The following table presents a summary of the Company's average balances, net interest income and related net interest margins, including a calculation on a fully taxable-equivalent basis, for the second quarter of 2023 as compared to the first quarter of 2023 (sequential quarters) and second quarter of 2022 (linked quarters):

(Dollars in thousands)	Average Balance for three months ended,			Interest for three months ended,			Yield/Rate for three months ended,		
	Jun 30, 2023	Mar 31, 2023	Jun 30, 2022	Jun 30, 2023	Mar 31, 2023	Jun 30, 2022	Jun 30, 2023	Mar 31, 2023	Jun 30, 2022
Interest-bearing deposits with banks, securities purchased under resale agreements and cash equivalents ⁽¹⁾	\$ 1,454,057	\$ 1,235,748	\$ 3,265,607	\$ 16,882	\$ 13,538	\$ 7,154	4.66 %	4.44 %	0.88 %
Investment securities ⁽²⁾	7,252,582	7,956,722	6,589,947	51,795	60,494	37,013	2.86	3.08	2.25
FHLB and FRB stock	223,813	233,615	136,930	3,544	3,680	1,823	6.35	6.39	5.34
Liquidity management assets ⁽³⁾⁽⁸⁾	\$ 8,930,452	\$ 9,426,085	\$ 9,992,484	\$ 72,221	\$ 77,712	\$ 45,990	3.24 %	3.34 %	1.85 %
Other earning assets ⁽³⁾⁽⁴⁾⁽⁸⁾	17,401	18,445	24,059	272	313	210	6.27	6.87	3.49
Mortgage loans held-for-sale	307,683	270,966	560,707	4,178	3,528	5,740	5.45	5.28	4.11
Loans, net of unearned income ⁽³⁾⁽⁵⁾⁽⁸⁾	40,106,393	39,093,368	35,860,329	622,939	560,564	321,069	6.23	5.82	3.59
Total earning assets ⁽⁸⁾	\$ 49,361,929	\$ 48,808,864	\$ 46,437,579	\$ 699,610	\$ 642,117	\$ 373,009	5.68 %	5.34 %	3.22 %
Allowance for loan and investment security losses	(302,627)	(282,704)	(260,547)						
Cash and due from banks	481,510	488,457	476,741						
Other assets	3,061,141	3,060,701	2,699,653						
Total assets	\$ 52,601,953	\$ 52,075,318	\$ 49,353,426						
NOW and interest-bearing demand deposits	\$ 5,540,597	\$ 5,271,740	\$ 5,230,702	\$ 29,178	\$ 18,772	\$ 2,553	2.11 %	1.44 %	0.20 %
Wealth management deposits	1,545,626	2,167,081	2,835,267	9,097	12,258	3,685	2.36	2.29	0.52
Money market accounts	13,735,924	12,533,468	11,892,948	106,630	68,276	8,559	3.11	2.21	0.29
Savings accounts	5,206,609	4,830,322	3,882,856	25,603	15,816	347	1.97	1.33	0.04
Time deposits	5,603,024	5,041,638	3,687,778	42,987	29,680	3,841	3.08	2.39	0.42
Interest-bearing deposits	\$ 31,631,780	\$ 29,844,249	\$ 27,529,551	\$ 213,495	\$ 144,802	\$ 18,985	2.71 %	1.97 %	0.28 %
Federal Home Loan Bank advances	2,227,106	2,474,882	1,197,390	17,399	19,135	4,878	3.13	3.14	1.63
Other borrowings	625,757	602,937	489,779	8,485	7,854	2,734	5.44	5.28	2.24
Subordinated notes	437,545	437,422	437,084	5,523	5,488	5,517	5.06	5.02	5.05
Junior subordinated debentures	253,566	253,566	253,566	4,737	4,416	2,050	7.49	6.97	3.20
Total interest-bearing liabilities	\$ 35,175,754	\$ 33,613,056	\$ 29,907,370	\$ 249,639	\$ 181,695	\$ 34,164	2.85 %	2.19 %	0.46 %
Non-interest-bearing deposits	10,908,022	12,171,631	13,805,128						
Other liabilities	1,473,459	1,395,360	1,114,818						
Equity	5,044,718	4,895,271	4,526,110						
Total liabilities and shareholders' equity	\$ 52,601,953	\$ 52,075,318	\$ 49,353,426						
Interest rate spread ⁽⁶⁾⁽⁸⁾							2.83 %	3.15 %	2.76 %
Less: Fully taxable-equivalent adjustment				(2,434)	(2,427)	(1,041)	(0.02)	(0.02)	(0.01)
Net free funds/contribution ⁽⁷⁾	\$ 14,186,175	\$ 15,195,808	\$ 16,530,209				0.83	0.68	0.17
Net interest income/margin (GAAP) ⁽⁸⁾				\$ 447,537	\$ 457,995	\$ 337,804	3.64 %	3.81 %	2.92 %
Fully taxable-equivalent adjustment				2,434	2,427	1,041	0.02	0.02	0.01
Net interest income/margin, fully taxable-equivalent (non-GAAP) ⁽⁸⁾				\$ 449,971	\$ 460,422	\$ 338,845	3.66 %	3.83 %	2.93 %

(1) Includes interest-bearing deposits with banks and securities purchased under resale agreements with original maturities of greater than three months. Cash equivalents include federal funds sold and securities purchased under resale agreements with original maturities of three months or less.

(2) Investment securities includes investment securities classified as available-for-sale and held-to-maturity, and equity securities with readily determinable fair values. Equity securities without readily determinable fair values are included within other assets.

(3) Interest income on tax-advantaged loans, trading securities and investment securities reflects a tax-equivalent adjustment based on the marginal federal corporate tax rate in effect as of the applicable period. The total adjustments for the three months ended June 30, 2023, March 31, 2023 and June 30, 2022 were \$2.4 million, \$2.4 million and \$1.0 million, respectively.

(4) Other earning assets include brokerage customer receivables and trading account securities.

(5) Loans, net of unearned income, include nonaccrual loans.

(6) Interest rate spread is the difference between the yield earned on earning assets and the rate paid on interest-bearing liabilities.

(7) Net free funds are the difference between total average earning assets and total average interest-bearing liabilities. The estimated contribution to net interest margin from net free funds is calculated using the rate paid for total interest-bearing liabilities.

(8) See "Supplemental Non-GAAP Financial Measures/Ratios" for additional information on this performance measure/ratio.

For the second quarter of 2023, net interest income totaled \$447.5 million, an decrease of \$10.5 million as compared to the first quarter of 2023, and an increase of \$109.7 million as compared to the second quarter of 2022. Net interest margin was 3.64% (3.66% on a FTE basis, non-GAAP) during the second quarter of 2023 compared to 3.81% (3.83% on a FTE basis, non-GAAP) during the first quarter of 2023, and 2.92% (2.93% on a FTE basis, non-GAAP) during the second quarter of 2022.

The following table presents a summary of the Company's net interest income and related net interest margin, including a calculation on a fully taxable-equivalent basis, for the six months ended June 30, 2023 compared to the six months ended June 30, 2022:

	Average Balance for six months ended,		Interest for six months ended,		Yield/Rate for six months ended,	
	June 30, 2023	June 30, 2022	June 30, 2023	June 30, 2022	June 30, 2023	June 30, 2022
<i>(Dollars in thousands)</i>						
Interest-bearing deposits with banks, securities purchased under resale agreements and cash equivalents ⁽¹⁾	\$ 1,345,506	\$ 3,911,080	\$ 30,421	\$ 9,272	4.56 %	0.48 %
Investment securities ⁽²⁾	7,602,707	6,484,570	112,288	69,876	2.98	2.17
FHLB and FRB stock	228,687	136,424	7,224	3,595	6.37	5.31
Liquidity management assets ⁽³⁾⁽⁸⁾	\$ 9,176,900	\$ 10,532,074	\$ 149,933	\$ 82,743	3.29 %	1.58 %
Other earning assets ⁽³⁾⁽⁴⁾⁽⁸⁾	17,920	24,622	585	391	6.58	3.20
Mortgage loans held-for-sale	289,426	612,078	7,706	11,827	5.37	3.90
Loans, net of unearned income ⁽³⁾⁽⁵⁾⁽⁸⁾	39,602,672	35,348,269	1,183,503	607,194	6.03	3.46
Total earning assets ⁽⁸⁾	\$ 49,086,918	\$ 46,517,043	\$ 1,341,727	\$ 702,155	5.51 %	3.04 %
Allowance for loan and investment security losses	(292,721)	(256,834)				
Cash and due from banks	484,964	479,174				
Other assets	3,060,929	2,687,842				
Total assets	\$ 52,340,090	\$ 49,427,225				
NOW and interest-bearing demand deposits	\$ 5,406,911	\$ 5,010,709	\$ 47,949	\$ 4,543	1.79 %	0.18 %
Wealth management deposits	1,854,637	2,671,444	21,355	4,603	2.32	0.35
Money market accounts	13,138,018	12,330,943	174,907	16,207	2.68	0.27
Savings accounts	5,019,505	3,893,519	41,419	683	1.66	0.04
Time deposits	5,323,882	3,774,095	72,667	7,803	2.75	0.42
Interest-bearing deposits	\$ 30,742,953	\$ 27,680,710	\$ 358,297	\$ 33,839	2.35 %	0.25 %
Federal Home Loan Bank advances	2,350,309	1,219,110	36,534	9,694	3.13	1.60
Other borrowings	614,410	492,011	16,338	4,973	5.36	2.04
Subordinated notes	437,484	437,025	11,011	10,999	5.08	5.03
Junior subordinated debentures	253,566	253,566	9,154	3,617	7.28	2.84
Total interest-bearing liabilities	\$ 34,398,722	\$ 30,082,422	\$ 431,334	\$ 63,122	2.53 %	0.42 %
Non-interest-bearing deposits	11,536,336	13,769,792				
Other liabilities	1,434,625	1,061,655				
Equity	4,970,407	4,513,356				
Total liabilities and shareholders' equity	\$ 52,340,090	\$ 49,427,225				
Interest rate spread ⁽⁶⁾⁽⁸⁾					2.98 %	2.62 %
Less: Fully taxable-equivalent adjustment			(4,861)	(1,935)	(0.02)	(0.01)
Net free funds/contribution ⁽⁷⁾	\$ 14,688,196	\$ 16,434,621			0.76	0.15
Net interest income/margin (GAAP) ⁽⁸⁾			\$ 905,532	\$ 637,098	3.72 %	2.76 %
Fully taxable-equivalent adjustment			4,861	1,935	0.02	0.01
Net interest income/margin, fully taxable-equivalent (non-GAAP) ⁽⁸⁾			\$ 910,393	\$ 639,033	3.74 %	2.77 %

- (1) Includes interest-bearing deposits with banks and securities purchased under resale agreements with original maturities of greater than three months. Cash equivalents include federal funds sold and securities purchased under resale agreements with original maturities of three months or less.
- (2) Investment securities includes investment securities classified as available-for-sale and held-to-maturity, and equity securities with readily determinable fair values. Equity securities without readily determinable fair values are included within other assets.
- (3) Interest income on tax-advantaged loans, trading securities and investment securities reflects a taxable-equivalent adjustment based on a marginal federal corporate tax rate in effect as of the applicable period. The total adjustments for the six months ended June 30, 2023 and June 30, 2022 were \$4.9 million and \$1.9 million, respectively.
- (4) Other earning assets include brokerage customer receivables and trading account securities.
- (5) Loans, net of unearned income, include nonaccrual loans.
- (6) Interest rate spread is the difference between the yield earned on earning assets and the rate paid on interest-bearing liabilities.
- (7) Net free funds are the difference between total average earning assets and total average interest-bearing liabilities. The estimated contribution to net interest margin from net free funds is calculated using the rate paid for total interest-bearing liabilities.
- (8) See "Supplemental Non-GAAP Financial Measures/Ratios" for additional information on this performance ratio.

Analysis of Changes in Net Interest Income on a FTE basis (non-GAAP)

The following table presents an analysis of the changes in the Company’s net interest income on a FTE basis (non-GAAP) comparing the three month ended June 30, 2023 to each of the three month periods ended March 31, 2023 and June 30, 2022 and six month periods ended June 30, 2023 and 2022. The reconciliations set forth the changes in the net interest income on a FTE basis (non-GAAP) as a result of changes in volumes, changes in rates and differing number of days in each period:

<i>(In thousands)</i>	Second Quarter of 2023 Compared to First Quarter of 2023	Second Quarter of 2023 Compared to Second Quarter of 2022	First Six Months of 2023 Compared to First Six Months of 2022
Net interest income, FTE basis (non-GAAP) ⁽¹⁾ for comparative period	\$ 460,422	\$ 338,845	\$ 639,033
Change due to mix and growth of earning assets and interest-bearing liabilities (volume)	4,576	21,261	38,518
Change due to interest rate fluctuations (rate)	(20,086)	89,865	232,842
Change due to number of days in each period	5,059	—	—
Less: FTE adjustment	(2,434)	(2,434)	(4,861)
Net interest income (GAAP) ⁽¹⁾ for the period ended June 30, 2023	\$ 447,537	\$ 447,537	\$ 905,532
FTE adjustment	2,434	2,434	4,861
Net interest income, FTE basis (non-GAAP) ⁽¹⁾	<u>\$ 449,971</u>	<u>\$ 449,971</u>	<u>\$ 910,393</u>

(1) See “Supplemental Non-GAAP Financial Measures/Ratios” for additional information on this performance measure/ratio.

Non-interest Income

The following table presents non-interest income by category for the periods presented:

<i>(Dollars in thousands)</i>	Three Months Ended		\$ Change	% Change
	June 30, 2023	June 30, 2022		
Brokerage	\$ 4,404	\$ 4,272	\$ 132	3 %
Trust and asset management	29,454	27,097	2,357	9
Total wealth management ⁽¹⁾	33,858	31,369	2,489	8
Mortgage banking	29,981	33,314	(3,333)	(10)
Service charges on deposit accounts	13,608	15,888	(2,280)	(14)
Gains (losses) on investment securities, net	0	(7,797)	7,797	(100)
Fees from covered call options	2,578	1,069	1,509	NM
Trading gains, net	106	176	(70)	(40)
Operating lease income, net	12,227	15,007	(2,780)	(19)
Other:				
Interest rate swap fees	2,711	3,300	(589)	(18)
BOLI	1,322	(884)	2,206	NM
Administrative services	1,319	1,591	(272)	(17)
Foreign currency remeasurement gains	543	97	446	NM
Early pay-offs of capital leases	201	160	41	26
Miscellaneous	14,576	9,652	4,924	51
Total Other	20,672	13,916	6,756	49
Total Non-interest Income	<u>\$ 113,030</u>	<u>\$ 102,942</u>	<u>\$ 10,088</u>	<u>10 %</u>

(1) Wealth management revenue is comprised of the trust and asset management revenue of the CTC and Great Lakes Advisors, the brokerage commissions, managed money fees and insurance product commissions at Wintrust Investments and fees from tax-deferred like-kind exchange services provided by CDEC.

NM—Not Meaningful.

(Dollars in thousands)	Six Months Ended		\$ Change	% Change
	June 30, 2023	June 30, 2022		
Brokerage	\$ 8,937	\$ 8,904	\$ 33	0 %
Trust and asset management	54,866	53,859	1,007	2
Total wealth management ⁽¹⁾	63,803	62,763	1,040	2
Mortgage banking	48,245	110,545	(62,300)	(56)
Service charges on deposit accounts	26,511	31,171	(4,660)	(15)
(Losses) gains on investment securities, net	1,398	(10,579)	11,977	NM
Fees from covered call options	12,969	4,811	8,158	NM
Trading gains, net	919	4,065	(3,146)	(77)
Operating lease income, net	25,273	30,482	(5,209)	(17)
Other:				
Interest rate swap fees	5,317	7,869	(2,552)	(32)
BOLI	2,673	(836)	3,509	NM
Administrative services	2,934	3,444	(510)	(15)
Foreign currency remeasurement gains (losses)	355	108	247	NM
Early pay-offs of capital leases	566	425	141	33
Miscellaneous	29,836	21,464	8,372	39
Total Other	41,681	32,474	9,207	28
Total Non-interest Income	\$ 220,799	\$ 265,732	\$ (44,933)	(17)%

(1) Wealth management revenue is comprised of the trust and asset management revenue of the CTC and Great Lakes Advisors, the brokerage commissions, managed money fees and insurance product commissions at Wintrust Investments and fees from tax-deferred like-kind exchange services provided by CDEC.

NM—Not Meaningful.

Notable contributions to the change in non-interest income are as follows:

Mortgage banking revenue decreased for the three and six months ended June 30, 2023 as compared to the same periods in 2022 as a result of a decrease in loans originated for sale and lower net revenue related to MSR activity and valuation adjustments. Mortgage banking revenue includes revenue from activities related to originating, selling and servicing residential real estate loans for the secondary market. A main factor in the mortgage banking revenue recognized by the Company is the volume of mortgage loans originated or purchased for sale. Mortgage loans originated for sale totaled \$578.0 million in the second quarter of 2023 as compared to \$821.0 million in the second quarter of 2022. On a year-to-date basis, mortgage loans originated for sale totaled \$1.0 billion for the six months ended June 30, 2023 as compared to \$1.7 billion for the six months ended June 30, 2022. The decrease in originations was primarily due to rising interest rates reducing refinance incentives for borrowers. The percentage of origination volume from refinancing activities was 16% and 18% for the three and six months ended June 30, 2023 as compared to 22% and 28%, for the same periods in 2022, respectively.

The Company records MSRs at fair value on a recurring basis. For the three months ended June 30, 2023, the fair value of the MSRs portfolio increased as a favorable fair value adjustment of \$2.7 million was recorded as well as retained servicing rights led to capitalization of \$8.7 million, partially offset by a reduction in value of \$5.0 million due to payoffs and paydowns of the existing portfolio and a bulk sale of MSRs of \$30.2 million. On a year-to-date basis, the fair value of MSRs portfolio decreased due to unfavorable fair value adjustment of \$4.2 million as well as retained servicing rights led to capitalization of \$13.8 million, partially offset by a reduction in value of \$9.0 million due to payoffs and paydowns of the existing portfolio. See Note (9) "Mortgage Servicing Rights ("MSRs")" to the Consolidated Financial Statements in Item 1 of this report for a summary of the changes in the carrying value of MSRs.

The Company has typically written call options with terms of less than three months against certain U.S. Treasury and agency securities held in its portfolio for liquidity and other purposes. Management has effectively entered into these transactions with the goal of economically hedging security positions and enhancing its overall return on its investment portfolio. These option transactions are designed to increase the total return associated with holding certain investment securities and do not qualify as hedges pursuant to accounting guidance. There were no outstanding call option contracts at June 30, 2023 and 2022.

Bank owned life insurance ("BOLI") increased for the three and six months ended June 30, 2023 primarily as a result of favorable market conditions compared to unfavorable overall market conditions in 2022.

Miscellaneous non-interest income includes loan servicing fees, income from other investments, and other fees. This category of income increased \$4.9 million and \$8.4 million, respectively, for the three and six months ended June 30, 2023 compared to 2022. The increase for the three months ended June 30, 2023 was primarily due to a \$2.5 million loss incurred in 2022 related to the sale of property no longer considered for future expansion. The increase for the six months ended June 30, 2023 compared to the same period of 2022, was primarily due to the loss incurred on the sale of property in 2022 noted above as well as higher fees earned on card-related arrangements and letters of credit and other commitments.

Non-interest Expense

The following table presents non-interest expense by category for the periods presented:

(Dollars in thousands)	Three months ended		\$ Change	% Change
	June 30, 2023	June 30, 2022		
Salaries and employee benefits:				
Salaries	\$ 107,671	\$ 92,414	\$ 15,257	17 %
Commissions and incentive compensation	44,511	46,131	(1,620)	(4)
Benefits	32,741	28,781	3,960	14
Total salaries and employee benefits	184,923	167,326	17,597	11
Software and equipment	26,205	24,250	1,955	8
Operating lease equipment	9,816	8,774	1,042	12
Occupancy, net	19,176	17,651	1,525	9
Data processing	9,726	8,010	1,716	21
Advertising and marketing	17,794	16,615	1,179	7
Professional fees	8,940	7,876	1,064	14
Amortization of other acquisition-related intangible assets	1,499	1,579	(80)	(5)
FDIC insurance	9,008	6,949	2,059	30
OREO expense, net	118	294	(176)	(60)
Other:				
Lending expenses, net of deferred originations costs	7,890	4,270	3,620	85
Travel and entertainment	5,401	3,897	1,504	39
Miscellaneous	20,127	21,177	(1,050)	(5)
Total other	33,418	29,344	4,074	14
Total Non-interest Expense	\$ 320,623	\$ 288,668	\$ 31,955	11 %

NM - Not meaningful.

(Dollars in thousands)	Six Months Ended		\$ Change	% Change
	June 30, 2023	June 30, 2022		
Salaries and employee benefits:				
Salaries	\$ 216,025	\$ 184,530	\$ 31,495	17 %
Commissions and incentive compensation	84,310	97,924	(13,614)	(14)
Benefits	61,369	57,227	4,142	7
Total salaries and employee benefits	<u>361,704</u>	<u>339,681</u>	<u>22,023</u>	<u>6</u>
Software and equipment	50,902	47,060	3,842	8
Operating lease equipment depreciation	19,649	18,482	1,167	6
Occupancy, net	37,662	35,475	2,187	6
Data processing	19,135	15,515	3,620	23
Advertising and marketing	29,740	28,539	1,201	4
Professional fees	17,103	16,277	826	5
Amortization of other acquisition-related intangible assets	2,734	3,188	(454)	(14)
FDIC insurance	17,677	14,678	2,999	20
OREO expense, net	(89)	(738)	649	(88)
Other:				
Lending expenses, net of deferred originations costs	10,989	11,091	(102)	(1)
Travel and entertainment	9,991	6,573	3,418	52
Miscellaneous	42,595	37,145	5,450	15
Total other	<u>63,575</u>	<u>54,809</u>	<u>8,766</u>	<u>16</u>
Total Non-interest Expense	<u><u>\$ 619,792</u></u>	<u><u>\$ 572,966</u></u>	<u><u>\$ 46,826</u></u>	<u><u>8 %</u></u>

Notable contributions to the change in non-interest expense are as follows:

Salaries and employee benefits expense increased for the three and six months ended June 30, 2023 as compared to the same periods in 2022 due to increased salaries and employee benefits resulting from the additional full-time employees in connection with the wealth management acquisition completed in the second quarter of 2023 as well as increased staffing and related costs as the Company grows, partially offset by decreased commissions and incentive compensation as a result of lower commission expense related to declining mortgage production.

Software and equipment expense increased for the three and six months ended June 30, 2023 as compared to the same period in 2022 as a result of higher software license fees as well as higher computer and software depreciation expense as the Company invests in enhancements to the digital customer experience, upgrades to infrastructure and enhancements to information security capabilities.

FDIC insurance expense increased for the three and six months ended June 30, 2023 compared to the same periods in 2022 as a result of the FDIC's increase of the basis rate beginning with the first quarterly assessment period in 2023 and asset growth.

Miscellaneous expense includes ATM expenses, correspondent bank charges, directors' fees, telephone, postage, corporate insurance, dues and subscriptions, problem loan expenses and other miscellaneous operational losses and costs. For the six months ended June 30, 2023 as compared to the same period in 2022, miscellaneous expense increased as a result of interest payments made on collateral received for outstanding interest rate derivative contracts.

Income Taxes

The Company recorded income tax expense of \$56.7 million in the second quarter of 2023 compared to \$37.1 million in the second quarter of 2022. The effective tax rates were 26.81% in the second quarter of 2023 compared to 28.21% in the second quarter of 2022. During the first six months of 2023, the Company recorded income tax expense of \$120.0 million compared to \$83.4 million for the first six months of 2022. The effective tax rates were 26.38% for the first six months of 2023 and 27.33% for the first six months of 2022.

The effective tax rates were partially impacted by an overall higher level of pretax net income in the three months and six months ended June 30, 2023 period as well as the tax effects related to share-based compensation which fluctuate based on the Company's stock price and timing of employee stock option exercises and vesting of other shared-based awards. The Company recorded net excess tax benefits of \$2.8 million in the first six months of 2023, compared to net excess tax benefits of \$2.3

million in the first six months of 2022 related to share-based compensation, most of which was recorded in the first quarter of each year.

Operating Segment Results

The Company's operations consist of three primary segments: community banking, specialty finance and wealth management. Refer to Note (13) "Segment Information" to the Consolidated Financial Statements in Item 1 of this report for further information on the Company's primary segments. The Company's profitability is primarily dependent on the net interest income, provision for credit losses, non-interest income and operating expenses of its community banking segment.

The community banking segment's net interest income for the quarter ended June 30, 2023 totaled \$346.2 million as compared to \$261.7 million for the same period in 2022, an increase of \$84.5 million, or 32%. On a year-to-date basis, net interest income for the segment increased by \$225.7 million from \$490.3 million for the six months ended June 30, 2022 to \$716.1 million for the six months ended June 30, 2023. The increase in the three and six month period was primarily attributable to increased interest and fees on loans due to loan growth and increased interest rates, partially offset by increased interest expense on deposits. The community banking segment's non-interest income totaled \$68.1 million in the second quarter of 2023, an increase of \$5.4 million, or 9%, when compared to the second quarter of 2022 total of \$62.7 million. On a year-to-date basis, non-interest income totaled \$136.9 million for the six months ended June 30, 2023, a decrease of \$47.7 million, or 26%, compared to \$184.6 million for the six months ended June 30, 2022. The decrease in the six month period was primarily the result of reduced mortgage banking revenue due to lower originations for sale and lower net revenue related to MSR activity and valuation adjustments. The community banking segment recorded provision for credit losses of \$26.7 million and \$47.8 million, respectively, for the three and six months ended June 30, 2023, compared to \$20.2 million and \$24.3 million, respectively, for the same periods in 2022. The increase in provision for credit losses for the three and six month period was primarily due to deterioration in the macroeconomic forecasts and loan growth. The community banking segment's net income for the quarter ended June 30, 2023 totaled \$102.5 million, an increase of \$47.9 million as compared to net income in the second quarter of 2022 of \$54.6 million. On a year-to-date basis, the net income of the community banking segment for the six months ended June 30, 2023 totaled \$236.7 million as compared to \$144.7 million for the six months ended June 30, 2022.

The specialty finance segment's net interest income totaled \$85.0 million for the quarter ended June 30, 2023, compared to \$58.7 million for the same period in 2022, an increase of \$26.3 million, or 45%. On a year-to-date basis, net interest income for the segment increased \$41.3 million, or 36% compared to the same period in 2022. The increase for the three and six month period was primarily due to loan growth and increased interest rates on the premium finance receivables portfolios. The specialty finance segment's non-interest income increased to \$31.7 million from \$25.0 million for the three months ended June 30, 2023 and 2022, respectively, and \$57.5 million and \$49.1 million for the six months ended June 30, 2023 and 2022, respectively. Our property and casualty insurance premium finance operations, life insurance finance operations, lease financing operations and accounts receivable finance operations accounted for 49%, 30%, 18% and 3%, respectively, of the total revenues of our specialty finance business for the six month period ended June 30, 2023. The net income of the specialty finance segment for the quarter ended June 30, 2023 totaled \$46.4 million as compared to \$30.6 million for the quarter ended June 30, 2022. On a year-to-date basis, the net income of the specialty finance segment for the six months ended June 30, 2023 totaled \$83.1 million as compared to \$60.2 million for the six months ended June 30, 2022.

The wealth management segment reported net interest income of \$7.4 million for the second quarter of 2023 compared to \$9.5 million in the same quarter of 2022, a decrease of \$2.1 million, or 22%. On a year-to-date basis, net interest income totaled \$16.4 million for the first six months of 2023, as compared to \$17.9 million for the first six months of 2022. Net interest income for this segment is primarily comprised of an allocation of the net interest income earned by the community banking segment on non-interest-bearing and interest-bearing wealth management customer account balances on deposit at the banks. Wealth management customer account balances on deposit at the banks averaged \$1.9 billion and \$2.7 billion in the first six months of 2023 and 2022, respectively. This segment recorded non-interest income of \$33.4 million for the second quarter of 2023 compared to \$30.2 million for the second quarter of 2022. On a year-to-date basis, this segment recorded non-interest income of \$63.7 million for the first six months of 2023 as compared to \$60.8 million for the first six months of 2022. Distribution of wealth management services through each bank continues to be a focus of the Company. The Company is committed to growing the wealth management segment in order to better service its customers and create a more diversified revenue stream. The wealth management segment's net income totaled \$5.8 million for the second quarter of 2023 compared to \$9.3 million for the second quarter of 2022. On a year-to-date basis, the wealth management segment's net income totaled \$15.1 million and \$17.0 million for the six month period ended June 30, 2023 and 2022, respectively.

Financial Condition

Total assets were \$54.3 billion at June 30, 2023, representing an increase of \$3.3 billion, or 7%, when compared to June 30, 2022 and an increase of approximately \$1.4 billion, or 11% on an annualized basis, when compared to March 31, 2023. Total funding, which includes deposits, all notes and advances, including secured borrowings and the junior subordinated debentures, was \$47.4 billion at June 30, 2023, \$46.3 billion at March 31, 2023, and \$44.9 billion at June 30, 2022. See Notes (5), (6), (10), (11) and (12) of the Consolidated Financial Statements presented under Item 1 of this report for additional period-end detail on the Company's interest-earning assets and funding liabilities.

Interest-Earning Assets

The following table sets forth, by category, the composition of average earning asset balances and the relative percentage of total average earning assets for the periods presented:

(Dollars in thousands)	Three Months Ended					
	June 30, 2023		March 31, 2023		June 30, 2022	
	Balance	Percent	Balance	Percent	Balance	Percent
Mortgage loans held-for-sale	\$ 307,683	1 %	\$ 270,966	1 %	\$ 560,707	1 %
Loans, net of unearned income						
Commercial	\$ 12,616,682	26 %	\$ 12,401,473	25 %	\$ 11,703,274	25 %
Commercial real estate	10,438,593	21	10,144,301	21	9,298,567	20
Home equity	338,388	1	333,195	1	323,687	1
Residential real estate	2,453,384	5	2,336,190	5	1,876,166	4
Premium finance receivables	14,181,414	29	13,811,566	28	12,588,284	27
Other loans	77,932	0	66,643	0	70,351	0
Total average loans ⁽¹⁾	\$ 40,106,393	82 %	\$ 39,093,368	80 %	\$ 35,860,329	77 %
Liquidity management assets ⁽²⁾	8,930,452	17	9,426,085	19	9,992,484	22
Other earning assets ⁽³⁾	17,401	0	18,445	0	24,059	0
Total average earning assets	\$ 49,361,929	100 %	\$ 48,808,864	100 %	\$ 46,437,579	100 %
Total average assets	\$ 52,601,953		\$ 52,075,318		\$ 49,353,426	
Total average earning assets to total average assets		94 %		94 %		94 %

(1) Includes nonaccrual loans.

(2) Liquidity management assets include investment securities, other securities, interest earning deposits with banks, federal funds sold and securities purchased under resale agreements.

(3) Other earning assets include brokerage customer receivables and trading account securities.

Mortgage loans held-for-sale. Mortgage loans held-for-sale represents such loans awaiting subsequent sale in the secondary market with such sales eliminating the interest-rate risk associated with these loans, as they are predominantly long-term fixed rate loans, and provide a source of non-interest revenue. The decrease in average balance from 2022 to 2023 was primarily due to lower mortgage origination production due primarily to higher interest rates as well as the transfer to held-for-investment classification of certain loans previously repurchased by the Company under the early buyout option available for loans sold to GNMA with servicing retained. See below for additional discussion of these early buyout options.

Loans, net of unearned income. Growth realized in the combined commercial and commercial real estate loan categories for the second quarter of 2023 as compared to the sequential and prior year periods is primarily attributable to increased business development efforts. The aggregate balances of these loan categories comprised 57% of the average loan portfolio in the second quarter of 2023 as compared to 58% in the first quarter of 2023 and 59% in the second quarter of 2022.

The home equity loan portfolio has remained relatively steady primarily as a result of borrowers preferring to finance through longer term, low rate mortgage loans prior to rising interest rates in 2022. The Company has been actively managing its home equity portfolio to ensure that diligent pricing, appraisal and other underwriting activities continue to exist.

The increase in the residential real estate average balance compared to both periods was partially due to the Company deciding to allocate more balances from its mortgage production for investment instead of for subsequent sale and servicing in the secondary market. The residential real estate loan portfolio includes certain loans guaranteed by U.S. government agencies

under the Government National Mortgage Association (“GNMA”) optional repurchase programs. Such programs allow financial institutions acting as servicers to buyout individual delinquent mortgage loans that meet certain criteria from the securitized loan pool for which the institution was the original transferor of such loans. At the option of the servicer and without prior authorization from GNMA, the servicer may repurchase such delinquent loans for an amount equal to the remaining principal balance of the loan. Under FASB ASC Topic 860, “Transfers and Servicing,” this early buyout option is considered a conditional option until the delinquency criteria are met, at which time the option becomes unconditional. When the Company is deemed to have regained effective control over these loans under the unconditional repurchase option and the expected benefit of the potential repurchase is more than trivial, the loans can no longer be reported as sold and must be brought back onto the balance sheet as loans at fair value, regardless of whether the Company intends to exercise the early buyout option. These rebooked loans are reported as loans held-for-investment, part of the residential real estate portfolio, with the offsetting liability being reported in accrued interest payable and other liabilities. When the early buyout option on these rebooked GNMA loans is exercised, the repurchased loans continue to be carried at fair value. Additionally, such loans typically transfer to mortgage loans held-for-sale at the time of early buyout as the Company’s intent is to cure and resell such loans subsequent to repurchase from GNMA. If such intent to cure and resell changes subsequent to early buyout, the Company reclassifies such loans as held-for-investment. Early buyout loans classified as held-for-investment totaled \$187.8 million at June 30, 2023 compared to \$113.9 million at June 30, 2022. Such loans consist of both the rebooked GNMA loans and the early buyout exercised loans classified as held-for-investment discussed above. Rebooked GNMA loans held-for-investment amounted to \$117.0 million at June 30, 2023, compared to \$34.8 million at June 30, 2022. The increase in balance from June 30, 2022 to June 30, 2023 was the result of higher delinquencies between periods and less frequent exercising of the early buyout option by the Company. As of June 30, 2023, early buyout exercised loans held-for-investment totaled \$70.8 million compared to \$79.1 million as of June 30, 2022. As of June 30, 2023, early buyout exercised mortgage loans held-for-sale totaled \$103.2 million compared to \$218.5 million as of June 30, 2022. The decline in early buyout exercised mortgage loans held-for-sale relative to the prior year is primarily due to the resale of mortgage loans to GNMA as well as the reclassification of certain loans to held-for-investment classification due to an inability to resell due to continued delinquency.

The increase in the premium finance receivables during the second quarter of 2023 compared to the second quarter of 2022 was the result of continued originations within the portfolio due to hardening insurance market conditions driving a higher average size of new property and casualty insurance premium finance receivables as well as effective marketing and customer servicing. Approximately \$5.0 billion of premium finance receivables were originated in the second quarter of 2023 compared to \$3.9 billion during the same period of 2022. Premium finance receivables consist of a property and casualty portfolio and a life portfolio comprising approximately 43% and 57%, respectively, of the average total balance of premium finance receivables for the second quarter of 2023, and 41% and 59%, respectively, for the second quarter of 2022.

Other loans represent a wide variety of personal and consumer loans to individuals. Consumer loans generally have shorter terms and higher interest rates than mortgage loans but generally involve more credit risk due to the type and nature of the collateral.

Liquidity management assets. Funds that are not utilized for loan originations are used to purchase investment securities and short term money market investments, to sell as federal funds and to maintain in interest bearing deposits with banks. The balances of these assets can fluctuate based on management’s ongoing effort to manage liquidity and for asset liability management purposes. The Company will continue to prudently evaluate and utilize liquidity sources as needed, including the management of availability with the FHLB and FRB and utilization of the revolving credit facility with unaffiliated banks.

The following table sets forth, by category, the composition of average earning asset balances and the relative percentage of total average earning assets for the periods presented:

(Dollars in thousands)	Six Months Ended			
	June 30, 2023		June 30, 2022	
	Balance	Percent	Balance	Percent
Mortgage loans held-for-sale	\$ 289,426	1 %	\$ 612,078	1 %
Loans:				
Commercial	\$ 12,509,664	25 %	\$ 11,653,901	25 %
Commercial real estate	10,292,260	21	9,216,533	20
Home equity	335,806	1	326,238	1
Residential real estate	2,395,111	5	1,768,125	4
Premium finance receivables	13,997,512	29	12,323,809	26
Other loans	72,319	0	59,663	0
Total average loans ⁽¹⁾	\$ 39,602,672	81 %	\$ 35,348,269	76 %
Liquidity management assets ⁽²⁾	9,176,900	18	10,532,074	23
Other earning assets ⁽³⁾	17,920	0	24,622	0
Total average earning assets	\$ 49,086,918	100 %	\$ 46,517,043	100 %
Total average assets	\$ 52,340,090		\$ 49,427,225	
Total average earning assets to total average assets		94 %		94 %

(1) Includes nonaccrual loans.

(2) Liquidity management assets include investment securities, other securities, interest earning deposits with banks, federal funds sold and securities purchased under resale agreements.

(3) Other earning assets include brokerage customer receivables and trading account securities.

Maturities and Sensitivities of Loans to Changes in Interest Rates

The following table classifies the loan portfolio at June 30, 2023 by date at which the loans reprice or mature, and the type of rate exposure:

As of June 30, 2023 (In thousands)	One year or less	From one to five years	From five to fifteen years	After fifteen years	Total
Commercial					
Fixed rate	\$ 491,950	\$ 2,588,577	\$ 1,707,423	\$ 11,360	\$ 4,799,310
Variable rate	7,799,656	1,505	—	—	7,801,161
Total commercial	\$ 8,291,606	\$ 2,590,082	\$ 1,707,423	\$ 11,360	\$ 12,600,471
Commercial real estate					
Fixed rate	580,938	2,884,383	573,579	51,683	4,090,583
Variable rate	6,509,558	8,631	39	—	6,518,228
Total commercial real estate	\$ 7,090,496	\$ 2,893,014	\$ 573,618	\$ 51,683	\$ 10,608,811
Home equity					
Fixed rate	11,132	2,682	—	31	13,845
Variable rate	323,129	—	—	—	323,129
Total home equity	\$ 334,261	\$ 2,682	\$ —	\$ 31	\$ 336,974
Residential real estate					
Fixed rate	16,724	3,824	30,511	1,072,690	1,123,749
Variable rate	73,672	263,888	1,181,931	—	1,519,491
Total residential real estate	\$ 90,396	\$ 267,712	\$ 1,212,442	\$ 1,072,690	\$ 2,643,240
Premium finance receivables - property & casualty					
Fixed rate	6,657,042	105,656	—	—	6,762,698
Variable rate	—	—	—	—	—
Total premium finance receivables - property & casualty	\$ 6,657,042	\$ 105,656	\$ —	\$ —	\$ 6,762,698
Premium finance receivables - life insurance					
Fixed rate	121,092	547,337	22,242	—	690,671
Variable rate	7,348,602	—	—	—	7,348,602
Total premium finance receivables - life insurance	\$ 7,469,694	\$ 547,337	\$ 22,242	\$ —	\$ 8,039,273

Consumer and other					
Fixed rate	4,420	3,912	60	301	8,693
Variable rate	23,248	—	—	—	23,248
Total consumer and other	\$ 27,668	\$ 3,912	\$ 60	\$ 301	\$ 31,941
Total per category					
Fixed rate	7,883,298	6,136,371	2,333,815	1,136,065	17,489,549
Variable rate	22,077,865	274,024	1,181,970	—	23,533,859
Total loans, net of unearned income	\$ 29,961,163	\$ 6,410,395	\$ 3,515,785	\$ 1,136,065	\$ 41,023,408
Variable Rate Loan Pricing by Index:					
SOFR tenors					\$ 10,407,621
One- year CMT					5,819,451
One- month LIBOR					1,707,349
Three- month LIBOR					10,276
Twelve- month LIBOR					1,028,904
Prime					3,932,654
Ameribor tenors					356,300
Other U.S. Treasury tenors					46,387
BSBY tenors					49,436
Other					175,481
Total variable rate					\$ 23,533,859

SOFR - Secured Overnight Financing Rate.

CMT - Constant Maturity Treasury Rate.

LIBOR - London Interbank Offered Rate.

Ameribor - American Interbank Offered Rate.

BSBY - Bloomberg Short Term Bank Yield Index.

With its transition from LIBOR, the Company increased the portion of its loan portfolio with interest rate indices that are an alternative to LIBOR during the period, including emerging indices such as SOFR, CMT, and Ameribor. As shown above, at June 30, 2023, variable rate loans with loans priced at SOFR, CMT, and Ameribor totaled \$10.4 billion, \$5.8 billion and \$356.3 million, respectively. Additionally, the percentage of the Company's variable rate loans indexed to LIBOR decreased to 12% at June 30, 2023 compared to 61% at June 30, 2022. The Company continues its transition of its loan portfolio from LIBOR for both loans existing at June 30, 2023 and future new originations.

CREDIT QUALITY

Commercial and Commercial Real Estate Loan Portfolios

Our commercial and commercial real estate loan portfolios are comprised primarily of lines of credit for working capital purposes and commercial real estate loans. The table below sets forth information regarding the types and amounts of our loans within these portfolios as of June 30, 2023 and 2022:

(Dollars in thousands)	As of June 30, 2023			As of June 30, 2022		
	Balance	% of Total Balance	Allowance For Credit Losses Allocation	Balance	% of Total Balance	Allowance For Credit Losses Allocation
Commercial:						
Commercial, industrial, and other	\$ 12,600,471	54.3 %	\$ 143,142	\$ 12,047,105	56.2 %	\$ 142,919
Commercial Real Estate:						
Construction and development	\$ 1,760,436	7.6 %	\$ 86,725	\$ 1,506,318	7.0 %	\$ 45,522
Non-construction	8,848,375	38.1	128,971	7,900,887	36.8	98,210
Total commercial real estate	\$ 10,608,811	45.7 %	\$ 215,696	\$ 9,407,205	43.8 %	\$ 143,732
Total commercial and commercial real estate	\$ 23,209,282	100.0 %	\$ 358,838	\$ 21,454,310	100.0 %	\$ 286,651
Commercial real estate - collateral location by state:						
Illinois	\$ 6,751,865	63.6 %		\$ 6,525,160	69.4 %	
Wisconsin	861,564	8.1		789,738	8.4	
Total primary markets	\$ 7,613,429	71.7 %		\$ 7,314,898	77.8 %	
Indiana	348,239	3.3		320,495	3.4	
Florida	270,412	2.5		221,174	2.4	
Colorado	258,092	2.4		106,281	1.1	
California	213,140	2.0		156,077	1.7	
Texas	199,896	1.9		153,535	1.6	
Ohio	172,277	1.6		129,602	1.4	
Other	1,533,326	14.6		1,005,143	10.6	
Total commercial real estate	\$ 10,608,811	100.0 %		\$ 9,407,205	100.0 %	

We make commercial loans for many purposes, including working capital lines, which are generally renewable annually and supported by business assets, personal guarantees and additional collateral. Such loans may vary in size based on customer need. Primarily as a result of growth in the Company's commercial loan portfolio our allowance for credit losses in our commercial loan portfolio increased to \$143.1 million as of June 30, 2023 compared to \$142.9 million as of June 30, 2022.

Our commercial real estate loans are generally secured by a first mortgage lien and assignment of rents on the property. Since most of our bank branches are located in the Chicago metropolitan area and southern Wisconsin, 71.7% of our commercial real estate loan portfolio is located in this region as of June 30, 2023. We have been able to effectively manage our total non-performing commercial real estate loans, aided by our credit management process. As of June 30, 2023, our allowance for credit losses related to this portfolio was \$215.7 million compared to \$143.7 million as of June 30, 2022. The increase in the allowance for credit losses is primarily a result of growth in our commercial real estate portfolio as well as a deteriorated forecast in the CREPI macroeconomic variable.

The Company also participates in mortgage warehouse lending, which is included above within commercial, industrial and other, by providing interim funding to unaffiliated mortgage bankers to finance residential mortgages originated by such bankers for sale into the secondary market. The Company's loans to the mortgage bankers are secured by the business assets of the mortgage companies as well as the specific mortgage loans funded by the Company, after they have been pre-approved for purchase by third party end lenders. The Company may also provide interim financing for packages of mortgage loans on a bulk basis in circumstances where the mortgage bankers desire to competitively bid on a number of mortgages for sale as a package in the secondary market. Amounts advanced with respect to any particular mortgage loan are usually required to be repaid within 21 days.

Past Due Loans and Non-Performing Assets

Our ability to manage credit risk depends in large part on our ability to properly identify and manage problem loans. To do so, the Company operates a credit risk rating system under which our credit management personnel assigns a credit risk rating to each loan at the time of origination and review loans on a regular basis to determine each loan's credit risk rating on a scale of 1 through 10 with higher scores indicating higher risk. Description of the Company's credit risk rating structure used is included in Item 7 - Management's Discussion and Analysis of Financial Condition and Results of Operations of the 2022 Form 10-K.

If based on current information and events, it is probable that the Company will be unable to collect all amounts due to it according to the contractual terms of the loan agreement, a loan is individually assessed for measuring the allowance for credit losses and, if necessary, a reserve is established. In determining the appropriate reserve for collateral-dependent loans, the Company considers the results of appraisals for the associated collateral.

Loan Portfolio Aging

As of June 30, 2023, excluding early buy-out loans guaranteed by U.S. government agencies, \$57.9 million, or 0.1% of all loans, were 60 to 89 days (or two payments) past due and \$187.7 million, or 0.5% of all loans, were 30 to 59 days (or one payment) past due. As of March 31, 2023, excluding early buy-out loans guaranteed by U.S. government agencies, \$67.3 million, or 0.2% of all loans, were 60 to 89 days (or two payments) past due and \$274.5 million, or 0.7% of all loans, were 30 to 59 days (or one payment) past due. Many of the commercial and commercial real estate loans shown as 60 to 89 days and 30 to 59 days past due are included on the Company's internal problem loan reporting system. Loans on this system are closely monitored by management on a monthly basis. The Company's home equity and residential loan portfolios continue to exhibit low delinquency ratios. Home equity loans at June 30, 2023 that were current with regard to the contractual terms of the loan agreement represent 99.3% of the total home equity portfolio. Residential real estate loans, excluding early buy-out loans guaranteed by U.S. government agencies, at June 30, 2023 that were current with regards to the contractual terms of the loan agreements comprise 99.1% of total residential real estate loans outstanding. For more information regarding delinquent loans as of June 30, 2023, see Note (7) "Allowance for Credit Losses" in Item 1.

Non-performing Assets ⁽¹⁾

The following table sets forth the Company's non-performing assets performing under the contractual terms of the loan agreement as of the dates shown.

(Dollars in thousands)	June 30, 2023	March 31, 2023	June 30, 2022
Loans past due greater than 90 days and still accruing ⁽²⁾:			
Commercial	\$ 573	\$ —	\$ —
Commercial real estate	—	—	—
Home equity	110	—	—
Residential real estate	—	104	—
Premium finance receivables—property and casualty	12,785	9,215	6,447
Premium finance receivables—life insurance	1,667	1,066	—
Consumer and other	28	87	25
Total loans past due greater than 90 days and still accruing	<u>15,163</u>	<u>10,472</u>	<u>6,472</u>
Nonaccrual loans:			
Commercial	40,460	47,950	32,436
Commercial real estate	18,483	11,196	10,718
Home equity	1,361	1,190	1,084
Residential real estate	13,652	11,333	8,330
Premium finance receivables—property and casualty	19,583	18,543	13,303
Premium finance receivables—life insurance	6	—	—
Consumer and other	4	6	8
Total nonaccrual loans	<u>93,549</u>	<u>90,218</u>	<u>65,879</u>
Total non-performing loans:			
Commercial	41,033	47,950	32,436
Commercial real estate	18,483	11,196	10,718
Home equity	1,471	1,190	1,084
Residential real estate	13,652	11,437	8,330
Premium finance receivables—property and casualty	32,368	27,758	19,750
Premium finance receivables—life insurance	1,673	1,066	—
Consumer and other	32	93	33
Total non-performing loans	<u>\$ 108,712</u>	<u>\$ 100,690</u>	<u>\$ 72,351</u>
Other real estate owned	10,275	8,050	5,574
Other real estate owned—from acquisitions	1,311	1,311	1,265
Other repossessed assets	—	—	—
Total non-performing assets	<u>120,298</u>	<u>\$ 110,051</u>	<u>\$ 79,190</u>
Total non-performing loans by category as a percent of its own respective category's period-end balance:			
Commercial	0.33 %	0.38 %	0.27 %
Commercial real estate	0.17	0.11	0.11
Home equity	0.44	0.35	0.33
Residential real estate	0.52	0.46	0.40
Premium finance receivables—property and casualty	0.48	0.48	0.36
Premium finance receivables—life insurance	0.02	0.01	—
Consumer and other	0.10	0.22	0.07
Total non-performing loans	<u>0.26 %</u>	<u>0.25 %</u>	<u>0.20 %</u>
Total non-performing assets, as a percentage of total assets	<u>0.22 %</u>	<u>0.21 %</u>	<u>0.16 %</u>
Total nonaccrual loans as a percentage of total loans	<u>0.23 %</u>	<u>0.23 %</u>	<u>0.18 %</u>
Allowance for credit losses as a percentage of nonaccrual loans	<u>414.09 %</u>	<u>416.54 %</u>	<u>473.76 %</u>

(1) Excludes early buy-out loans guaranteed by U.S. government agencies. Early buy-out loans are insured or guaranteed by the FHA or the U.S. Department of Veterans Affairs, subject to indemnifications and insurance limits for certain loans.

At this time, management believes reserves are appropriate to absorb losses that are expected upon the ultimate resolution of these credits. Significant increases may occur in subsequent periods due to ongoing macroeconomic uncertainty and related impacts on borrowers. Management will continue to actively review and monitor its loan portfolios, in an effort to identify problem credits in a timely manner.

Non-performing Loans Rollforward, excluding early buy-out loans guaranteed by U.S. government agencies

The table below presents a summary of non-performing loans for the periods presented:

	Three Months Ended		Six Months Ended	
	June 30, 2023	June 30, 2022	June 30, 2023	June 30, 2022
(In thousands)				
Balance at beginning of period	\$ 100,690	\$ 57,305	\$ 100,697	\$ 74,438
Additions from becoming non-performing in the respective period	21,246	22,841	45,701	26,982
Return to performing status	(360)	(1,000)	(840)	(1,729)
Payments received	(12,314)	(4,029)	(17,575)	(24,168)
Transfer to OREO and other repossessed assets	(2,958)	(1,611)	(2,958)	(5,988)
Charge-offs	(2,696)	(1,969)	(3,855)	(4,323)
Net change for niche loans ⁽¹⁾	5,104	814	(12,458)	7,139
Balance at end of period	\$ 108,712	\$ 72,351	\$ 108,712	\$ 72,351

(1) This includes activity for premium finance receivables and indirect consumer loans.

Allowance for Credit Losses

The allowance for credit losses, specifically the allowance for loans losses and the allowance for unfunded commitment losses, represents management’s estimate of lifetime expected credit losses in the loan portfolio. The allowance for credit losses is determined quarterly using a methodology that incorporates important risk characteristics of each loan. A description of how the Company determines the allowance for credit losses is included in Item 7 - Management’s Discussion and Analysis of Financial Condition and Results of Operations of the 2022 Form 10-K.

Management determined that the allowance for credit losses was appropriate at June 30, 2023, and that the loan portfolio is well diversified and well secured, without undue concentration in any specific risk area. While this process involves a high degree of management judgment, the allowance for credit losses is based on a comprehensive, well documented, and consistently applied analysis of the Company’s loan portfolio. This analysis takes into consideration all available information existing as of the financial statement date, including environmental factors such as economic, industry, geographical and political factors, when considered applicable. The relative level of allowance for credit losses is reviewed and compared to industry peers. This review encompasses levels of total non-performing loans, portfolio mix, portfolio concentrations and overall levels of net charge-off. Historical trending of both the Company’s results and the industry peers is also reviewed to analyze comparative significance.

Allowance for Credit Losses

The following table summarizes the activity in our allowance for credit losses, specifically related to loans and unfunded lending-related commitments, during the periods indicated.

	Three Months Ended		Six Months Ended	
	June 30, 2023	June 30, 2022	June 30, 2023	June 30, 2022
(Dollars in thousands)				
Allowance for credit losses at beginning of period	\$ 375,798	\$ 301,168	\$ 357,448	\$ 299,653
Cumulative effect adjustment from the adoption of ASU 2022-02	—	—	741	—
Provision for credit losses	28,571	20,493	51,641	24,518
Other adjustments	41	(56)	45	(34)
Charge-offs:				
Commercial	5,629	8,928	8,172	10,342
Commercial real estate	8,124	40	8,129	817
Home equity	—	192	—	389
Residential real estate	—	—	—	466
Premium finance receivables - property & casualty	4,519	2,903	9,148	4,574
Premium finance receivables - life insurance	134	—	155	7
Consumer and other	110	253	263	446
Total charge-offs	18,516	12,316	25,867	17,041
Recoveries:				
Commercial	505	996	897	1,534
Commercial real estate	25	553	125	585
Home equity	37	123	72	216
Residential real estate	6	6	10	11
Premium finance receivables - property & casualty	890	1,119	2,204	2,595
Premium finance receivables - life insurance	—	—	9	—
Consumer and other	23	23	55	72
Total recoveries	1,486	2,820	3,372	5,013
Net charge-offs	(17,030)	(9,496)	(22,495)	(12,028)
Allowance for credit losses at period end	\$ 387,380	\$ 312,109	\$ 387,380	\$ 312,109
Annualized net charge-offs by category as a percentage of its own respective category's average:				
Commercial	0.16 %	0.27 %	0.12 %	0.15 %
Commercial real estate	0.31	(0.02)	0.16	0.01
Home equity	(0.04)	0.09	(0.04)	0.11
Residential real estate	0.00	0.00	0.00	0.05
Premium finance receivables - property & casualty	0.24	0.14	0.24	0.02
Premium finance receivables - life insurance	0.01	0.00	0.00	0.00
Consumer and other	0.45	1.31	0.58	1.26
Total loans, net of unearned income	0.17 %	0.11 %	0.11 %	0.07 %
Loans at period-end	\$ 41,023,408	\$ 37,053,103		
Allowance for loan losses as a percentage of loans at period end	0.74 %	0.68 %		
Allowance for loan and unfunded loan-related commitment losses as a percentage of loans at period end	0.94	0.84		

See Note (7) “Allowance for Credit Losses” of the Consolidated Financial Statements presented under Item 1 of this report for further discussion of activity within the allowance for credit losses during the period and the relationship with respective loan balances for each loan category and the total loan portfolio.

Other Real Estate Owned

In certain circumstances, the Company is required to take action against the real estate collateral of specific loans. The Company uses foreclosure only as a last resort for dealing with borrowers experiencing financial hardships. The Company employs extensive contact and restructuring procedures to attempt to find other solutions for our borrowers. The tables below present a summary of other real estate owned and show the activity for the respective periods and the balance for each property type:

(In thousands)	Three Months Ended		Six Months Ended	
	June 30, 2023	June 30, 2022	June 30, 2023	June 30, 2022
Balance at beginning of period	\$ 9,361	\$ 6,203	\$ 9,900	\$ 4,271
Disposal/resolved	(733)	(1,172)	(1,168)	(3,669)
Transfers in at fair value, less costs to sell	2,958	2,090	2,958	6,519
Fair value adjustments	—	(282)	(104)	(282)
Balance at end of period	<u>\$ 11,586</u>	<u>\$ 6,839</u>	<u>\$ 11,586</u>	<u>\$ 6,839</u>

(In thousands)	Period End		
	June 30, 2023	March 31, 2023	June 30, 2022
Residential real estate	\$ 318	\$ 1,051	\$ 1,630
Residential real estate development	—	—	133
Commercial real estate	11,268	8,310	5,076
Total	<u>\$ 11,586</u>	<u>\$ 9,361</u>	<u>\$ 6,839</u>

Deposits

Total deposits at June 30, 2023 were \$44.0 billion, an increase of \$1.4 billion, or 3%, compared to total deposits at June 30, 2022. See Note (10) “Deposits” to the Consolidated Financial Statements in Item 1 of this report for a summary of period end deposit balances.

The following table sets forth, by category, the maturity of time certificates of deposit as of June 30, 2023:

Time Certificates of Deposit Maturity/Re-pricing Analysis As of June 30, 2023	Total Time Certificates of Deposits	Weighted-Average Rate of Maturing Time Certificates of Deposit ⁽¹⁾
(Dollars in thousands)		
1-3 months	\$ 1,407,470	3.15 %
4-6 months	1,323,183	2.93
7-9 months	1,148,928	3.53
10-12 months	1,543,622	4.39
13-18 months	595,056	3.25
19-24 months	250,020	2.87
24+ months	87,991	1.99
Total	<u>\$ 6,356,270</u>	<u>3.46 %</u>

(1) Weighted-average rate excludes the impact of purchase accounting fair value adjustments.

The following table sets forth, by category, the composition of average deposit balances and the relative percentage of total average deposits for the periods presented:

(Dollars in thousands)	Three Months Ended					
	June 30, 2023		March 31, 2023		June 30, 2022	
	Balance	Percent	Balance	Percent	Balance	Percent
Non-interest-bearing	\$10,908,022	26 %	\$12,171,631	29 %	\$13,805,128	33 %
NOW and interest-bearing demand deposits	5,540,597	13	5,271,740	13	5,230,702	13
Wealth management deposits	1,545,626	4	2,167,081	5	2,835,267	7
Money market	13,735,924	32	12,533,468	30	11,892,948	29
Savings	5,206,609	12	4,830,322	11	3,882,856	9
Time certificates of deposit	5,603,024	13	5,041,638	12	3,687,778	9
Total average deposits	\$42,539,802	100 %	\$42,015,880	100 %	\$41,334,679	100 %

Total average deposits for the second quarter of 2023 were \$42.5 billion, an increase of \$1.2 billion, or 3%, from the second quarter of 2022. Total deposits increased in the second quarter as the Company increased marketing efforts to retain and attract deposits to support continued loan growth. Additionally, the diversity of our deposit base showed its resilience in a volatile market. The Company has experienced a change in the mix of deposits as non-interest bearing deposits have migrated to interest-bearing products.

Wealth management deposits are funds from the brokerage customers of Wintrust Investments, CDEC and trust and asset management customers of the Company which have been placed into deposit accounts of the banks (“wealth management deposits” in the table above). Wealth Management deposits consist primarily of money market accounts. Consistent with reasonable interest rate risk parameters, these funds have generally been invested in loan production of the banks as well as other investments suitable for banks.

Brokered Deposits

While the Company obtains a portion of its total deposits through brokered deposits, the Company does so primarily as an asset-liability management tool to assist in the management of interest rate risk, and the Company does not consider brokered deposits to be a vital component of its current liquidity resources. Historically, brokered deposits have represented a small component of the Company’s total deposits outstanding, as set forth in the table below:

(Dollars in thousands)	June 30,		December 31,		
	2023	2022	2022	2021	2020
Total deposits	\$ 44,038,707	\$ 42,593,326	\$ 42,902,544	\$ 42,095,585	\$ 37,092,651
Brokered deposits	4,086,222	1,791,443	3,174,093	1,591,083	1,843,227
Brokered deposits as a percentage of total deposits	9.3 %	4.2 %	7.4 %	3.8 %	5.0 %

Brokered deposits include certificates of deposit obtained through deposit brokers, deposits received through the Certificate of Deposit Account Registry Program, and certain deposits of brokerage customers from unaffiliated companies which have been placed into deposit accounts of the banks.

Other Funding Sources

Although deposits are the Company’s primary source of funding its interest-earning assets, the Company’s ability to manage the types and terms of deposits is somewhat limited by customer preferences and market competition. As a result, in addition to deposits and the issuance of equity securities and the retention of earnings, the Company uses several other funding sources to support its growth. These sources include FHLB advances, notes payable, short-term borrowings, secured borrowings, subordinated debt and junior subordinated debentures. The Company evaluates the terms and unique characteristics of each source, as well as its asset-liability management position, in determining the use of such funding sources.

Uninsured deposits are estimated based on the methodologies and assumptions used for the Company’s regulatory reporting requirements. In accordance with the instructions described in the FDIC’s July 24, 2023 Financial Institution Letter to clarify Estimated Uninsured Deposits Reporting Expectations, the Company had approximately \$14.1 billion of uninsured deposits as of June 30, 2023 of which \$2.4 billion were fully collateralized deposits. The net position of \$11.7 billion of uninsured and uncollateralized deposits represents approximately 27% of total deposits as of June 30, 2023. The Company had total liquidity

sources, including cash and collateralized funding sources of \$14.4 billion or approximately 123% of uninsured and uncollateralized deposits as of June 30, 2023.

On March 12, 2023, the Federal Reserve established the Bank Term Funding Program (“BTFP”). The Company has registered for the BTFP but has not participated and does not intend to participate. However, this is an additional option as an available short-term liquidity source.

The following table sets forth, by category, the composition of the average balances of other funding sources for the quarterly periods presented:

	Three Months Ended		
	June 30, 2023	March 31, 2023	June 30, 2022
<i>(In thousands)</i>			
FHLB advances	\$ 2,227,106	\$ 2,474,882	\$ 1,197,390
Other borrowings:			
Notes payable	192,591	199,717	74,912
Short-term borrowings	20,691	22,840	14,791
Secured borrowings	326,405	319,453	337,626
Other	86,070	60,927	62,450
Total other borrowings	\$ 625,757	\$ 602,937	\$ 489,779
Subordinated notes	437,545	437,422	437,084
Junior subordinated debentures	253,566	253,566	253,566
Total other funding sources	\$ 3,543,974	\$ 3,768,807	\$ 2,377,819

Notes payable balances represent the balances on a credit agreement with certain unaffiliated banks. As of June 30, 2023, the outstanding principal balance under the term loan facility was \$185.5 million and there was no outstanding principal balance under the revolving credit facility.

The balance of secured borrowings primarily represents a third party Canadian transaction (“Canadian Secured Borrowing”). Under the Canadian Secured Borrowing, the Company, through its subsidiary, FIFC Canada, sells an undivided co-ownership interest in all receivables owed to FIFC Canada to an unrelated third party in exchange for cash payments pursuant to a receivables purchase agreement (“Receivables Purchase Agreement”). On May 31, 2023, the Company entered into the eleventh amending agreement to the Receivables Purchase Agreement dated as of December 16, 2014. The amended Receivables Purchase Agreement provides for, among other things, an extension of the maturity date to December 15, 2024, an increase to the facility limit from \$420 million to \$520 million, and a fee rate increase from 0.775% to 0.825%. Additionally, since CDOR will cease being used in Canada in June 2024, references to CDOR changed to the Benchmark rate.

See Note (11) “FHLB Advances, Other Borrowings and Subordinated Notes” and Note (12) “Junior Subordinated Debentures” of the Consolidated Financial Statements presented under Item 1 of this report for details of period end balances and other information for these various funding sources. The Company hereby incorporates by reference Note (11) and Note (12) of the Consolidated Financial Statements presented under Item 1 of this report in its entirety.

Shareholders’ Equity

The following tables reflect various consolidated measures of capital as of the dates presented and the capital guidelines established for a bank holding company:

	June 30, 2023	March 31, 2023	June 30, 2022
Tier 1 leverage ratio	9.3 %	9.1 %	8.8 %
<u>Risk-based capital ratios:</u>			
Tier 1 capital ratio	10.1	10.1	9.9
Common equity tier 1 capital ratio	9.3	9.2	9.0
Total capital ratio	11.9	12.1	11.9
<u>Other ratio:</u>			
Total average equity-to-total average assets ⁽¹⁾	9.6	9.4	9.2

(1) Based on quarterly average balances.

	Minimum Capital Requirements	Minimum Ratio + Capital Conservation Buffer ⁽¹⁾	Minimum Well Capitalized ⁽²⁾
Tier 1 leverage ratio	4.0 %	N/A	N/A
Risk-based capital ratios:			
Tier 1 capital ratio	6.0	8.5	6.0
Common equity tier 1 capital ratio	4.5	7.0	N/A
Total capital ratio	8.0	10.5	10.0

(1) Reflects the Capital Conservation Buffer of 2.5%.

(2) Reflects the well-capitalized standard applicable to the Company for purposes of the Federal Reserve’s Regulation Y. The Federal Reserve has not yet revised the well-capitalized standard for bank holding companies (“BHCs”) to reflect the higher capital requirements imposed under the U.S. Basel III Rule or to add Common Equity Tier 1 capital ratio and Tier 1 leverage ratio requirements to this standard. As a result, the Common Equity Tier 1 capital ratio and Tier 1 leverage ratio are denoted as “N/A” in this column. If the Federal Reserve were to apply the same or a very similar well-capitalized standard to BHCs as the standard applicable to our subsidiary banks, we believe the Company’s capital ratios as of June 30, 2023 would exceed such revised well-capitalized standard.

The Company’s principal sources of funds at the holding company level are dividends from its subsidiaries, borrowings under its loan agreement with unaffiliated banks and proceeds from the issuances of subordinated debt and additional equity. Refer to Notes (11) and (12) of the Consolidated Financial Statements in Item 1 for further information on these various funding sources. See Note (23) “Shareholders’ Equity” of the Consolidated Financial Statements presented under Item 7 of the 2022 Form 10-K for details on the Company’s issuance of Series D Preferred Stock in June 2015, Series E Preferred Stock and associated Depositary Shares in May 2020 and additional common stock offering in June 2022.

The Board of Directors approves dividends from time to time, however, the ability to declare a dividend is limited by the Company’s financial condition, the terms of the Company’s Series D and Series E Preferred Stock, the terms of the Company’s Trust Preferred Securities offerings and under certain financial covenants in the Company’s revolving and term facilities. In January and April of 2023, the Company declared a quarterly cash dividend of \$0.40 per common share. In January, April, July and October of 2022, the Company declared a quarterly cash dividend of \$0.34 per common share.

The Company continues to leverage its capital management framework to assess and monitor risk when making capital decisions. Management is committed to maintaining the Company’s capital levels above the “Well Capitalized” levels established by the FRB for bank holding companies.

LIQUIDITY

The Company manages the liquidity position of its banking operations to ensure that sufficient funds are available to meet customers’ needs for loans and deposit withdrawals. The management process includes the utilization of stress testing processes and other aspects of the Company’s liquidity management framework to assess and monitor risk, and inform decision making. The liquidity to meet the demands of customers is provided by maturing assets, liquid assets that can be converted to cash and the ability to attract funds from external sources. Liquid assets refer to money market assets such as Federal funds sold and interest-bearing deposits with banks, as well as available-for-sale debt securities and equity securities with readily determinable fair values which are not pledged to secure public funds. In addition, trade date receivables represent certain sales or calls of available-for-sale securities that await cash settlement, typically in the month following the trade date.

In addition to the liquidity management noted above, in 2022, the Company sold a total of 3,450,000 shares of its common stock through a public offering. Net proceeds to the Company totaled approximately \$285.7 million, net of estimated issuance costs. In the second quarter of 2023, we maintained our liquid assets to ensure that we would have the balance sheet strength to serve our clients. As a result, the Company believes that it has sufficient funds and access to funds to effectively meet its working capital and other needs. The Company will continue to prudently evaluate liquidity sources, including the management of availability with the FHLB and FRB and utilization of the revolving credit facility with unaffiliated banks. Please refer to Management’s Discussion and Analysis of Financial Condition and Results of Operation -Interest-Earning Assets, -Deposits, -Other Funding Sources and -Shareholders’ Equity sections of this report for additional information regarding the Company’s liquidity position.

INFLATION

A banking organization's assets and liabilities are primarily monetary. Changes in the rate of inflation typically do not have as great an impact on the financial condition of a bank as do changes in interest rates. Moreover, interest rates do not necessarily change at the same percentage as inflation. Accordingly, changes in inflation are not expected to have as material an impact on the Company's business as entities operating in other industries. An analysis of the Company's asset and liability structure provides the best indication of how the organization is positioned to respond to changing interest rates. See "Quantitative and Qualitative Disclosures About Market Risk" section of this report for additional information.

FORWARD-LOOKING STATEMENTS

This document contains forward-looking statements within the meaning of federal securities laws. Forward-looking information can be identified through the use of words such as "intend," "plan," "project," "expect," "anticipate," "believe," "estimate," "contemplate," "possible," "will," "may," "should," "would" and "could." Forward-looking statements and information are not historical facts, are premised on many factors and assumptions, and represent only management's expectations, estimates and projections regarding future events. Similarly, these statements are not guarantees of future performance and involve certain risks and uncertainties that are difficult to predict, and which may include, but are not limited to, those listed below and the Risk Factors discussed under Item 1A of the Company's 2022 Annual Report on Form 10-K and in any of the Company's subsequent SEC filings. The Company intends such forward-looking statements to be covered by the safe harbor provisions for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995, and is including this statement for purposes of invoking these safe harbor provisions. Such forward-looking statements may be deemed to include, among other things, statements relating to the Company's future financial performance, the performance of its loan portfolio, the expected amount of future credit reserves and charge-offs, delinquency trends, growth plans, regulatory developments, securities that the Company may offer from time to time, and plans to form additional de novo banks or branch offices, and management's long-term performance goals, as well as statements relating to the anticipated effects on the Company's financial condition and results of operations from expected developments or events, the Company's business and growth strategies, including future acquisitions of banks, specialty finance or wealth management businesses, internal growth and plans to form additional de novo banks or branch offices. Actual results could differ materially from those addressed in the forward-looking statements as a result of numerous factors, including the following:

- economic conditions and events that affect the economy, housing prices, the job market and other factors that may adversely affect the Company's liquidity and the performance of its loan portfolios, including an actual or threatened U.S. government debt default or rating downgrade, particularly in the markets in which it operates;
- negative effects suffered by us or our customers resulting from changes in U.S. trade policies;
- the extent of defaults and losses on the Company's loan portfolio, which may require further increases in its allowance for credit losses;
- estimates of fair value of certain of the Company's assets and liabilities, which could change in value significantly from period to period;
- the financial success and economic viability of the borrowers of our commercial loans;
- commercial real estate market conditions in the Chicago metropolitan area and southern Wisconsin;
- the extent of commercial and consumer delinquencies and declines in real estate values, which may require further increases in the Company's allowance for credit losses;
- inaccurate assumptions in our analytical and forecasting models used to manage our loan portfolio;
- changes in the level and volatility of interest rates, the capital markets and other market indices that may affect, among other things, the Company's liquidity and the value of its assets and liabilities;
- the interest rate environment, including a prolonged period of low interest rates or rising interest rates, either broadly or for some types of instruments, which may affect the Company's net interest income and net interest margin, and which could materially adversely affect the Company's profitability;
- competitive pressures in the financial services business which may affect the pricing of the Company's loan and deposit products as well as its services (including wealth management services), which may result in loss of market share and reduced income from deposits, loans, advisory fees and income from other products;
- failure to identify and complete favorable acquisitions in the future or unexpected difficulties or developments related to the integration of the Company's recent or future acquisitions;
- unexpected difficulties and losses related to FDIC-assisted acquisitions;
- harm to the Company's reputation;
- any negative perception of the Company's financial strength;
- ability of the Company to raise additional capital on acceptable terms when needed;
- disruption in capital markets, which may lower fair values for the Company's investment portfolio;
- ability of the Company to use technology to provide products and services that will satisfy customer demands and create

- efficiencies in operations and to manage risks associated therewith;
- failure or breaches of our security systems or infrastructure, or those of third parties;
- security breaches, including denial of service attacks, hacking, social engineering attacks, malware intrusion and similar events or data corruption attempts and identity theft;
- adverse effects on our information technology systems resulting from failures, human error or cyberattacks (including ransomware);
- adverse effects of failures by our vendors to provide agreed upon services in the manner and at the cost agreed, particularly our information technology vendors;
- increased costs as a result of protecting our customers from the impact of stolen debit card information;
- accuracy and completeness of information the Company receives about customers and counterparties to make credit decisions;
- ability of the Company to attract and retain senior management experienced in the banking and financial services industries, and ability of the Company to effectively manage the planned transition of the chief executive officer role;
- environmental liability risk associated with lending activities;
- the impact of any claims or legal actions to which the Company is subject, including any effect on our reputation;
- losses incurred in connection with repurchases and indemnification payments related to mortgages and increases in reserves associated therewith;
- the loss of customers as a result of technological changes allowing consumers to complete their financial transactions without the use of a bank;
- the soundness of other financial institutions and the impact of recent failures of financial institutions, including broader financial institution liquidity risk and concerns;
- the expenses and delayed returns inherent in opening new branches and de novo banks;
- liabilities, potential customer loss or reputational harm related to closings of existing branches;
- examinations and challenges by tax authorities, and any unanticipated impact of the Tax Act;
- changes in accounting standards, rules and interpretations, and the impact on the Company's financial statements;
- the ability of the Company to receive dividends from its subsidiaries;
- the ability of the Company to successfully discontinue use of LIBOR and transition to an alternative benchmark rate for current and future transactions;
- a decrease in the Company's capital ratios, including as a result of declines in the value of its loan portfolios, or otherwise;
- legislative or regulatory changes, particularly changes in regulation of financial services companies and/or the products and services offered by financial services companies;
- changes in laws, regulations, rules, standards and contractual obligations regarding data privacy and cybersecurity;
- a lowering of our credit rating;
- changes in U.S. monetary policy and changes to the Federal Reserve's balance sheet, including changes in response to persistent inflation or otherwise;
- regulatory restrictions upon our ability to market our products to consumers and limitations on our ability to profitably operate our mortgage business;
- increased costs of compliance, heightened regulatory capital requirements and other risks associated with changes in regulation and the regulatory environment;
- the impact of heightened capital requirements;
- increases in the Company's FDIC insurance premiums, or the collection of special assessments by the FDIC;
- delinquencies or fraud with respect to the Company's premium finance business;
- credit downgrades among commercial and life insurance providers that could negatively affect the value of collateral securing the Company's premium finance loans;
- the Company's ability to comply with covenants under its credit facility;
- fluctuations in the stock market, which may have an adverse impact on the Company's wealth management business and brokerage operation;
- widespread outages of operational, communication, or other systems, whether internal or provided by third parties, natural or other disasters (including acts of terrorism, armed hostilities and pandemics), and the effects of climate change; and
- the severity, magnitude and duration of the COVID-19 pandemic, including the continued emergence of variant strains, and the direct and indirect impact of such pandemic, as well as responses to the pandemic by the government, businesses and consumers, on the economy, our financial results, operations and personnel, commercial activity and demand across our business and our customers' businesses.

Therefore, there can be no assurances that future actual results will correspond to these forward-looking statements. The reader is cautioned not to place undue reliance on any forward-looking statement made by the Company. Any such statement speaks only as of the date the statement was made or as of such date that may be referenced within the statement. The Company undertakes no obligation to update any forward-looking statement to reflect the impact of circumstances or events after the date

of this report. Persons are advised, however, to consult further disclosures management makes on related subjects in its reports filed with the Securities and Exchange Commission and in its press releases.

ITEM 3 QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

As an ongoing part of its financial strategy, the Company attempts to manage the impact of fluctuations in market interest rates on net interest income. This effort entails providing a reasonable balance between interest rate risk, credit risk, liquidity risk and maintenance of yield. Asset-liability management policies are established and monitored by management in conjunction with the boards of directors of the banks, subject to general oversight by the Risk Management Committee of the Board of Directors. The policies establish guidelines for acceptable limits on the sensitivity of the market value of assets and liabilities to changes in interest rates.

Interest rate risk arises when the maturity or re-pricing periods and interest rate indices of the interest-earning assets, interest-bearing liabilities, and derivative financial instruments are different. It is the risk that changes in the level of market interest rates will result in disproportionate changes in the value of, and the net earnings generated from, the Company's interest-earning assets, interest-bearing liabilities and derivative financial instruments. The Company continuously monitors not only the organization's current net interest margin, but also the historical trends of these margins. In addition, management attempts to identify potential adverse changes in net interest income in future years as a result of interest rate fluctuations by performing simulation analysis of various interest rate environments. If a potential adverse change in net interest margin and/or net income is identified, management would take appropriate actions with its asset-liability structure to mitigate these potentially adverse situations.

Since the Company's primary source of interest-bearing liabilities is from customer deposits, the Company's ability to manage the types and terms of such deposits is somewhat limited by customer preferences and local competition in the market areas in which the banks operate. The rates, terms and interest rate indices of the Company's interest-earning assets result primarily from the Company's strategy of investing in loans and securities that permit the Company to limit its exposure to interest rate risk, together with credit risk, while at the same time achieving an acceptable interest rate spread.

The Company's exposure to interest rate risk is reviewed on a regular basis by management and the Risk Management Committees of the boards of directors of the banks and the Company. The objective of the review is to measure the effect on net income and to adjust balance sheet and derivative financial instruments to minimize the inherent risk while at the same time maximizing net interest income.

The following interest rate scenarios display the percentage change in net interest income over a one-year time horizon assuming increases and decreases of 100 and 200 basis points. The Static Shock Scenario results incorporate actual cash flows and repricing characteristics for balance sheet instruments following an instantaneous, parallel change in market rates based upon a static (i.e. no growth or constant) balance sheet. Conversely, the Ramp Scenario results incorporate management's projections of future volume and pricing of each of the product lines following a gradual, parallel change in market rates over twelve months. Actual results may differ from these simulated results due to timing, magnitude, and frequency of interest rate changes as well as changes in market conditions and management strategies. The interest rate sensitivity for both the Static Shock and Ramp Scenarios at June 30, 2023, March 31, 2023 and June 30, 2022 is as follows:

	+200 Basis Points	+100 Basis Points	-100 Basis Points	-200 Basis Points
Static Shock Scenarios				
June 30, 2023	5.7 %	2.9 %	(2.9)%	(7.9)%
March 31, 2023	4.2	2.4	(2.4)	(7.3)%
June 30, 2022	17.0	9.0	(12.6)	(23.8)%
Ramp Scenarios				
June 30, 2023	2.9 %	1.8 %	(0.9)%	(3.4)%
March 31, 2023	3.0	1.7	(1.3)	(3.4)%
June 30, 2022	10.2	5.3	(6.9)	(14.3)%

One method utilized by financial institutions, including the Company, to manage interest rate risk is to enter into derivative financial instruments. Derivative financial instruments include interest rate swaps, interest rate caps, floors and collars, futures, forwards, option contracts and other financial instruments with similar characteristics. Additionally, the Company enters into commitments to fund certain mortgage loans (interest rate locks) to be sold into the secondary market and forward commitments for the future delivery of mortgage loans to third party investors. See Note (14) “Derivative Financial Instruments” of the Consolidated Financial Statements in Item 1 of this report for further information on the Company’s derivative financial instruments.

As shown above, the magnitude of potential changes in net interest income in various interest rate scenarios has continued to diminish. Given the recent unprecedented rise in interest rates, the Company has made a conscious effort to reposition its exposure to changing interest rates given the uncertainty of the future interest rate environment. To this end, management has executed various derivative instruments including collars and receive fixed swaps to hedge variable rate loan exposures and originated a higher percentage of its loan originations in longer term fixed rate loans. The Company will continue to monitor current and projected interest rates and expects to execute additional derivatives to mitigate potential fluctuations in net interest margin in future years.

Periodically, the Company enters into certain covered call option transactions related to certain securities held by the Company. The Company uses these option transactions (rather than entering into other derivative interest rate contracts, such as interest rate floors) to economically hedge positions and compensate for net interest margin compression by increasing the total return associated with the related securities through fees generated from these options. Although the revenue received from these options is recorded as non-interest income rather than interest income, the increased return attributable to the related securities from these options contributes to the Company’s overall profitability. The Company’s exposure to interest rate risk may be impacted by these transactions. To further mitigate this risk, the Company may acquire fixed rate term debt or use financial derivative instruments. There were no covered call options outstanding as of June 30, 2023 and June 30, 2022. See Note (14) “Derivative Financial Instruments” of the Consolidated Financial Statements in Item 1 of this report for further information on the Company’s fees from covered call options for the six months ended June 30, 2023 and June 30, 2022.

ITEM 4 CONTROLS AND PROCEDURES

As of the end of the period covered by this report, the Company’s Chief Executive Officer and Chief Financial Officer carried out an evaluation under their supervision, with the participation of other members of management as they deemed appropriate, of the effectiveness of the design and operation of the Company’s disclosure controls and procedures as contemplated by Exchange Act Rule 13a-15. Based upon, and as of the date of that evaluation, the Chief Executive Officer and Chief Financial Officer concluded that the Company’s disclosure controls and procedures are effective, in all material respects, in timely alerting them to material information relating to the Company (and its consolidated subsidiaries) required to be included in the periodic reports the Company is required to file and submit to the SEC under the Exchange Act.

There were no changes in the Company’s internal control over financial reporting (as defined in Exchange Act Rule 13a-15(f)) during the period that have materially affected, or are reasonably likely to materially affect, our internal controls over financial reporting.

PART II —

Item 1: Legal Proceedings

In accordance with applicable accounting principles, the Company establishes an accrued liability for litigation and threatened litigation actions and proceedings when those actions present loss contingencies, which are both probable and estimable. In actions for which a loss is reasonably possible in future periods, the Company determines whether it can estimate a loss or range of possible loss. To determine whether a possible loss is estimable, the Company reviews and evaluates its material litigation on an ongoing basis, in conjunction with any outside counsel handling the matter, in light of potentially relevant factual and legal developments. This review may include information learned through the discovery process, rulings on substantive or dispositive motions, and settlement discussions.

Wintrust Financial ERISA Matter

On July 29, 2022, former Wintrust employee filed a class action in the District Court for the Northern District of Illinois asserting claims under the federal Employee Retirement Income Security Act (“ERISA”) against Wintrust Financial Corporation. Plaintiff alleges Wintrust breached its fiduciary duty in the selection of BlackRock Target Date funds for inclusion in its 401(k) plan, that Wintrust failed to monitor the performance of those funds, and in the alternative, Wintrust should be liable for breach of trust. Plaintiff’s sole basis for the allegations is that BlackRock Target Date funds allegedly performed more poorly than two comparable funds over a three-year period. Wintrust is one of several public companies that were sued on identical grounds within the same week by the same plaintiff’s law firm. On November 8, 2022, Wintrust filed a motion to dismiss the entire complaint. On July 14, 2023, the District Court granted Wintrust’s motion to dismiss and gave Plaintiff until August 2, 2023 to file an amended complaint. On August 2, 2023, the Plaintiff filed an amended complaint. We believe plaintiff’s allegations to be legally and factually meritless and otherwise lack sufficient information to estimate the amount of any potential liability.

Wintrust Mortgage California PAGA Matter

On May 24, 2022, a former Wintrust Mortgage employee filed a California Private Attorney General Act (“PAGA”) suit, not individually, but as representative of all Wintrust Mortgage’s California hourly employees, against Wintrust Mortgage in the Superior Court of San Diego County, California. Plaintiff alleges Wintrust Mortgage failed to provide: (i) accurate sick leave accrual and pay; (ii) overtime wages; (iii) accurately itemized wage statements; (iv) meal breaks and meal premiums; (v) timely payment of earned wages; (vi) payment of all earned wages; and (vii) payment of all vested vacation hours. Wintrust Mortgage disputes the validity of Plaintiff’s claims and believes, to the extent there were defects in complying with California law governing the payment of compensation to Plaintiff, such errors would have been de minimis. Plaintiff also has an arbitration agreement with a collective and class action waiver and on January 19, 2023, Wintrust Mortgage moved to compel arbitration. The court entered and continued the motion until September 8, 2023. We believe plaintiff’s allegations to be legally and factually meritless and otherwise lack sufficient information to estimate the amount of any potential liability.

Wintrust Mortgage Fair Lending Matter

On May 25, 2022, a Wintrust Mortgage customer filed a putative class action and asserted individual claims against Wintrust Mortgage and Wintrust Financial Corporation in the District Court for the Northern District of Illinois. Plaintiff alleges that Wintrust Mortgage discriminated against black/African American borrowers and brings class claims under the Equal Credit Opportunity Act, Sections 1981 and 1982 under Chapter 42 of the United States Code; and the Fair Housing Act of 1968. Plaintiff also asserts individual claims under theories of promissory estoppel, fraudulent inducement, and breach of contract. On September 23, 2022, Wintrust filed a motion to dismiss the entire suit. The motion has been fully briefed and the matter is awaiting a decision by the court. We vigorously dispute these allegations, believe them to be legally and factually meritless, and otherwise lack sufficient information to estimate the amount of any potential liability.

Other Matters

In addition, the Company and its subsidiaries, from time to time, are subject to pending and threatened legal action and proceedings arising in the ordinary course of business.

Based on information currently available and upon consultation with counsel, management believes that the eventual outcome of any pending or threatened legal actions and proceedings described above, including our ordinary course litigation, will not have a material adverse effect on the operations or financial condition of the Company. However, it is possible that the ultimate resolution of these matters, if unfavorable, may be material to the results of operations or financial condition for a particular period.

Item 1A: Risk Factors

There have been no material changes from the risk factors set forth under Part I, Item 1A “Risk Factors” in the 2022 Form 10-K.

Item 2: Unregistered Sales of Equity Securities and Use of Proceeds

No purchases of the Company’s common shares were made by or on behalf of the Company or any “affiliated purchaser” as defined in Rule 10b-18(a)(3) under the Securities Exchange Act of 1934, as amended, during the six months ended June 30, 2023.

Item 5: Other Information

Securities Trading Plans of Directors and Officers

During the three months ended June 30, 2023, none of our directors or officers adopted or terminated a Rule 10b5-1 trading plan or adopted or terminated a non-Rule 10b5-1 trading arrangement (as each term is defined in Item 408(a) of Regulation S-K).

Item 6: Exhibits:

- (a) Exhibits

- [3.1](#) [Amended and Restated By-laws of the Company, as amended \(incorporated by reference to Exhibit 3.2 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on August 1, 2023\).](#)
- [10.1](#) [Eleventh Amending Agreement, dated as of May 31, 2023, by and between First Insurance Funding of Canada Inc. and CIBC Mellon Trust Company in its capacity as trustee of Plaza Trust, by its Financial Service Agent, Royal Bank of Canada \(incorporated by reference to Exhibit 10.1 of the Company's Current Report on Form 8-K Filed with the Securities and Exchange Commission on June 6, 2023\).](#)
- [10.2](#) [Performance Guarantee Confirmation, dated as of May 31, 2023, confirming the Performance Guarantee dates as of December 16, 2014, by and between the Company and Plaza Trust \(incorporated by reference to Exhibit 10.2 of the Company's Current Report on Form 8-K Filed with the Securities and Exchange Commission on June 6, 2023\).](#)
- [10.3](#) [Fee Letter dated as of May 31, 2023 by CIBC Mellon Trust Company, in its capacity as trustee of Plaza Trust, by its Financial Service Agent, Royal Bank of Canada and acknowledged by First Insurance Funding of Canada Inc. \(incorporated by reference to Exhibit 10.3 of the Company's Current Report on Form 8-K Filed with the Securities and Exchange Commission on June 6, 2022\).](#)
- [10.4](#) [First Amendment, dated as of July 17, 2023, to the Credit Agreement dated December 12, 2022, as amended and restated, among the Company, the lenders named therein, and Wells Fargo Bank, National Association, as administrative agent \(incorporated by reference to Exhibit 10.1 of the Company's Current Report on Form 8-K Filed with the Securities and Exchange Commission on July 20, 2022\).](#)
- [31.1](#) [Certification of Chief Executive Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.](#)
- [31.2](#) [Certification of Chief Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.](#)
- [32.1](#) [Certification of Chief Executive Officer and Chief Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.](#)
- 101.INS The XBRL Instance Document does not appear in the Interactive Data File because its XBRL tags are embedded within the Inline XBRL document ⁽¹⁾
- 101.SCH XBRL Taxonomy Extension Schema Document
- 101.CAL XBRL Taxonomy Extension Calculation Linkbase Document
- 101.LAB XBRL Taxonomy Extension Label Linkbase Document
- 101.PRE XBRL Taxonomy Extension Presentation Linkbase Document
- 101.DEF XBRL Taxonomy Extension Definition Linkbase Document
- 104 Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101)
- (1) Includes the following financial information included in the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2023, formatted in iXBRL (Inline eXtensible Business Reporting Language): (i) the Consolidated Statements of Condition, (ii) the Consolidated Statements of Income, (iii) the Consolidated Statements of Comprehensive Income, (iv) the Consolidated Statements of Changes in Shareholders' Equity, (v) the Consolidated Statements of Cash Flows, and (vi) Notes to Consolidated Financial Statements

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

WINTRUST FINANCIAL CORPORATION
(Registrant)

Date: August 8, 2023

/s/ DAVID L. STOEHR

David L. Stoehr

Executive Vice President and
Chief Financial Officer
(Principal Financial Officer and duly authorized officer)

Date: August 8, 2023

/s/ JEFFREY D. HAHNFELD

Jeffrey D. Hahnfeld

Executive Vice President, Controller and
Chief Accounting Officer
(Principal Accounting Officer and duly authorized officer)

CERTIFICATION

I, Timothy S. Crane, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Wintrust Financial Corporation;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures as of the end of the period covered by this report based on such evaluation; and
 - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent functions):
 - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: August 8, 2023

/s/ TIMOTHY S. CRANE

Name: Timothy S. Crane

Title: President and Chief Executive Officer

CERTIFICATION

I, David L. Stoehr, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Wintrust Financial Corporation;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures as of the end of the period covered by this report based on such evaluation; and
 - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent functions):
 - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: August 8, 2023

/s/ DAVID L. STOEHR

Name: David L. Stoehr

Title: Executive Vice President and
Chief Financial Officer

CERTIFICATIONS
SARBANES-OXLEY ACT SECTION 906

Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, 18 U.S.C. Section 1350, the undersigned Chief Executive Officer and Chief Financial Officer of Wintrust Financial Corporation (“the Company”) certify, on the basis of such officers’ knowledge and belief that:

- (1) The Quarterly Report of the Company on Form 10-Q for the period ended June 30, 2023, as filed with the Securities and Exchange Commission on August 8, 2023 (the “Report”) fully complies with the requirements of Section 13(a) or 15(d), as applicable, of the Securities Exchange Act of 1934, as amended; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/ TIMOTHY S. CRANE

Name: Timothy S. Crane
Title: President and Chief Executive Officer
Date: August 8, 2023

/s/ DAVID L. STOEHR

Name: David L. Stoehr
Title: Executive Vice President and
Chief Financial Officer
Date: August 8, 2023

A signed original of this written statement required by Section 906 has been provided to the Company and will be retained by the Company and furnished to the Securities and Exchange Commission upon request. This certification accompanies the Report and shall not be treated as having been filed as part of this Report.



FDIC Coverage Rate

Balance-based charge calculation (monthly):

$$\frac{\text{Average Ledger Balance} \times \text{Rate} / 365 \text{ (calendar days)} / 100}{\text{Number of Days in the Month}}$$

Our monthly administrative fee rate has been 0.13% since November 2022.

Wintrust In the Community:

North Lawndale Employment Network:

The Wintrust Bank – North Lawndale branch came into being as a result of a collaboration with the North Lawndale Employment Network. The North Lawndale Employment Network (NLEN) serves under- and unemployed residents of the North Lawndale neighborhood in Chicago and surrounding communities in an area where 45% of households live below the federal poverty level and 57% of adults have a history with the criminal justice system.

Through community outreach and the NLEN Board involvement of Anthony Scott, SVP Business Development Office, Wintrust identified an opportunity to serve the North Lawndale area. Before Wintrust Bank – North Lawndale opened, the North Lawndale community had only one bank. NLEN's new headquarters has become a community touchstone by providing critical services such as the Wintrust Bank branch, a community center, a service center, and a rooftop apiary for the onsite beelove® Café, as well as a production center for Sweet Beginnings, LLC, NLEN's social enterprise initiative that specializes in producing raw urban honey and honey-infused skincare products under the beelove® Café brand. NLEN is able to leverage the onsite resources of the Wintrust Bank – North Lawndale branch to pursue its critical work in the community. This successful collaboration led to Wintrust North Lawndale Branch being the recipient of NLEN's 2022 Creating a Community That Works Partner Award.

The Resurrection Project:

In November 2022, Wintrust invested \$1 million in TRP Lending, LLC (a CDFI subsidiary of The Resurrection Project).

Community Investment Corporation Woodlawn Fund:

In May 2021, Wintrust invested \$1 million in the Community Investment Corporation Woodlawn Fund. The Woodlawn Loan Fund allows CIC, with the support of the City and the participating banks, to make below-market construction financing available for development and rehabilitation of single family and multifamily housing in the Woodlawn community in exchange for affordability restrictions, which ensure that rents and sales prices are affordable for low- and moderate-income families.

Mercy Housing:

In September 2021, Wintrust invested \$2 million in a loan pool for Mercy Housing's GAP Note Loan Program. The mission of Mercy Housing is to create stable, vibrant, and healthy communities by developing, financing, and operating affordable, program-enriched housing for people who lack the economic resources to access quality, safe housing opportunities. The GAP loans are made directly from the Pool to affordable housing projects.

Chicago Community Loan Fund:

In December 2021, Wintrust contributed \$9.25 million to the Chicago Community Loan Fund's Communities of Color Fund. The Fund supports African American, Latino and other business developers of color. Wintrust and its charter banks, taking a leadership position, were among the top investors in the Fund. For 30 years, CCLF has worked to improve conditions in low-income communities of Chicago.

Hope Chicago:

Wintrust made a \$1m investment to become a founder and first corporate member

Intentional Sports:

Wintrust made a \$2M investment.

Project H.O.O.D.

Wintrust made a \$1M investment and opened a micro bank inside the coffee shop.



PUBLIC DISCLOSURE

June 27, 2022

COMMUNITY REINVESTMENT ACT PERFORMANCE EVALUATION

Wintrust Bank, National Association
Charter Number: 25196

231 South LaSalle Street
Chicago, Illinois 60604

Office of the Comptroller of the Currency

Midsized Bank Supervision
425 S. Financial Place, Suite 1700
Chicago, IL 60605

NOTE: This document is an evaluation of this institution's record of meeting the credit needs of its entire community, including low- and moderate-income neighborhoods, consistent with safe and sound operation of the institution. This evaluation is not, and should not be construed as, an assessment of the financial condition of this institution. The rating assigned to this institution does not represent an analysis, conclusion, or opinion of the federal financial supervisory agency concerning the safety and soundness of this financial institution.

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Overall CRA Rating

Institution’s CRA Rating: This institution is rated Outstanding.

The following table indicates the performance level of Wintrust Bank, National Association with respect to the Lending, Investment, and Service Tests:

Performance Levels	Wintrust Bank, National Association Performance Tests		
	Lending Test*	Investment Test	Service Test
Outstanding	X	X	X
High Satisfactory			
Low Satisfactory			
Needs to Improve			
Substantial Noncompliance			

* The Lending Test is weighted more heavily than the Investment and Service Tests when arriving at an overall rating.

The major factors that support this rating include:

- The Lending Test rating is based on the performance in the state of Illinois rating area. The excellent geographic distribution of loans in its Assessment Area (AA), an excellent level of community development (CD) loans, and the extensive use of flexible lending programs was considered in arriving at the overall Lending Test rating.
- The Investment Test rating is based on performance in the state of Illinois rating area. The bank has an excellent level of qualified CD investments and grants across the rating area and at the regional level.
- The Service Test rating is based on performance in the state of Illinois rating area. Branch distribution in the bank’s AA is excellent. The bank opened 11 branches during the evaluation period which included five in low- and moderate-income (LMI) census tracts (CT). We considered the excellent responsiveness to community needs and innovativeness demonstrated by a branch opening.

Lending in Assessment Area

A very small percentage of the bank’s loans are in its AA.

The bank originated and purchased 12.9 percent of its total loans inside the bank’s AA during the evaluation period. This analysis is performed at the bank, rather than the AA, level. This percentage does not include extensions of credit by affiliates that may be considered under the other performance criteria.

Lending Inside and Outside of the Assessment Area										
Loan Category	Number of Loans				Total #	Dollar Amount of Loans \$(000s)				Total \$(000s)
	Inside		Outside			Inside		Outside		
	#	%	#	%		\$	%	\$	%	
Home Mortgage	360	68.6	165	31.4	525	315,906	54.5	263,491	45.5	579,397
Small Business	4,600	11.7	34,800	88.3	39,400	677,762	35.0	1,258,065	65.0	1,935,827
Consumer	230	68.7	105	31.3	335	4,161	39.1	6,485	60.9	10,646
Total	5,190	12.9	35,070	87.1	40,260	997,829	39.5	1,528,041	60.5	2,525,870
<i>Source: 01/01/2020 - 12/31/2021 Bank Data Due to rounding, totals may not equal 100.0%</i>										

Nationwide lending programs utilized by the bank impact the ratio of loans located inside the bank's AA. The bank purchases loans from First Insurance Funding (FIFCO), an affiliate of the bank, which impacts the ratio of loans located inside the bank's AA. During the evaluation period, the bank purchased 34,617 loans from FIFCO. A significant majority of the FIFCO purchased loans are located outside of the bank's AA and revenue data was not provided.

Small business loans are the bank's primary product based on volume of loans by number. Conclusions are factored into the overall analysis of the geographic distribution of lending by income level of geography.

Description of Institution

Wintrust Bank, N.A. (WB or the bank) is a \$9.6 billion intrastate bank headquartered in Chicago, Illinois. WB is a wholly-owned subsidiary of Wintrust Financial Corporation (WFC). As of December 31, 2021, WFC is a \$50 billion financial services holding company located in Rosemont, Illinois. WFC's business strategy includes working with customers in the Chicago metropolitan area, southern Wisconsin, and northwest Indiana by way of their 15 wholly-owned banking subsidiaries and more than 150 bank locations.

WFC locations provide a wide range of lending and deposit products and services to their customers. WFC residential mortgage applications are referred to Wintrust Mortgage (WM). WM, is a national residential mortgage operation with offices throughout the United States. WM offers a wide variety of retail mortgages and originates nearly all WFC mortgages. Loans that cannot be sold on the secondary market are purchased by any one of the 15 WFC banks for their portfolio.

WFC, through its FIFCO affiliate, is one of the largest commercial insurance premium finance companies in the United States. FIFCO makes loans to businesses of different sizes to finance the insurance premiums they pay on their commercial insurance policies. FIFCO is a leader in premium finance and life insurance premium finance transactions.

WFC banks offer specialty products including wealth management, lease financing, insurance premium financing, short-term account receivable financing, administrative services outsourcing, franchise lending, firm partnership loans, and financial solutions for mission-based organizations.

As of December 31, 2021, WB reported total loans of \$7.3 billion, representing 76.3 percent of total assets. WB has three primary loan types that make up 96 percent of the total loan portfolio. The primary loan products include approximately \$5.6 billion of commercial loans or 76 percent of total loans, \$872 million of residential loans or 12 percent of total loans, and \$595 million in consumer lending or eight percent of the total loan portfolio. WB had tier 1 capital of \$844.6 Million.

The bank operates 32 full-service locations and 32 deposit-taking Automated Teller Machines (ATMs). During the evaluation period, the bank opened 11 branches and did not close any branches. In January 2017, the bank opened a branch on the Near West side of Chicago. In July 2017, the bank opened a branch in Downtown Chicago and a branch in the Lincoln Park neighborhood. In 2018, the bank opened two branches in Evanston, a branch in the Wrigleyville neighborhood. In 2019, the bank opened branches in the Fulton Market, Little Village and Uptown neighborhoods of Chicago. In 2021, the bank opened two branches in the North Lawndale neighborhood of Chicago.

During the evaluation period, the bank made two acquisitions. In 2018, the bank acquired Delaware Place Bank with its branch in Downtown Chicago. In 2019, the bank acquired Oak Bank with its branch located in downtown Chicago. The acquisition did not change the bank's AA.

According to the June 30, 2021 Federal Deposit Insurance Corporation (FDIC) deposit market share report, WB had a 1.2 percent market share making it the 13th largest deposit holder out of 452 financial institutions in the state of Illinois.

COVID-19 Pandemic

In March 2020, the World Health Organization declared COVID-19 a pandemic. In response to the pandemic, the United States was under a shelter-in-place order in an effort to limit the spread of the virus. Due to the shelter-in-place orders, certain businesses deemed non-essential were shut down or limited in operations. The pandemic limited the ability of bank personnel to provide in-person services. The evaluation of the bank's performance takes into consideration the impact of the pandemic.

During the evaluation period, the bank strategically targeted certain CD investments and services to assist in addressing economic hardships associated with the pandemic mitigation practices, advancing the bank's commitment towards alleviating economic disparities among LMI communities. To meet Small Business Administration (SBA) initial guidance on the Paycheck Protection Program (PPP), the bank modified its technology systems to accommodate small businesses and nonprofit organizations. A PPP loan is SBA-backed and helped businesses keep their workforce employed during the pandemic.

Additionally, opportunities for virtual service deliveries were limited by the capacity of community organizations, and the ability of LMI families and small businesses to access virtual technology.

This disproportionately affected blue-collar jobs, in which LMI individuals are primarily employed. To assist their borrowers experiencing financial difficulty due to the pandemic, the bank offered various services and relief options. The following were relief and services offered by the bank:

- Loan deferrals and modifications.
- Waived all late fees on consumer loans and lines of credit.
- Waived early redemption fees on CDs and waived overdraft and insufficient funds fees.
- Rolled out DocuSign to safely execute the documentation required for deposit, loan, and deferral plans.
- Utilized video conference technology to conduct Money Smart and other financial education sessions.
- Offered hardship assistance, forbearance plan options, and waived late fees for mortgages.

There were no known legal, financial, or other factors impeding the bank's ability to help meet the credit needs in its AA during the evaluation period. There were no acquisitions or mergers during the evaluation period that would have affected the bank's CRA performance or the OCC's analysis. WB's CRA performance was rated "Outstanding" in the last Public Evaluation, performed by the Federal Reserve Bank of Chicago (FRB), dated August 8, 2016.

Scope of the Evaluation

Evaluation Period/Products Evaluated

This performance evaluation assesses the bank's performance under the large bank Lending, Investment, and Service Tests. The evaluation period is August 9, 2016 through December 31, 2021.

The OCC permits depository institutions that demonstrate the ability to operate safely and soundly and in compliance with applicable laws, regulations, and policies, to convert to a national bank charter. In 2019, the bank elected to apply for a national charter with regulatory supervision transferring from the FRB to the OCC upon approval. The charter was granted on October 1, 2019, which is considered the "conversion date." Since the conversion date was less than six months of the evaluation period year, we did not assess the bank's retail lending performance for 2019 in this evaluation. The bank received consideration of CD activities conducted since the previous CRA evaluation.

In evaluating the bank's lending performance, the OCC analyzed a sample of home mortgage loans originated by the bank. The bank is not a Home Mortgage Disclosure Act (HMDA) reporter, and a Loan Application Register (LAR) was not available for our analysis of mortgage lending. For small loans made to businesses and small loans to farms the OCC analyzed the bank reported loans under the CRA. At the bank's request, the OCC considered consumer loan products, which consisted of secured and unsecured loans. Primary loan products, for purposes of this review, are products in which the bank originated at least 20 loans within an AA during one or more of the analysis periods within the overall evaluation period. Multifamily loans and small loans to farms are not primary loan products; therefore, we did not evaluate these products separately. However, we did consider multifamily loans meeting the CD definition as part of the evaluation of CD lending.

The OCC compared bank loan data for all applicable years in the state rating area to: demographic data using the U.S. Census American Community Survey (ACS); Federal Financial Institutions Examination Council (FFIEC) adjusted median family incomes; 2020 Dun and Bradstreet (D&B) small business demographic data; 2020 peer mortgage loan data reported under HMDA; and 2020 peer small business data reported under CRA. Banks are not required to report data on consumer loans; therefore, no peer aggregate data was available against which to compare bank consumer lending.

In evaluating the geographic distribution and borrower income criteria under the Lending Test, the 2020 through 2021 data was analyzed and aggregated. Performance tables O, P, Q, R, U, and V in Appendix D include data covered by the analysis period 2020 through 2021.

Bank and branch deposit data is as of June 30, 2021, based on information from the FDIC. The distribution of bank branches is compared to U.S. Census 2015 ACS population estimates.

We also evaluated retail services, qualified investments, and CD services from August 9, 2016 through December 31, 2021. Qualifying activities performed in response to the significant impact of the pandemic across the United States are addressed in this evaluation.

Selection of Areas for Full-Scope Review

In each state where the bank has an office, one or more AA(s) within that state was selected for a full-scope review. For purposes of this evaluation, bank delineated AAs located within the same metropolitan statistical area (MSA), multistate metropolitan statistical area (MMSA), or combined statistical area (CSA) are combined and evaluated as a single AA. Similarly, bank delineated non-MSA AAs within the same state are combined and evaluated as a single area. These combined AAs may be evaluated as full- or limited-scope.

Refer to the Scope section under the State Rating section for details regarding how the full-scope AA was selected. Refer to Appendix A, Scope of Examination, for a list of full-scope AAs. There are no limited-scope AAs.

Ratings

The bank's overall rating was based on the state rating.

Refer to the Scope section under the State Rating section for details regarding how the area was weighted in arriving at the respective ratings.

In evaluating the bank's performance under the Lending Test, we placed greater weight on the bank's distribution of small business loans based on the volume. Equal weight was given to the bank's distribution of home mortgage loans and consumer loans. Small loans to farms were not evaluated based on the volume.

Generally, equal emphasis is given to the geographic distribution of loans and lending by borrower income level. Greater weight was generally given to performance compared to aggregate lenders than to performance relative to demographic factors in lending. The analysis included both the number and dollar volume of lending. The analysis of lending, except for CD loans, emphasized the number of loans rather than the dollar volume because it is a better indicator of the number of businesses or individuals served.

Discriminatory or Other Illegal Credit Practices Review

Pursuant to 12 C.F.R. §25.28(c), in determining a national bank's or federal savings association's (collectively, bank) CRA rating, the OCC considers evidence of discriminatory or other illegal credit practices in any geography by the bank, or in any assessment area by an affiliate whose loans have been considered as part of the bank's lending performance. As part of this evaluation process, the OCC consults with other federal agencies with responsibility for compliance with the relevant laws and regulations, including the U.S. Department of Justice, the U.S. Department of Housing and Urban Development, and the Consumer Financial Protection Bureau, as applicable.

The OCC has not identified that this institution (or any affiliate whose loans have been considered as part of the institution's lending performance) has engaged in discriminatory or other illegal credit practices that require consideration in this evaluation.

The OCC will consider any information that this institution engaged in discriminatory or other illegal credit practices, identified by or provided to the OCC before the end of the institution's next performance evaluation in that subsequent evaluation, even if the information concerns activities that occurred during the evaluation period addressed in this performance evaluation.

State Rating

State of Illinois

CRA rating for the State of Illinois:	Outstanding
The Lending Test is rated:	Outstanding
The Investment Test is rated:	Outstanding
The Service Test is rated:	Outstanding

The major factors that support this rating include:

- Lending activity reflects a good responsiveness to credit needs in its AA.
- The bank exhibits an excellent geographic distribution of loans in its AA.
- The bank exhibits a good distribution of loans among businesses of different sizes.
- The bank is a leader in making CD loans.
- The bank has an excellent level of qualified investments, particularly those that are not routinely provided by private investors, often in a leadership position.
- Its service delivery systems are readily accessible to geographies and individuals or different income levels in its AA.
- The bank is a leader in providing CD services.

Description of Institution's Operations in the State of Illinois

WB designated one AA in Illinois, which consists of a partial county within the Chicago-Naperville-Evanston Metropolitan Division (Chicago MD). For purposes of this evaluation, the Chicago MD consists of the partial county of Cook in Illinois. The bank has delineated the AA with 598 out of 1,319 CT in Cook County.

The branches are in the cities of Chicago, Evanston, Glencoe, Skokie, Wilmette, and Winnetka. The Chicago branches are located in several of the city's 77 neighborhoods including: Downtown, Fulton Market, Little Village, Logan Square, Mayfair, Montclare, Norridge, North Center, North Lawndale, Old Town, Pilsen, Ravenswood, River North, Rogers Park, Roscoe Village, Sauganash, Streeterville, Uptown, and Wrigleyville.

The AA meets the requirement of the regulation and does not arbitrarily exclude LMI geographies. According to 2015 U.S. Census data, the AA consists of 598 CTs, of which 101 are low-income and 150 are moderate-income.

Chicago-Naperville-Evanston MD

The following table provides a summary of demographics, housing, and business information for the AA.

Table A – Demographic Information						
Metropolitan Statistical Area: Chicago MD						
Demographic Characteristics	#	Low % of #	Moderate % of #	Middle % of #	Upper % of #	NA* % of #
Geographies (Census Tracts)	598	16.9	25.1	20.4	36.6	1.0
Population by Geography	2,289,181	14.1	26.5	22.9	35.9	0.6
Housing Units by Geography	1,003,653	12.0	24.5	21.7	41.1	0.7
Owner-Occupied Units by Geography	442,870	6.4	19.6	26.8	46.7	0.4
Occupied Rental Units by Geography	455,879	15.8	28.9	17.8	36.6	1.0
Vacant Units by Geography	104,904	19.2	25.7	17.5	36.7	0.9
Businesses by Geography	217,118	5.5	14.6	18.1	60.8	1.0
Farms by Geography	1,704	5.9	16.6	23.1	54.3	0.2
Family Distribution by Income Level	489,787	27.5	15.5	15.9	41.1	0.0
Household Distribution by Income Level	898,749	28.2	14.9	15.8	41.1	0.0
Median Family Income MSA - 16984 Chicago-Naperville-Evanston, IL		\$75,024	Median Housing Value			\$310,058
			Median Gross Rent			\$1,115
			Families Below Poverty Level			13.1%
<i>Source: 2015 ACS and 2020 D&B Data</i> <i>Due to rounding, totals may not equal 100.0%</i> <i>(*) The NA category consists of geographies that have not been assigned an income classification.</i>						

Community Contacts

The OCC made three community contacts in the AA during the evaluation period, which included one global nonprofit housing agency and two Chicagoland nonprofit organizations focused on neighborhood revitalization and economic development in LMI areas. Community contacts indicated that the following are needs within the bank’s AA.

- Home mortgages in LMI areas,
- Home improvement loans regardless of appraisal gaps,
- Willingness to accept a wide range of mortgage down payment and closing cost assistance,
- Financing for acquisition and rehabilitation of multifamily buildings,
- Small loans to small businesses,
- Board and Committee volunteerism,
- Financial education, student loan counseling, debt management counseling, and
- Homebuyer counseling programs.

Housing Characteristics

The housing market in the AA is challenged as demand exceeds housing supply, and prices continue to trend upwards. The lack of affordable housing has made it difficult for LMI families to purchase or rent homes in the AA.

The AA is a high cost housing area, limiting access to affordable home ownership among low-income borrowers. The 2021 FFIEC adjusted median family income (AMFI) in the AA is \$87,100. According to Realtor.com data, the median housing value in the Chicago MSA is \$299,900 and \$312,500 in 2020 and 2021, respectively, reflecting a 4.2 percent increase.

Assuming a 30-year mortgage with a five percent interest rate, and not accounting for down payment, homeowner's insurance, real estate taxes, or any additional monthly expenses, a low-income borrower making \$43,550 per year (or less than 50 percent of the 2021 FFIEC AMFI in the AA) could afford a \$202,814 mortgage with a payment of \$1,089 per month. A moderate-income borrower making \$69,680 per year (or less than 80 percent of the 2021 FFIEC AMFI in the AA) could afford a \$324,503 mortgage with a payment of \$1,742 per month. This illustrates that low-income borrowers would be challenged to qualify for a mortgage loan in the AA.

Scope of Evaluation in the State of Illinois

The Chicago MD was selected for analysis using full-scope procedures because it is the only AA in the rating area. Ratings are based primarily on results of the full-scope areas.

For the analysis of distribution of loans to geographies with different income levels, greater consideration was given to the bank's performance in moderate-income geographies based on the greater number of CTs.

For the borrower distribution analysis consideration was given to the impact of home affordability for LMI borrowers in higher cost areas when comparing the distribution of home mortgage loans to the demographics. It is difficult for many LMI borrowers to afford a home, as the area's median housing value is typically too high for conventional mortgage loan qualification. As such, more emphasis was placed on the bank's lending results to LMI borrowers relative to the aggregate performance rather than the demographic data.

In performing the analysis of loans to small businesses, we considered the environment for small business lending, which is very competitive. Large interstate banks, regional banks, and community banks compete for this business in the AA. The large number of competing banks and dominance from the top five lenders somewhat affects the bank's ability to make small loans to businesses. A significant portion of the bank's small loans to businesses did not contain revenue information, as permitted under the CRA reporting requirements. Many of these loans were originated by FIFCO without revenue data or the loans were originated under a loan product that does not consider business revenue in underwriting. We took into consideration the bank's significant nationwide niche lending programs when assessing the bank's performance regarding lending within its AA versus outside AA lending. More emphasis was placed on the bank's lending relative to aggregate performance.

Consideration was given to the bank’s business strategy focus, and the fact as noted above that there are considerably more lenders originating or purchasing loans in the AA than there are depository institutions with branch offices. Lenders include local and non-local depository institutions, as well as non-bank financial institutions.

In performing the analysis of investments, competition in the AA is high, with large interstate, regional, and community banks competing for qualified investments in the market.

The Service Test includes an evaluation of the availability and effectiveness of a bank's systems for delivering retail banking services, including the current distribution of the bank's branches among different income geographies.

A near to branch is a branch in a middle- or upper-income (MUI) CT that is proximate to an LMI area and serves that area. These branches are in a reasonable distance from LMI CTs they are serving. The bank provided adequate evidence showing that two branches serve customers in LMI CTs. The bank had two branches in a middle-income CT that were considered a near to branch.

CONCLUSIONS WITH RESPECT TO PERFORMANCE TESTS IN THE STATE OF ILLINOIS

LENDING TEST

The bank’s performance under the Lending Test in the state of Illinois is rated Outstanding.

Based on a full-scope review, the bank’s performance in the Chicago MD is excellent.

Lending Activity

Lending levels reflect good responsiveness to AA credit needs. The bank’s rank and market share in loans is weaker than the rank and market share in deposits. We considered the substantial volume of loans originated through FIFCO in the analysis and given the level of competition from other reporting lenders in the AA, WB’s business lending market share is good.

Number of Loans*							
Assessment Area	Home Mortgage	Small Business	Small Farm	Community Development	Total	%State Loans	%State Deposits
Chicago MD	360	4,600	0	433	5,393	81.9	100.0
Statewide	--	--	--	96	96	18.1	--

*The tables present the data for all assessment areas. The narrative below addresses performance in full-scope areas only. "--" data not available.

Dollar Volume of Loans*							
Assessment Area	Home Mortgage	Small Business	Small Farm	Community Development	Total	%State Loans	%State Deposits
Chicago MD	315,906	677,762	0	451,653	1,445,321	77.9	100.0
Statewide	--	--	--	127,869	127,869	22.1	--

*The tables present the data for all assessment areas. The narrative below addresses performance in full-scope areas only. "--" data not available.

According to FDIC Deposit Market Share data as of June 30, 2021, the bank ranked 11th out of 100 banks with a deposit market share of 1.8 percent in the AA, which is equivalent to the top 11 percent of banks in the AA.

According to 2020 peer HMDA mortgage data, the bank ranked 80th in the market of 699 mortgage lenders with a market share of 0.2 percent. The bank's rank and market share in loans is weaker than the deposit rank and market share. The five largest mortgage lenders have captured 34.4 percent of the market. Home mortgage lending is not a primary product, and the bank generally refers home mortgage loans to an affiliate, WM.

According to 2020 peer small business data, the bank ranked 14th in the market of 306 small business lenders with a market share of 1.5 percent. The bank's rank and market share in loans is weaker than the deposit rank and market share. The five largest small business lenders have captured 50.6 percent of the market.

Distribution of Loans by Income Level of the Geography

The bank exhibits excellent geographic distribution of loans in its AA.

Home Mortgage Loans

The geographic distribution of home mortgage loans reflects excellent distribution.

Refer to Table O in the state of Illinois section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's home mortgage loan originations and purchases.

The proportion of home mortgage loans originated or purchased in low-income geographies exceeds both the percentage of owner-occupied housing units and the aggregate distribution of all reporting lenders. The proportion of mortgage loans originated or purchased in moderate-income geographies is near to the percentage of owner-occupied housing units and exceeds the aggregate distribution of all reporting lenders.

Small Loans to Businesses

The geographic distribution of small business loans reflects excellent distribution.

Refer to Table Q in the state of Illinois section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's originations and purchases of small loans to businesses.

The proportion of small business loans originated or purchased in LMI geographies exceeds the percentage of small businesses and the aggregate distribution of all reporting lenders.

Consumer Loans

The geographic distribution of consumer loans reflects excellent distribution.

Refer to Table U in the state of Illinois section of Appendix D for the facts and data used to evaluate the geographic distribution of the bank's consumer loan originations and purchases.

The proportion of consumer originated or purchased loans in LMI geographies exceeds the percentage of households in LMI geographies.

Lending Gap Analysis

The OCC evaluated the lending distribution in the AA to determine if any unexplained, conspicuous gaps existed. We reviewed summary reports, maps, and analyzed the bank's lending activity over the evaluation period to identify any gaps in the geographic distribution of loans. We did not identify any unexplained, conspicuous gaps.

Distribution of Loans by Income Level of the Borrower

The bank exhibits a good distribution of loans among individuals of different income levels and business of different sizes.

Home Mortgage Loans

The distribution of home mortgage loans among individuals of different income levels is poor.

Refer to Table P in the state of Illinois section of Appendix D for the facts and data used to evaluate the borrower distribution of the institution's home mortgage loan originations and purchases.

The proportion of home mortgage loans originated or purchased is significantly below the percentage of low-income families and the aggregate distribution of all reporting lenders. The proportion of home mortgage loans originated or purchased is significantly below the percentage of moderate-income families and well below the aggregate distribution of all reporting lenders.

The high cost of housing limits opportunities for LMI borrowers and the negative impact on economic conditions caused by the pandemic in 2020 may have limited opportunities for lending. Given this context, the performance under this criterion is considered poor.

Small Loans to Businesses

The distribution of loans to businesses of different sizes is good.

Refer to Table R in the state of Illinois section of Appendix D for the facts and data used to evaluate the borrower distribution of the institution's originations and purchases of small loans to businesses.

The proportion of loans to small businesses originated or purchased is well below the proportion of small businesses and exceeds the aggregate distribution of all reporting lenders.

The bank originates a substantial volume of loans through FIFCO for insurance premium financing, which is a nationwide product underwritten without the collection of revenue data.

Additionally, the bank originated loans under the PPP, which generally did not consider revenue information in the underwriting process. Per Table R, 20.3 percent of the small business loans have no revenue data. Given this context, the performance under this criterion is considered good.

Consumer Loans

The distribution of consumer loans among individuals of different income levels is excellent.

Refer to Table V in the state of Illinois section of Appendix D for the facts and data used to evaluate the borrower distribution of the institution's consumer loan originations and purchases.

The proportion of consumer loans originated or purchased to LMI borrowers exceeds to the percentage of LMI households.

Community Development Lending

The bank is a leader in making CD loans.

Refer to the Number of Loans table in the Lending Activity section, for the information and data used to evaluate the bank's level of CD lending. These tables include all CD loans, including multifamily loans that also qualify as CD loans.

WB made 433 CD loans totaling \$451.7 million, representing 53.5 percent of allocated tier 1 capital. CD loans included 68 loans totaling \$45.2 million supporting affordable housing, 135 loans totaling \$143.3 million supporting community service, 19 loans totaling \$81.5 million supporting economic development, and 211 loans totaling \$181.6 million supporting revitalization and stabilization efforts. Of the 433 CD loans, 74 totaling \$115.3 million were loan renewals.

The bank originated or renewed 82 multifamily rental housing loans totaling \$56.5 million to various entities which sustained approximately 1,105 affordable housing units in the AA.

Due to the pandemic in 2020, the SBA initiated the PPP loan program. The SBA implemented this program as a low-cost and forgivable loan program to help small businesses cover payroll costs, interest on mortgages, rent, and utilities during the pandemic. The bank originated 278 PPP loans totaling \$187.7 million that qualify as CD within the AA.

Examples of CD loans in the AA include:

- Three loans totaling \$12.1 million to a local nonprofit organization. The loans consisted of a \$7 million refinance of a New Market Tax Credit loan, a \$2.5 million revolving line of credit (RLOC), and a \$2.5 million PPP loan. The mission of this nonprofit organization is to disrupt generational poverty through a primary focus on children and young adults and the specific challenges they face at distinct stages of life. Their programs target LMI individuals, early childhood education programs, health counseling and family wellness services, food pantry, emergency support services, after school programs, and a local charter school that serves LMI students.

- A \$10 million RLOC to a nonprofit medical provider for working capital needs. The mission of the organization is to provide access to quality care for LMI individuals. In addition, they help pregnant women with education about birth and childhood, help children get vaccines that prevent serious illness, and help low-income families get the quality of health care they need.
- Two loans totaling \$4 million to a local nonprofit organization, which consisted of \$3.5 million construction loan and \$500,000 working capital RLOC. The purpose of the construction loan was to upgrade and expand the campus, which provides services to women and children of domestic violence within the AA. The organization's services include a children's center, which provides high-quality and accessible early childhood education. Additionally, the organization includes a residence for men, which offers convenience, security and comfort at an affordable price. The majority of those served by the nonprofit are LMI.

Statewide

The bank originated 96 CD loans in the broader statewide area of Illinois totaling \$127.9 million. This included 19 loans totaling \$13.2 million supporting affordable housing, 17 loans totaling \$9.3 million supporting community service to LMI individuals, and 60 loan totaling \$105.4 million supporting revitalization and stabilization efforts. Of the 96 CD loans, 11 totaling \$6.3 million were loan renewals. The bank originated 60 PPP loans totaling \$63.4 million that also qualify as CD.

Product Innovation and Flexibility

The bank makes extensive use of innovative and/or flexible lending practices in order to serve AA credit needs. We considered the loan programs, which provided opportunities with direct benefit to LMI borrowers and small businesses within the AA.

Paycheck Protection Program

The bank made use of responsive flexible lending during the pandemic in 2020 by originating loans to stabilize small businesses and communities through the SBA PPP. The bank also worked with various nonprofit partners to increase awareness of PPP availability. During the evaluation period, the bank originated 3,091 PPP loans totaling \$973.2 million in the AA and a combined total of 3,701 PPP loans totaling \$1.3 billion within the state of Illinois. This activity received positive consideration, as it provided stabilization of small businesses and communities.

Other Programs

Money Smart Everyday Loan is offered as an alternative to payday loans. These loans provide unsecured financing from \$500 to \$2,500 as an alternative to payday lenders with lower interest rates and up to 24-month repayment terms. The bank originated 103 loans totaling \$224,500 in the AA.

Money Smart Certificate of Deposit Secured Loan is offered to assist persons with very low credit scores and to those with non-established or blemished credit histories. The loan is secured by a certificate of deposit that grows as the loan is repaid in monthly installments. There is no upfront deposit required from the borrower. After payoff, customers receive use of the money from the certificate of deposit and reporting of credit history. During the evaluation period, the bank originated 72 Money Smart loans totaling \$122,100 in the AA.

Easy Access Line of Credit (LOC) and Easy Access Installment programs are small and micro loans offered to small businesses, which are a noted need in the community. These programs are targeted to help meet the needs of small businesses with revenues of less than \$1.0 million with short-term LOC funding to support inventory and accounts receivables as well as support through secured and unsecured term loans. During the evaluation period, the bank originated 447 Easy Access LOC totaling \$27.2 million and 35 Easy Access Installment loans totaling \$1.2 million in the AA.

The bank participates in SBA programs including the 504-loan program, 7a loan program, and the Express program. During the evaluation period, a total of 38 loans totaling \$21.3 million were originated under these programs in the AA.

INVESTMENT TEST

The bank’s performance under the Investment Test in the state of Illinois is rated Outstanding.

Conclusions for Area Receiving a Full-Scope Review

Based on a full-scope review, the bank’s performance in the Chicago MD is excellent.

The bank has an excellent level of qualified investments, particularly those that are not routinely provided by private investors, often in a leadership position.

The bank exhibits adequate responsiveness to credit and community economic development needs. The bank occasionally uses innovative and/or complex investments to support CD initiatives. Qualified investments and grants primarily supported efforts to address the needs for affordable housing, economic development, and community services.

Qualified Investments										
Assessment Area	Prior Period*		Current Period		Total				Unfunded Commitments**	
	#	\$(000's)	#	\$(000's)	#	% of Total #	\$(000's)	% of Total \$	#	\$(000's)
Chicago MD	13	12,023	881	47,654	893	98.7	59,678	90.5	4	1,137
Regional	2	3,535	10	2,733	12	1.3	6,269	9.5	7	2,464

* Prior Period Investments' means investments made in a previous evaluation period that are outstanding as of the examination date.

** Unfunded Commitments' means legally binding investment commitments that are tracked and recorded by the institution's financial reporting system.

Qualified investments total \$59.7 million, with current period investments of \$42.7 million, prior period investments of \$12 million, and qualified grants of \$4.9 million. Investments benefiting the AA during the evaluation represented 7.1 percent of allocated tier 1 capital. The bank also

had \$1.1 million in unfunded commitments remaining at the end of the evaluation period, which consisted of four loan pools.

Consideration was given to the ongoing impact of investments made prior to the current evaluation period within the AA. The remaining balances consisted of \$12 million in three bonds totaling \$1.1 million, a mortgage-backed security totaling \$2.7 million, eight loan pools totaling \$7.8 million, and a mutual fund totaling \$500,000 benefitting the AA.

Examples of qualified investments in this AA include:

- Over \$3.3 million in six Minority Deposit Institutions (MDIs) serving the region. The MDIs provide safe and affordable financial products to individuals in LMI tracts, as well as financial counseling, seminars, and further investments into the community. These investments support services for individuals with poor credit histories, a lack of financial literacy, or a lack of financial resources.
- Three investments totaling \$1.6 million in an Equity Equivalent Investment (EQ2) to nonprofit Community Development Financial Institutions (CDFI) that are involved in affordable housing, social service, and economic initiatives that benefit LMI families. An EQ2 is an investment of equity in a nonprofit lender, which enhances the nonprofit's flexibility to support LMI communities and small businesses.
- A \$1 million investment in one of the nation's leading LIHTC syndicators. The LIHTC plays an integral role in creating affordable housing options, revitalizing communities, and strengthening local economies.

Examples of qualified grants in this AA include:

- Six grants totaling \$510,000 to a nonprofit organization that supports low-income students. The mission of the nonprofit organization is to provide two years of college that offers a rigorous liberal arts education to a diverse population. The college prepares its graduates to continue to a bachelor's program or move into meaningful employment. All students receive a \$2,500 scholarship annually and are expected to receive Federal Pell Grants as well as Illinois Monetary Award Program (MAP) Grants. Both types of grants do not have to be repaid, and an individual must be low income in order to receive the grants.
- Fifteen grants totaling \$257,483 to the bank's partner of Cristo Rey Network, which consists of Christ the King College Prep High School and Cristo Rey Jesuit High School where their mission is to offer the best college preparation for youth when other private education is not a financial option. They use the Cristo Rey model where students earn three quarters of their tuition costs while gaining valuable, life changing skills and experience through jobs at Chicago area companies. The students are from low-income families and/or communities. The bank participates in the corporate work study program.

- Five grants totaling \$114,967 to a nonprofit organization for affordable housing. The organization's mission is to provide services to empower individuals and families to secure and retain quality affordable housing. The organization offers a range of housing services for clients that include rental assistance, housing counseling, down payment assistance and foreclosure and financial counseling.
- Six grants totaling \$97,000 to a nonprofit organization providing community service to youth from low-income families. The mission of the organization is to invest in youths in under-served communities to help them discover and realize their full potential. It helps bridge the employable skills gap and empowers families to break the persistent cycles of poverty and violence. They have two centers offering programs and services to LMI communities.
- Four grants totaling \$48,700 to a nonprofit organization, which serves LMI individuals and communities. Their mission is to improve the earnings potential of North Lawndale residents through innovative employment initiatives that lead to economic advancement and improved quality of life. They assist North Lawndale residents through innovative employment initiatives that lead to economic advancement and an improved quality of life. As part of the grants, the bank made an in-kind donation of eight computers to the nonprofit. The bank established a branch inside the nonprofit's mixed-use building.
- Twelve grants totaling \$37,000 to a nonprofit affordable housing organization. The organization's mission is to create stable, vibrant, and healthy communities by developing, financing, and operating affordable, program-enriched housing for families, seniors, and people with special needs who lack the economic resources to access quality, safe housing opportunities. They achieve this through their resident-centric services, strategic approach to housing development, and the support of their partners and donors. The organization owns and operates 52 properties with more than 5,500 units serving more than 8,000 residents.
- Five grants totaling \$26,190 to a nonprofit economic development organization that supports women owned small businesses. The mission of the organization is to provide services and programs that support and accelerate women's business ownership and strengthen their impact on the economy. The organization aims to increase entrepreneurial awareness as a viable means of economic self-sufficiency, accelerate growth of women and other diverse business owners, enhance growth and sustainability, stimulate public policy and system changes, and increase the positive economic impact. The organization offers programs consisting of workshops, webinars, on-line and on-demand learning modules, and business advice both individually and in groups.
- Seven grants totaling \$15,525 to a nonprofit Housing and Urban Development (HUD) certified housing agency that helps revitalize and stabilize LMI communities. The agency accomplishes its mission through housing counseling, financial education, community outreach, advocacy, and supportive services. The agency offers a number of programs including foreclosure prevention, pre-purchase counseling, first-time homebuyer classes, financial counseling, low-income energy assistance program, rental counseling, Women Forward Chicago, Scale Up Program for Small Businesses, and Community Organizing for Youth and Older Adults.

- Six grants totaling \$15,000 to a nonprofit organization for community service to LMI individuals. The mission of the organization is to empower families and individuals to achieve their full potential in a community-based setting through participant-driven educational, recreational, and social service programs. The nonprofit offers a variety of programs, including a food pantry, early childhood and school age programs, and family support services.

Regional

We also considered qualified investments that served a broader regional area, including neighboring states. In the current period, the bank invested \$6.3 million and made qualified grants of \$233,332. The bank had \$2 million in unfunded commitments remaining at the end of the evaluation period in five small business investment corporations (SBIC).

The bank continued to hold two prior period investments totaling \$3.5 million in an SBIC with an unfunded commitment of \$464,041.

The bank made five grants in a long-term commitment, which provided \$233,333 in funding to a university whose goal is to address tuition costs, which strain LMI families. While partnering with WFC banks, this donation provides support through scholarships to low-income students as well as first generation students.

SERVICE TEST

The bank’s performance under the Service Test in the state of Illinois is rated Outstanding.

Conclusions for Area Receiving a Full-Scope Review

Based on the full-scope review, the bank’s performance in the Chicago MD is excellent.

Retail Banking Services

Service delivery systems are readily accessible to geographies and individuals of different income levels in the bank’s AA. We considered the excellent responsiveness to community needs and innovativeness demonstrated by opening the North Lawndale branch, which had a positive impact on the service test conclusion.

Distribution of Branch Delivery System											
Assessment Area	Deposits	Branches						Population			
	% of Rated Area Deposits in AA	# of BANK Branches	% of Rated Area Branches in AA	Location of Branches by Income of Geographies (%)				% of Population within Each Geography			
				Low	Mod	Mid	Upp	Low	Mod	Mid	Upp
Chicago MD	100.0	34	100.0	11.8	11.8	20.6	55.9	16.9	25.1	20.4	55.9

The bank has 34 branches in the AA, with four in low-income CTs and four in moderate-income CTs. The percentage of the branches located in a low-income CTs is below the percentage of the population residing in the geographies. The percentage of the branches located in a moderate-income CTs is well below the percentage of the population residing in the geographies. The bank provided adequate internal data indicating the extent to which two MUI branches are being used by customers residing in nearby LMI CTs, which received positive consideration to the Service Test. The bank data considered included substantial applications by LMI individuals and bank customers that reside in LMI geographies. In addition, the MUI branches are in close proximity of LMI CTs.

Distribution of Branch Openings/Closings						
Assessment Area	Branch Openings/Closings		Net change in Location of Branches (+ or -)			
	# of Branch Openings	# of Branch Closings	Low	Mod	Mid	Upp
Chicago MD	11	0	+3	+2	+1	+5

To the extent changes have been made, the bank’s opening of branches has improved the accessibility of its delivery systems, particularly in LMI geographies and/or to LMI individuals.

The bank opened 11 branches during the evaluation period. In January 2017, the bank opened a branch on the Near West side of Chicago in a moderate-income CT. In July 2017, the bank opened a branch in Downtown Chicago and a branch in the Lincoln Park neighborhood, both are located in upper-income CTs. In 2018, the bank opened two branches in Evanston (one in a middle-income CT and one in an upper-income CT), a branch in the Wrigleyville neighborhood (upper-income CT). In 2019, the bank opened branches in the Little Village (low-income CT), Uptown (moderate-income CT), and Fulton Market (upper-income CT) neighborhoods of Chicago. In 2021, the bank added two branches in the North Lawndale neighborhood of Chicago both are located in low-income CTs. The bank did not close any branches during the evaluation period.

In 2018, the bank acquired a branch in Downtown Chicago (upper-income CT). In 2019, the bank acquired a branch located in downtown Chicago (upper-income CT).

The bank’s North Lawndale branch was opened in partnership with the North Lawndale Employment Network (NLEN), a nonprofit organization. The branch is located in a newly developed multi-use facility on Chicago’s West Side. NLEN serves under- and unemployed residents of the North Lawndale neighborhood in Chicago and surrounding communities in an area where a high percentage of households live below the federal poverty level and a majority of adults have a history with the criminal justice system. Prior to the WB branch, the North Lawndale community had only one bank. The multi-use facility serves as NLEN’s new headquarters, a café, a community center, a service center, and a rooftop apiary. The opening of the North Lawndale branch had a positive impact on the Service Test conclusion.

The bank complements its traditional service delivery methods in the AA with certain alternative retail delivery systems, such as deposit-taking ATMs, direct deposit, mobile banking, online banking, remote deposit service, and telephone banking. WB has 48 ATMs in the AA, of which 10 are deposit-taking ATMs in LMI CTs of the AA. We did not place significant

weight on alternative delivery systems, as the bank did not maintain metrics to determine their effectiveness in helping meet the needs of LMI individuals.

Services, including where appropriate, business hours, do not vary in a way that inconveniences its AA, particularly LMI geographies and individuals. All branches operate during similar banking hours.

During the pandemic, the bank offered additional services such as curbside banking, cashing stimulus checks for non-customers, and offering leniency on waiving non-sufficient funds, overdraft fees, and early withdrawal penalties. With lobby closures, branch personnel worked to help meet community banking needs through drive-through facilities and digital banking services. The bank received positive consideration for these activities in response to the pandemic.

Community Development Services

The bank is a leader in providing CD services.

CD services were effective and responsive in addressing the community needs. During the evaluation period, 58 bank employees from various lines of business partnered with 69 organizations and contributed a total of 14,429 hours supporting LMI individuals and families. This included serving on committees and boards for 45 various organizations that promote affordable housing, community services, and economic developments for LMI communities within the AA. Services reflected ongoing relationships with several organizations in the AA.

The following are examples of CD services provided in this AA:

- Two employees served 750 hours as board members to an organization that provides homes, jobs, and community living programs to adults with intellectual, physical, and developmental disabilities. The organization provides services to individuals with no income or who have lost state funding. The goal of the organization is to provide opportunities enabling those with disabilities to lead independent lives.
- An employee served 598 hours as a board member for a nonprofit organization that researches, advocates, and develops solutions for affordable housing and neighborhood development. The goal of the organization is to ensure LMI individuals have access to affordable housing and transportation, by investing in various LMI geographies.
- An employee served 594 hours as a board member to a nonprofit organization. The mission of the organization is to care and support services for abused and at-risk youth from LMI neighborhoods. The organization provides full time living, aftercare, referral, and mentoring programs to majority LMI individuals.
- Two employees provided 432 hours of service including board membership to a nonprofit organization, which facilitates affordable housing. The organization provides financial assistance for the acquisition, rehabilitation, and preservation of affordable

rental housing. This organization provides loans for multifamily rental housing in LMI communities where private lending had declined.

- Two employees served 357 hours on the board and committee of an organization that seeks to provide employment opportunities for LMI communities. The goal for the residents is economic advancement and improved quality of life. This organization serves a community with all low-income CTs.
- An employee served 330 hours in a leadership position for an organization that provides support services intended to resolve and prevent homelessness in majority LMI neighborhoods. Services include resource development, financial and employment coaching, and HUD housing counseling.
- An employee provided 264 hours of service on a leadership committee for a nonprofit organization that provides educational and employment opportunities for working women. The organizations pursue policy changes, expands access to educational opportunities, and advocates for a fair and inclusive workplace. The organization helps LMI women obtain certificates and degrees to lead to better paying jobs and more opportunities.
- An employee provided 141 hours of service to an organization that serves the refugee immigrant population. The organization's goal is to bridge the community of immigrants and refugees into mainstream American society as well as improve their opportunities. This group offers youth learning and leadership, family services, adult education, and legal services to communities in majority LMI CTs.
- An employee provided 120 hours of service on the board of an organization that focuses on education, economic development, and community empowerment for African Americans, other minorities, and LMI individuals. The organization helps find employment opportunities, affordable housing, educational opportunities, and business growth opportunities.

Cristo Rey Work Study Program

The bank participates in the Cristo Rey St. Martin Corporate Work Study program. Cristo Rey's mission is to partner educators, businesses, and communities, to enable students to fulfill their aspirations for a lifetime of success. As part of the Corporate Work Study, the bank's staff serves as mentors, which provide students with training on different roles and responsibilities in the bank and professionalism in the workplace. The school transports all students participating in the program by bus to the bank daily. All students participating in Cristo Rey are required to participate in a work study program through which they finance the majority of cost of their education. Students gain real-world job experience, grow in self-confidence, realize the relevance of their education and graduate ready to succeed in college and life. Cristo Rey St. Martin students are from LMI families.

During the assessment period, several bank employees provided 840 hours as a board member, leadership committee member, and as student mentors for the work study program. The majority of the hours represented the duration of time the students spent on-the-job with their mentors at the bank.

FDIC Money Smart

The bank leverages the FDIC Money Smart financial education program, which helps individuals of all ages enhance their financial skills and create positive banking relationships. The Money Smart program provides basic financial concepts to students in kindergarten through 12th grade and training for adults in many different life stages and financial situations. The program reaches adults new to the country, adults with disabilities, adults starting or changing careers, and adults going through significant life events such as expanding their families or purchasing or renting their first homes. Curriculum includes education on preventing elder financial exploitation and for small businesses related to starting and managing a business.

During the evaluation period, the bank employees provided 1,673 hours using the FDIC Money Smart Financial Program to small business and LMI individuals in the AA.

PPP Resource Centers

In response to the pandemic in 2020, WFC developed, implemented, and staffed PPP Resource Centers. The bank staffed the centers with small business lenders that were knowledgeable in the PPP application portal and process. The resource centers made expertise and equipment available to small businesses that did not have access to these types of resources. WB's Pilsen branch served as a PPP Resource Center. Four bank employees provided 142 hours of support to the resource centers which were open from January through April 2021.

Appendix A: Scope of Examination

The following table identifies the time period covered in this evaluation, affiliate activities that were reviewed, and loan products considered. The table also reflects the MSAs and non-MSAs that received comprehensive examination review, designated by the term “full-scope,” and those that received a less comprehensive review, designated by the term “limited-scope”.

Time Period Reviewed:	HMDA and CRA: 01/01/2020 to 12/31/2021 CD Activities & Retail Services: 08/09/2016 to 12/31/2021	
Bank Products Reviewed:	Home mortgage, small business, and consumer loans. Community development loans, qualified investments, and community development services.	
Affiliate(s)	Affiliate Relationship	Products Reviewed
N/A	N/A	N/A
List of Assessment Areas and Type of Examination		
Rating and Assessment Areas	Type of Exam	Other Information
State of Illinois		
Chicago-Naperville-Evanston MD	Full-Scope	Partial Cook County

Appendix B: Summary of State Ratings

Wintrust Bank Ratings				
Overall Bank:	Lending Test Rating*	Investment Test Rating	Service Test Rating	Overall Bank/State Rating
Wintrust Bank	Outstanding	Outstanding	Outstanding	Outstanding
State:				
State of Illinois	Outstanding	Outstanding	Outstanding	Outstanding

(*) The Lending Test is weighted more heavily than the Investment and Service Tests in the overall rating.

Appendix C: Definitions and Common Abbreviations

The following terms and abbreviations are used in this performance evaluation, including the CRA tables. The definitions are intended to provide the reader with a general understanding of the terms, not a strict legal definition.

Affiliate: Any company that controls, is controlled by, or is under common control with another company. A company is under common control with another company if the same company directly or indirectly controls both companies. For example, a bank subsidiary is controlled by the bank and is, therefore, an affiliate.

Aggregate Lending (Aggt.): The number of loans originated and purchased by all reporting lenders (HMDA or CRA) in specified income categories as a percentage of the aggregate number of loans originated and purchased by all reporting lenders in the state/assessment area.

Census Tract (CT): A small, relatively permanent statistical subdivision of a county delineated by a local committee of census data users for the purpose of presenting data. Census tracts nest within counties, and their boundaries normally follow visible features, but may follow legal geography boundaries and other non-visible features in some instances, Census tracts ideally contain about 4,000 people and 1,600 housing units.

Combined Statistical Area (CSA): A geographic entity consisting of two or more adjacent Core Based Statistical Areas with employment interchange measures of at least 15. An employment interchange measure is a measure of ties between two adjacent entities. The employment interchange measure is the sum of the percentage of workers living in the smaller entity who work in the larger entity and the percentage of employment in the smaller entity that is accounted for by workers who reside in the larger entity.

Community Development (CD): Affordable housing (including multifamily rental housing) for low- or moderate-income individuals; community services targeted to low- or moderate-income individuals; activities that promote economic development by financing businesses or farms that meet Small Business Administration Development Company or Small Business Investment Company programs size eligibility standards or have gross annual revenues of \$1 million or less; or activities that revitalize or stabilize low- or moderate-income geographies, distressed or underserved nonmetropolitan middle-income geographies, or designated disaster areas.

Community Reinvestment Act (CRA): the statute that requires the OCC to evaluate a bank's record of meeting the credit needs of its entire community, including LMI areas, consistent with the safe and sound operation of the bank, and to take this record into account when evaluating certain corporate applications filed by the bank.

Consumer Loan(s): A loan(s) to one or more individuals for household, family, or other personal expenditures. A consumer loan does not include a home mortgage, small business,

or small farm loan. This definition includes the following categories: motor vehicle loans, credit card loans, other secured consumer loans, and other unsecured consumer loans.

Family: Includes a householder and one or more other persons living in the same household who are related to the householder by birth, marriage, or adoption. The number of family households always equals the number of families; however, a family household may also include non-relatives living with the family. Families are classified by type as either a married-couple family or other family, which is further classified into 'male householder' (a family with a male householder and no wife present) or 'female householder' (a family with a female householder and no husband present).

Full-Scope Review: Performance under the Lending, Investment, and Service Tests is analyzed considering performance context, quantitative factors (e.g., geographic distribution, borrower distribution, and total number and dollar amount of investments), and qualitative factors (e.g., innovativeness, complexity, and responsiveness).

Geography: A census tract delineated by the United States Bureau of the Census in the most recent decennial census.

Home Mortgage Disclosure Act (HMDA): The statute that requires certain mortgage lenders that conduct business or have banking offices in a metropolitan statistical area to file annual summary reports of their mortgage lending activity. The reports include such data as the race, gender, and the income of applicants, the amount of loan requested, the disposition of the application (e.g., approved, denied, and withdrawn), the lien status of the collateral, any requests for preapproval, and loans for manufactured housing.

Home Mortgage Loans: A closed-end mortgage loan or an open-end line of credit as these terms are defined under §1003.2 of this title, and that is not an excluded transaction under §1003.3(c)(1) through (10) and (13) of this title.

Household: Includes all persons occupying a housing unit. Persons not living in households are classified as living in group quarters. In 100 percent tabulations, the count of households always equals the count of occupied housing units.

Limited-Scope Review: Performance under the Lending, Investment, and Service Tests is analyzed using only quantitative factors (e.g., geographic distribution, borrower distribution, total number and dollar amount of investments, and branch distribution).

Low-Income Individual: Individual income that is less than 50 percent of the area median income.

Low Income Geography: A census tract with a median family income that is less than 50 percent.

Market Share: The number of loans originated and purchased by the institution as a percentage of the aggregate number of loans originated and purchased by all reporting lenders in the state/assessment area.

Median Family Income (MFI): The median income determined by the U.S. Census Bureau every five years and used to determine the income level category of geographies. The median is the point at which half of the families have income above, and half below, a range of incomes. Also, the median income determined by the Federal Financial Institutions Examination Council (FFIEC) annually that is used to determine the income level category of individuals. For any given area, the median is the point at which half of the families have income above, and half below, a range of incomes.

Metropolitan Division: As defined by Office of Management and Budget, a county or group of counties within a Core Based Statistical Area that contains an urbanized population of at least 2.5 million. A Metropolitan Division consists of one or more main/secondary counties that represent an employment center or centers, plus adjacent counties associated with the main/secondary county or counties through commuting ties.

Metropolitan Statistical Area: An area, defined by the Office of Management and Budget, as a core based statistical area associated with at least one urbanized area that has a population of at least 50,000. The Metropolitan Statistical Area comprises the central county or counties containing the core, plus adjacent outlying counties having a high degree of social and economic integration with the central county or counties as measured through commuting.

Middle-Income: Individual income that is at least 80 percent and less than 120 percent of the area median income, or a median family income that is at least 80 percent and less than 120 percent, in the case of a geography

Moderate-Income: Individual income that is at least 50 percent and less than 80 percent of the area median income, or a median family income that is at least 50 percent and less than 80 percent, in the case of a geography.

Multifamily: Refers to a residential structure that contains five or more units.

MMSA (state): Any multistate metropolitan statistical area or multistate combined statistical area, as defined by the Office of Management and Budget.

Owner-Occupied Units: Includes units occupied by the owner or co-owner, even if the unit has not been fully paid for or is mortgaged.

Qualified Investment: A qualified investment is defined as any lawful investment, deposit, membership share, or grant that has as its primary purpose community development.

Rating Area: A rated area is a state or multi-state metropolitan statistical area. For an institution with domestic branches in only one state, the institution's CRA rating would be the state rating. If an institution maintains domestic branches in more than one state, the institution will receive a rating for each state in which those branches are located. If an institution maintains domestic branches in two or more states within a multi-state metropolitan statistical area, the institution will receive a rating for the multi-state metropolitan statistical area.

Small Loan(s) to Business(es): A loan included in 'loans to small businesses' as defined in the Consolidated Report of Condition and Income (Call Report) instructions. These loans have

original amounts of \$1 million or less and typically are either secured by nonfarm or nonresidential real estate or are classified as commercial and industrial loans.

Small Loan(s) to Farm(s): A loan included in 'loans to small farms' as defined in the instructions for preparation of the Consolidated Report of Condition and Income (Call Report). These loans have original amounts of \$500,000 or less and are either secured by farmland, or are classified as loans to finance agricultural production and other loans to farmers.

Tier 1 Capital: The total of common shareholders' equity, perpetual preferred shareholders' equity with non-cumulative dividends, retained earnings and minority interests in the equity accounts of consolidated subsidiaries.

Upper-Income: Individual income that is at least 120 percent of the area median income, or a median family income that is at least 120 percent, in the case of a geography.

Appendix D: Tables of Performance Data

Content of Standardized Tables

A separate set of tables is provided for each state. All multistate metropolitan statistical areas, if applicable, are presented in one set of tables. References to the “bank” include activities of any affiliates that the bank provided for consideration (refer to appendix A: Scope of the Examination). For purposes of reviewing the Lending Test tables, the following are applicable: (1) purchased loans are treated the same as originations; and (2) “aggregate” is the percentage of the aggregate number of reportable loans originated and purchased by all HMDA or CRA reporting lenders in the MMSA/assessment area. Deposit data are compiled by the FDIC and are available as of June 30th of each year. Tables without data are not included in this PE.

The following is a listing and brief description of the tables included in each set:

- Table O. Assessment Area Distribution of Home Mortgage Loans by Income Category of the Geography** - Compares the percentage distribution of the number of loans originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies to the percentage distribution of owner-occupied housing units throughout those geographies. The table also presents aggregate peer data for the years the data is available.
- Table P. Assessment Area Distribution of Home Mortgage Loans by Income Category of the Borrower** - Compares the percentage distribution of the number of loans originated and purchased by the bank to low-, moderate-, middle-, and upper-income borrowers to the percentage distribution of families by income level in each MMSA/assessment area. The table also presents aggregate peer data for the years the data is available.
- Table Q. Assessment Area Distribution of Loans to Small Businesses by Income Category of the Geography** - The percentage distribution of the number of small loans (less than or equal to \$1 million) to businesses that were originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies compared to the percentage distribution of businesses (regardless of revenue size) in those geographies. Because aggregate small business data are not available for geographic areas smaller than counties, it may be necessary to compare bank loan data to aggregate data from geographic areas larger than the bank’s assessment area.
- Table R. Assessment Area Distribution of Loans to Small Businesses by Gross Annual Revenue** - Compares the percentage distribution of the number of small loans (loans less than or equal to \$1 million) originated and purchased by the bank to businesses with revenues of \$1 million or less to: 1) the percentage distribution of businesses with revenues of greater than \$1 million; and, 2) the percentage

distribution of businesses for which revenues are not available. The table also presents aggregate peer small business data for the years the data is available.

Table U. Assessment Area Distribution of Consumer Loans by Income Category of the Geography – Compares the percentage distribution of the number of loans originated and purchased by the bank in low-, moderate-, middle-, and upper-income geographies to the percentage distribution of households in those geographies.

Table V. Assessment Area Distribution of Consumer Loans by Income Category of the Borrower - Compares the percentage distribution of the number of loans originated and purchased by the bank to low-, moderate-, middle-, and upper-income borrowers to the percentage distribution of households by income level in each MMSA/assessment area.

Table O: Assessment Area Distribution of Home Mortgage Loans by Income Category of the Geography **2020-2021**

Assessment Area:	Total Home Mortgage Loans			Low-Income Tracts			Moderate-Income Tracts			Middle-Income Tracts			Upper-Income Tracts			Not Available-Income Tracts		
	#	\$	% of Total	% of Owner-Occupied Housing Units	% Bank Loans	Aggregate	% of Owner-Occupied Housing Units	% Bank Loans	Aggregate	% of Owner-Occupied Housing Units	% Bank Loans	Aggregate	% of Owner-Occupied Housing Units	% Bank Loans	Aggregate	% of Owner-Occupied Housing Units	% Bank Loans	Aggregate
Chicago MD	360	315,906	100.0	6.4	11.1	4.2	19.6	16.7	16.6	26.8	13.6	22.5	46.7	58.1	56.3	0.4	0.6	0.3
Total	360	315,906	100.0	6.4	11.1	4.2	19.6	16.7	16.6	26.8	13.6	22.5	46.7	58.1	56.3	0.4	0.6	0.3

Source: 2015 ACS Census; 01/01/2020 - 12/31/2021 Bank Data, 2020 HMDA Aggregate Data, "--" data not available.
 Due to rounding, totals may not equal 100.0%

Table P: Assessment Area Distribution of Home Mortgage Loans by Income Category of the Borrower **2020-2021**

Assessment Area:	Total Home Mortgage Loans			Low-Income Borrowers			Moderate-Income Borrowers			Middle-Income Borrowers			Upper-Income Borrowers			Not Available-Income Borrowers		
	#	\$	% of Total	% of Families	% Bank Loans	Aggregate	% of Families	% Bank Loans	Aggregate	% of Families	% Bank Loans	Aggregate	% of Families	% Bank Loans	Aggregate	% of Families	% Bank Loans	Aggregate
Chicago MD	360	315,906	100.0	27.5	1.1	2.3	15.5	5.0	9.9	15.9	1.7	18.7	41.1	43.1	57.5	0.0	49.2	11.5
Total	360	315,906	100.0	27.5	1.1	2.3	15.5	5.0	9.9	15.9	1.7	18.7	41.1	43.1	57.5	0.0	49.2	11.5

Source: 2015 ACS Census; 01/01/2020 - 12/31/2021 Bank Data, 2020 HMDA Aggregate Data, "--" data not available.
 Due to rounding, totals may not equal 100.0%

Table Q: Assessment Area Distribution of Loans to Small Businesses by Income Category of the Geography 2020-2021

Assessment Area:	Total Loans to Small Businesses			Low-Income Tracts			Moderate-Income Tracts			Middle-Income Tracts			Upper-Income Tracts			Not Available- Income Tracts		
	#	\$	% of Total	% Business es	% Bank Loans	Aggregate	% Business es	% Bank Loans	Aggregate	% Business es	% Bank Loans	Aggregate	% Business es	% Bank Loans	Aggregate	% Business es	% Bank Loans	Aggregate
Chicago MD	4,600	677,762	100.0	5.5	7.3	6.4	14.6	16.3	16.2	18.1	14.3	19.3	60.8	61.6	57.5	1.0	0.5	0.5
Total	4,600	677,762	100.0	5.5	7.3	6.4	14.6	16.3	16.2	18.1	14.3	19.3	60.8	61.6	57.5	1.0	0.5	0.5

Source: 2020 D&B Data; 01/01/2020 - 12/31/2021 Bank Data; 2020 CRA Aggregate Data, "--" data not available.
Due to rounding, totals may not equal 100.0%

Table R: Assessment Area Distribution of Loans to Small Businesses by Gross Annual Revenues 2020-2021

Assessment Area:	Total Loans to Small Businesses				Businesses with Revenues <= 1MM			Businesses with Revenues > 1MM		Businesses with Revenues Not Available	
	#	\$	% Of Total	Overall Market	% Businesses	% Bank Loans	Aggregate	% Businesses	% Bank Loans	% Businesses	% Bank Loans
Chicago MD	4,600	677,762	100.0	86,573	85.6	46.2	37.6	6.1	33.5	8.3	20.3
Total	4,600	677,762	100.0	86,573	85.6	46.2	37.6	6.1	33.5	8.3	20.3

Source: 2020 D&B Data; 01/01/2020 - 12/31/2021 Bank Data; 2020 CRA Aggregate Data, "--" data not available.
Due to rounding, totals may not equal 100.0%

Table U: Assessment Area Distribution of Consumer Loans by Income Category of the 2020-2021 Geography

Assessment Area:	Total Consumer Loans			Low-Income Tracts		Moderate-Income Tracts		Middle-Income Tracts		Upper-Income Tracts		Not Available-Income Tracts	
	#	\$	% of Total	% of Households	% Bank Loans	% of Households	% Bank Loans	% of Households	% Bank Loans	% of Households	% Bank Loans	% of Households	% Bank Loans
Chicago MD	230	4,161	100.0	11.2	17.0	24.3	30.0	22.2	22.2	41.6	30.0	0.7	0.9
Total	230	4,161	100.0	11.2	17.0	24.3	30.0	22.2	22.2	41.6	30.0	0.7	0.9

Source: 2015 ACS Census; 01/01/2020 - 12/31/2021 Bank Data.

Due to rounding, totals may not equal 100.0%

Table V: Assessment Area Distribution of Consumer Loans by Income Category of the 2020-2021 Borrower

Assessment Area:	Total Consumer Loans			Low-Income Borrowers		Moderate-Income Borrowers		Middle-Income Borrowers		Upper-Income Borrowers		Not Available-Income Borrowers	
	#	\$	% of Total	% of Households	% Bank Loans	% of Households	% Bank Loans	% of Households	% Bank Loans	% of Households	% Bank Loans	% of Households	% Bank Loans
Chicago MD	230	4,161	100.0	28.2	51.3	14.9	16.1	15.8	7.8	41.1	15.7	0.0	9.1
Total	230	4,161	100.0	28.2	51.3	14.9	16.1	15.8	7.8	41.1	15.7	0.0	9.1

Source: 2015 ACS Census; 01/01/2020 - 12/31/2021 Bank Data.

Due to rounding, totals may not equal 100.0%

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM 10-K

Annual Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

For the fiscal year ended December 31, 2022

Transition Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

**For the Transition Period from to
Commission File Number 001-35077**

Wintrust Financial Corporation

(Exact name of registrant as specified in its charter)

Illinois

(State or other jurisdiction of incorporation or organization)

36-3873352

(I.R.S. Employer Identification No.)

**9700 W. Higgins Road, Suite 800
Rosemont, Illinois 60018**

(Address of principal executive offices)

Registrant's telephone number, including area code: **(847) 939-9000**

Securities registered pursuant to Section 12(b) of the Act:

Title of Each Class	Trading Symbol(s)	Name of Each Exchange on Which Registered
Common Stock, no par value	WTFC	The NASDAQ Global Select Market
Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock, Series D, no par value	WTFCM	The NASDAQ Global Select Market
Depository Shares, Each Representing a 1/1,000th Interest in a Share of	WTFCP	The NASDAQ Global Select Market
6.875% Fixed-Rate Reset Non-Cumulative Perpetual Preferred Stock, Series E, no par value		

Securities registered pursuant to Section 12(g) of the Act:

None

Indicate by check mark if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. Yes No

Indicate by check mark if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act. Yes No

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically, every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company or an emerging growth company. See the definition of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer Accelerated filer Non-Accelerated filer
Smaller reporting company Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Indicate by check mark whether the registrant has filed a report on and attestation to its management's assessment of the effectiveness of its internal controls over financial reporting under Section 404(b) of the Sarbanes-Oxley Act (15 U.S.C. 7262(b)) by the registered public accounting firm that prepared or issued its audit report. Yes No

If securities are registered pursuant to Section 12(b) of the Act, indicate by check mark whether the financial statements of the registrant included in the filing reflect the correction of an error to previously issued financial statements. Yes No

Indicate by check mark whether any of those error corrections are restatements that required a recovery analysis of incentive-based compensation received by any of the registrant's executive officers during the relevant recovery period pursuant to §240.10D-1(b). Yes No

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Act). Yes No

The aggregate market value of the voting and non-voting common equity held by non-affiliates of the registrant on June 30, 2022 (the last business day of the registrant's most recently completed second quarter), determined using the closing price of the common stock on that day of \$80.15, as reported by the NASDAQ Global Select Market, was \$4,825,159,932.

As of February 24, 2023, the registrant had 61,016,165 shares of common stock outstanding.

DOCUMENTS INCORPORATED BY REFERENCE

Portions of the Proxy Statement for the Company's Annual Meeting of Shareholders to be held on May 25, 2023 are incorporated by reference into Part III.

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PART I

ITEM 1. BUSINESS

Overview

Wintrust Financial Corporation, an Illinois corporation (“we,” “Wintrust” or “the Company”), which was incorporated in 1992, is a financial holding company based in Rosemont, Illinois, with total assets of approximately \$52.9 billion as of December 31, 2022. We provide community-oriented, personal and commercial banking services to customers generally located in the Chicago metropolitan area, southern Wisconsin and northwest Indiana (“our market area”) through our fifteen wholly-owned banking subsidiaries (collectively, the “banks”), as well as the origination and purchase of residential mortgages for sale into the secondary market through Wintrust Mortgage, a division of Barrington Bank & Trust Company, N.A. (“Barrington Bank”). In addition, we provide specialty finance services, including financing for the payment of property and casualty insurance premiums and life insurance premiums (“premium finance receivables”) on a national basis through FIRST Insurance Funding, a division of our wholly-owned subsidiary Lake Forest Bank & Trust Company, N.A. (“Lake Forest Bank”), and Wintrust Life Finance, a division of Lake Forest Bank, and in Canada through our premium finance company, First Insurance Funding of Canada (“FIFC Canada”), lease financing and other direct leasing opportunities through our wholly-owned subsidiary, Wintrust Asset Finance, Inc. (“Wintrust Asset Finance”), and short-term accounts receivable financing and outsourced administrative services through our wholly-owned subsidiary, Tricom, Inc. of Milwaukee (“Tricom”). Further, we provide a full range of wealth management services primarily to customers in our market area through four separate subsidiaries, The Chicago Trust Company, N.A. (“CTC”), Wintrust Investments, LLC (“Wintrust Investments”), Great Lakes Advisors, LLC (“Great Lakes Advisors”) and Chicago Deferred Exchange Company, LLC (“CDEC”).

Our Business and Reporting Segments

As set forth in Note (24) “Segment Information”, our operations consist of three primary segments: community banking, specialty finance and wealth management. The three reportable segments are strategic business units that are separately managed as they offer different products and services and have different marketing strategies. In addition, each segment’s customer base has varying characteristics and each segment has a different regulatory environment. While the Company’s management monitors each of the fifteen bank subsidiaries’ operations and profitability separately, these subsidiaries have been aggregated into one reportable operating segment due to the similarities in products and services, customer base, operations, profitability measures and economic characteristics. All segment measurements discussed below are based on the reportable segments and do not reflect intersegment eliminations.

Community Banking

Through our community banking segment, our banks provide community-oriented, personal and commercial banking services to customers located in our market area. Our customers include individuals, small to mid-sized businesses, local governmental units and institutional clients residing primarily in the banks’ local service areas. The banks have a strategy to provide comprehensive community-focused banking services. In keeping with this strategy, the banks provide highly personalized and responsive service, a characteristic of locally-owned and managed institutions. As such, the banks compete for deposits principally by offering depositors a variety of deposit programs, convenient office locations, hours and other services, and for loan originations primarily through the interest rates and loan fees they charge, the efficiency and quality of services they provide to borrowers and the variety of their loan and treasury management products. Using our multiple bank charter corporate structure to our advantage, we offer our MaxSafe[®] deposit accounts, which provide customers with expanded Federal Deposit Insurance Corporation (“FDIC”) insurance coverage by spreading a customer’s deposit across our fifteen banks. This product differentiates our banks from many of our competitors that have consolidated their bank charters into branches. We also have downtown Chicago and Milwaukee offices that work with each of our banks to capture commercial and industrial business. Our commercial and industrial lenders in our downtown offices operate in close partnership with lenders at our community banks. By combining our expertise in the commercial and industrial sector with our high level of personal service and a full suite of banking products, we believe we create another point of differentiation from both our larger and smaller competitors. Our banks also offer home equity, consumer, and real estate loans, safe deposit facilities, ATMs, online and mobile banking and other innovative and traditional services specially tailored to meet the needs of customers in their market areas.

We developed our banking franchise through a combination of *de novo* organizations and the purchase of existing bank franchises. The organizational efforts began in 1991, when a group of experienced bankers and local business people identified an unfilled niche in the Chicago metropolitan area retail banking market. As large banks acquired smaller ones and personal service was subjected to consolidation strategies, the opportunity increased for locally owned and operated, highly personal

service-oriented banks. As a result, Lake Forest Bank was founded in December 1991 to service the Lake Forest and Lake Bluff communities within the Chicago metropolitan area.

As of December 31, 2022, we owned fifteen nationally chartered banks: Lake Forest Bank, Barrington Bank, Wintrust Bank, N.A. (“Wintrust Bank”), Libertyville Bank & Trust Company, N.A. (“Libertyville Bank”), Northbrook Bank & Trust Company, N.A. (“Northbrook Bank”), Village Bank & Trust, N.A. (“Village Bank”), Wheaton Bank & Trust Company, N.A. (“Wheaton Bank”), State Bank of the Lakes, N.A., Crystal Lake Bank & Trust Company, N.A. (“Crystal Lake Bank”), Schaumburg Bank & Trust Company, N.A. (“Schaumburg Bank”), Beverly Bank & Trust Company, N.A. (“Beverly Bank”), Old Plank Trail Community Bank, N.A. (“Old Plank Trail Bank”), Hinsdale Bank & Trust Company, N.A. (“Hinsdale Bank”), St. Charles Bank & Trust Company, N.A. (“St. Charles Bank”) and Town Bank, N.A. (“Town Bank”). As of December 31, 2022, we had 174 banking locations. Each nationally-chartered bank is subject to regulation, supervision and regular examination by the Office of the Comptroller of the Currency (“OCC”).

We also engage in the retail origination and purchase of residential mortgages through Wintrust Mortgage as well as consumer direct lending primarily to veterans through our Veterans First brand. Certain originated loans are sold to unaffiliated companies or the Company’s banks with servicing remaining within Wintrust Mortgage operations. Wintrust Mortgage maintains retail mortgage offices in a number of states, with the largest concentration located in the Chicago, Minneapolis, Salt Lake City and Los Angeles metropolitan areas.

We also offer several niche lending products through several of the banks. These include Barrington Bank’s Community Advantage program, which provides lending, deposit and treasury management services to condominium, homeowner and community associations; Hinsdale Bank’s mortgage warehouse lending program, which provides loan and deposit services to mortgage brokerage companies located predominantly in the Chicago metropolitan area; Lake Forest Bank’s insurance agency finance lending program, which provides financing to insurance agents and businesses; and Lake Forest Bank’s franchise lending program, which provides lending to restaurant franchisees. Other niches offered throughout our banking franchise include Wintrust Commercial Finance, which offers direct leasing opportunities; Wintrust Business Credit, which specializes in asset-based lending for middle-market companies; Wintrust SBA Lending, which is dedicated to offering expertise in Small Business Administration (“SBA”) loans; Wintrust Commercial Real Estate, which concentrates on real estate lending solutions including commercial mortgages and construction loans; and Wintrust Government, Non-Profit & Hospital, which focuses on financial solutions for mission-based organizations such as hospitals, non-profits, educational institutions and local government operations. In addition, we offer a niche deposit service through our Northbrook Bank’s Funds Group.

For the years ended December 31, 2022, 2021 and 2020, the community banking segment had net revenues of \$1.5 billion, \$1.3 billion and \$1.3 billion, respectively, and net income of \$349 million, \$319 million and \$164 million, respectively. The community banking segment had total assets of \$41.4 billion, \$40.3 billion and \$36.8 billion as of December 31, 2022, 2021 and 2020, respectively. The community banking segment accounted for approximately 75% of our consolidated net revenues, excluding intersegment eliminations, for the year ended December 31, 2022.

Specialty Finance

Through our specialty finance segment, we offer financing of insurance premiums for businesses and individuals; accounts receivable financing, value-added, out-sourced administrative services; and other specialty finance businesses. FIRST Insurance Funding and Wintrust Life Finance engage in the premium finance receivables business, our most significant specialized lending niche, including property and casualty insurance premium finance and life insurance premium finance. We also engage in property and casualty insurance premium finance in Canada through our wholly-owned subsidiary FIFC Canada.

In their property and casualty insurance premium finance operations, FIRST Insurance Funding and FIFC Canada make loans primarily to businesses to finance the insurance premiums they pay on their property and casualty insurance policies. Approved medium and large insurance agents and brokers located throughout the United States and Canada assist FIRST Insurance Funding and FIFC Canada, respectively, in arranging each commercial premium finance loan between the borrower and FIRST Insurance Funding or FIFC Canada, as the case may be. FIRST Insurance Funding or FIFC Canada evaluates each loan request according to its own underwriting criteria including the amount of the down payment on the insurance policy, the term of the loan, the credit quality of the insurance company providing the financed insurance policy, the interest rate, the borrower’s previous payment history, if any, and other factors deemed appropriate. Upon approval of the loan by FIRST Insurance Funding or FIFC Canada, as the case may be, the borrower makes a down payment on the financed insurance policy, which is generally done by providing payment to the agent or broker, who then forwards it to the insurance company. FIRST Insurance Funding or FIFC Canada may either forward the financed amount of the remaining policy premiums directly to the insurance carrier or to the agent or broker for remittance to the insurance carrier on FIRST Insurance Funding’s or FIFC Canada’s behalf. In some cases the agent or broker may hold our collateral, in the form of the proceeds of the unearned insurance premium from the

insurance company, and forward it to FIRST Insurance Funding or FIFC Canada in the event of a default by the borrower. This lending involves relatively rapid turnover of the loan portfolio and high volume of loan originations. Because the agent or broker is the primary contact to the ultimate borrowers who are located nationwide and because proceeds and our collateral may be handled by the agent or brokers during the term of the loan, FIRST Insurance Funding and FIFC Canada may be more susceptible to third party (i.e., agent or broker) fraud. The Company performs various controls and procedures including ongoing credit and other reviews of the agents and brokers as well as performs various internal audit steps to mitigate against the risk of material fraud.

The commercial and property premium finance business is subject to regulation in the majority of states. Regulation typically governs notices to borrowers prior to cancellation of a policy and required communication to insurance agents and insurance companies. FIRST Insurance Funding offers financing of property and casualty insurance policies in all 50 states, the District of Columbia, Puerto Rico, and the U.S. Virgin Islands. FIRST Insurance Funding's legal department regularly monitors changes to regulations and updates policies and programs accordingly.

Wintrust Life Finance finances life insurance policy premiums generally used for estate planning purposes of high net-worth borrowers. These loans are originated directly with the borrowers with assistance from life insurance carriers, independent insurance agents, financial advisors and legal counsel. The cash surrender value of the life insurance policy is the primary form of collateral. In addition, these loans often are secured with a letter of credit, marketable securities or certificates of deposit. In some cases, Wintrust Life Finance may make a loan that has a partially unsecured position.

The life insurance premium finance business is subject to banking regulations but is not subject to additional regulatory regimes (e.g. additional state regulation). Wintrust Life Finance's compliance department regularly monitors the regulatory environment and compliance with existing regulations. Wintrust Life Finance maintains a policy prohibiting the known financing of stranger-originated life insurance and has established procedures to identify and prevent financing such policies. While a carrier could potentially put at risk the cash surrender value of a policy, which serves as Wintrust Life Finance's primary collateral, by challenging the validity of the insurance contract for lack of an insurable interest, Wintrust Life Finance believes it has strong counterclaims against any such claims by carriers, in addition to recourse to borrowers and guarantors as well as to additional collateral in certain cases.

Premium finance loans made by FIRST Insurance Funding, Wintrust Life Finance and FIFC Canada are primarily secured by the insurance policies financed by the loans. These insurance policies are written by a large number of insurance companies geographically dispersed throughout the United States and Canada. Our premium finance receivables balances finance insurance policies that are spread among a large number of insurers, however, the top three insurers represent approximately 13%, 7% and 6% of such balances. FIRST Insurance Funding, Wintrust Life Finance and FIFC Canada consistently monitor carrier ratings and financial performance of our carriers. In the event carrier ratings fall below certain levels, most of Wintrust Life Finance's life insurance premium finance policies provide for an event of default and allow Wintrust Life Finance to have recourse to borrowers and guarantors as well as to additional collateral in certain cases. For the commercial premium finance business, the term of the loans is sufficiently short such that in the event of a decline in carrier ratings, FIRST Insurance Funding or FIFC Canada, as the case may be, can restrict or eliminate additional loans to finance premiums to such carriers. The majority of premium finance receivables are purchased by the banks in order to more fully utilize their lending capacity as these loans generally provide the banks with higher yields than alternative investments.

Through our wholly-owned subsidiary Wintrust Asset Finance, we provide equipment financing through structured loan and lease products to customers in a variety of industries throughout the United States. Wintrust Asset Finance provides financing of fixed assets consisting of property, plant and equipment, transportation (trucks, trailers, rail, marine, buses), construction, manufacturing equipment, technology, oil and gas, restaurant equipment, medical and healthcare. As of December 31, 2022, the Company's leasing portfolio, including direct financing leases, loans and equipment on operating leases, totaled \$3.0 billion compared to \$2.4 billion as of December 31, 2021. During 2022, Wintrust Asset Finance contributed approximately \$82.1 million to our revenue, which does not reflect intersegment eliminations.

Through our wholly-owned subsidiary Tricom, we provide high-yielding, short-term accounts receivable financing and value-added, outsourced administrative services, such as data processing of payrolls, billing and cash management services to the temporary staffing industry. Tricom's clients, located throughout the United States, provide staffing services to businesses in diversified industries. During 2022, Tricom processed payrolls with associated client billings of approximately \$835.8 million and contributed approximately \$13.5 million to our revenue, net of interest expense, which does not reflect intersegment eliminations.

In 2022, our commercial premium finance operations, life insurance premium finance operations, leasing operations and accounts receivable finance operations accounted for 42%, 30%, 24% and 4%, respectively, of the total revenues of our

specialty finance business. For the years ended December 31, 2022, 2021 and 2020 the specialty finance segment had net revenues of \$344 million, \$294 million and \$263 million, respectively, and net income of \$121 million, \$109 million and \$100 million, respectively. The specialty finance segment had total assets of \$9.8 billion, \$8.4 billion and \$7.0 billion as of December 31, 2022, 2021 and 2020, respectively. The specialty finance segment accounted for 17% of our consolidated net revenues, excluding intersegment eliminations, for the year ended December 31, 2022.

Wealth Management

Through our wealth management segment, we offer a full range of wealth management services through four separate subsidiaries (CTC, Wintrust Investments, Great Lakes Advisors and CDEC): trust and investment services, tax-deferred like-kind exchange services, asset management solutions, securities brokerage services and 401(k) and retirement plan services.

Wintrust Investments, our registered broker/dealer subsidiary which has been operating since 1931, provides a full range of private client and securities brokerage services to clients located primarily in the Midwest. Wintrust Investments is headquartered in downtown Chicago, operates an office in Appleton, Wisconsin, and has established branch locations in offices at a majority of our banks. Wintrust Investments also provides a full range of investment services to clients through a network of relationships with community-based financial institutions primarily located in Illinois. Wintrust Investments is regulated by the Securities and Exchange Commission (“SEC”) and the Financial Industry Regulatory Authority (“FINRA”) as a registered broker-dealer, as well as by the SEC as a registered investment adviser.

CTC, our trust subsidiary, offers trust and investment management services to clients through offices located in downtown Chicago and at various banking offices of our fifteen banks. CTC is subject to regulation, supervision and regular examination by the OCC.

Great Lakes Advisors, our registered investment adviser with locations in downtown Chicago and Tampa, Florida, as well as in various banking offices of our fifteen banks, provides money management services and advisory services to individuals, institutions, and municipal and tax-exempt organizations. Great Lakes Advisors also provides portfolio management and financial advisory services for a wide range of pension and profit-sharing plans as well as money management and advisory services to CTC. Great Lakes Advisors is regulated by the SEC as a registered investment adviser.

CDEC, our provider of tax-deferred like-kind exchange services, provides Qualified Intermediary services (as defined by U.S. Treasury regulations) for taxpayers seeking to structure tax-deferred like-kind exchanges under Internal Revenue Code (“IRC”) Section 1031. Under IRC Section 1031, a taxpayer may defer the gain on the sale of certain investment property if the taxpayer utilizes the services of a Qualified Intermediary. These transactions typically generate customer deposits during the period following the sale of the property until such proceeds are used to purchase a replacement property. These deposits may flow into our banks as a source of low-cost deposits. CDEC is the subsidiary of Elektra Holding Company, LLC (“Elektra”), which was acquired by the Company in December of 2018.

As of December 31, 2022, the Company’s wealth management subsidiaries had approximately \$34.4 billion of assets under administration, which included \$7.4 billion of assets owned by the Company and its subsidiary banks. For the years ended December 31, 2022, 2021 and 2020, the wealth management segment had net revenues of \$163 million, \$161 million and \$134 million, respectively, and net income of \$39 million, \$38 million and \$29 million, respectively. The wealth management segment had total assets of \$1.8 billion, \$1.5 billion and \$1.3 billion as of December 31, 2022, 2021 and 2020, respectively. The wealth management segment accounted for 8% of our consolidated net revenues, excluding intersegment eliminations, for the year ended December 31, 2022.

Strategy and Competition

The Company has employed certain strategies since 2013 to achieve strong net income amid increased competition and an environment, that up until recent months, was characterized by low interest rates. In general, the Company has taken a steady and measured approach to grow strategically and manage expenses. Specifically, the Company has:

- Leveraged its internal loan pipeline and external growth opportunities to grow earnings assets to increase net interest income;
- Continued to diversify our loan portfolio by adding product and geographic diversification;
- Continued efforts to better manage our interest costs by improving our funding mix;
- Written call option contracts on certain securities as an economic hedge to mitigate overall interest rate risk and enhance the securities’ overall return by using fees generated from these options;

- Entered into mirror-image swap transactions to both satisfy customer preferences and maintain variable interest rate exposure;
- Completed strategic acquisitions to expand our presence in existing and complimentary markets;
- Focused on cost control and leveraging our current infrastructure to grow without a commensurate increase in operating expenses; and
- Expanded the Wintrust Asset Finance direct leasing niche.

Our strategy and competitive position for each of our business segments is summarized in further detail, below.

Community Banking

We compete in the commercial banking industry through our banks in the communities they serve. The commercial banking industry is highly competitive and the banks face strong direct competition for deposits, loans and other financial related services. The banks compete with other commercial banks, thrifts, credit unions, stockbrokers, government-sponsored entities, mutual fund companies, insurance companies, factoring companies and other commercial entities offering financial services products, including non-bank financial companies and entities commonly known as financial technology companies. Some of these competitors are local, while others are statewide or nationwide.

As a \$52.9 billion asset financial services company, we expect to benefit from greater access to financial and managerial resources than our smaller local competitors while maintaining our commitment to local decision-making and to our community banking philosophy. In particular, we are able to provide a wider product selection and larger credit facilities than many of our smaller competitors, and we believe our service offerings help us in recruiting talented staff. We continue to add lenders throughout the community banking organization, many of whom have joined us because of our ability to offer a range of products and level of services which compete effectively with both larger and smaller market participants. We have continued to expand our product delivery systems, including a wide variety of electronic banking options for our retail and commercial customers which allow us to provide a level of service typically associated with much larger banking institutions. Additionally, we have access to public capital markets whereas many of our local competitors are privately held and may have limited capital-raising capabilities.

Management views service as a great equalizer to offset some of the inherent advantages of its significantly larger competitors. We also believe we are positioned to compete effectively with other larger and more diversified banks, bank holding companies and other financial services companies due to the multi-chartered approach that pushes accountability for building a franchise and a high level of customer service down to each of our banking franchises. Additionally, we believe that we provide a relatively complete portfolio of products that is responsive to the majority of our customers' needs through the retail and commercial operations supplied by our banks, and through our mortgage and wealth management operations. The breadth of our product mix allows us to compete effectively with our larger competitors, while our multi-chartered approach with local and accountable management provides for what we believe is superior customer service relative to our larger and more centralized competitors. We continue to grow and enhance our digital service offerings while maintaining our expectations of high quality, more traditional banking services.

Wintrust Mortgage competes with large mortgage brokers as well as other banking organizations. Consolidation, margin compression, enhanced regulatory guidance and the promise of equal oversight for both banks and independent mortgage lenders have created challenges for small and medium-sized independent mortgage lenders. Wintrust Mortgage's size, bank affiliation, regulatory competency, branding, technology, business development tools and reputation make us well positioned to compete in this environment. Our continued ability to retain the majority of servicing on loans sold, including those loans sold to the Company's banks, allows Wintrust Mortgage to continue to grow a more stable revenue stream. While earnings will fluctuate with the rise and fall of long-term interest rates, we expect that mortgage banking revenue will be a continuous source of revenue for us and our mortgage lending relationships will continue to provide franchise value to our other financial service businesses.

We continue to review our branch footprint and in 2022, the Company opened four new branch locations in the Chicago metropolitan area. In 2022, the Company closed three branches which were predominantly smaller locations in close proximity to other Wintrust locations. As such, there was no material attrition or customer disruption. Collectively, the net addition of one location during the year ended December 31, 2022, represented approximately 1% of the Wintrust retail banking locations as of December 31, 2022. It is important to note that while we see increased use of electronic services and are investing heavily in digital capabilities to allow clients to choose how they want to be served, Wintrust will continue to selectively open branches in areas where we are not represented.

Specialty Finance

FIRST Insurance Funding and Wintrust Life Finance encounter intense competition from numerous other firms, including a number of national commercial premium finance companies, companies affiliated with insurance carriers, independent insurance brokers who offer premium finance services and other lending institutions. Some of our competitors are larger and have greater financial and other resources. FIRST Insurance Funding and Wintrust Life Finance compete with these entities by emphasizing a high level of knowledge of the insurance industry, flexibility in structuring financing transactions, and the timely funding of qualifying contracts. We believe that our commitment to service also distinguishes us from our competitors. FIFC Canada competes with one national commercial premium finance company and a few regional providers.

Wintrust Asset Finance competes with other bank-affiliated, independent, captive and vendor equipment leasing and finance companies. Wintrust Asset Finance believes a customer-focused origination philosophy, an experienced team, strong underwriting discipline and expert asset management enables them to compete effectively in a growing and dynamic market.

Tricom competes with numerous other firms, including a small number of similar niche finance companies and payroll processing firms, as well as various finance companies, banks and other lending institutions. Tricom's management believes that its commitment to service distinguishes it from competitors.

Wealth Management

Our wealth management companies (CTC, Wintrust Investments, Great Lakes Advisors and CDEC) compete with larger wealth management subsidiaries of other larger bank holding companies as well as with other trust companies, brokerage and other financial service companies, stockbrokers and financial advisors. We believe we can successfully compete for trust, tax services, asset management and brokerage business by offering personalized attention and customer service to small to midsize businesses and affluent individuals. We continue to recruit and hire experienced wealth management professionals from within the larger Chicago metropolitan area as well as Wisconsin, which is expected to help in attracting new customer relationships.

Supervision and Regulation

Regulatory Environment

Our business is heavily regulated and supervised by both federal and state agencies. Both the scope of the laws and regulations and the intensity of the supervision to which our business is subject have increased in recent years, initially in response to the financial crisis, and more recently in light of other factors such as technological and market changes. Regulatory enforcement and fines have also increased across the banking and financial services sector. Many of these changes have occurred as a result of the Dodd-Frank Wall Street Reform and Consumer Protection Act ("Dodd-Frank Act") and its implementing regulations, most of which are now in place. We expect that our business will remain subject to extensive regulation and supervision.

The Company is a bank holding company under the Bank Holding Company Act of 1956, as amended (the "BHC Act"), subject to regulation, supervision, and examination by the Federal Reserve. The Company is also subject to the disclosure and regulatory requirements of the Securities Act of 1933, as amended, and the Securities Exchange Act of 1934, as amended, both as administered by the SEC, as well as the rules of NASDAQ that apply to companies with securities listed on the NASDAQ Global Select Market. Each nationally-chartered bank is subject to regulation, supervision and regular examination by the OCC. The deposits of all of our subsidiary banks are insured by the Deposit Insurance Fund ("DIF") and, as such, the FDIC has additional oversight authority over the banks. The supervision, regulation and examination of banks and bank holding companies by bank regulatory agencies are intended primarily for the protection of depositors, the DIF, and the banking system as a whole, rather than shareholders of banks and bank holding companies, and in some instances may be contrary to shareholders' interests.

The Consumer Financial Protection Bureau ("CFPB") has broad rulemaking authority over a wide range of federal consumer protection laws applicable to the business of our subsidiary banks and some other operating subsidiaries. Because each of our subsidiary banks has less than \$10 billion in total consolidated assets, our subsidiary banks' federal banking agency, not the CFPB, is responsible for examining and supervising the subsidiary banks' compliance with federal consumer protection laws and regulations. Our non-bank subsidiaries are subject to regulation by their functional regulators, including applicable state finance and insurance agencies, the applicable exchanges, the SEC, FINRA, and the OCC, as well as by the Federal Reserve.

Federal and state laws, and the regulations of the bank regulatory agencies issued under them, affect the scope of business, the kinds and amounts of investments banks may make, reserve requirements, capital levels, the nature and amount of collateral for loans, the establishment of branches, the ability to merge, consolidate and acquire, dealings with insiders and affiliates and the

payment of dividends. The regulatory agencies have broad discretion to impose restrictions and limitations on the operations of a regulated entity where the agencies determine, among other things, that such operations are unsafe or unsound, fail to comply with applicable law or are otherwise inconsistent with laws and regulations or with the supervisory policies of these agencies.

The following is a description of some of the laws and regulations that affect our business. By necessity, the descriptions below are summaries that do not purport to be complete, and that are qualified in their entirety by reference to those statutes and regulations discussed, and all regulatory interpretations thereof. Any changes in applicable laws, regulations, or the interpretations thereof could have a material adverse effect on our business or the business of our subsidiaries.

Bank Holding Company Regulation

The Company is a bank holding company that has elected to be treated as a financial holding company. The activities of bank holding companies generally are limited to the business of banking, managing or controlling banks, and certain other activities determined by the Federal Reserve to be closely related to banking. As a financial holding company, we may engage in an expanded range of activities, including activities that are considered to be financial in nature. Financial holding companies may also engage in activities incidental or complementary to financial activities, if the Federal Reserve determines that such activities pose no substantial risk to the safety or soundness of depository institutions or the financial system in general. Impermissible activities for financial holding companies and their subsidiaries include activities that are related to commerce, such as sales of nonfinancial products or manufacturing. As a result, subject to certain exceptions, the BHC Act generally prohibits us from acquiring direct or indirect ownership or control of voting shares of any company engaged in activities that are not permissible for us to engage in.

Maintaining our financial holding company status requires that the Company and each of our subsidiary banks remain “well-capitalized” and “well-managed” as defined by regulation and that each of our subsidiary banks maintain at least a “satisfactory” rating under the Community Reinvestment Act (“CRA”). If we or our subsidiary banks fail to continue to meet these requirements, we could be subject to restrictions on new activities and acquisitions, and/or be required to cease and possibly divest operations that conduct existing activities that are not permissible for a bank holding company that is not a financial holding company.

The BHC Act generally requires us to obtain prior approval from the Federal Reserve before acquiring direct or indirect ownership or control of more than 5% of the voting shares of an additional bank or bank holding company, or to merge or consolidate with another bank holding company. The Bank Merger Act generally requires our subsidiary banks to obtain prior regulatory approval to merge or consolidate with, or acquire substantially all of the assets of or assume deposits of, another bank. We must also be well-capitalized and well-managed, in order to acquire a bank located outside of our home state.

The Federal Deposit Insurance Act (“FDIA”) and Federal Reserve regulations and policy require us to serve as a source of financial and managerial strength for our subsidiary banks, and to commit resources to support the banks. This support may be required even if doing so may adversely affect our ability to meet other obligations.

Acquisitions of Ownership of the Company

Acquisitions of the Company’s voting stock above certain thresholds may be subject to prior regulatory notice or approval under applicable federal banking laws. Investors are responsible for ensuring that they do not, directly or indirectly, acquire shares of our stock in excess of the amount that can be acquired without regulatory approval or notice under the BHC Act and the Change in Bank Control Act.

Volcker Rule

We are prohibited under the Volcker Rule from (1) engaging in short-term proprietary trading for our own account, and (2) having certain ownership interests in and relationships with hedge funds or private equity funds. The fundamental prohibitions of the Volcker Rule apply to banking entities of any size, including the Company and its bank subsidiaries. The Volcker Rule regulations contain exemptions for market-making, hedging, underwriting, trading in U.S. government and agency obligations and also permit certain ownership interests in certain types of funds to be retained. They also permit the offering and sponsoring of funds under certain conditions. The Volcker Rule regulations impose significant compliance and reporting obligations on banking entities. The Company has put in place the compliance programs required by the Volcker Rule and has either divested or received extensions for any holdings in illiquid funds. The Company will continue to monitor Volcker Rule-related developments and assess their impact on its operations as necessary.

Capital Requirements of the Company and Subsidiary Banks

We and our subsidiary banks are required to maintain minimum risk-based and leverage capital ratios, as well as a capital conservation buffer (“Capital Conservation Buffer”), pursuant to regulations adopted by the Federal Reserve and the OCC to implement the Basel III capital framework (“U.S. Basel III Rule”).

Regulatory Capital and Risk-weighted Assets

Regulatory capital requirements apply to Common Equity Tier 1 capital, Tier 1 capital and total capital.

- Common Equity Tier 1 capital consists primarily of common stock and related surplus (net of treasury stock), retained earnings, and certain minority interests, subject to certain regulatory adjustments. For us and our subsidiary banks, Common Equity Tier 1 capital does not include most elements of accumulated other comprehensive income (“AOCI”) because we exercised an opt-out election that was available to us with respect to certain changes in the capital treatment of AOCI. We made this election to avoid variations in the level of our capital depending on fluctuations in the fair value of our securities and derivatives portfolio.
- Tier 1 capital is composed of Common Equity Tier 1 capital and Additional Tier 1 capital. Additional Tier 1 capital consists primarily of non-cumulative perpetual preferred stock and related surplus, certain minority interests and, subject to certain regulatory limits, certain grandfathered cumulative perpetual preferred stock and certain grandfathered trust preferred securities.
- Total capital is composed of Tier 1 capital and Tier 2 capital. Tier 2 capital consists primarily of capital instruments and related surplus meeting specified requirements, and may include cumulative preferred stock and long-term perpetual preferred stock, mandatory convertible securities, intermediate preferred stock, certain trust preferred securities and subordinated debt. Also included in Tier 2 capital is the allowance for credit losses limited to a maximum of 1.25% of risk-weighted assets (“RWAs”) and, for institutions that have exercised the opt-out election regarding the treatment of AOCI up to 45% of net unrealized gains on available-for-sale equity securities with readily determinable fair market values.

Certain adjustments to and deductions from capital are required for purposes of calculating these regulatory capital measures, including with respect to goodwill, intangible assets, certain deferred tax assets, AOCI and investments in the capital instruments of unconsolidated financial institutions. In July 2019, the U.S. bank regulators finalized changes to certain aspects of the U.S. Basel III capital rules that simplified, for certain bank holding companies and banks, including us and our subsidiary banks, the framework for capital deductions for mortgage servicing assets, certain deferred tax assets and investments in the capital instruments of unconsolidated financial institutions, and the recognition of minority interests in regulatory capital. These amendments were effective as of April 1, 2020.

In December 2018, the U.S. federal banking agencies finalized rules that permit BHCs and banks to phase in, for regulatory capital purposes, the day-one impact of Accounting Standards Update (“ASU”) 2016-13 Financial Instruments - Credit Losses (Topic 326) (“CECL”) on retained earnings over a period of three years. In response to the Coronavirus Disease 2019 (“COVID-19”) pandemic, in 2020, the OCC, the Board of Governors of the Federal Reserve System, and the FDIC published another final rule to delay the estimated impact on regulatory capital stemming from the implementation of CECL. The final rule maintains the three-year transition option in the previous rule and provides banks the option to delay for two years an estimate of CECL’s effect on regulatory capital, relative to the incurred loss methodology’s effect on regulatory capital, followed by a three-year transition period (five-year transition option). The Company has adopted the capital transition relief over the permissible five-year period. For further discussion of the CECL accounting standard, including the Company’s implementation of such guidance, see “Summary of Critical Accounting Estimates” under Management’s Discussion and Analysis of Financial Condition and Results of Operations in Item 7 of this Annual Report on Form 10-K.

Capital Ratio Requirements

Under the U.S. Basel III Rule, we and our subsidiary banks are required to maintain the following minimum capital ratios:

- Common Equity Tier 1 capital to RWAs ratio (“Common Equity Tier 1 Capital Ratio”) of 4.5%;
- Tier 1 capital to RWAs ratio (“Tier 1 Capital Ratio”) of 6.0%;
- Total capital to RWAs ratio (“Total Capital Ratio”) of 8.0%; and
- Tier 1 capital to quarterly average assets (net of goodwill, certain other intangible assets and certain other deductions) ratio (“Tier 1 Leverage Ratio”) of 4.0%.

To be well-capitalized, our subsidiary banks must maintain the following capital ratios:

- Common Equity Tier 1 Capital Ratio of 6.5% or greater;
- Tier 1 Capital Ratio of 8.0% or greater;
- Total Capital Ratio of 10.0% or greater; and
- Tier 1 Leverage Ratio of 5.0% or greater.

The Federal Reserve has not yet revised the well-capitalized standard for bank holding companies to reflect the higher capital requirements imposed under the U.S. Basel III Rule. For purposes of the Federal Reserve's Regulation Y, including determining whether a bank holding company meets the requirements to be a financial holding company, bank holding companies, such as the Company, must maintain a Tier 1 Capital Ratio of 6.0% or greater and a Total Capital Ratio of 10.0% or greater to be well-capitalized. If the Federal Reserve were to apply the same or a very similar well-capitalized standard to bank holding companies as that applicable to our subsidiary banks, the Company's capital ratios as of December 31, 2022 would exceed such revised well-capitalized standard. The Federal Reserve may require bank holding companies, including us, to maintain capital ratios substantially in excess of mandated minimum levels, depending upon general economic conditions and a bank holding company's particular condition, risk profile and growth plans.

Failure to be well-capitalized or to meet minimum capital requirements could result in certain mandatory and possible additional discretionary actions by regulators, including restrictions on our or our subsidiary banks' ability to pay dividends or otherwise distribute capital or to receive regulatory approval of applications, or other restrictions on growth. Such actions, if undertaken, could have an adverse material effect on our operations or financial condition.

In addition to meeting the minimum capital requirements, under the U.S. Basel III Rule, we and our banking subsidiaries must also maintain the required Capital Conservation Buffer to avoid becoming subject to restrictions on capital distributions and certain discretionary bonus payments to management. The Capital Conservation Buffer is 2.5% and is calculated as a ratio of Common Equity Tier 1 capital to RWAs and it effectively increases the required minimum risk-based capital ratios. The Tier 1 Leverage Ratio is not impacted by the Capital Conservation Buffer, and a banking institution may be considered well-capitalized while remaining out of compliance with the Capital Conservation Buffer.

The table below summarizes the capital requirements that we and our subsidiary banks must satisfy to avoid limitations on capital distributions and certain discretionary bonus payments (i.e., the required minimum capital ratios plus the Capital Conservation Buffer):

	Minimum Regulatory Capital Ratio Plus Capital Conservation Buffer
Common Equity Tier 1 Capital Ratio	7.00 %
Tier 1 Capital Ratio	8.50
Total Capital Ratio	10.50

As of December 31, 2022, our Company's and our subsidiary banks' regulatory capital ratios were above the well-capitalized standards and met the Capital Conservation Buffer. Based on current estimates, we believe that we and our subsidiary banks will continue to exceed all applicable well-capitalized regulatory capital requirements and the Capital Conservation Buffer. Please refer to the table below for a summary of our regulatory capital ratios as of December 31, 2022, calculated using the regulatory capital methodology applicable to us during 2022.

	Company Regulatory Capital Ratios			The Company
	Minimum Regulatory Capital Ratio for the Company	Minimum Ratio + Capital Conservation Buffer⁽¹⁾	Well- Capitalized Minimum for the Company⁽²⁾	
Common Equity Tier 1 Capital Ratio	4.50 %	7.00 %	N/A	9.1 %
Tier 1 Capital Ratio	6.00	8.50	6.00	10.0
Total Capital Ratio	8.00	10.50	10.00	11.9
Tier 1 Leverage Ratio	4.00	N/A	N/A	8.8

(1) Reflects the Capital Conservation Buffer of 2.50%.

(2) Reflects the well-capitalized standard applicable to the Company for purposes of the Federal Reserve's Regulation Y. The Federal Reserve has not yet revised the well-capitalized standard for BHCs to reflect the higher capital requirements

imposed under the U.S. Basel III Rule or to add Common Equity Tier 1 capital ratio and Tier 1 leverage ratio requirements to this standard. As a result, the Common Equity Tier 1 capital ratio and Tier 1 leverage ratio are denoted as "N/A" in this column. If the Federal Reserve were to apply the same or a very similar well-capitalized standard to BHCs as the standard applicable to our subsidiary banks, the Company's capital ratios as of December 31, 2022 would exceed such revised well-capitalized standard.

In addition to the above, as a result of participation in mortgage programs with certain government-sponsored entities as well as other investors, the Company has specific net worth requirements for continued participation. As of December 31, 2022, the Company remained in compliance with such requirements.

Payment of Dividends and Share Repurchases

We are a legal entity separate and distinct from our banking and non-banking subsidiaries. Since our consolidated net income consists largely of net income of our bank and non-bank subsidiaries, our ability to pay dividends and repurchase shares depends upon our receipt of dividends from our subsidiaries. There are various federal and state law limitations on the extent to which our banking subsidiaries can declare and pay dividends to us, including regulatory capital requirements, general regulatory oversight to prevent unsafe or unsound practices and federal and state banking law requirements concerning the payment of dividends out of net profits or surplus. Applicable banking laws also prohibit, without prior regulatory approval, insured depository institutions, such as our bank subsidiaries, from making dividend distributions if such distributions are not paid out of available earnings. In addition, our right, and the right of our shareholders and creditors, to participate in any distribution of the assets or earnings of our bank and non-bank subsidiaries is further subject to the prior claims of creditors of our subsidiaries. No assurances can be given that the banks will, in any circumstances, pay dividends to the Company.

We and our bank subsidiaries must maintain the applicable Common Equity Tier 1 Capital Conservation Buffer to avoid becoming subject to restrictions on capital distributions, including dividends. The Capital Conservation Buffer is currently at its fully phased-in level of 2.5%. For more information on the Capital Conservation Buffer, see Capital Ratio Requirements above.

Our ability to declare and pay dividends to our shareholders is similarly limited by federal banking law and Federal Reserve regulations and policy. Federal Reserve policy provides that a bank holding company should not pay dividends unless (1) the bank holding company's net income over the last four quarters (net of dividends paid) is sufficient to fully fund the dividends, (2) the prospective rate of earnings retention appears consistent with the capital needs, asset quality and overall financial condition of the bank holding company and its subsidiaries and (3) the bank holding company will continue to meet minimum required capital adequacy ratios. The policy also provides that a bank holding company should inform the Federal Reserve reasonably in advance of declaring or paying a dividend that exceeds earnings for the period for which the dividend is being paid or that could result in a material adverse change to the bank holding company's capital structure. Bank holding companies also are required to consult with the Federal Reserve before materially increasing dividends. The Federal Reserve could prohibit or limit the payment of dividends by a bank holding company if it determines that payment of the dividend would constitute an unsafe or unsound practice.

FDICIA and Prompt Corrective Action

The Federal Deposit Insurance Corporation Improvement Act of 1991 ("FDICIA") requires the federal bank regulatory agencies to take "prompt corrective action" regarding FDIC-insured depository institutions that do not meet certain capital adequacy standards. A depository institution's treatment for purposes of the prompt corrective action provisions depends upon its level of capitalization and certain other factors. An institution that fails to remain well-capitalized becomes subject to a series of restrictions that increase in severity as its capital condition weakens. Such restrictions may include a prohibition on capital distributions, restrictions on asset growth or restrictions on the ability to receive regulatory approval of applications. The FDICIA also provides for enhanced supervisory authority over undercapitalized institutions, including authority for the appointment of a conservator or receiver for the institution. In certain instances, a bank holding company may be required to guarantee the performance of an undercapitalized subsidiary bank's capital restoration plan.

As of December 31, 2022, each of the Company's banks was categorized as "well-capitalized" and, in addition, met additional requirements under the Capital Conservation Buffer.

Enforcement Authority

The federal bank regulatory agencies have broad authority to issue orders to depository institutions and their holding companies prohibiting activities that constitute violations of law, rule, regulation, or administrative order, or that represent unsafe or unsound banking practices, as determined by the federal banking agencies. The federal banking agencies also are empowered to

require affirmative actions to correct any violation or practice; issue administrative orders that can be judicially enforced; direct increases in capital; limit dividends and distributions; restrict growth; assess civil money penalties against institutions or individuals who violate any laws, regulations, orders, or written agreements with the agencies; order termination of certain activities of holding companies or their non-bank subsidiaries; remove officers and directors; order divestiture of ownership or control of a non-banking subsidiary by a holding company; or terminate deposit insurance and appoint a conservator or receiver.

Safety and Soundness

The federal bank regulatory agencies have adopted a set of guidelines prescribing safety and soundness standards relating to internal controls and information systems, informational security, internal audit systems, loan documentation, credit underwriting, interest rate exposure, asset growth, and compensation, fees and benefits. The guidelines prohibit excessive compensation as an unsafe and unsound practice, and describe compensation as excessive when the amounts paid are unreasonable or disproportionate to the services performed by an executive officer, employee, director or principal shareholder.

Properly managing risks has been identified by regulators as critical to the conduct of safe and sound banking activities and has become even more important as new technologies, product innovation, and the size and speed of financial transactions have changed the nature of banking markets. The agencies have identified a spectrum of risks facing banking institutions including, but not limited to, credit, market, liquidity, operational, legal, and reputational risk. Some of the regulatory pronouncements have focused on operational risk, which arises from the potential that inadequate information systems, operational problems, breaches in internal controls, fraud, or unforeseen catastrophes will result in unexpected losses. New products and services, third-party risk management and cybersecurity are critical sources of operational risk that financial institutions are expected to address in the current environment. Our subsidiary banks are expected to have active board and senior management oversight; adequate policies, procedures, and limits; adequate risk measurement, monitoring, and management information systems; and comprehensive and effective internal controls.

Cross-Guarantee

Under the cross-guarantee provision of the FDIA, insured depository institutions such as our subsidiary banks may be liable to the FDIC for any losses incurred, or reasonably expected to be incurred, by the FDIC resulting from the default of, or FDIC assistance to, any other commonly controlled insured depository institution. An FDIC cross-guarantee claim against a depository institution is superior in right of payment to claims of the holding company and its affiliates against such depository institution. All of our subsidiary banks are commonly controlled within the meaning of the cross-guarantee provision.

Insurance of Deposit Accounts

The deposits of each of our subsidiary banks are insured by the Depositors Insurance Fund (“DIF”) up to the standard maximum deposit insurance amount of \$250,000 per depositor. Each of our subsidiary banks is subject to deposit insurance assessments based on the risk it poses to the DIF, as determined by the capital category and supervisory category to which it is assigned. The FDIC has authority to raise or lower assessment rates on insured deposits in order to achieve statutorily required reserve ratios in the DIF and to impose special additional assessments. There is a risk that our subsidiary banks’ deposit insurance premiums will increase if failures of insured depository institutions deplete the DIF or if the FDIC were to change its view of the risk that they pose to the DIF.

Extraordinary growth in insured deposits during the first and second quarters of 2020 caused the DIF reserve ratio to decline below the statutory minimum of 1.35%. On June 21, 2022, the FDIC Board of Directors adopted an Amended Restoration Plan and a notice of proposed rulemaking to increase the likelihood that the reserve ratio would be restored to at least 1.35% by September 30, 2028. The FDIC adopted a final rule, applicable to all insured depository institutions, to increase initial base deposit insurance assessment rate schedules uniformly by 2 basis points, beginning in the first quarterly assessment period of 2023. The FDIC also concurrently maintained the Designated Reserve Ratio (“DRR”) for the DIF at 2% for 2023. The increase in assessment rate schedules is intended to increase the likelihood that the reserve ratio of the DIF reaches the statutory minimum of 1.35% by the statutory deadline of September 30, 2028. The new assessment rate schedules will remain in effect unless and until the reserve ratio meets or exceeds 2% in order to support growth in the DIF in progressing toward the FDIC’s long term goal of 2% DRR. Progressively lower assessment rate schedules will take effect when the reserve ratio reaches 2%, and again when it reaches 2.5%.

Limits on Loans to One Borrower and Loans to Insiders

Federal banking laws impose limits on the amount of credit a bank can extend to any one person (or group of related persons). For national banks, this limit includes credit exposures arising from derivative transactions, repurchase agreements, and securities lending and borrowing transactions.

Applicable banking laws and regulations also place restrictions on loans by FDIC-insured banks and their affiliates to their directors, executive officers and principal shareholders.

Lending Standards and Guidance

The federal banking agencies have adopted uniform regulations prescribing standards for extensions of credit that are secured by liens or interests in real estate or made for the purpose of financing permanent improvements to real estate. Under these regulations, all insured depository institutions, such as our subsidiary banks, must adopt and maintain written policies establishing appropriate limits and standards for extensions of credit that are secured by liens or interests in real estate or are made for the purpose of financing permanent improvements to real estate. These policies must establish loan portfolio diversification standards, prudent underwriting standards (including loan-to-value limits) that are clear and measurable, loan administration procedures, and documentation, approval and reporting requirements. The real estate lending policies must reflect consideration of the federal bank regulators' Interagency Guidelines for Real Estate Lending Policies.

De Novo Branching and De Novo Banks

With the approval of applicable regulators, national banks and state banks may establish de novo branches in states other than their home state as if such state was the bank's home state.

For a three-year period, newly chartered banks are subject to enhanced supervisory procedures, including higher capital requirements, more frequent examinations and other requirements.

Anti-Tying Provisions

Each of our subsidiary banks is prohibited from conditioning the availability of any product or service, or varying the price for any product or service, on the requirement that the customer obtain some additional product or service from the bank or any of its affiliates, other than loans, deposits and trust services.

Transactions with Affiliates

Certain transactions between a bank and its holding company or other non-bank affiliates are subject to various restrictions imposed by state and federal law and regulation. Such "covered transactions" include loans and other extensions of credit by the bank to the affiliate, investments in securities issued by the affiliate, purchases of assets from the affiliate, certain derivative transactions that create a credit exposure to an affiliate, the acceptance of securities issued by the affiliate as collateral for a loan, and the issuance of a guarantee, acceptance or letter of credit on behalf of the affiliate. In general, these affiliate transaction rules limit the amount of covered transactions between an institution and a single affiliate, as well as the aggregate amount of covered transactions between an institution and all of its affiliates. In addition, covered transactions that are credit transactions must be secured by acceptable collateral, and all affiliate transactions, including those that do not qualify as covered transactions, must be on terms that are at least as favorable to the bank as then-prevailing in the market for comparable transactions with unaffiliated entities. Transactions between affiliated banks may be subject to certain exemptions under applicable federal law.

Community Reinvestment Act

Under the CRA, insured depository institutions, including our subsidiary banks, have a continuing and affirmative obligation to help meet the credit needs of its entire community, including low and moderate-income neighborhoods. The CRA does not establish specific lending requirements or programs for insured depository institutions nor does it limit an insured depository institution's discretion to develop the types of products and services that it believes are best suited to its particular community, consistent with the CRA. However, insured depository institutions are rated on their performance in meeting the needs of their communities. The CRA requires each federal banking agency to take an insured depository institution's CRA record into account when evaluating certain applications by the insured depository institution or its holding company, including applications for charters, branches and other deposit facilities, relocations, mergers, consolidations, acquisitions of assets or assumptions of liabilities, and bank and savings association acquisitions. An unsatisfactory record of performance may be the basis for denying or conditioning approval of an application by an insured depository institution or its holding company. The CRA also requires that all institutions publicly disclose their CRA ratings. Each of our subsidiary banks received a "satisfactory" or better rating from the Federal Reserve or the OCC on its most recent CRA performance evaluation.

In June 2022, the Federal Reserve, FDIC, and OCC issued a joint proposal to amend their regulations implementing the CRA. The proposed rules would materially revise the current CRA framework, including new assessment area requirements, new methods of calculating credit for lending, investment and service activities, and additional data collection and reporting requirements. The proposed rules included analysis indicating a significant increase in the thresholds for large banks to receive "Outstanding" ratings in the future.

Compliance with Consumer Protection Laws

Our subsidiary banks and some other operating subsidiaries are subject to a variety of federal and state statutes and regulations designed to protect consumers. The CFPB has broad rulemaking authority over a wide range of federal consumer protection laws that apply to banks and other providers of financial products and services, including the authority to prohibit "unfair, deceptive or abusive" acts and practices, but examination and supervision is carried out by each subsidiary bank's primary federal banking agency and, where applicable, state banking agency, not the CFPB. In addition, the Dodd-Frank Act authorizes state attorneys general and other state officials to enforce consumer protection rules issued by the CFPB. State authorities have recently increased their focus on and enforcement of consumer protection rules.

Interest and other charges collected or contracted for by banks are subject to state usury laws and federal laws concerning interest rates.

Loan operations are also subject to federal laws and regulations applicable to credit transactions, such as:

Issued by the CFPB:

- the federal Truth-In-Lending Act and Regulation Z governing disclosures of credit terms to consumer borrowers;
- The Real Estate Settlement Procedures Act and Regulation X requiring that borrowers for mortgage loans for one- to four-family residential real estate receive various disclosures, including good faith estimates of settlement costs, lender servicing and escrow account practices, and prohibiting certain practices that increase the cost of settlement services;
- the Home Mortgage Disclosure Act and Regulation C requiring financial institutions to provide information to enable the public and public officials to determine whether a financial institution is fulfilling its obligation to help meet the housing needs of the community it serves;
- the Equal Credit Opportunity Act and Regulation B prohibiting discrimination on the basis of various prohibited factors in extending credit;
- the Fair Credit Reporting Act and Regulation V governing the use and provision of information to consumer reporting agencies;
- the Fair Debt Collection Practices Act and Regulation F governing the manner in which consumer debts may be collected by collection agencies;

Issued by others:

- the Service Members Civil Relief Act, applying to all debts incurred prior to commencement of active military service (including credit card and other open-end debt) and limiting the amount of interest, including service and renewal charges and any other fees or charges (other than bona fide insurance) that is related to the obligation or liability; and
- the guidance of the various federal agencies charged with the responsibility of implementing such federal laws.

Deposit operations are subject to, among others:

Issued by the CFPB:

- the Truth in Savings Act and Regulation DD which require disclosure of deposit terms to consumers;
- the Electronic Fund Transfer Act and Regulation E which governs automatic deposits to and withdrawals from deposit accounts and customers' rights and liabilities arising from the use of automated teller machines and other electronic banking services;

Issued by others:

- Regulation CC issued by the Federal Reserve Board, which relates to the availability of deposit funds to consumers; and
- the Right to Financial Privacy Act, which imposes a duty to maintain the confidentiality of consumer financial records and prescribes procedures for complying with administrative subpoenas of financial records.

There are consumer protection standards that apply to functional areas of operation rather than applying only to loan or deposit products. Our subsidiary banks and some other operating subsidiaries are also subject to certain state laws and regulations designed to protect consumers.

The CFPB has promulgated, and continues to promulgate, many mortgage-related final rules since it was established under the Dodd-Frank Act, including rules related to the ability to repay and qualified mortgage standards, mortgage servicing standards, loan originator compensation standards, high-cost mortgage requirements, Home Mortgage Disclosure Act requirements and appraisal and escrow standards for higher priced mortgages. Most of the provisions of these mortgage-related final rules are currently effective. In addition, several proposed revisions to mortgage-related rules are pending finalization. The mortgage-related final rules issued by the CFPB have materially restructured the origination, servicing and securitization of residential mortgages in the United States. These rules have impacted, and will continue to impact, the business practices of mortgage lenders, including the Company.

In order to ensure compliance with all mortgage-related rules and regulations, the Company consolidated its consumer mortgage loan origination and loan servicing operations primarily within Wintrust Mortgage. All consumer mortgage applications are taken through Wintrust Mortgage, which has extensively trained loan originators located at many of our branches. While in certain limited cases our banks may offer specialized consumer mortgages to our customers, substantially all consumer mortgages for all of our banks are originated and closed by Wintrust Mortgage. Wintrust Mortgage then sells loans to third parties or to our banks. To the extent that we retain consumer mortgage loans in our bank portfolios, our banks have engaged Wintrust Mortgage to provide loan servicing.

In January 2021, the OCC released a final rule that would require certain OCC-supervised banks to provide access to services, capital, and credit based on their risk assessment of individual customers, rather than broad-based decisions affecting whole categories or classes of customers, which includes requiring banks to make each financial service they offer available to all persons in the geographic market served by them on proportionally equal terms. The rule was scheduled to take effect on April 1, 2021. However, the OCC announced that the next confirmed Comptroller of the Currency will review the final rule, and its future remains uncertain.

Changes to consumer protection regulations, including those promulgated by the CFPB, could affect our business but the likelihood, timing and scope of any such changes and the impact any such change may have on us cannot be determined with any certainty. See Item 1A. Risk Factors.

Debit Interchange

We are subject to a statutory requirement that interchange fees for electronic debit transactions that are paid to or charged by payment card issuers, including our bank subsidiaries, be reasonable and proportional to the cost incurred by the issuer. Interchange fees for electronic debit transactions are limited to 21 cents plus 0.05% of the transaction, plus an additional one cent per transaction fraud adjustment, impose requirements regarding routing and exclusivity of electronic debit transactions. On October 3, 2022, the Federal Reserve finalized a rule that amends Regulation II to, among other things, specify that debit card issuers should enable all debit card transactions, including card-not-present transactions such as online payments, to be processed on at least two unaffiliated payment card networks. The final rule becomes effective July 1, 2023. As an issuer with over \$10 billion in assets, we are subject to Regulation II and will work to implement these new requirements.

Anti-Money Laundering Programs

The Bank Secrecy Act (the “BSA”) and USA PATRIOT Act of 2001 (the “USA PATRIOT Act”) contain anti-money laundering (“AML”) and financial transparency provisions intended to detect, and prevent the use of the U.S. financial system for, money laundering and terrorist financing activities. The BSA, as amended by the USA PATRIOT Act, requires financial institutions, including banks, to undertake activities including maintaining an AML program, verifying the identity of customers, monitoring for and reporting suspicious transactions, reporting on cash transactions exceeding specified thresholds, and responding to requests for information by regulatory authorities and law enforcement agencies. Each of our subsidiary banks is subject to the BSA and, therefore, is required to provide its employees with AML training, designate an AML compliance officer and undergo periodic, independent audits to assess the effectiveness of its AML program. We have implemented policies, procedures and internal controls that are designed to comply with these AML requirements. In May 2016, the Financial Crimes Enforcement Network (“FinCEN”), which is a bureau of the Treasury Department that drafts regulations implementing the BSA, USA PATRIOT Act and other AML and BSA legislation, issued a final rule governing enhanced customer due diligence (the “CDD rule”). The CDD rule imposed several new obligations on covered financial institutions with respect to their “legal entity customers,” including corporations, limited liability companies and other similar entities. For each such customer that opens an account (including an existing customer opening a new account), the covered financial institution must identify and verify the customer’s “beneficial owners,” who are specifically defined in the CDD rule. The CDD rule contains an exemption for certain accounts used solely to finance insurance premiums. Bank regulators are focusing their examinations on AML compliance, and we will continue to monitor and augment, where necessary, our AML compliance programs. The federal banking agencies are required, when reviewing bank and bank holding company acquisition or merger applications, to take into account the effectiveness of the AML activities of the applicant.

The Anti-Money Laundering Act of 2020, enacted on January 1, 2021 as part of the National Defense Authorization Act, does not directly impose new requirements on banks, but requires the U.S. Treasury Department to issue National Anti-Money Laundering and Countering the Financing of Terrorism Priorities, and conduct studies and issue regulations that may, over the next few years, significantly alter some of the due diligence, recordkeeping and reporting requirements that the BSA and USA PATRIOT Act impose on banks. The Anti-Money Laundering Act of 2020 also contains provisions that promote increased information-sharing and use of technology, and increases penalties for violations of the BSA and includes whistleblower incentives, both of which could increase the prospect of regulatory enforcement.

Office of Foreign Assets Control Regulation

The U.S. Department of the Treasury’s Office of Foreign Assets Control, or “OFAC,” is responsible for administering economic sanctions that affect transactions with designated foreign countries and territories, nationals and others, as defined by various Executive Orders and Acts of Congress. OFAC-administered sanctions take many different forms. For example, sanctions may include: (1) restrictions on trade with or investment in a sanctioned country or territory, including prohibitions against direct or indirect imports from and exports to a sanctioned country or territory and prohibitions on U.S. persons engaging in financial transactions relating to, making investments in, or providing investment-related advice or assistance to, a sanctioned country or territory; and (2) a blocking of assets in which the government or “specially designated nationals” of the sanctioned country or territory have an interest, by prohibiting transfers of property subject to U.S. jurisdiction (including property in the possession or control of U.S. persons). OFAC also publishes lists of persons and organizations that are subject to asset blocking sanctions, known as Specially Designated Nationals and Blocked Persons. Blocked assets (e.g., property and bank deposits) cannot be paid out, withdrawn, set off or transferred in any manner without a license from OFAC. Failure to comply with these sanctions could have serious legal and reputational consequences.

Protection of Client Information

Data privacy and cybersecurity laws and regulations concerning the collection, storage, handling, use, disclosure, transfer, protection and other processing of client information (including personal information) affect many aspects of the Company’s business, and are continuing to evolve. Data privacy and cybersecurity are currently areas of considerable legislative and regulatory attention, with new or modified laws, regulations, rules and standards frequently being adopted and potentially subject to divergent interpretation or application in a manner that may create inconsistent or conflicting requirements for businesses.

We are, or may in the future become, subject to a variety of complex federal, state and local laws, regulations, rules and standards regarding data privacy and cybersecurity, including the privacy and information safeguarding provisions of the Gramm-Leach-Bliley Act (“GLB Act”), the Fair Credit Reporting Act (“FCRA”) and the amendments adopted by the Fair and Accurate Credit Transactions Act of 2003, as well as various state laws and regulations. The GLB Act requires a financial institution to, among other things, disclose its privacy policy to certain customers and, in some circumstances, enables certain

customers to opt-out of certain sharing of the customers' nonpublic personal information with nonaffiliated third persons. The GLB Act also requires financial institutions to implement a comprehensive information security program that includes administrative, technical and physical safeguards to ensure the security and confidentiality of customer information. In accordance with these requirements, we and each of our banks and operating subsidiaries provide a written privacy notice to each affected customer when the customer relationship begins and, to the extent required, on an annual basis. As described in the privacy notice, we endeavor to protect the security of information (including personal information) about our customers, educate our employees about the importance of protecting customer privacy, and allow affected customers to opt-out of certain types of information sharing. We and our subsidiaries also require business partners with which we share information (including personal information) to have adequate security safeguards and to follow the requirements of the GLB Act. The GLB Act, as interpreted by the federal banking regulators, and state laws and regulations require us to take certain actions, including providing notice under certain circumstances to affected customers, in the event that sensitive or personal customer information is compromised. We and/or each of the banks and operating subsidiaries may need to amend our privacy policies and adapt our internal procedures in the event that these legal requirements, or the regulators' interpretation of them, change, or if new requirements are added. Additionally, the federal banking regulators, as well as the SEC and related self-regulatory organizations, regularly issue guidance regarding cybersecurity that is intended to enhance cyber risk management among financial institutions.

Data privacy and cybersecurity also are areas of increasing state legislative focus. For example, the California Consumer Privacy Act, as amended by the California Privacy Rights Act (collectively, the "CCPA") applies to covered businesses that conduct business in California and meet certain revenue or personal information collection thresholds. The CCPA contains several exemptions, including that many, but not all, requirements of the CCPA are inapplicable to personal information that is collected, processed, sold or disclosed pursuant to the GLB Act. The CCPA imposes obligations on covered companies, broadly defines personal information, expands California residents' rights with respect to personal information, and provides for civil penalties for violations. The CCPA may be interpreted or applied in a manner inconsistent with our understanding, resulting in further uncertainty and potentially requiring us to incur additional costs and expenses in an effort to comply with these requirements. Similar laws may be adopted by other states where we do business, or may in the future do business, with at least four such laws (in Virginia, Colorado, Connecticut and Utah) having taken effect, or scheduled to take effect, in 2023. In addition, laws in all 50 U.S. states generally require businesses to provide notice under certain circumstances to consumers whose personal information has been disclosed as a result of a data breach. Moreover, the federal government has recently considered, and is currently considering, various proposals for more comprehensive data privacy and cybersecurity legislation, to which we may be subject if passed.

Like other lenders, the banks and several of our operating subsidiaries use credit bureau data in their underwriting activities. Use of such data is regulated under the FCRA, and the FCRA also regulates, among other things, reporting information to credit bureaus, prescreening individuals for credit offers, sharing of information (including personal information) between affiliates, and using affiliate data for marketing purposes. Similar state laws and regulations may impose additional requirements on us, the banks and our operating subsidiaries.

Further, in the spring of 2022, the Federal Reserve, OCC, and FDIC adopted a new regulation that, among other things, requires a banking organization to notify its primary federal regulators as soon as possible and within 36 hours after identifying a "computer-security incident" that the banking organization believes in good faith is reasonably likely to materially disrupt or degrade its business or operations in a manner that would, among other things, jeopardize the viability of its operations, result in customers being unable to access their deposit and other accounts, result in a material loss of revenue, profit or franchise value, or pose a threat to the financial stability of the United States. The rule also imposes requirements on bank service providers to notify their affected banking organization customers of certain computer-security incidents.

Violation of these laws, rules, regulations and standards may expose us to regulatory action and private litigation, including claims for damages and penalties. For more information regarding the risks associated with data privacy and cybersecurity laws and regulations, see "We are subject to complex and evolving laws, regulations, rules, standards and contractual obligations regarding data privacy and cybersecurity, which could increase the cost of doing business, compliance risks and potential liability" and "We face cybersecurity risks from cyber-attacks, information security breaches and other similar incidents that could result in the disclosure of confidential and other information (including personal information), all of which could adversely affect our business or reputation, and create significant legal and financial exposure" under Risk Factors in Item 1A.

Broker-Dealer and Investment Adviser Regulation

Wintrust Investments and Great Lakes Advisors are subject to extensive regulation under federal and state securities laws. Wintrust Investments is registered as a broker-dealer with the SEC and in all 50 states, the District of Columbia and the U.S. Virgin Islands. Both Wintrust Investments and Great Lakes Advisors are registered as investment advisers with the SEC. In

addition, Wintrust Investments is a member of several self-regulatory organizations (“SROs”), including FINRA. In addition to SEC rules and regulations, the SROs adopt rules, subject to approval of the SEC, that govern all aspects of business in the securities industry and conduct periodic examinations of member firms. Wintrust Investments is also subject to regulation by state securities commissions in states in which it conducts business. Wintrust Investments and Great Lakes Advisors are registered only with the SEC as investment advisers, but certain of their advisory personnel are subject to regulation by state securities regulatory agencies.

As a result of federal and state registrations and SRO memberships, Wintrust Investments is subject to overlapping schemes of regulation that cover all aspects of its securities businesses. Such regulations cover uses and safekeeping of clients’ funds; record-keeping and reporting requirements; supervisory and organizational procedures intended to assure compliance with securities laws and to prevent improper trading on material nonpublic information; personnel-related matters, including qualification and licensing of supervisory and sales personnel; limitations on extensions of credit in securities transactions; clearance and settlement procedures; “suitability” and best interest determinations as to certain customer transactions; limitations on the amounts and types of fees and commissions that may be charged to customers; and regulation of proprietary trading activities and affiliate transactions. Violations of the laws and regulations governing a broker-dealer’s actions can result in censures, fines, the issuance of cease-and-desist orders, revocation of licenses or registrations, the suspension or expulsion from the securities industry of a broker-dealer or its officers or employees, or other similar actions by both federal and state securities administrators, as well as the SROs.

As a registered broker-dealer, Wintrust Investments is subject to the SEC’s net capital rule as well as the net capital requirements of the SROs of which it is a member. Net capital rules, which specify minimum capital requirements, are designed to measure general financial integrity and liquidity and require that at least a minimum amount of net assets be kept in relatively liquid form. Rules of FINRA and other SROs also impose limitations and requirements on the transfer of member organizations’ assets. Compliance with net capital requirements may limit the Company’s operations requiring the intensive use of capital. These requirements restrict the Company’s ability to withdraw capital from Wintrust Investments, which in turn may limit the Company’s ability to pay dividends, repay debt or redeem or purchase shares of the Company’s own outstanding stock. Wintrust Investments is a member of the Securities Investor Protection Corporation (“SIPC”), which subject to certain limitations, serves to oversee the liquidation of a member brokerage firm, and to return missing cash, stock and other securities owed to the firm’s brokerage customers, in the event a member broker-dealer fails. The general SIPC protection for customers’ securities accounts held by a member broker-dealer is up to \$500,000 for each eligible customer, including a maximum of \$250,000 for cash claims. SIPC does not protect brokerage customers against investment losses. In addition to SIPC coverage, the clearing firm utilized by Wintrust Investments offers certain insurance coverage. In the event of the clearing firm’s insolvency, clients whose cash and securities were not fully protected by SIPC may benefit from this additional insurance. The policy provides coverage to each client up to \$1.9 million, subject to an aggregate cap of \$1 billion for all policy beneficiaries.

Wintrust Investments and Great Lakes Advisors in their capacities as investment advisers are subject to regulations covering matters such as transactions between clients, transactions between the adviser and clients, custody of client assets and management of mutual funds and other client accounts. The principal purpose of regulation and discipline of investment firms is the protection of customers, clients and the securities markets rather than the protection of creditors and shareholders of investment firms. Sanctions that may be imposed for failure to comply with laws or regulations governing investment advisers include the suspension of individual employees, limitations on an adviser’s engaging in various asset management activities for specified periods of time, the revocation of registrations, other censures and fines.

Incentive Compensation

The federal banking agencies have issued joint guidance on incentive compensation designed to ensure that the incentive compensation policies of banking organizations, such as us and our subsidiary banks, do not encourage imprudent risk taking and are consistent with the safety and soundness of the organization. In addition, the Dodd-Frank Act requires the federal banking agencies and the SEC to issue regulations or guidelines requiring covered financial institutions, including us and our subsidiary banks, to prohibit incentive-based payment arrangements that encourage inappropriate risks by providing compensation that is excessive or that could lead to material financial loss to the institution. A proposed rule was issued in 2016. It is unclear when, if ever, the proposed rule will be finalized.

Also pursuant to the Dodd-Frank Act, in October 2022, the SEC adopted final rules that direct stock exchanges to require listed companies to implement clawback policies to recover incentive-based compensation from current or former executive officers in the event of certain financial restatements and require companies to disclose their clawback policies and certain actions under those policies. The NYSE and NASDAQ filed proposed listing standards on February 22, 2023, and these listing standards must then be effective no later November 28, 2023. A listed company must adopt a clawback policy no later than sixty days following the date on which the applicable listing standard becomes effective and must begin to comply with the final rules

disclosure requirements in proxy and information statements and annual reports filed on or after the effective date of the applicable listing standard.

Human Capital Resources

Since its formation, Wintrust has held the objective of aiming to differentiate itself by offering customers a highly-personalized banking experience, through staff that is warm, friendly, and responsive. Wintrust expects each of its employees to embody that original mission by serving as brand ambassadors each day, within each community served by our banks and other business units.

Workforce Overview

As of December 31, 2022, Wintrust employed 5,275 full-time equivalent employees in the U.S. and Canada. 97% of Wintrust's employees are classified as full-time, working greater than 30 hours per week. None of our employees are represented by a collective bargaining agreement and we consider our employee relations to be good.

Talent Recruiting and Retention

At Wintrust we recognize that attracting, motivating and retaining talent at all levels is vital to continuing our success. In 2022, Wintrust filled 1,881 positions, including external hires, internal transfers/promotions, and temporary hires. In 2022, 53% of our new hires self-identified as female and 42% of our new hires self-identified as a racial or ethnic minority. Wintrust promotes an employee referral program, which we believe favorably affects colleague retention and engagement. Turnover for the entire Wintrust enterprise for the year was approximately 25% and voluntary departures accounted for approximately 83% of the total turnover.

Wintrust offers total rewards packages that are designed to attract, motivate and retain a talented and diverse group of employees. In addition to competitive, performance-based compensation plans, we provide employees with comprehensive benefits packages. Wintrust consistently monitors and adapts its total rewards program design to reflect both market changes and employee feedback.

Diversity & Inclusion

Wintrust strives to promote an equitable, diverse and inclusive culture where each employee can be successful, and one that is reflective of the communities we serve. Women currently represent 57% of Wintrust's workforce. In addition, the racially and ethnically diverse representation in Wintrust's workforce is 32%. To further advance diversity and inclusion across Wintrust, we have taken the following steps:

- Continued the "shared responsibility in action" theme by launching 12-month advocate-protégé partnerships which paired select high-potential protégés with senior executive advocates. The protégé cohort includes over 67% women and 35% minority mid-level leaders. The program objective is to accelerate development of leadership opportunities for protégés within one to three years after launching the partnership.
- Launched a fifth Business Resource Group ("BRG") called Women of Wintrust, whose mission is to create an environment of inclusivity where women are empowered and engaged in the workplace. The other BRGs are: Leadership Coalition, Multicultural Professionals Network, Career Navigation and Prism. Over 13% of Wintrust employees have registered as members of one or more BRG.
- Continued the 360° Inclusivity Model, a multicultural marketing framework for addressing the unique needs of an increasingly diverse marketplace by taking inclusive approaches to eradicating financial disparities in the communities we serve, through enhanced products and services.
- Required each of our business units to develop a Diversity & Inclusion Business Unit Action Plan, documenting key goals and effective efforts towards advancing diversity, equity and inclusion internally and externally in a relevant and intentional way. The Business Unit Action Plan is updated annually and reviewed by senior leaders and the Board of Directors.

Learning & Development

We are committed to providing all team members with development opportunities through individual and career development planning. Our employees have access to approximately 450 Banking topics, 160 Professional Skills topics and 440 customized training courses and resources through Wintrust University – our learning portal. In 2022, we maintained an online training catalog containing over 16,000 course offerings for our employees’ personal and professional development and, in 2022, invested more than 189,000 total hours in training by team members.

We routinely identify and recognize talented employees by performing comprehensive reviews of leadership capability, readiness, aspiration and succession planning. To support the development of our internal talent pipeline, we have invested in a number of programs to support the development of future leaders and additional training for senior leaders with strategic accountability. To support the development of future leaders, 152 newly minted leaders attended “The Fundamentals of Wintrust Leadership” program and 15 senior leaders participated in our year-long “Winning at Wintrust” training program focused on strategic accountability.

Annually, Wintrust team members at all levels certify their completion of regulatory training based upon their roles and responsibilities. They also are encouraged to complete a minimum of two professional development activities each year.

Finding New Ways to Work Together

As the COVID-19 pandemic continues to ease, Wintrust has successfully and safely brought most of our team back together on site. The benefits realized by being physically together allow for:

- Strengthening our shared values and culture.
- Enabling real-time coaching and support.
- Creating opportunities for growth and professional development.
- Motivating team members and welcoming new hires.

Recognizing that remote work had been successful, productive and beneficial for many colleagues, we adopted a model to create additional flexibility where roles, business requirements and customer needs are met. Wintrust’s Future of Work model consists of:

- Colleagues who work 100% onsite on a daily basis, based on role, business need, and customer/collaboration impact. This includes nearly all bank branch staff and lending teams, as well as team members in sales, critical bank operations, facilities, security, and other functions.
- Colleagues permitted to work remotely up to 2 days a week, on a hybrid/flex schedule, in jobs that allow flexibility.
- A limited number of colleagues allowed to work 100% remotely, as their roles permit.

We continue to be thoughtful in how we approach scheduling to ensure the safety of our colleagues and customers.

Climate Impact

The Company’s approach in considering its climate impact is currently focused on mitigating the environmental impact of operations, specifically at its various banking locations; assessing other climate-related risks within the Company’s various businesses; and providing support to projects and investments that contribute to climate solutions. In 2022, some of the highlights of this approach included the following:

- The Company continued to monitor the climate impact of its various banking locations, including its corporate campus that consists of three office buildings located in Rosemont, Illinois. In 2022, the energy used at the corporate campus totaled 9,331 MWh compared to 9,713 MWh in 2021. Additionally, green house gas carbon emissions (CO₂e) totaled 4,194 tons in 2022 compared to 4,733 tons in 2021.
- The Company pursued certain renewable energy solutions as well as efficient building standards and technologies, including the installation of new electric vehicle charging stations at the corporate campus.

- Great Lakes Advisors executes investing through its Climate Opportunities Net Zero Portfolio, a portfolio started in 2013. The portfolio includes investments in solutions for green buildings, renewable energy, sustainable agriculture, sustainable water, energy efficiency and pollution prevention. At December 31, 2022, this program managed \$157 million in climate-focused portfolios.

Available Information

The Company's Internet address is www.wintrust.com. The Company makes available at this address, under the "Investor Relations" tab, free of charge, its Annual Report on Form 10-K, its annual reports to shareholders, Quarterly Reports on Form 10-Q, current reports on Form 8-K and amendments to those reports filed or furnished pursuant to Section 13(a) or 15(d) of the Securities Exchange Act of 1934 (the "Exchange Act") as soon as reasonably practicable after such material is electronically filed with, or furnished to, the SEC. These filings are also available on the SEC's website at www.sec.gov.

ITEM 1A. RISK FACTORS

Risk Factors Summary

The summary of risks below provides an overview of the principal risks we are exposed to in the normal course of our business activities. This summary does not contain all of the information provided in the detailed discussion of risks that follows this summary and should be read together with such detailed discussion.

Risks Related to Economic Conditions and Operating Environment

- Includes risks related to climate change and related environmental sustainability matters, deterioration in economic conditions and economic declines in the Chicago metropolitan and southern Wisconsin market areas, since our business is concentrated in these regions, and the COVID-19 pandemic.

Risks Related to Competition and Reputation

- Includes risks related to our ability to compete effectively, damage to our reputation, consumers deciding not to use banks to complete their financial transactions and the impact on us from the soundness of other financial institutions.

Risks Related to Growth and Acquisitions

- Includes risks related to our ability to identify favorable acquisitions or successfully integrate our acquisitions, our participation in FDIC-assisted acquisitions, new lines of business and new products and services and de novo operations that often involve significant expenses and delayed returns.

Legal and Regulatory Risks

- Includes risks related to our ability to meet regulatory capital ratios, changes in the United States' monetary policy, legislative and regulatory actions taken now or in the future regarding the financial services industry, changes in data privacy and cybersecurity laws and regulations, financial reform legislation and increased regulatory rigor around consumer protection mortgage-related issues, federal, state and local consumer lending laws that may restrict our ability to originate certain mortgage loans or increase our risk of liability with respect to such loans, regulatory initiatives regarding bank capital requirements that may require heightened capital, any increase in our FDIC insurance premiums, any non-compliance with the USA PATRIOT Act, BSA or other laws and regulations, claims and legal actions, examinations and challenges by tax authorities, changes in federal and state tax laws and changes in the interpretation of existing laws, changes in accounting policies or accounting standards and changes in U.S. trade policies, including the imposition of tariffs and retaliatory tariffs.

Risks Related to Lending Operations

- Includes risks related to our allowance for credit losses and sufficiency to absorb losses that may occur in our loan portfolio, litigation from the banks' customers or other parties regarding the banks' processing of loans for the SBA Paycheck Protection Program ("PPP") and that the SBA may not fund some or all PPP loan guaranties, the repayment of commercial loans which are largely dependent upon the financial success and economic viability of the borrower, our loan portfolio being secured by real estate, in particular commercial real estate, events impacting collateral consisting of real property, any inaccurate assumptions in our analytical and forecasting models and environmental liability risk associated with lending activities.

Risks Related to Our Niche Businesses

- Includes risks related to our premium finance business, which may involve a higher risk of delinquency or collection than our other lending operations, widespread financial difficulties or credit downgrades among commercial and life insurance providers and exposure to certain risks associated with the securities industry.

Risks Related to Financial Strength and Liquidity

- Includes risks related to changes in prevailing interest rates, our liquidity position, an actual or perceived reduction in our financial strength, our credit rating, capital not being available when it is needed or the cost of that capital being very high, disruption in the financial markets, being a bank holding company and therefore being limited in sources of funds, including to pay dividends, and future discontinuation of the London Interbank Offered Rate (“LIBOR”) and transition to alternate benchmark interest rates.

Risks Related to General Operations

- Includes risks related to our controls and procedures, our operational or security systems or infrastructure, or those of third parties, security risks (including cyber-attacks, information security breaches and other similar incidents and those associated with debit cards and debit card transactions), the failure of vendors, the accuracy and completeness of information we receive about our customers and counterparties to make credit decisions, our ability to attract and retain experienced and qualified personnel, losses incurred in connection with actual or projected repurchases and indemnification payments related to mortgages that we have sold into the secondary market and the occurrence of extraordinary events, such as acts of war, terrorist attacks, natural disasters and public health threats.

Risks Related to Ownership of Our Common Stock

- Anti-takeover provisions could negatively impact our shareholders.

Risk Factors

An investment in our securities is subject to risks inherent to our business. Certain material risks and uncertainties that management believes affect Wintrust are described below. Before making an investment decision, you should carefully consider the risks and uncertainties described below together with all of the other information included or incorporated by reference in this Annual Report on Form 10-K and in our other filings with the SEC. Additional risks and uncertainties that management is not aware of or that management currently deems immaterial may also impair Wintrust’s business operations. This Annual Report on Form 10-K is qualified in its entirety by these risk factors. If any of the following risks actually occur, our business, financial condition and results of operations could be materially and adversely affected. If this were to happen, the value of our securities could decline significantly, and you could lose all or part of your investment.

Risks Related to Economic Conditions and Operating Environment

Deterioration in economic conditions may materially adversely affect the financial services industry and our business, financial condition, results of operations and cash flows.

Our business activities and earnings are affected by general business conditions in the United States and abroad, including factors such as the level and volatility of short-term and long-term interest rates, inflation, home prices, unemployment and underemployment levels, bankruptcies, household income, consumer spending, fluctuations in both debt and equity capital markets, liquidity of the global financial markets, the availability and cost of capital and credit, investor sentiment and confidence in the financial markets, and the strength of the domestic economies in which we operate. The deterioration of any of these conditions can adversely affect our consumer and commercial businesses and securities portfolios, our level of charge-offs and provision for credit losses, our capital levels and liquidity, and our results of operations.

As a lending institution, our business is directly affected by the ability of our borrowers to repay their loans, as well as by the value of collateral, such as real estate, that secures many of our loans. Any economic deterioration from current levels or slowing of current economic activity could lead to an increase in loan charge-offs and negatively affect consumer confidence as well as the level of business activity. Net charge-offs totaled \$20.3 million in 2022 from \$21.5 million in 2021. Our balance of non-performing loans and other real estate owned (“OREO”) was \$100.7 million and \$9.9 million, respectively, at December 31, 2022 compared to \$74.4 million and \$4.3 million, respectively, at December 31, 2021. Deterioration in the economy and real estate markets, higher inflation, rising interest rates or increased unemployment rates, particularly in the markets in which we operate, will likely diminish the ability of our borrowers to repay loans that we have made to them, decrease the value of any collateral securing such loans and may cause increases in delinquencies, problem assets, charge-offs and provision for credit losses, all of which could materially adversely affect our financial condition and results of operations.

Further, the underwriting and credit monitoring policies and procedures that we have adopted may not prevent losses that could have a material adverse effect on our business, financial condition, results of operations and cash flows.

A U.S. government debt default or rating downgrade could have a material adverse impact on our business and financial performance, including a decrease in the value of Treasury bonds and other government securities we hold, which could negatively impact the banks' capital position and ability to meet regulatory requirements. Other negative impacts could include volatile capital markets, an adverse impact on the U.S. economy and the U.S. dollar, as well as increased default rates among borrowers in light of increased economic uncertainty. Some of these impacts might occur even in the absence of an actual default by or rating downgrade of the U.S. government but as a consequence of the uncertainty caused by extended political negotiations around the threat of such a default or rating downgrade and a U.S. government shutdown.

Since our business is concentrated in the Chicago metropolitan and southern Wisconsin market areas, economic declines in the economy of this region could adversely affect our business.

Except for our premium finance business and certain other niche businesses, our success depends primarily on the general economic conditions of the specific local markets in which we operate. Unlike larger national or other regional banks that are more geographically diversified, we provide banking and financial services to customers primarily in the Chicago metropolitan and southern Wisconsin market areas. The local economic conditions in these areas significantly impact the demand for our products and services as well as the ability of our customers to repay loans, the value of the collateral securing loans and the stability of our deposit funding sources.

In addition, the State of Illinois has experienced significant financial difficulty in recent years. To the extent that these issues impact the economic vitality of the state and the businesses operating in Illinois, businesses may be encouraged to leave the state or new employers may be discouraged to start or move businesses to Illinois, which could have a material adverse effect on our financial condition and results of operations.

Climate change manifesting as transition, physical or other risks could adversely affect our operations, businesses, customers, reputation and financial condition.

There is an increasing concern over the risks of climate change and related environmental sustainability matters. The physical risks of climate change include discrete events, such as flooding, hurricanes, tornadoes and wildfires, and longer-term shifts in climate patterns, such as extreme heat, sea level rise, and more frequent and prolonged drought. Such events could disrupt our operations or those of our customers or third parties on which we rely, including through direct damage to assets and indirect impacts from supply chain disruption and market volatility. Additionally, transitioning to a low-carbon economy will entail extensive policy, legal, technology and market initiatives. Transition risks, including changes in consumer preferences, additional regulatory requirements or taxes and additional counterparty or customer requirements, could increase our expenses, undermine our strategies and impact our financial condition. In addition, our reputation and client relationships may be damaged as a result of our practices related to climate change, including our involvement, or our clients' involvement, in certain industries or projects associated with causing or exacerbating climate change, as well as any decisions we make to continue to conduct or change our activities in response to considerations relating to climate change. As climate risk is interconnected with all key risk types, we have begun to develop and continue to enhance processes, to embed climate risk considerations into our risk management strategies established for risks such as market, credit and operational risks; however, because the timing and severity of climate change may not be predictable, our risk management strategies may not be effective in mitigating climate risk exposure.

The effects of COVID-19 have adversely impacted our operations and financial performance and could have similar adverse impacts in future periods.

Although the U.S. and global economies have begun to recover from the COVID-19 pandemic, as many health and safety restrictions have been lifted and vaccine distribution has increased, certain adverse consequences of the pandemic, including labor shortages, disruptions of global supply chains and inflationary pressures, continue to impact the macroeconomic environment and could adversely affect our business.

The effects of the pandemic initially resulted in an increase in our allowance for loan losses. A resurgence of pandemic conditions could cause us to recognize heightened credit losses in our loan portfolio and additional increases in our allowance for loan losses, as well as additional draws on lines of credit, downward pressure on deposits, and increased loan delinquencies. In addition, a resurgence of pandemic conditions could also result in impairment to the value of collateral securing our loans, especially commercial and residential real estate loans, and a larger amount of delinquent mortgage loans.

Many of our employees continue to work remotely on at least a hybrid basis, which may create increased costs of operations or other operational difficulties, including increased cybersecurity risk. We may also experience additional operational risk due to difficulties experienced by our vendors. The effects of the pandemic and measures taken in response may subject us to increased risk of litigation and governmental and regulatory scrutiny.

Risks Related to Competition and Reputation

The financial services industry is very competitive, and if we are not able to compete effectively, we may lose market share and our business could suffer.

We face competition in attracting and retaining deposits, making loans, and providing other financial services (including wealth management services) throughout our market area. Our competitors include national, regional and other community banks, and a wide range of other financial institutions such as credit unions, government-sponsored enterprises, mutual fund companies, insurance companies, factoring companies and other non-bank financial companies such as marketplace lenders and other financial technology companies. Many of these competitors have substantially greater resources and market presence or more advanced technology than Wintrust and, as a result of their size, may be able to offer a broader range of products and services, better pricing for those products and services, or newer technologies to deliver those products and services than we can. Several of our local competitors have experienced improvements in their financial condition over the past few years and are better positioned to compete for loans, acquisitions and personnel. The financial services industry could become even more competitive as a result of legislative, regulatory and technological changes and continued consolidation. For example, the Economic Growth Act and its implementing regulations significantly reduce the regulatory burden of certain large BHCs and raise the asset thresholds at which more onerous requirements apply, which could cause certain large BHCs to become more competitive or to more aggressively pursue expansion. Also, technology has lowered barriers to entry and made it possible for non-banks to offer products and services traditionally provided by banks, such as mobile payment and other automatic transfer and payment systems, and for banks that do not have a physical presence in our markets to compete for deposits. The absence of regulatory requirements may give non-bank financial companies a competitive advantage over Wintrust.

Our ability to compete successfully depends on a number of factors, including, among other things:

- the ability to develop, maintain and build upon long-term customer relationships based on top quality service and high ethical standards;
- the scope, relevance and pricing of products and services offered to meet customer needs and demands;
- the ability to expand our market position;
- the ability to uphold our reputation in the marketplace;
- the rate at which we introduce new products and services relative to our competitors;
- customer satisfaction with our level of service; and
- industry and general economic trends.

If we are unable to compete effectively, our market share and income from deposits, loans and other products may be reduced. This could adversely affect our profitability and have a material adverse effect on our business, financial condition and results of operations.

Damage to our reputation may harm our business.

Maintaining trust in the Company is critical to our ability to attract and maintain customers, investors and employees. If our reputation is damaged, our business could be significantly harmed. Harm to our reputation could arise from numerous sources, including, among others, employee misconduct, security breaches, compliance failures, litigation or regulatory outcomes or governmental investigations. Our reputation could also be harmed by the failure or perceived failure of an affiliate or a vendor or other third party with which we do business, to comply with laws or regulations. In addition, our reputation or prospects could be significantly damaged by adverse publicity or negative information regarding the Company, whether or not true, that may be posted on social media, non-mainstream news services or other parts of the internet, and this risk can be magnified by the speed and pervasiveness with which information is disseminated through those channels.

Actions by the financial services industry generally or by certain members of or individuals in the industry can also affect our reputation. For example, the role played by financial services firms during and after the financial crisis, including concerns that consumers have been treated unfairly by financial institutions or that a financial institution had acted inappropriately with respect to the methods employed in offering products to customers, have damaged the reputation of the industry as a whole.

In addition, increased focus on environmental, social and governance (“ESG”) issues, including without limitation the impact of climate change, could damage our reputation or prospects if customers, prospective customers, investors or third parties assigning ESG ratings to the Company are of the opinion that the Company’s practices, including without limitation our lending practices, are not sufficiently robust from an ESG perspective.

Should any of these or other events or factors that can undermine our reputation occur, there is no assurance that the additional costs and expenses that we may need to incur to address the issues giving rise to the damage to our reputation would not adversely affect our earnings and results of operations, or that damage to our reputation will not impair our ability to retain our existing customers and employees or attract new customers and employees. Harm to our reputation or the reputation of our industry may also result in greater regulatory or legislative scrutiny, which may lead to changes in laws or regulations that could constrain our business or operations. Events that result in damage to our reputation may also increase our litigation risk.

Consumers may decide not to use banks to complete their financial transactions, which could adversely affect our business and results of operations.

Technology and other changes are allowing parties to complete financial transactions that historically have involved banks through alternative methods. For example, consumers can now maintain funds that would have historically been held as bank deposits in brokerage accounts or mutual funds. Consumers can also complete transactions such as paying bills and transferring funds directly without the assistance of banks. The process of eliminating banks as intermediaries could result in the loss of fee income, as well as the loss of customer deposits and the related income generated from those deposits. The loss of these revenue streams and the lower cost deposits as a source of funds could have a material adverse effect on our business, financial condition and results of operations.

We may be adversely impacted by the soundness of other financial institutions.

Financial services institutions are interrelated as a result of trading, clearing, counterparty or other relationships. We have exposure to many different industries and counterparties and routinely execute transactions with counterparties in the financial services industry, including the Federal Home Loan Bank (“FHLB”), commercial banks, brokers and dealers, investment banks and other institutional clients. Many of these transactions expose us to credit risk as well as market and liquidity risk in the event of a default by a counterparty or client. In addition, our credit risk may be exacerbated when collateral held by us cannot be realized or is liquidated at prices not sufficient to recover the full amount due to us. Any such losses could have material adverse effect on our business, financial condition and results of operations.

Risks Related to Growth and Acquisitions

If we are unable to continue to identify favorable acquisitions or successfully integrate our acquisitions, our growth may be limited and our results of operations could suffer.

In the past, we have completed numerous acquisitions of banks, other financial service related companies and financial service related assets, including acquisitions of troubled financial institutions, as more fully described below. We expect to continue to make such acquisitions in the future. Wintrust seeks merger or acquisition partners that are culturally similar, have experienced management, possess either significant market presence or have potential for improved profitability through financial management, economies of scale or expanded services. Failure to successfully identify and complete acquisitions may result in Wintrust achieving slower growth.

The Economic Growth Act could result in increased competition for merger or acquisition partners, potentially resulting in higher acquisition prices or an inability to complete desired acquisitions. In addition, the standards by which bank and financial institution acquisitions will be evaluated are currently in flux and some banking organizations are experiencing delays in the processing of applications. In July 2021, President Biden issued an executive order on competition that requires the banking agencies to review the standards for bank mergers and the Department of Justice (“DOJ”) has announced that it is reviewing its bank merger guidelines. It is expected that these reviews will tighten the standards for bank mergers and may change how the financial stability factor is evaluated. In addition, some members of Congress have called for a moratorium of any bank merger and acquisition of greater than \$100 billion in assets. While the Company is still much smaller in asset size than \$100 billion, we cannot exclude the possibility that we may be subject to higher antitrust standards, enhanced scrutiny under the financial stability risk factor, or have a potential acquisition denied.

Acquiring other banks, businesses or branches involves various risks commonly associated with acquisitions, including, among other things:

- (1) potential exposure to unknown or contingent liabilities or asset quality issues of the target company;
- (2) failure to adequately estimate the level of loan losses at the target company;
- (3) difficulty and expense of integrating the operations and personnel of the target company;
- (4) potential disruption to our business, including diversion of our management’s time and attention;

- (5) the possible loss of key employees and customers of the target company;
- (6) difficulty in estimating the value of the target company; and
- (7) potential changes in banking or tax laws or regulations that may affect the target company.

Acquisitions typically involve the payment of a premium over book and market values, and, therefore, some dilution of Wintrust's tangible book value and net income per common share may occur as a result of any future acquisitions. In addition, certain acquisitions may expose us to additional regulatory risks, including from foreign governments. Our ability to comply with any such regulations will impact the success of any such acquisitions. Furthermore, failure to realize the expected revenue increases, cost savings, increases in geographic or product presence, and/or other projected benefits from an acquisition could have a material adverse effect on our financial condition and results of operations.

New lines of business and new products and services are essential to our ability to compete but may subject us to additional risks.

We continually implement new lines of business and offer new products and services within existing lines of business to offer our customers a competitive array of products and services. The financial services industry is continually undergoing rapid technological change with frequent introductions of new technology-driven products and services, such as the rapid adoption of mobile payment platforms. The effective use of technology can increase efficiency and enable financial institutions to better serve customers and to reduce costs. However, some new technologies needed to compete effectively result in incremental operating costs. Our future success depends, in part, upon our ability to address the needs of our customers by using technology to provide products and services that will satisfy customer demands, as well as to create additional efficiencies in operations. Many of our competitors, because of their larger size and available capital, have substantially greater resources to invest in technological improvements. We may not be able to effectively implement new technology-driven products and services or be successful in marketing these products and services to our customers. Failure to successfully keep pace with technological change affecting the financial services industry could cause a loss of customers and have a material adverse effect on our business.

At the same time, there can be substantial risks and uncertainties associated with these efforts, particularly in instances where the markets for such services are still developing. In developing and marketing new lines of business and/or new products or services, we may invest significant time and resources. Initial timetables for the introduction and development of new lines of business and/or new products or services may not be achieved, and price and profitability targets may not prove feasible. External factors, such as compliance with regulations, competitive alternatives, and shifting market preferences, may also impact the successful implementation of a new line of business or a new product or service. Furthermore, any new line of business and/or new product or service could have a significant impact on the effectiveness of our system of internal controls. Failure to successfully manage these risks in the development and implementation of new lines of business or new products or services could have a material adverse effect on our business, financial condition, and results of operations.

De novo operations often involve significant expenses and delayed returns and may negatively impact Wintrust's profitability.

Our financial results have been and will continue to be impacted by our strategy of branch openings and de novo bank formations. We expect to increase the opening of additional branches and may, under certain circumstances, resume de novo bank formations. It may take longer than expected or more than the amount of time Wintrust has historically experienced for new banks and/or banking facilities to reach profitability, and there can be no guarantee that these branches or banks will ever be profitable. Moreover, the FDIC's enhanced supervisory period for de novo banks of three years, including higher capital requirements during this period, could also delay a new bank's ability to contribute to the Company's earnings and impact the Company's willingness to expand through de novo bank formation. To the extent we undertake additional de novo bank, branch and business formations, our level of reported net income, return on average equity and return on average assets will be impacted by startup costs associated with such operations, and it is likely to continue to experience the effects of higher expenses relative to operating income from the new operations. These expenses may be higher than we expected or than our experience has shown, which could have a material adverse effect on our business, financial condition and results of operations.

Legal and Regulatory Risks

If we fail to meet our regulatory capital ratios, we may be forced to raise capital or sell assets.

As a banking institution, we are subject to regulations that require us to maintain certain capital ratios, such as the ratio of our Tier 1 capital to our risk-based assets, and in recent years these regulatory and market expectations have increased substantially. If our regulatory capital ratios decline, as a result of decreases in the value of our loan portfolio or otherwise, we may be required to improve such ratios by either raising additional capital or by disposing of assets. If we choose to dispose of assets, we cannot be certain that we will be able to do so at prices that we believe to be appropriate, and our future operating results could be negatively affected. If we choose to raise additional capital, we may accomplish this by selling additional shares of common stock, or securities convertible into or exchangeable for common stock, which could significantly dilute the ownership percentage of holders of our common stock and cause the market price of our common stock to decline. Additionally, events or circumstances in the capital markets generally may increase our capital costs and impair our ability to raise capital at any given time.

Changes in the United States' monetary policy may restrict our ability to conduct our business in a profitable manner.

Our ability to profitably operate is dependent, in part, upon federal fiscal policies that cannot be predicted. We are particularly affected by the monetary policies of the Federal Reserve, which influence money supply in the United States. Any change in the United States' monetary policy, or worsening federal budgetary pressures, could affect our access to capital. Additionally, any trend toward inflation, economic decline, destabilizing of financial markets, or other factors beyond our control may significantly affect consumer demand for our products and consumers' ability to repay loans, reducing our results of operations. The Federal Reserve raised interest rates significantly and began shrinking its assets during 2022 in response to persistently high inflation measures that were well above the Federal Reserve's two percent target. The Federal Reserve has signaled that it will likely further increase interest rates in the near term. Sustained higher interest rates and continued Federal Reserve asset reductions may adversely affect market stability, market liquidity, and our financial performance and condition. We cannot predict the nature or timing of future changes in monetary policies, or the precise effects that future changes in monetary policies may have on our activities and financial results.

Legislative and regulatory actions taken now or in the future regarding the financial services industry may significantly increase our costs or limit our ability to conduct our business in a profitable manner.

We are subject to extensive federal and state regulation and supervision. The cost of compliance with such laws and regulations can be substantial and adversely affect our ability to operate profitably. While we are unable to predict the scope or impact of any potential legislation or regulatory action until it becomes final, it is possible that changes in applicable laws, regulations or interpretations thereof could significantly increase our regulatory compliance costs, impede the efficiency of our internal business processes, negatively impact the recoverability of certain of our recorded assets, require us to increase our regulatory capital, interfere with our executive compensation plans, or limit our ability to pursue business opportunities in an efficient manner including our plan for de novo growth and growth through acquisitions.

Both the scope of the laws and regulations and the intensity of the supervision to which our business is subject have increased in recent years, in response to the financial crisis as well as other factors such as technological and market changes.

Regulatory enforcement and fines have also increased across the banking and financial services sector. Many of these changes have occurred as a result of the Dodd-Frank Act and its implementing regulations, most of which are now in place. We expect that our business will remain subject to extensive regulation and supervision.

In addition, we expect that the Biden Administration will continue to seek to implement a regulatory reform agenda that is significantly different than that of the Trump Administration. This reform agenda could include a heightened focus on the regulation of loan portfolios and credit concentrations to borrowers impacted by climate change, heightened scrutiny on BSA and AML requirements, topics related to social equity, executive compensation, and increased capital and liquidity, as well as limits on share buybacks and dividends. In addition, mergers and acquisitions could be dampened by increased antitrust scrutiny. We also expect reform proposals for the short-term wholesale markets. At this time, we are unable to assess which, if any of these policies, would be implemented and what their impact on the Company's business, financial condition or results of operations would be.

We are subject to complex and evolving laws, regulations, rules, standards and contractual obligations regarding data privacy and cybersecurity, which could increase the cost of doing business, compliance risks and potential liability.

We are subject to complex and evolving laws, regulations, rules, standards and contractual obligations regarding data privacy and cybersecurity, including in relation to the personal information of customers, employees or others, and any failure to comply with these laws, regulations, rules, standards and contractual obligations could expose us to liability and/or reputational damage. As data privacy and cybersecurity risks for banking organizations and the broader financial system have significantly increased in recent years, data privacy and cybersecurity issues have become the subject of increasing legislative and regulatory focus. As new data privacy and cybersecurity-related laws, regulations, rules and standards are implemented, the time and resources needed for us to comply with such laws, regulations, rules and standards as well as our potential liability for non-compliance and reporting obligations in the case of cyber-attacks, information security breaches or other similar incidents, may significantly increase. Compliance with these laws, regulations, rules and standards may require us to change our policies, procedures and technology, which could, among other things, make us more vulnerable to operational failures and to monetary penalties for breach of such laws, regulations, rules and standards.

In addition to various data privacy and cybersecurity laws and regulations already in place, U.S. states are increasingly adopting laws and regulations imposing comprehensive data privacy and cybersecurity obligations, which may be more stringent, broader in scope, or offer greater individual rights, with respect to personal information than federal or other state laws and regulations, and such laws and regulations may differ from each other, which may complicate compliance efforts and increase compliance costs. Certain aspects of federal and state laws and regulations relating to data privacy and cybersecurity, as well as their enforcement, remain unclear, and we may be required to modify our practices in an effort to comply with them.

Further, while we strive to publish and prominently display privacy policies that are accurate, comprehensive, and compliant with applicable laws, regulations, rules and industry standards, we cannot ensure that our privacy policies and other statements regarding our practices will be sufficient to protect us from claims, proceedings, liability or adverse publicity relating to data privacy or cybersecurity. Although we endeavor to comply with our privacy policies, we may at times fail to do so or be alleged to have failed to do so. The publication of our privacy policies and other documentation that provide promises and assurances about data privacy and cybersecurity can subject us to potential federal or state action if they are found to be deceptive, unfair, or misrepresentative of our actual practices. Additional risks could arise in connection with any failure or perceived failure by us, our service providers or other third parties with which we do business to provide adequate disclosure or transparency to our customers about the personal information collected from them and its use, to receive, document or honor the privacy preferences expressed by our customers, to protect personal information from unauthorized disclosure, or to maintain proper training on privacy practices for all employees or third parties who have access to personal information in our possession or control.

Any failure or perceived failure by us to comply with our privacy policies, or applicable data privacy and cybersecurity laws, regulations, rules, standards or contractual obligations, or any compromise of security that results in unauthorized access to, or unauthorized loss, destruction, use, modification, acquisition, disclosure, release or transfer of personal information, may result in requirements to modify or cease certain operations or practices, the expenditure of substantial costs, time and other resources, proceedings or actions against us, legal liability, governmental investigations, enforcement actions, claims, fines, judgments, awards, penalties, sanctions and costly litigation (including class actions). Any of the foregoing could harm our reputation, distract our management and technical personnel, increase our costs of doing business, adversely affect the demand for our products and services, and ultimately result in the imposition of liability, any of which could have a material adverse effect on our business, financial condition and results of operations. For more information regarding data privacy and cybersecurity laws and regulations, see “Protection of Client Information” under Supervision and Regulation in Item 1.

Financial reform legislation and increased regulatory rigor around consumer protection and mortgage-related issues may reduce our ability to market our products to consumers and may limit our ability to profitably operate our mortgage business.

The CFPB has broad rulemaking authority over a wide range of federal consumer protection laws applicable to the business of our subsidiary banks and some other operating subsidiaries, including the authority to prohibit “unfair, deceptive or abusive” acts and practices, but examination and supervision of our subsidiary banks is carried out by the primary federal banking agency and, where applicable, state banking agencies. Consumer protection is an area of significantly heightened regulatory focus, and the CFPB has promulgated a number of specific regulatory requirements and regulatory guidance in this area. These actions have increased and may further increase the costs of doing business for all market participants, including our subsidiaries.

In particular, the mortgage-related rules issued by the CFPB have materially restructured the origination, servicing and securitization of residential mortgages in the United States. These rules have impacted, and will continue to impact, the business practices of mortgage lenders, including the Company. For example, in order to ensure compliance with mortgage-related rules issued by the CFPB, the Company consolidated its consumer mortgage loan origination and loan servicing operations within Wintrust Mortgage.

The CFPB and federal and state banking agencies also closely examine the mortgage and mortgage servicing activities of depository financial institutions. Should these or other agencies have serious concerns with respect to our operations in this regard, the effect of such concerns could have a material adverse effect on our profits.

Federal, state and local consumer lending laws may restrict our ability to originate certain mortgage loans or increase our risk of liability with respect to such loans and could increase our cost of doing business.

Federal, state and local laws have been adopted that are intended to eliminate certain lending practices considered “predatory.” These laws prohibit practices such as steering borrowers away from more affordable products, selling unnecessary insurance to borrowers, repeatedly refinancing loans and making loans without a reasonable expectation that the borrowers will be able to repay the loans irrespective of the value of the underlying property. The CFPB has promulgated many mortgage-related rules since it was established under the Dodd-Frank Act, including rules relating to the ability to repay loans and relating to qualified mortgage standards. Most of these mortgage-related rules have been adopted, although portions of certain of these rules have not yet become effective. In addition, several proposed revisions to mortgage-related rules are pending finalization. We may find it necessary to tighten our mortgage loan underwriting standards in response to the CFPB rules, which may constrain our ability to make loans consistent with our business strategies. It is our policy not to make predatory loans and to determine borrowers' ability to repay, but the law and related rules create the potential for increased liability with respect to our lending and loan investment activities. They increase our cost of doing business and, ultimately, may prevent us from making certain loans and cause us to reduce the average percentage rate or the points and fees on loans that we do make. In addition, regulation related to redlining, fair lending, CRA compliance and BSA compliance create significant burdens which necessitate increased costs. Any failure to comply with any of these regulations could have a significant impact on our ability to operate, our ability to acquire or open new banks and/or result in meaningful fines.

Regulatory initiatives regarding bank capital requirements may require heightened capital.

The U.S. Basel III Rule, as well as other aspects of current or proposed regulatory or legislative changes to laws applicable to banking organizations, have increased our compliance costs, impacted the profitability of our business activities and may change certain of our business practices, including the ability to offer new products, obtain financing, attract deposits, make loans, and achieve satisfactory interest spreads, and could expose us to additional costs, including increased compliance costs. These changes also may require us to invest significant management attention and resources to make any necessary changes to operations in order to comply, and could therefore also materially and adversely affect our business, financial condition and results of operations.

Our ability to engage in capital distributions, including paying dividends or repurchasing stock, may be restricted if we do not maintain the required Capital Conservation Buffer. In addition, we anticipate that our pro forma capital ratios will be an important factor considered by the Federal Reserve in evaluating whether proposed payments of dividends or stock repurchases are consistent with its prudential expectations. For more information regarding capital requirements, see “Capital Requirements of the Company and Subsidiary Banks” under Supervision and Regulation in Item 1.

Our FDIC insurance premiums may increase, which could negatively impact our results of operations.

Insured institution failures leading up to and following the financial crisis, as well as deterioration in banking and economic conditions, significantly increased FDIC loss provisions, resulting in a decline of its deposit insurance fund to historical lows at the peak of the crisis. In response, the Dodd-Frank Act and FDIC regulations changed the assessment base for federal deposit insurance from the amount of insured deposits to average total consolidated assets less average tangible capital, eliminated the maximum size of the DIF, eliminated the requirement that the FDIC pay dividends to depository institutions when the reserve ratio exceeds certain thresholds, and increased the minimum reserve ratio of the DIF from 1.15% to 1.35%. These developments also caused our FDIC insurance premiums to increase. There is a risk that the banks' deposit insurance premiums will increase in the future if failures of insured depository institutions once again deplete the DIF. Any such increase may negatively impact our financial condition and results of operations. For more information regarding the most recent increase to the banks' deposit insurance premiums, see “Insurance of Deposit Accounts” under Supervision and Regulation in Item 1.

Non-compliance with the USA PATRIOT Act, BSA or other laws and regulations could result in fines or sanctions.

The USA PATRIOT Act and the BSA require financial institutions to develop programs to prevent financial institutions from being used for money laundering or the funding of terrorist activities. If such activities are detected, financial institutions are obligated to file suspicious activity reports with FinCEN. The BSA and its implementing regulations require covered financial institutions to establish procedures for identifying and verifying the identity of customers seeking to open new accounts. Failure to comply with the BSA and its implementing regulations could result in fines or sanctions. An increasing number of banking institutions have received large fines for non-compliance with the BSA and its implementing regulations. Although we have developed policies and procedures designed to assist in compliance with these laws and regulations, no assurance can be given that these policies and procedures will be effective in preventing violations of these laws and regulations.

We are subject to claims and legal actions that could negatively affect our results of operations or financial condition.

Periodically, as a result of our normal course of business, we are involved in claims and related litigation from our customers, employees or other parties. These claims and legal actions, whether meritorious or not, as well as reviews, investigations and proceedings by governmental and self-regulatory agencies could involve large monetary claims and significant legal expense. In addition, such actions may negatively impact our reputation in the marketplace and lessen customer demand. If such claims and legal actions are not decided in Wintrust's favor, our results of operations and financial condition could be adversely impacted.

We are subject to examinations and challenges by tax authorities that may impact our financial results.

In the normal course of business, we, as well as our subsidiaries, are routinely subject to examinations from federal and state tax authorities regarding the amount of taxes due in connection with investments we have made and the businesses in which we have engaged. Recently, federal and state tax authorities have become increasingly aggressive in challenging tax positions taken by financial institutions. These tax positions may relate to among other things tax compliance, sales and use, franchise, gross receipts, payroll, property and income tax issues, including tax base, apportionment and tax credit planning. The challenges made by tax authorities may result in adjustments to the timing or amount of taxable income or deductions or the allocation of income among tax jurisdictions. If any such challenges are made and are not resolved in our favor, they could have a material adverse effect on our financial condition and results of operations.

Changes in federal and state tax laws and changes in interpretation of existing laws can impact our financial results.

The federal government enacted the Tax Cuts and Jobs Act (the "Tax Act") on December 22, 2017, and given the changing economic and political environment and ongoing budgetary pressures, the enactment of further new federal or state tax legislation may occur. The enactment of such legislation, or changes in the interpretation of existing law, including provisions impacting tax rates, apportionment, consolidation or combination, income, expenses, credits and exemptions may have a material adverse effect on our business, financial condition and results of operations.

Changes in accounting policies or accounting standards could materially adversely affect how we report our financial results and financial condition.

Our accounting policies are fundamental to understanding our financial results and financial condition. Some of these policies require use of estimates and assumptions that affect the value of our assets or liabilities and financial results. Some of our accounting policies are critical because they require management to make difficult, subjective and complex judgments about matters that are inherently uncertain and because it is likely that materially different amounts would be reported under different conditions or using different assumptions. If such estimates or assumptions underlying our financial statements are incorrect, we may experience material losses. From time to time, the FASB and the SEC change the financial accounting and reporting standards that govern the preparation of our financial statements. These changes, such as the CECL standard adopted on January 1, 2020, can be hard to predict and could materially impact how we record and report our financial condition and results of operations. In some cases, we could be required to apply a new or revised standard retroactively, resulting in the restatement of prior period financial statements.

Changes in U.S. trade policies, including the imposition of tariffs and retaliatory tariffs, may adversely impact our business, financial condition and results of operations.

There continues to be discussion and dialogue in the U.S. government regarding potential changes to U.S. trade policies, legislation, treaties and tariffs, including trade policies and tariffs affecting other countries, including China, the European Union, Canada and Mexico and retaliatory tariffs by such countries. Tariffs and retaliatory tariffs have been imposed, and additional tariffs and retaliatory tariffs have been proposed. Such tariffs, retaliatory tariffs or other trade restrictions on products and materials that our customers import or export could cause the prices of our customers' products to increase, which could reduce demand for such products, or reduce our customers' margins, and adversely impact their revenues, financial results and ability to service debt. This in turn, could adversely affect our financial condition and results of operations. In addition, to the extent changes in the political environment have a negative impact on us or on the markets in which we operate our business, results of operations and financial condition could be materially and adversely impacted. It remains unclear what the U.S. government or foreign governments will or will not do with respect to tariffs already imposed, additional tariffs that may be imposed, or international trade agreements and policies. It is also unclear what changes, if any, to U.S. trade policy will be made by the Biden Administration and Congress.

On October 1, 2018, the United States, Canada and Mexico agreed to a new trade deal, the United States-Mexico-Canada Agreement ("USMCA") to replace the North American Free Trade Agreement. On January 29, 2020, then-President Trump signed the USMCA into law. The full impact of the USMCA on us, our customers and on the economic conditions in the markets in which we operate is currently unknown. Changes to the terms upon which the United States, Mexico and Canada trade could negatively affect our customers or the U.S. economy or certain sectors thereof and, thus, adversely impact our business, financial condition and results of operations.

Risks Related to Lending Operations

If our allowance for credit losses is not sufficient to absorb losses that may occur in our loan portfolio, our financial condition and liquidity could suffer.

We maintain an allowance for credit losses that is intended to absorb expected lifetime credit losses related to our loan portfolio, off-balance sheet credit exposures and held-to-maturity debt securities portfolio. At each balance sheet date, our management determines the amount of the allowance for credit losses based on our estimate of expected credit losses over the life of the related asset with consideration of historical credit losses, current economic conditions and reasonable and supportable forecasts.

Because our allowance for credit losses represents an estimate of lifetime losses, there is no certainty that it will be adequate over time to cover credit losses in the portfolios, particularly if there are changes in expectations of general economic or market conditions, or events that adversely affect specific customers. In 2022, we charged off \$20.3 million in loans (net of recoveries) and increased our allowance for credit losses from \$299.7 million at December 31, 2021 to \$357.9 million at December 31, 2022. Our allowance for loan and unfunded lending-related commitment losses represented 0.91% and 0.86% of total loans outstanding at December 31, 2022 and 2021, respectively.

Although we believe our allowance for credit losses is adequate to absorb estimated credit losses in our loan portfolio, if our estimates are inaccurate and our actual credit losses exceed the amount that is anticipated, or if the forecasts and assumptions used in calculating our reserves are significantly different from those we actually experience, our financial condition and liquidity could be materially adversely affected.

For more information regarding our allowance for loan losses, see "Loan Portfolio and Asset Quality" under Management's Discussion and Analysis of Financial Condition and Results of Operations in Item 7.

As a participating lender in the SBA Paycheck Protection Program ("PPP"), the Company and its banks are subject to additional risks of litigation from the banks' customers or other parties regarding the banks' processing of loans for the PPP and risks that the SBA may not fund some or all PPP loan guaranties.

From April 3, 2020 through the end of the program in the second quarter of 2021, we originated over 19,400 PPP loans with a carrying balance totaling approximately \$4.8 billion. As of December 31, 2022, the carrying balance of such loans was reduced to approximately \$28.9 million primarily resulting from forgiveness by the SBA. The PPP program expired on May 31, 2021.

Any financial liability, litigation costs or reputational damage caused by PPP related litigation could have a material adverse impact on our business, financial condition and results of operations. Additionally, participating banks also have credit risk with respect to PPP loans if a determination is made by the SBA that there is a deficiency in the manner in which the loan was originated, funded, or serviced by the banks, such as an issue with the eligibility of a borrower to receive a PPP loan, which may or may not be related to the ambiguity in the laws, rules and guidance regarding the operation of the PPP. In the event of a loss resulting from a default on a PPP loan and a determination by the SBA that there was a deficiency in the manner in which a PPP loan was originated, funded, or serviced by the Company, the SBA may deny its liability under the guaranty, reduce the amount of the guaranty, or, if it has already paid under the guaranty, seek recovery of any loss related to the deficiency from the Company.

A significant portion of our loan portfolio is comprised of commercial loans, the repayment of which is largely dependent upon the financial success and economic viability of the borrower.

The repayment of our commercial loans is dependent upon the financial success and viability of the borrower. If the economy weakens for a prolonged period or experiences deterioration or if the industry or market in which the borrower operates weakens, our borrowers may experience depressed or dramatic and sudden decreases in revenues that could hinder their ability to repay their loans. Excluding PPP loans that include a guarantee from the SBA, our commercial loan portfolio totaled \$12.5 billion or 32% of our total loan portfolio, at December 31, 2022, compared to \$11.3 billion, or 33% of our total loan portfolio, at December 31, 2021.

Commercial loans are secured by different types of collateral related to the underlying business, such as accounts receivable, inventory and equipment. Should a commercial loan require us to foreclose on the underlying collateral, the unique nature of the collateral may make it more difficult and costly to liquidate, thereby increasing the risk to us of not recovering the principal amount of the loan. Accordingly, our business, results of operations and financial condition may be materially adversely affected by defaults in this portfolio.

A substantial portion of our loan portfolio is secured by real estate, in particular commercial real estate. Deterioration in the real estate markets could lead to additional losses, which could have a material adverse effect on our financial condition and results of operations.

As of both December 31, 2022 and 2021, approximately 34% and 34%, respectively, of our total loan portfolio was secured by real estate, the majority of which is commercial real estate. The commercial and residential real estate markets continue to experience a variety of difficulties, including the Chicago metropolitan area and southern Wisconsin, in which a majority of our real estate loans are concentrated. Increases in commercial and consumer delinquency levels or declines in real estate market values would require increased net charge-offs and increases in the allowance for loan and lease losses, which could have a material adverse effect on our business, financial condition and results of operations.

Events impacting collateral consisting of real property could lead to additional losses which could have a material adverse effect on our financial condition and results of operations.

Many of the loans in our portfolio are secured by real estate located in the Chicago metropolitan area. Any declines in economic conditions, including inflation, recession, unemployment, changes in securities markets or other factors impacting these local markets could, in turn, have a material adverse effect on our financial condition and results of operations. Deterioration in the real estate markets where collateral for our mortgage loans is located could adversely affect the borrower's ability to repay the loan and the value of the collateral securing the loan, and in turn the value of our assets. In addition, any natural disasters or severe weather events have the potential to damage our real estate collateral. Climate change could have an impact on longer-term natural weather trends and increase the occurrence and severity of such adverse weather events.

Any inaccurate assumptions in our analytical and forecasting models could cause us to miscalculate our projected revenue, capital, liquidity or losses, which could adversely affect our financial condition.

We use analytical and forecasting models to estimate the effects of economic conditions on our loan portfolio and probable loan performance. Those models reflect certain assumptions about market forces, including interest rates and consumer behavior that may be incorrect. If our analytical and forecasting models' underlying assumptions are incorrect, improperly applied, or otherwise inadequate, we may suffer deleterious effects such as higher than expected loan losses, lower than expected net interest income, lower than expected liquidity, lower than expected capital or unanticipated charge-offs, any of which could have a material adverse effect on our business, financial condition and results of operations.

We are subject to environmental liability risk associated with lending activities.

A significant portion of the Company's loan portfolio is secured by real property. In the ordinary course of business, the Company may foreclose on and take title to properties securing certain loans. In doing so, there is a risk that hazardous or toxic substances could be found on these properties. If hazardous or toxic substances are found, the Company may be liable for remediation costs, as well as for personal injury and property damage. In addition, we own and operate a number of properties that may be subject to similar environmental liability risks.

Environmental laws may require the Company to incur substantial expenses and could materially reduce the affected property's value or limit the Company's ability to use or sell the affected property. The costs associated with investigation and remediation activities could be substantial. In addition, if we are the owner or former owner of a contaminated site, we may be subject to common law claims by third parties based on damages and costs resulting from environmental contamination emanating from the property. Although the Company has policies and procedures to perform an environmental review before initiating any foreclosure action on real property, these reviews may not be sufficient to detect all potential environmental hazards. The remediation costs and any other financial liabilities associated with an environmental hazard could have a material adverse effect on the Company's business, financial condition and results of operations.

Risks Related to Our Niche Businesses

Our premium finance business may involve a higher risk of delinquency or collection than our other lending operations, and could expose us to losses.

We provide financing for the payment of property and casualty insurance premiums and life insurance premiums on a national basis through FIRST Insurance Funding and Wintrust Life Finance, respectively, and financing for the payment of property and casualty insurance premiums in Canada through our wholly-owned subsidiary, FIFC Canada. Property and casualty insurance premium finance loans involve a different, and possibly higher, risk of delinquency or collection than life insurance premium finance loans and the loan portfolios of our bank subsidiaries because these loans are issued primarily through relationships with a large number of unaffiliated insurance agents and because the borrowers are located nationwide. As a result, risk management and general supervisory oversight may be difficult. As of December 31, 2022, we had \$5.8 billion of property and casualty insurance premium finance loans outstanding, of which \$5.1 billion related to the Company's U.S. operations at FIRST Insurance Funding and \$745.6 million related to the Company's Canadian operations at FIFC Canada. Together, these loans represented 15% of our total loan portfolio as of such date.

FIRST Insurance Funding and FIFC Canada have in the past been susceptible to, and may in the future be more susceptible to third party fraud with respect to property and casualty insurance premium finance loans because these loans are originated and many times funded through relationships with unaffiliated insurance agents and brokers. Acts of fraud are difficult to detect and deter, and we cannot assure investors that our risk management procedures and controls will prevent losses from fraudulent activity.

Wintrust Life Finance may be exposed to the risk of loss in our life insurance premium finance business because of fraud. While Wintrust Life Finance maintains a policy prohibiting the known financing of stranger-originated life insurance and has established procedures to identify and prevent the company from financing such policies, Wintrust Life Finance cannot be certain that it will never provide loans with respect to such a policy. In the event such policies were financed, a carrier could potentially put at risk the cash surrender value of a policy, which serves as Wintrust Life Finance's primary collateral, by challenging the validity of the insurance contract for lack of an insurable interest.

See the below risk factor "Widespread financial difficulties or credit downgrades among commercial and life insurance providers could lessen the value of the collateral securing our premium finance loans and impair the financial condition and liquidity of FIRST Insurance Funding, Wintrust Life Finance and FIFC Canada" for a discussion of further risks associated with our insurance premium finance activities.

While FIRST Insurance Funding and Wintrust Life Finance are licensed as required and carefully monitor compliance with regulation of each of their businesses, there can be no assurance that either will not be negatively impacted by material changes in the regulatory environment. FIFC Canada is not required to be licensed in most provinces of Canada, but there can be no assurance that future regulations which impact the business of FIFC Canada will not be enacted.

Additionally, to the extent that affiliates of insurance carriers, banks, and other lending institutions add greater service and flexibility to their financing practices in the future, our competitive position and results of operations could be adversely affected. Wintrust Life Finance's life insurance premium finance business could be materially negatively impacted by changes in the federal or state estate tax provisions. There can be no assurance that FIRST Insurance Funding and Wintrust Life Finance will be able to continue to compete successfully in its markets.

Widespread financial difficulties or credit downgrades among commercial and life insurance providers could lessen the value of the collateral securing our premium finance loans and impair the financial condition and liquidity of FIRST Insurance Funding, Wintrust Life Finance and FIFC Canada.

FIRST Insurance Funding, Wintrust Life Finance and FIFC Canada's premium finance loans are primarily secured by the insurance policies financed by the loans. These insurance policies are written by a large number of geographically dispersed insurance companies. Our premium finance receivables balances finance insurance policies that are spread among a large number of insurers, however, the top three insurers represent approximately 13%, 7% and 6% of such balances. FIRST Insurance Funding, Wintrust Life Finance and FIFC Canada consistently monitor carrier ratings and financial performance of our carriers. While FIRST Insurance Funding, Wintrust Life Finance and FIFC Canada can mitigate risks as a result of this monitoring to the extent that commercial or life insurance providers experience widespread difficulties or credit downgrades, the value of our collateral will be reduced. FIRST Insurance Funding, Wintrust Life Finance and FIFC Canada are also subject to the possibility of insolvency of insurance carriers in the commercial and life insurance businesses that are in possession of our collateral. If one or more large nationwide insurers were to fail, the value of our portfolio could be significantly negatively impacted. A significant downgrade in the value of the collateral supporting our premium finance business could impair our ability to create liquidity for this business, which, in turn could negatively impact our ability to expand.

Our wealth management business in general, and Wintrust Investments' brokerage operation, in particular, exposes us to certain risks associated with the securities industry.

Our wealth management business in general, and Wintrust Investments' brokerage operations in particular, present special risks not borne by community banks that focus exclusively on community banking. For example, the brokerage industry is subject to fluctuations in the stock market that may have a significant adverse impact on transaction fees, customer activity and investment portfolio gains and losses. Likewise, additional or modified regulations may adversely affect our wealth management operations. Each of our wealth management operations is dependent on a small number of professionals whose departure could result in the loss of a significant number of customer accounts. A significant decline in fees and commissions or trading losses suffered in the investment portfolio could adversely affect our results of operations. In addition, we are subject to claim arbitration risk arising from customers who claim their investments were not suitable or that their portfolios were inappropriately traded. These risks increase when the market, as a whole, declines. The risks associated with retail brokerage may not be supported by the income generated by our wealth management operations.

Risks Related to Financial Strength and Liquidity

Changes in prevailing interest rates could adversely affect our net interest income, which is our largest source of income.

We are exposed to interest rate risk in our core banking activities of lending and deposit taking, since changes in prevailing interest rates affect the value of our assets and liabilities. Such changes may adversely affect our net interest income, which is the difference between interest income and interest expense. Our net interest income is affected by the fact that assets and liabilities reprice at different times and by different amounts as interest rates change. Net interest income represents our largest component of net income, and was \$1.5 billion and \$1.1 billion for the years ended December 31, 2022 and 2021, respectively. Each of our businesses may be affected differently by a given change in interest rates. For example, we expect that the results of our mortgage banking business in selling loans into the secondary market could be negatively impacted during periods of rising interest rates, whereas falling interest rates could have a negative impact on the net interest spread earned on deposits as we would be unable to lower the rates on many interest bearing deposit accounts of our customers to the same extent as many of our higher yielding asset classes.

Additionally, increases in interest rates may adversely influence the growth rate of loans and deposits, the quality of our loan portfolio, loan and deposit pricing, the volume of loan originations in our mortgage banking business and the value that we can recognize on the sale of mortgage loans in the secondary market.

In response to inflationary forces in 2022, the Federal Reserve raised its target for the federal funds rate several times, beginning from a range of 0-0.25% and ending at a range of 4.25-4.5% at year end. Though we expect the Federal Reserve to

slow the rate of increases, we cannot predict the nature or timing of future changes in monetary policies or the precise effects that they may have on our activities and financial results. For more discussion of this issue, see the above risk factor "Changes in the United States' monetary policy may restrict our ability to conduct our business in a profitable manner."

We seek to mitigate our interest rate risk through several strategies, which may not be successful. With the relatively low interest rates that prevailed in recent years, we were able to augment the total return of our investment securities portfolio by selling call options on fixed-income securities that we own. We recorded fee income of approximately \$14.1 million, \$3.7 million and \$2.3 million for the years ended December 31, 2022, 2021 and 2020, respectively. We also mitigate our interest rate risk by entering into interest rate swaps and other interest rate derivative contracts from time to time with counterparties. To the extent that the market value of any derivative contract moves to a negative market value, we are subject to loss if the counterparty defaults. In the future, there can be no assurance that such mitigation strategies will be available or successful or that we will be successful in implementing any new mitigation strategies necessary to address the current rising interest rate environment. In addition, transactions entered into as part of mitigation strategies employed to mitigate risks associated with a prolonged low interest rate environment could be less beneficial or result in losses if interest rates continue to rise.

Our liquidity position may be negatively impacted if economic conditions do not improve or if they decline.

Liquidity is a measure of whether our cash flows and liquid assets are sufficient to satisfy current and future financial obligations, such as demand for loans, deposit withdrawals and operating costs. Our liquidity position is affected by a number of factors, including the amount of cash and other liquid assets on hand, payment of interest and dividends on debt and equity instruments that we have issued, capital we inject into our bank subsidiaries, proceeds we raise through the issuance of securities, our ability to draw upon our revolving credit facility and dividends received from our banking subsidiaries. Our future liquidity position may be adversely affected by multiple factors, including:

- if our banking subsidiaries report net losses or their earnings are weak relative to our cash flow needs;
- if it is necessary for us to make capital injections to our banking subsidiaries;
- if changes in regulations require us to maintain a greater level of capital, as more fully described below;
- if we are unable to access our revolving credit facility due to a failure to satisfy financial and other covenants; or
- if we are unable to raise additional capital on terms that are satisfactory to us.

Weakness or worsening of the economy, real estate markets or unemployment levels may increase the likelihood that one or more of these events will occur. If our liquidity is adversely affected, it may have a material adverse effect on our business, results of operations and financial condition.

An actual or perceived reduction in our financial strength may cause others to reduce or cease doing business with us, which could result in a decrease in our net interest income and fee revenues.

Our customers rely upon our financial strength and stability and evaluate the risks of doing business with us. If we experience diminished financial strength or stability, actual or perceived, including due to market or regulatory developments, announced or rumored business developments or results of operations, or a decline in stock price, customers may withdraw their deposits or otherwise seek services from other banking institutions and prospective customers may select other service providers. The risk that we may be perceived as less creditworthy relative to other market participants is increased in the current market environment, where the consolidation of financial institutions, including major global financial institutions, is resulting in a smaller number of much larger counterparties and competitors. As our community banks become more closely identified with the Wintrust name, the impact of any perceived weakness or creditworthiness at either the holding company or our community banks may be greater than in prior periods. If customers reduce their deposits with us or select other service providers for all or a portion of the services that we provide them, net interest income and fee revenues will decrease accordingly, and could have a material adverse effect on our results of operations.

If our credit rating is lowered, our financing costs could increase.

As of December 31, 2022, we have been rated by Fitch Ratings as "BBB+" and DBRS as "A (low)". A credit rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time by the assigning rating organization.

Our creditworthiness is not fixed and should be expected to change over time as a result of company performance and industry conditions. We cannot give any assurances that our credit ratings will remain at current levels, and it is possible that our ratings

could be lowered or withdrawn by Fitch Ratings or DBRS. Any actual or threatened downgrade or withdrawal of our credit rating could affect our perception in the marketplace and our ability to raise capital, and could increase our debt financing costs.

If our growth requires us to raise additional capital, that capital may not be available when it is needed or the cost of that capital may be very high.

We are required by regulatory authorities to maintain adequate levels of capital to support our operations (see “ - Risks Related to Our Regulatory Environment - If we fail to meet our regulatory capital ratios, we may be forced to raise capital or sell assets”) and as we grow, internally and through acquisitions, the amount of capital required to support our operations grows as well. We may need to raise additional capital to support continued growth both internally and through acquisitions. Any capital we obtain may result in the dilution of the interests of existing holders of our common stock.

Our ability to raise additional capital, if needed, will depend on conditions in the capital markets at that time which are outside our control and on our financial condition and performance. If we cannot raise additional capital when needed, or on terms acceptable to us, our ability to further expand our operations through internal growth and acquisitions could be materially impaired and our financial condition and liquidity could be materially and negatively affected.

Disruption in the financial markets could result in lower fair values for our investment securities portfolio.

The Company's available-for-sale debt and trading securities as well as certain equity securities are carried at fair value.

Accounting standards require the Company to categorize these securities according to a fair value hierarchy. As of December 31, 2022, approximately 96% of the Company's available-for-sale debt securities and equity securities with a readily determinable fair value were categorized in level 1 or 2 of the fair value hierarchy (meaning that their fair values were determined by unadjusted quoted prices in active markets for identical assets, quoted prices for similar assets or other observable inputs). Significant prolonged reduced investor demand could manifest itself in lower fair values for these securities and may result in recognition of an other-than-temporary or permanent impairment of available-for-sale debt securities and unrealized losses of equity securities with a readily determinable fair value recognized in earnings, which could lead to accounting charges and have a material adverse effect on the Company's financial condition and results of operations.

The remaining securities in our available-for-sale debt securities and equity securities with a readily determinable fair value portfolios were categorized as level 3 (meaning that their fair values were determined by inputs that are unobservable in the market and therefore require a greater degree of management judgment). The determination of fair value for securities categorized in level 3 involves significant judgment due to the complexity of factors contributing to the valuation, many of which are not readily observable in the market. In addition, the nature of the business of the third party source that is valuing the securities at any given time could impact the valuation of the securities. Consequently, the ultimate sales price for any of these securities could vary significantly from the recorded fair value at December 31, 2022, especially if the security is sold during a period of illiquidity or market disruption or as part of a large block of securities under a forced transaction.

There can be no assurance that decline in market value of available-for-sale debt securities and equity securities with a readily determinable fair value associated with these disruptions will not result in credit or permanent impairments, and unrealized losses, respectively, of these assets, which would lead to accounting charges which could have a material negative effect on our business, financial condition and results of operations.

We are a bank holding company, and our sources of funds, including to pay dividends, are limited.

We are a bank holding company and our operations are primarily conducted by and through our 15 operating banks, which are subject to significant federal and state regulation. Cash available to pay dividends to our shareholders, repurchase our shares or repay our indebtedness is derived primarily from dividends received from our banks and our ability to receive dividends from our subsidiaries is restricted. Various statutory provisions restrict the amount of dividends our banks can pay to us without regulatory approval. The banks may not pay cash dividends if that payment could reduce the amount of their capital below that necessary to meet the “adequately capitalized” level in accordance with regulatory capital requirements. It is also possible that, depending upon the financial condition of the banks and other factors, regulatory authorities could conclude that payment of dividends or other payments, including payments to us, is an unsafe or unsound practice and impose restrictions or prohibit such payments. Our inability to receive dividends from our banks could adversely affect our business, financial condition and results of operations.

Future discontinuance of LIBOR may adversely affect our business.

We have derivative contracts, borrowings, variable rate loans and other financial instruments with attributes that are either directly or indirectly dependent on U.S. dollar LIBOR (“USD LIBOR”). On March 5, 2021, ICE Benchmark Administration Limited, the LIBOR administrator, and the U.K. Financial Conduct Authority, which regulates LIBOR, issued an announcement on the future cessation and loss of representativeness of certain LIBOR benchmarks. One-week and two-month USD LIBOR tenors ceased publication on December 31, 2021. The remaining USD LIBOR tenors, including 3-month USD LIBOR, will cease publication after June 30, 2023. These reforms may cause such rates to perform differently than in the past or have other consequences which cannot be predicted. While market participants may agree to select alternative rates, a group of market participants convened by the Federal Reserve, the Alternative Reference Rate Committee, selected the Secured Overnight Financing Rate (“SOFR”) as its recommended alternative to USD LIBOR. SOFR is a broad measure of the cost of overnight borrowings collateralized by Treasury securities that was selected due to the depth and robustness of the U.S. Treasury repurchase market.

Under the Adjustable Interest Rate (LIBOR) Act (“AIRLA”) and Part 253 of Regulation ZZ (Rule 253), after June 30, 2023, certain “LIBOR contracts,” such as the Company’s 6.50% Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock, Series D (the “Series D Preferred Stock”), and eleven series of the Company’s trust preferred securities (the “Trust Preferred”) will, by operation of law, change their base rate from USD LIBOR to CME Term SOFR of the same tenor, plus an applicable tenor spread adjustment. CME Term SOFR is an indicative, forward-looking measurement of daily overnight SOFR. CME Term SOFR is published by CME Group Inc., as administrator of that rate.

The calculation agent for the Series D Preferred Stock may also make additional administrative conforming changes to the terms of the Series D Preferred Stock under AIRLA and Rule 253. The calculation agent for any series of the Trust Preferred may also make additional administrative conforming changes to the terms of that series of the Trust Preferred under AIRLA and Rule 253.

With respect to contracts other than the Series D Preferred Stock and the Trust Preferred, we anticipate various operational challenges for the transition away from USD LIBOR including, but not limited to, amending existing loan agreements with borrowers on loans that may have not been modified with fallback language and adding effective fallback language to new agreements, in each case in the event that AIRLA and Rule 253 do not apply to those agreements. In addition, the transition away from USD LIBOR could prompt inquiries or other actions from regulators in respect of the Company’s preparation and readiness for the replacement of USD LIBOR with an alternative reference rate, as well as result in disputes, litigation or other actions with counterparties regarding the interpretation and enforceability of certain fallback language in USD LIBOR-based contracts and securities. Currently, the manner and impact of this transition and related developments, as well as the effect of these developments on our funding costs, loan, derivative and investment portfolios, asset-liability management and business, is uncertain.

We cannot predict what effect the change from USD LIBOR to CME Term SOFR will have on the value of the Series D Preferred Stock, the Trust Preferred, or the replacement of USD LIBOR more generally with respect to any of the other contracts described above.

Risks Related to General Operations

Our controls and procedures may fail or be circumvented.

Management regularly reviews and updates our internal controls over financial reporting, disclosure controls and procedures and corporate governance policies and procedures. Any system of controls, however well-designed and operated, is based in part on certain assumptions and can provide only reasonable, not absolute, assurances that the objectives of the system are met. Any circumvention of our controls and procedures or failure to comply with regulations related to controls and procedures could have a material adverse effect on our business, results of operations and financial condition.

Our operational or security systems, networks or infrastructure, or those of third parties, could fail or be breached, which could disrupt our business and adversely impact our results of operations, liquidity and financial condition, as well as cause legal or reputational harm.

The potential for operational risk exposure exists throughout our business and, as a result of our interactions with, and reliance on, third parties, is not limited to our own internal operational functions. Our operational and security systems, networks and infrastructure, including our computer systems and networks, data management, and internal processes, as well as those of third parties, are integral to our performance. We rely on our employees and third parties in our day-to-day and ongoing operations, who may, as a result of human error, misconduct, malfeasance or failure, or breach of our or of third-party systems or infrastructure, expose us to risk. For example, our ability to conduct business may be adversely affected by any significant disruptions to us or to third parties with whom we interact or upon whom we rely. In addition, our ability to implement backup

systems and other safeguards with respect to third-party systems is more limited than with respect to our own systems. Moreover, technological or financial difficulties of one of our third-party vendors or their subcontractors could adversely affect our business to the extent those difficulties result in the interruption or discontinuation of services provided by an affected vendor. Our financial, accounting, data processing, backup or other operating or security systems, networks and infrastructure, or those of third parties, may fail to operate properly or become disabled or damaged as a result of a number of factors, including events that are wholly or partially beyond our control, which could adversely affect our ability to process transactions or provide services. Such events may include sudden increases in customer transaction volume; electrical, telecommunications or other major physical infrastructure outages; natural disasters such as earthquakes, tornadoes, hurricanes and floods; disease pandemics; and events arising from local or larger scale political or social matters, including wars and terrorist acts. In addition, we may need to take our systems or networks offline if they become infected with malware or a computer virus or as a result of another form of cyber-attack, information security breach or other similar incident. In the event that backup systems are utilized, they may not process data as quickly as our primary systems and some data might not have been saved to backup systems, potentially resulting in a temporary or permanent loss of such data. Our business recovery plan may not be adequate and may not prevent significant interruptions of our operations or substantial losses. We frequently update our systems to support our operations and growth and to remain compliant with all applicable laws, rules and regulations. This updating entails significant costs and creates risks associated with implementing new systems and networks and integrating them with existing ones, including business interruptions. Implementation and testing of controls related to our computer systems and networks, security monitoring and retaining and training personnel required to operate our systems also entail significant costs.

We may not be insured against all types of losses as a result of disruptions to or failures of our operational and security systems, networks and infrastructure or those of third parties, and our insurance coverage may not be available on reasonable terms, or at all, or may be inadequate to cover all losses resulting from such disruptions or failures. Disruptions or failures in our business structure or in the structure of one or more of our third-party vendors could interrupt the operations or increase the cost of doing business. The occurrence of any disruptions or failures impacting our or our third-party vendors' operational or security systems, networks or infrastructure could result in a loss of customer business and expose us to additional regulatory scrutiny, civil litigation, and possible financial liability, any of which could adversely impact our results of operations, liquidity and financial condition, as well as cause reputational harm.

We face risks from cyber-attacks, information security breaches and other similar incidents that could result in the disclosure of confidential and other information (including personal information), all of which could adversely affect our business or reputation, and create significant legal and financial exposure.

Our computer systems and network infrastructure and those of third parties, on which we are highly dependent, are subject to security risks and could be susceptible to cyber-attacks, information security breaches and other similar incidents. Our business relies on the secure processing, transmission, storage and retrieval of confidential, personal, proprietary and other information in our computer and data management systems and networks, and in the computer and data management systems and networks of third parties. In addition, to access our network, products and services, our customers and other third parties may use personal mobile devices or computing devices that are outside of our network environment and are subject to their own cybersecurity risks.

We, our customers, regulators and other third parties, including other financial services institutions and companies engaged in data processing, have been subject to, and are likely to continue to be the target of, cyber-attacks, information or security breaches, and other similar incidents. These may include, among other things, computer viruses, malicious or destructive code, phishing attacks, denial of service or information, ransomware, malfeasance or improper access by employees or vendors, attacks on personal email of employees, hacking, terrorist activities, identity theft, social engineering, credential stuffing, account takeovers, insider threats, human error, fraud, or other similar incidents that could result in the unauthorized release, gathering, monitoring, misuse, misappropriation, loss, disclosure or destruction of confidential, personal, proprietary and other information of ours, our employees, our customers or of third parties, damage to our systems and networks or other material disruption of our or our customers' or other third parties' network access or business operations. As cyber threats continue to evolve, we may be required to expend significant additional resources to continue to modify or enhance our protective measures or to investigate and remediate any information security vulnerabilities or incidents. Despite efforts to ensure the integrity of our systems and implement controls, processes, policies and other protective measures, we may not be able to anticipate all security breaches, nor may we be able to implement guaranteed preventive measures against such security breaches. Cyber threats are rapidly evolving and we may not be able to anticipate or prevent all such attacks and could be held liable for any security breach or loss.

Cybersecurity risks for banking organizations have significantly increased in recent years in part because of the proliferation of new technologies, and the use of the internet and telecommunications technologies to conduct financial transactions. For

example, cybersecurity risks may increase in the future as we continue to increase our mobile-payment and other internet-based product offerings and expand our internal usage of web-based products and applications. In addition, cybersecurity risks have significantly increased in recent years in part due to the increased sophistication and activities of organized crime affiliates, terrorist organizations, hostile foreign governments, nation states, nation state-supported actors, disgruntled employees or vendors, activists and other external parties, including those involved in corporate espionage. Even the most advanced internal control environment may be vulnerable to compromise. Targeted social engineering attacks and "spear phishing" attacks are becoming more sophisticated and are extremely difficult to prevent. In such an attack, an attacker will attempt to fraudulently induce colleagues, customers or other users of our systems and networks to disclose sensitive information (including confidential, personal, proprietary and other information) in order to gain access to its data or that of its clients. Persistent attackers may succeed in penetrating defenses given enough resources, time, and motive. The techniques used by cyber criminals change frequently and may not be recognized until launched or until well after a breach has occurred. The risk of a security breach caused by a cyber-attack, information security breach or other similar incident at a vendor or by unauthorized vendor access has also increased in recent years. Additionally, the existence of cyber-attacks, information security breaches or other similar incidents at third-party vendors with access to our data may not be disclosed to us in a timely manner. While we generally perform cybersecurity diligence on our key vendors, because we do not control our vendors and our ability to monitor their cybersecurity is limited, we cannot ensure the cybersecurity measures they take will be sufficient to protect any information we share them. Due to applicable laws and regulations or contractual obligations, we may be held responsible for cyber-attacks, information security breaches or other similar incidents attributed to our service providers as they relate to the information we share with them.

We also face indirect technology, cybersecurity and operational risks relating to the customers, clients and other third parties with whom we do business or upon whom we rely to facilitate or enable our business activities, including, for example, financial counterparties, regulators and providers of critical infrastructure such as internet access and electrical power. As a result of increasing consolidation, interdependence and complexity of financial entities and technology systems, a technology failure, cyber-attack, information security breach or other similar incident that significantly degrades, deletes or compromises the systems, networks or data of one or more financial entities could have a material impact on counterparties or other market participants, including us. This consolidation, interconnectivity and complexity increases the risk of operational failure, on both individual and industry-wide bases, as disparate systems need to be integrated, often on an accelerated basis. Any third-party technology failure, cyber-attack, information security breach, termination, constraint or other similar incident could, among other things, adversely affect our ability to effect transactions, service our clients, manage our exposure to risk or expand our business.

Moreover, debit card numbers are susceptible to theft at the point of sale via the physical terminal through which transactions are processed and by other means of hacking. The security and integrity of these transactions are dependent upon retailers' vigilance and willingness to invest in technology and upgrades. Despite third-party security risks that are beyond our control, we offer our customers protection against fraud and attendant losses for unauthorized use of debit cards in order to stay competitive in the marketplace. Offering such protection to our customers exposes us to potential losses which, in the event of a data breach at one or more retailers of considerable magnitude, may adversely affect our business, financial condition, and results of operations.

Although we believe that we have appropriate information security procedures and controls designed to prevent or limit the effects of a cyber-attack, information security breach or other similar incident, our or our customers' and/or third parties' computers, systems or networks may be the target of cyber-attacks, information security breaches or other similar incidents that could result in the unauthorized release, accessing, gathering, monitoring, loss, destruction, modification, acquisition, transfer, use or other processing of our or our customers' confidential, personal, proprietary and other information. Additionally, we may not be insured against all types of losses as a result of cyber-attacks, information security breaches and other similar incidents, and our insurer may deny coverage as to any future claim or insurance coverage may not be available on reasonable terms, or at all, or may be inadequate to cover all losses resulting from such incidents.

Cyber-attacks, information security breaches or similar incidents, whether directed at us or third parties, may result in a material loss or have material consequences. Furthermore, the public perception that a cyber-attack on our systems has been successful, whether or not this perception is correct, may damage our reputation with customers and third parties with whom we do business. Hacking or other unauthorized disclosure of personal information and identity theft risks, in particular, could cause serious reputational harm. A successful penetration or circumvention of system security could cause us serious negative consequences, including our loss of customers and business opportunities, significant disruption to our operations and business, misappropriation or destruction of our confidential, personal, proprietary or other information and/or that of our customers or other third parties, or damage to our or our customers' and/or third parties' computers, systems or networks, and could result in a violation of applicable data privacy and cybersecurity laws and regulations and other laws and regulations, litigation exposure,

regulatory fines, penalties or intervention, remediation costs, loss of confidence in our security measures, reputational damage, reimbursement or other compensatory costs, remediation costs, additional compliance costs, and could adversely impact our results of operations, liquidity and financial condition.

Our vendors may be responsible for failures that adversely affect our operations.

We use and rely upon many external vendors to provide us with day-to-day products and services essential to our operations. We are thus exposed to risk that such vendors will not perform as contracted or at agreed-upon service levels. The failure of our vendors to perform as contracted or at necessary service levels for any reason could disrupt our operations, which could adversely affect our business. In addition, if any of our vendors experience insolvency or other business failure, such failure could affect our ability to obtain necessary products or services from a substitute vendor in a timely and cost-effective manner or prevent us from effectively pursuing certain business objectives entirely. Our failure to implement business objectives due to vendor nonperformance could adversely affect our financial condition and results of operations.

We depend on the accuracy and completeness of information we receive about our customers and counterparties to make credit decisions.

We rely on information furnished by or on behalf of customers and counterparties in deciding whether to extend credit or enter into other transactions. This information could include financial statements, credit reports, and other financial information. We also rely on representations of those customers, counterparties, or other third parties, such as independent auditors, as to the accuracy and completeness of that information. Reliance on inaccurate or misleading financial statements, credit reports, or other financial information could have a material adverse impact on our business, financial condition and results of operations.

If we are unable to attract and retain experienced and qualified personnel, our ability to provide high quality service will be diminished, we may lose key customer relationships, and our results of operations may suffer.

We believe that our future success depends, in part, on our ability to attract and retain experienced personnel, including our senior management and other key personnel. Our business model is dependent upon our ability to provide high quality and personal service. In addition, as a holding company that conducts its operations through our subsidiaries, we are focused on providing entrepreneurial-based compensation to the chief executives of each our business units. As a Company with start-up and growth oriented operations, we are cognizant that to attract and retain the managerial talent necessary to operate and grow our businesses we often have to compensate our executives with a view to the business we expect them to manage, rather than the size of the business they currently manage. Accordingly, any executive compensation restrictions may negatively impact our ability to retain and attract senior management. The departure of a senior manager or other key personnel may damage relationships with certain customers, or certain customers may choose to follow such personnel to a competitor. The loss of any of our senior managers or other key personnel, or our inability to identify, recruit and retain such personnel, particularly during a period in which the labor market is characterized as tight and employee turnover has escalated in many industries, could materially and adversely affect our business, results of operations and financial condition. If we fail to effectively manage the transition in the position of chief executive officer, our business, financial condition, results of operations, cash flows and reputation, as well as our ability to successfully attract, motivate and retain key employees, could be harmed.

Losses incurred in connection with actual or projected repurchases and indemnification payments related to mortgages that we have sold into the secondary market may exceed our financial statement reserves and we may be required to increase such reserves in the future. Increases to our reserves and losses incurred in connection with actual loan repurchases and indemnification payments could have a material adverse effect on our business, financial condition, results of operations or cash flows.

We engage in the origination and purchase of residential mortgages for sale into the secondary market. In connection with such sales, we make certain representations and warranties, which, if breached, may require us to repurchase such loans, substitute other loans or indemnify the purchasers of such loans for actual losses incurred in respect of such loans. We receive requests for loan repurchases and indemnification payments relating to the representations and warranties with respect to such loans. We have been able to reach settlements with a number of purchasers, and believe that we have established appropriate reserves with respect to indemnification requests. It is possible that the number of such requests will increase or that we will not be able to reach settlements with respect to such requests in the future. Accordingly, it is possible that losses incurred in connection with loan repurchases and indemnification payments may be in excess of our financial statement reserves, and we may be required to increase such reserves and may sustain additional losses associated with such loan repurchases and indemnification payments in the future. Increases to our reserves and losses incurred by us in connection with actual loan repurchases and indemnification payments in excess of our reserves could have a material adverse effect on our business, financial condition, results of operations or cash flows.

Our business could be adversely affected by the occurrence of extraordinary events, such as acts of war, terrorist attacks, natural disasters and public health threats.

An act of war, terrorist activity, including acts of domestic terrorism, a major epidemic or pandemic, natural disaster, or the threat of such an event or other public health threat, could adversely affect our customers and our business. Such events could significantly impact the demand for our products and services as well as the ability of our customers to repay loans, affect the stability of our deposit base, impair the value of the collateral securing loans, adversely impact our employee base, cause significant property damage, result in loss of revenue, and cause us to incur additional expenses. Additionally, financial markets may be adversely affected by the current or anticipated impact of military conflict, including the war in Ukraine, terrorism or other geopolitical events. The occurrence or threat of any such extraordinary event could result in a material negative effect on our business and results of operations.

Risks Related to Ownership of Our Common Stock

Anti-takeover provisions could negatively impact our shareholders.

Certain provisions of our articles of incorporation, by-laws and Illinois law may have the effect of impeding the acquisition of control of Wintrust by means of a tender offer, a proxy fight, open-market purchases or otherwise in a transaction not approved by our board of directors. For example, our board of directors may issue additional authorized shares of our capital stock to deter future attempts to gain control of Wintrust, including the authority to determine the terms of any one or more series of preferred stock, such as voting rights, conversion rates and liquidation preferences. As a result of the ability to fix voting rights for a series of preferred stock, the board has the power, to the extent consistent with its fiduciary duty, to issue a series of preferred stock to persons friendly to management in order to attempt to block a merger or other transaction by which a third party seeks control, and thereby assist the incumbent board of directors and management to retain their respective positions. In addition, our articles of incorporation expressly elect to be governed by the provisions of Section 7.85 of the Illinois Business Corporation Act, which would make it more difficult for another party to acquire us without the approval of our board of directors.

The ability of a third party to acquire us is also limited under applicable banking regulations. The BHC Act requires any “bank holding company” (as defined in the BHC Act) to obtain the approval of the Federal Reserve prior to acquiring more than 5% of our outstanding common stock. Any person other than a bank holding company is required to obtain prior approval of the Federal Reserve to acquire 10% or more of our outstanding common stock under the Change in Bank Control Act of 1978. Any holder of 25% or more of our outstanding common stock, other than an individual, is subject to regulation as a “bank holding company” under the BHC Act. For purposes of calculating ownership thresholds under these banking regulations, bank regulators would generally take the position that the maximum number of shares of Wintrust common stock that a holder is entitled to receive pursuant to securities convertible into or settled in Wintrust common stock, including pursuant to any warrants to purchase Wintrust common stock held by such holder, must be taken into account in calculating a shareholder’s aggregate holdings of Wintrust common stock.

These provisions may have the effect of discouraging a future takeover attempt that is not approved by our board of directors but which our individual shareholders may deem to be in their best interests or in which our shareholders may receive a substantial premium for their shares over then-current market prices. As a result, shareholders who might desire to participate in such a transaction may not have an opportunity to do so. Such provisions will also render the removal of our current board of directors or management more difficult.

ITEM 1B. UNRESOLVED STAFF COMMENTS

None.

ITEM 2. PROPERTIES

The Company's executive offices are located at 9700 W. Higgins Road, Rosemont, Illinois as well as additional nearby corporate office locations at 9701 W. Higgins Road, Rosemont, Illinois and 9801 W. Higgins Road, Rosemont, Illinois. The Company also leases office locations and retail space at 231 S. LaSalle Street in downtown Chicago and at 731 N. Jackson Street in downtown Milwaukee. The Company's community banking segment operates through 174 banking facilities, the majority of which are owned. The Company owns 221 automatic teller machines, the majority of which are housed at banking locations. The banking facilities are located in communities throughout the Chicago metropolitan area, southern Wisconsin and northwest Indiana as well as one banking location in Naples, Florida. Excess space in certain properties is leased to third parties. Wintrust Mortgage, also of our banking segment, is headquartered in our corporate headquarters in Rosemont, Illinois and has 42 locations in 10 states, all of which are leased, as well as office locations at several of our banks.

The Company's wealth management subsidiaries has one location in downtown Chicago, one in Appleton, Wisconsin, and one in Tampa, Florida, all of which are leased, as well as office locations at several of our banks. FIRST Insurance Funding and Wintrust Life Finance have one location in Northbrook, Illinois which is owned and locations in downtown Newark, New Jersey, Long Island, New York and Newport Beach, California, all of which are leased. FIFC Canada has three locations in Canada that are leased, located in Toronto, Ontario; Wainwright, Alberta; and Vancouver, British Columbia. Wintrust Asset Finance is located in our corporate headquarters in Rosemont, Illinois and has locations in Frisco, Texas, Mishawaka, Indiana, and Irvine, California, all of which are leased. Tricom has one location in Menomonee Falls, Wisconsin which is owned. In addition, the Company owns other real estate acquired for further expansion that, when considered in the aggregate, is not material to the Company's financial position.

ITEM 3. LEGAL PROCEEDINGS

The information required by this item is set forth in Part II, Item 8, Financial Statements and Supplementary Data, under Note (20) "Commitments and Contingencies".

ITEM 4. MINE SAFETY DISCLOSURES

Not applicable.

PART II

ITEM 5. MARKET FOR REGISTRANT'S COMMON EQUITY, RELATED STOCKHOLDER MATTERS AND ISSUER PURCHASES OF EQUITY SECURITIES

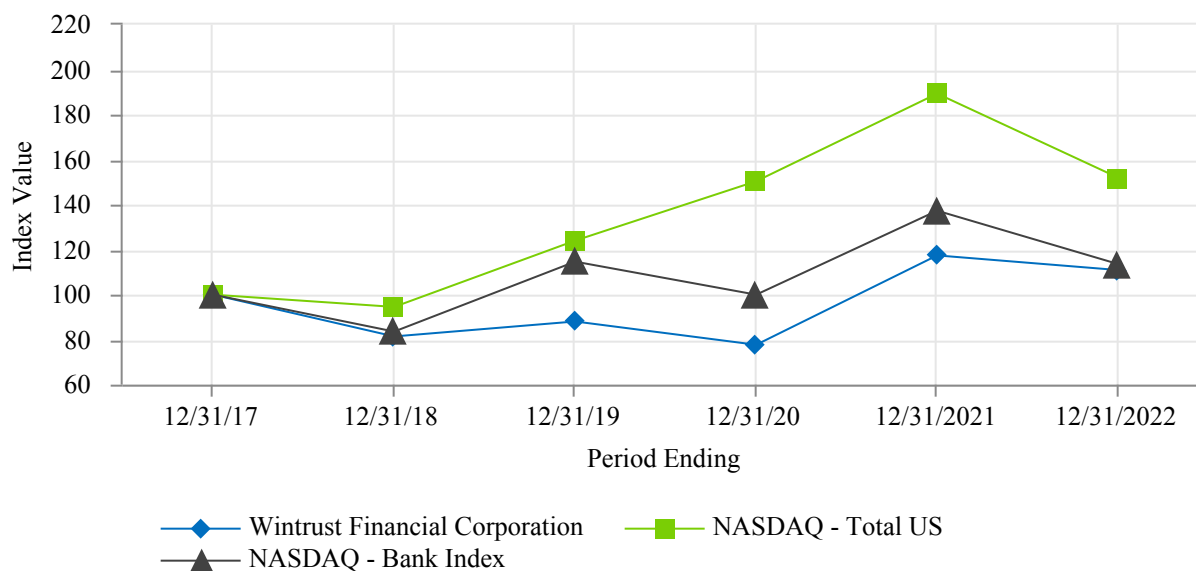
The Company's common stock is traded on The NASDAQ Global Select Stock Market under the symbol WTFC.

Performance Graph

The following performance graph compares the five-year percentage change in the Company's cumulative shareholder return on common stock compared with the cumulative total return on composites of (1) all NASDAQ Global Select Market stocks for United States companies (broad market index) and (2) all NASDAQ Global Select Market bank stocks (peer group index). Cumulative total return is computed by dividing the sum of the cumulative amount of dividends for the measurement period and the difference between the Company's share price at the end and the beginning of the measurement period by the share price at the beginning of the measurement period. The NASDAQ Global Select Market for United States companies' index comprises all domestic common shares traded on the NASDAQ Global Select Market and the NASDAQ Small-Cap Market. The NASDAQ Global Select Market bank stocks index comprises all banks traded on the NASDAQ Global Select Market and the NASDAQ Small-Cap Market.

This graph and other information furnished in the section titled "Performance Graph" under this Part II, Item 5 of this Annual Report on Form 10-K shall not be deemed to be "soliciting" materials or to be "filed" with the SEC or subject to Regulation 14A or 14C, or to the liabilities of Section 18 of the Exchange Act, as amended.

Total Return Performance



	2017	2018	2019	2020	2021	2022
Wintrust Financial Corporation	100.00	81.44	88.09	77.73	117.45	110.94
NASDAQ — Total US	100.00	94.56	124.03	150.41	189.36	152.00
NASDAQ — Bank Index	100.00	83.60	114.68	100.00	137.32	113.60

Approximate Number of Equity Security Holders

As of February 9, 2023, there were approximately 1,678 shareholders of record of the Company's common stock.

Dividends on Common Stock

The Company's Board of Directors approved the first semi-annual dividend on the Company's common stock in January 2000 and continued to approve a semi-annual dividend until quarterly dividends were approved starting in 2014. The payment of dividends is subject to statutory restrictions and restrictions arising under the terms of the Company's Fixed-to-Floating Non-Cumulative Perpetual Preferred Stock, Series D (the "Series D Preferred Stock"), the terms of the Company's Fixed-Rate Reset Non-Cumulative Perpetual Preferred Stock, Series E (the "Series E Preferred Stock"), the terms of the Company's Trust Preferred Securities offerings and under certain financial covenants in the Company's revolving and term credit facilities. Under the terms of these separate revolving and term credit facilities, the Company is prohibited from paying dividends on any equity interests, including its common stock and preferred stock, if such payments would cause the Company to be in default under its credit facilities or exceed a certain threshold.

The following is a summary of the cash dividends paid in 2022 and 2021:

Record Date	Payable Date	Dividend per Share
November 10, 2022	November 25, 2022	\$0.34
August 11, 2022	August 25, 2022	\$0.34
May 12, 2022	May 26, 2022	\$0.34
February 10, 2022	February 24, 2022	\$0.34
November 11, 2021	November 26, 2021	\$0.31
August 5, 2021	August 19, 2021	\$0.31
May 6, 2021	May 20, 2021	\$0.31
February 11, 2021	February 25, 2021	\$0.31

On January 26, 2023, Wintrust Financial Corporation announced that the Company's Board of Directors approved a quarterly cash dividend of \$0.40 per share of outstanding common stock. The dividend was paid on February 23, 2023 to shareholders of record as of February 9, 2023.

The final determination of timing, amount and payment of dividends is at the discretion of the Company's Board of Directors and will depend on the Company's earnings, financial condition, capital requirements and other relevant factors. Because the Company's consolidated net income consists largely of net income of the banks and certain wealth management subsidiaries, the Company's ability to pay dividends generally depends upon its receipt of dividends from these entities. The Company's and the banks' ability to pay dividends is subject to banking laws, regulations and policies. See "Supervision and Regulation - Payment of Dividends and Share Repurchases" in Item 1 of this Annual Report on Form 10-K. During 2022, 2021 and 2020, the banks and certain wealth management subsidiaries paid \$52.0 million, \$145.0 million and \$253.0 million, respectively, in dividends to the Company.

Reference is also made to Note (19) "Regulatory Matters" to the Consolidated Financial Statements, and "Liquidity and Capital Resources" contained in Item 8 of this Annual Report on Form 10-K for a description of the restrictions on the ability of certain subsidiaries to transfer funds to the Company in the form of dividends.

Issuer Purchases of Equity Securities

Our previously authorized share repurchase program permitted the repurchase of up to \$125 million of our common stock. On October 28, 2021, the Board of Directors of the Company authorized the repurchase of up to \$200 million of the Company's outstanding shares of common stock. This authorization is incremental to the remaining authorization of approximately \$23 million under the previous program, which the Board approved in 2019. The repurchase authorization does not have an expiration date. No purchases of the Company's common shares were made by or on behalf of the Company or any "affiliated purchaser" as defined in Rule 10b-18(a)(3) under the Securities Exchange Act of 1934, as amended, during the twelve months ended December 31, 2022.

ITEM 6. [Reserved]

ITEM 7. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The following discussion highlights the significant factors affecting the operations and financial condition of Wintrust for the three years ended December 31, 2022. The detailed financial discussion focuses on 2022 results compared to 2021. This discussion and analysis should be read in conjunction with the Company's Consolidated Financial Statements and Notes thereto within this Annual Report on Form 10-K.

For a discussion of 2021 results compared to 2020, refer to Part II, Item 7, "Management's Discussion and Analysis of Financial Condition and Results of Operations" of the Wintrust Annual Report on Form 10-K for the year ended December 31, 2021 filed on February 25, 2022.

OPERATING SUMMARY

Wintrust's key measures of profitability and balance sheet changes are shown in the following table:

(Dollars in thousands, except per share data)	Years Ended December 31,			Percentage (%) or Basis Point (bp) Change	Percentage (%) or Basis Point (bp) Change
	2022	2021	2020	2021 to 2022	2020 to 2021
Net income	\$ 509,682	\$ 466,151	\$ 292,990	9 %	59 %
Pre-tax income, excluding provision for credit losses (non-GAAP) ⁽¹⁾	779,144	578,533	604,001	35	(4)
Net income per common share — Diluted	8.02	7.58	4.68	6	62
Net revenue ⁽²⁾	1,956,415	1,711,077	1,644,096	14	4
Net interest income	1,495,362	1,124,957	1,039,907	33	8
Net interest margin	3.15 %	2.57 %	2.72 %	58 bp	(15) bp
Net interest margin - fully taxable-equivalent (non-GAAP) ⁽¹⁾	3.17	2.58	2.73	59	(15)
Net overhead ratio ⁽³⁾	1.42	1.17	1.05	25	12
Non-interest income to average assets	0.91	1.25	1.46	(34)	(21)
Non-interest expense to average assets	2.33	2.42	2.51	(9)	(9)
Return on average assets	1.01	1.00	0.71	1	29
Return on average common equity	11.41	11.27	7.50	14	377
Return on average tangible common equity (non-GAAP) ⁽¹⁾	13.73	13.83	9.54	(10)	429
At end of period					
Total assets	\$ 52,949,649	\$ 50,142,143	\$ 45,080,768	6 %	11 %
Total loans, excluding loans held-for-sale	39,196,485	34,789,104	32,079,073	13	8
Total deposits	42,902,544	42,095,585	37,092,651	2	13
Total shareholders' equity	4,796,838	4,498,688	4,115,995	7	9
Average loans to average deposits ratio	87.5 %	84.7 %	88.8 %	280 bp	(410) bp
Book value per common share ⁽¹⁾	\$ 72.12	\$ 71.62	\$ 65.24	1 %	10 %
Tangible book value per common share (non-GAAP) ⁽¹⁾	61.00	59.64	53.23	2	12
Market price per common share	84.52	90.82	61.09	(7)	49
Allowance for loan and unfunded lending-related commitment losses to total loans	0.91 %	0.86 %	1.18 %	5 bp	(32) bp
Non-performing loans to total loans	0.26	0.21	0.40	5	(19)

(1) See "Non-GAAP Financial Measures/Ratios" for additional information on this performance measure/ratio.

(2) Net revenue is net interest income plus non-interest income.

(3) The net overhead ratio is calculated by netting total non-interest expense and total non-interest income and dividing by that period's total average assets. A lower ratio indicates a higher degree of efficiency.

Please refer to the Consolidated Results of Operations section later in this discussion for an analysis of the Company's operations for the past three years.

NON-GAAP FINANCIAL MEASURES/RATIOS

The accounting and reporting policies of Wintrust conform to generally accepted accounting principles (“GAAP”) in the United States and prevailing practices in the banking industry. However, certain non-GAAP performance measures and ratios are used by management to evaluate and measure the Company’s performance. These include taxable-equivalent net interest income (including its individual components), taxable-equivalent net interest margin (including its individual components), the taxable-equivalent efficiency ratio, tangible common equity ratio, tangible book value per common share, return on average tangible common equity and pre-tax income, excluding provision for credit losses. Management believes that these measures and ratios provide users of the Company’s financial information a more meaningful view of the performance of the Company’s interest-earning assets and interest-bearing liabilities and of the Company’s operating efficiency. Other financial holding companies may define or calculate these measures and ratios differently.

Management reviews yields on certain asset categories and the net interest margin of the Company and its banking subsidiaries on a fully taxable-equivalent (“FTE”) basis. In this non-GAAP presentation, net interest income is adjusted to reflect tax-exempt interest income on an equivalent before-tax basis using tax rates effective as of the end of the period. This measure ensures comparability of net interest income arising from both taxable and tax-exempt sources. Net interest income on a FTE basis is also used in the calculation of the Company’s efficiency ratio. The efficiency ratio, which is calculated by dividing non-interest expense by total taxable-equivalent net revenue (less securities gains or losses), measures how much it costs to produce one dollar of revenue. Securities gains or losses are excluded from this calculation to better match revenue from daily operations to operational expenses. Management considers the tangible common equity ratio and tangible book value per common share as useful measurements of the Company’s equity. The Company references the return on average tangible common equity as a measurement of profitability. Management considers pre-tax income, excluding provision for credit losses as a useful measurement of the Company’s core net income.

The following table presents a reconciliation of certain non-GAAP performance measures and ratios used by the Company to evaluate and measure the Company's performance to the most directly comparable GAAP financial measures for the last three years.

(Dollars and shares in thousands, except per share data)	Years Ended December 31,		
	2022	2021	2020
Reconciliation of Non-GAAP Net Interest Margin and Efficiency Ratio:			
(A) Interest Income (GAAP)	\$ 1,747,443	\$ 1,275,484	\$ 1,293,020
Taxable-equivalent adjustment:			
-Loans	3,619	1,627	2,241
-Liquidity management assets	1,977	1,972	2,165
-Other earning assets	5	2	9
(B) Interest Income (non-GAAP)	\$ 1,753,044	\$ 1,279,085	\$ 1,297,435
(C) Interest Expense (GAAP)	252,081	150,527	253,113
(D) Net Interest Income (GAAP) (A minus C)	1,495,362	1,124,957	1,039,907
(E) Net interest Income, fully taxable-equivalent (non-GAAP) (B minus C)	1,500,963	1,128,558	1,044,322
Net interest margin (GAAP)	3.15 %	2.57 %	2.72 %
Net interest margin, fully taxable-equivalent (non-GAAP)	3.17	2.58	2.73
(F) Non-interest income	\$ 461,053	\$ 586,120	\$ 604,189
(G) Losses on investment securities, net	(20,427)	(1,059)	(1,926)
(H) Non-interest expense	1,177,271	1,132,544	1,040,095
Efficiency ratio (H/(D+F-G))	59.55 %	66.15 %	63.19 %
Efficiency ratio (non-GAAP) (H/(E+F-G))	59.38	66.01	63.02
Reconciliation of Non-GAAP Tangible Common Equity Ratio:			
Total shareholders' equity (GAAP)	\$ 4,796,838	\$ 4,498,688	\$ 4,115,995
Less: Non-convertible preferred stock (GAAP)	(412,500)	(412,500)	(412,500)
Less: Acquisition-related intangible assets (GAAP)	(675,710)	(683,456)	(681,747)
(I) Total tangible common shareholders' equity (non-GAAP)	\$ 3,708,628	\$ 3,402,732	\$ 3,021,748
(J) Total assets (GAAP)	\$ 52,949,649	\$ 50,142,143	\$ 45,080,768
Less: Acquisition-related intangible assets (GAAP)	(675,710)	(683,456)	(681,747)
(K) Total tangible assets (non-GAAP)	\$ 52,273,939	\$ 49,458,687	\$ 44,399,021
Common equity to assets ratio (GAAP) (L/J)	8.3 %	8.1 %	8.2 %
Tangible common equity ratio (non-GAAP) (I/K)	7.1	6.9	6.8
Reconciliation of Non-GAAP Tangible Book Value per Common Share:			
Total shareholders' equity (GAAP)	\$ 4,796,838	\$ 4,498,688	\$ 4,115,995
Less: Non-convertible preferred stock (GAAP)	(412,500)	(412,500)	(412,500)
(L) Total common equity	\$ 4,384,338	\$ 4,086,188	\$ 3,703,495
(M) Actual common shares outstanding	60,794	57,054	56,770
Book value per common share (L/M)	\$ 72.12	\$ 71.62	\$ 65.24
Tangible book value per common share (Non-GAAP) (I/M)	61.00	59.64	53.23
Reconciliation of Non-GAAP Return on Average Tangible Common Equity:			
(N) Net income applicable to common shares	\$ 481,718	\$ 438,187	\$ 271,613
Add: Acquisition-related intangible asset amortization	6,116	7,734	11,018
Less: Tax effect of acquisition-related intangible asset amortization	(1,664)	(2,080)	(2,732)
After-tax acquisition-related intangible asset amortization	4,452	5,654	8,286
(O) Tangible net income applicable to common shares (non-GAAP)	\$ 486,170	\$ 443,841	\$ 279,899
Total average shareholders' equity	\$ 4,634,224	\$ 4,300,742	\$ 3,926,688
Less: Average preferred stock	(412,500)	(412,500)	(306,455)
(P) Total average common shareholders' equity	\$ 4,221,724	\$ 3,888,242	\$ 3,620,233
Less: Average acquisition-related intangible assets	(679,735)	(678,739)	(686,064)
(Q) Total average tangible common shareholders' equity (non-GAAP)	\$ 3,541,989	\$ 3,209,503	\$ 2,934,169
Return on average common equity (N/P)	11.41 %	11.27 %	7.50 %
Return on average tangible common equity (non-GAAP) (O/Q)	13.73	13.83	9.54
Reconciliation of Non-GAAP Pre-Tax, Pre-Provision Income, Adjusted for Changes in Fair Value of MSRs, net of economic hedge and Early Buy-out Loans Guaranteed by U.S. Government Agencies:			
Income before taxes	\$ 700,555	\$ 637,796	\$ 389,781
Add: Provision for credit losses	78,589	(59,263)	214,220
Pre-tax income, excluding provision for credit losses (non-GAAP)	\$ 779,144	\$ 578,533	\$ 604,001

OVERVIEW AND STRATEGY

2022 Highlights

The Company recorded net income of \$509.7 million for the year of 2022 compared to \$466.2 million and \$293.0 million for the years of 2021 and 2020, respectively. The results for 2022 demonstrate increased net interest income primarily due to significant growth in earning assets and increasing net interest margin partially offset by an increase in provision for credit losses due to deterioration of forecasted macroeconomic conditions used in the measurement of the allowance for credit losses as well as reduced mortgage banking revenue primarily due to lower mortgage originations and lower production margins during the year.

The Company increased its loan portfolio from \$34.8 billion at December 31, 2021 to \$39.2 billion at December 31, 2022. This increase was primarily due to growth in several portfolios, including the commercial, industrial and other, commercial real estate, property and casualty premium finance receivables and life insurance premium finance receivables portfolios. For more information regarding changes in the Company's loan portfolio, see "Analysis of Financial Condition – Interest Earning Assets" and Note (4) "Loans" to the Consolidated Financial Statements presented under Item 8 of this Annual Report on Form 10-K.

The Company recorded net interest income of \$1.5 billion in 2022 compared to \$1.1 billion and \$1.0 billion in 2021 and 2020, respectively. The higher level of net interest income recorded in 2022 compared to 2021 resulted primarily from a \$3.6 billion increase in average earning assets, and a 58 basis point increase in the net interest margin in 2022 (see "Net Interest Margin" section later in this Item 7 for further detail).

Non-interest income totaled \$461.1 million in 2022, decreasing \$125.1 million, or 21%, compared to 2021. The decrease in non-interest income in 2022 compared to 2021 was primarily attributable to decreases in mortgage banking revenues due to origination volumes declining from historically elevated levels experienced in 2020 and 2021 as well as declines in margins earned on sales, and net losses on investment securities as a result of unrealized losses on equity investments (see "Non-Interest Income" section later in this Item 7 for further detail).

Non-interest expense totaled \$1.2 billion in 2022, increasing \$44.7 million, or 4%, compared to 2021. The increase compared to 2021 was primarily attributable to an \$8.4 million increase in software and equipment expense and a \$12.1 million increase in advertising and marketing expense. (see "Non-Interest Expense" section later in this Item 7 for further detail).

Management considers the maintenance of adequate liquidity to be important to the management of risk. Accordingly, during 2022, the Company continued its practice of maintaining appropriate funding capacity to provide the Company with adequate liquidity for its ongoing operations. In this regard, the Company benefited from its strong deposit base, a liquid short-term investment portfolio and its access to funding from a variety of external funding sources. The Company had overnight liquid funds and interest-bearing deposits with banks of \$2.5 billion and \$5.8 billion at December 31, 2022 and 2021, respectively.

Economic Environment

The economic environment in 2022 was characterized by growth in net interest margin due to the rising interest rate environment, the related challenges in mortgage banking as a result of such rising interest rate environment, deteriorating economic forecasts and, for banks, the associated impact on the allowance for credit losses as well as continued competition as banks have experienced improvements in their financial condition allowing them to be more active in the lending market. The Company has employed certain strategies to manage net income in the current rate environment, including those discussed below.

While the Company's business and day-to-day operations are no longer being materially impacted by the COVID-19 pandemic, despite the widespread distribution of vaccines and related boosters, the effects of the COVID-19 pandemic, including the continued emergence of various new strains of the virus, may impact the Company's future results. Please refer to Part I, Item 1A, "Risk Factors" of this Form 10-K for additional information.

Net Interest Income

The Company has leveraged its operating strengths to grow its earning assets base while still benefiting from rising interest rates and the resulting impact in net interest margin in 2022. In 2022, the Company's net interest margin increased to 3.15% (3.17% on a fully tax-equivalent basis, non-GAAP) as compared to 2.57% (2.58% on a fully tax-equivalent basis, non-GAAP) in 2021, primarily due to higher yields on the Company's earning assets and a shift in earning asset mix in 2022 with loans

constituting a greater portion of earning assets than liquidity management assets. Significant growth in earning assets resulted in the Company's net interest income increasing by \$370.4 million in 2022 compared to 2021. In 2022, the Company maintained its asset sensitive interest rate position in anticipation of interest rates increases. Based on contractual cash flows, approximately 73% of our current loan balances are projected to reprice or mature in 2023.

The Company has continued its practice of writing call options against certain investment securities to economically hedge the securities positions and receive fee income to compensate for net interest margin compression. In 2022, the Company recognized \$14.1 million in fees on covered call options compared to \$3.7 million in 2021.

The Company utilizes "back to back" interest rate derivative transactions, primarily interest rate swaps, to receive floating rate interest payments related to customer loans. In these arrangements, the Company makes a floating rate loan to a borrower who prefers to pay a fixed rate. To accommodate the risk management strategy of certain qualified borrowers, the Company enters a swap with its borrower to effectively convert the borrower's variable rate loan to a fixed rate. However, in order to minimize the Company's exposure on these transactions and continue to receive a floating rate, the Company simultaneously executes an offsetting mirror-image swap with various third parties.

Non-Interest Income

The interest rate environment impacts the profitability and mix of the Company's mortgage banking business which generated revenues of \$155.2 million in 2022 and \$273.0 million in 2021, representing 8% and 16% of total net revenue in 2022 and 2021, respectively. Mortgage banking revenue is primarily comprised of gains on sales of mortgage loans originated for new home purchases as well as mortgage refinancing. Mortgage revenue is also impacted by changes in the fair value of mortgage servicing rights ("MSRs"). Mortgage originations for sale totaled \$2.8 billion and \$6.8 billion in 2022 and 2021, respectively. In 2022, approximately 71% of originations were mortgages associated with new home purchases, while 29% of originations were related to refinancing of mortgages. In 2021, approximately 45% of originations were mortgages associated with new home purchases, while 55% of originations were related to refinancing of mortgages.

Non-Interest Expense

Management believes expense management is important to enhance profitability amid increased competition. Cost control and an efficient infrastructure should position the Company appropriately as it continues its growth strategy. Management continues to be disciplined in its approach to growth and plans to leverage the Company's existing expense infrastructure to expand its presence in existing and complimentary markets. Potentially impacting the cost control strategies discussed above, the Company anticipates increased costs resulting from the regulatory environment in which we operate as well as wage inflation, higher FDIC insurance assessments and continued investment in technology.

Credit Quality

The Company continues to actively address non-performing assets and remains disciplined in its approach to grow without sacrificing asset quality.

In particular:

- The Company's 2022 provision for credit losses totaled \$78.6 million compared to a negative provision of \$59.3 million in 2021 and a provision of \$214.2 million in 2020. The provision in 2022 was primarily the result of deterioration in the forecasted macroeconomic forecast, specifically the Company's macroeconomic forecasts of key model inputs (most notably, Commercial Real Estate Price Index and Baa corporate credit spreads) as well as growth in the Company's loan portfolios. Net charge-offs decreased slightly to \$20.3 million in 2022 (of which \$10.1 million related to commercial and commercial real estate loans), compared to \$21.5 million in 2021 (of which \$20.2 million related to commercial and commercial real estate loans) and \$40.3 million in 2020 (of which \$27.3 million related to commercial and commercial real estate loans).
- The Company's allowance for loan and unfunded lending-related commitment losses increased to \$357.4 million at December 31, 2022, reflecting an increase of \$57.8 million, or 19%, when compared to 2021. At December 31, 2022, approximately \$184 million, or 52%, of the allowance for loan and unfunded lending-related commitment losses was associated with commercial real estate loans and an additional \$143 million, or 40%, was associated with commercial loans.

- The Company has significant exposure to commercial real estate. At December 31, 2022, \$10.0 billion, or 25%, of our loan portfolio was commercial real estate, with approximately 75.3% located in our market area. The commercial real estate loan portfolio was comprised of \$1.5 billion in construction and development loans, and \$8.5 billion in non-construction loans. In analyzing the commercial real estate market, the Company does not rely upon the assessment of broad market statistical data, in large part because the Company's market area is diverse and covers many communities, each of which is impacted differently by economic forces affecting the Company's general market area. As such, the extent of the decline in real estate valuations can vary meaningfully among the different types of commercial and other real estate loans made by the Company. The Company uses its multi-chartered structure and local management knowledge to analyze and manage the local market conditions at each of its banks.
- Excluding early buy-out loans guaranteed by U.S. government agencies, total non-performing loans (loans on non-accrual status and loans more than 90 days past due and still accruing interest) were \$100.7 million (of which \$6.4 million, or 6%, was related to commercial real estate) at December 31, 2022, an increase of \$26.3 million compared to December 31, 2021. Non-performing loans as a percentage of total loans were 0.26% at December 31, 2022 compared to 0.21% at December 31, 2021.
- The Company's other real estate owned increased by \$5.6 million to \$9.9 million during 2022, from \$4.3 million at December 31, 2021. The \$9.9 million of other real estate owned as of December 31, 2022 was comprised of \$8.3 million of commercial real estate property and \$1.6 million of residential real estate property.

During 2022, management continued its efforts to aggressively resolve problem loans through liquidation, rather than retention of loans or real estate acquired as collateral through the foreclosure process. Management believes these actions will serve the Company well in the future by providing some protection for the Company from further valuation deterioration and permitting management to spend less time on resolution of problem loans and more time on growing the Company's core business and the evaluation of other opportunities.

Management continues to direct significant attention toward the prompt identification, management and resolution of problem loans. The Company has restructured certain loans by providing economic concessions to borrowers to better align the terms of their loans with their current ability to pay. At December 31, 2022, approximately \$41.1 million in loans had terms modified representing troubled debt restructurings ("TDRs"), with \$36.6 million of these TDRs continuing in accruing status. See Note (5) "Allowance for Credit Losses", to the Consolidated Financial Statements presented under Item 8 of this Annual Report on Form 10-K for additional discussion of TDRs.

The Company enters into residential mortgage loan sale agreements with investors in the normal course of business. The Company's practice is generally not to retain long-term fixed-rate mortgages on its balance sheet in order to mitigate interest rate risk, and consequently sells most of such mortgages into the secondary market. These agreements provide recourse to investors through certain representations concerning credit information, loan documentation, collateral and insurability. Investors request the Company to indemnify them against losses on certain loans or to repurchase loans which the investors believe do not comply with applicable representations. An increase in requests for loss indemnification can negatively impact mortgage banking revenue as additional recourse expense. The liability for estimated losses on repurchase and indemnification claims for residential mortgage loans previously sold to investors was \$624,000 at December 31, 2022 and \$675,000 at December 31, 2021.

Community Banking

Through our community banking franchise, we provide banking and financial services primarily to individuals, small to mid-sized businesses, local governmental units and institutional clients residing primarily in the local areas we service. Profitability of this franchise is primarily driven by our net interest income and margin, our funding mix and related costs, the measurement of the allowance for credit losses and the impact of current and forecasted macroeconomic conditions on such measurement, the level of non-performing loans and other real estate owned, the amount of mortgage banking revenue and our history of acquiring banking operations and establishing *de novo* banking locations.

Net interest income and margin. The primary source of our revenue is net interest income. Net interest income is the difference between interest income and fees on earning assets, such as loans and securities, and interest expense on liabilities to fund those assets, including deposits and other borrowings. Net interest income can change significantly from period to period based on general levels of interest rates, customer prepayment patterns, the mix of interest-earning assets and the mix of interest-bearing and non-interest-bearing deposits and borrowings.

Funding mix and related costs. The most significant source of funding in community banking is core deposits, which are comprised of non-interest-bearing deposits, non-brokered interest-bearing transaction accounts, savings deposits and domestic time deposits. Our branch network is the principal source of core deposits, which generally carry lower interest rates than wholesale funds of comparable maturities. Community banking profitability has been favorably impacted in recent years as the Company funded strong loan growth with a more desirable blend of funds.

Measurement of the allowance for credit losses. The Company adopted CECL as of January 1, 2020, which requires the estimate of expected credit losses over the entire life of financial assets measured at amortized cost. To measure lifetime expected credit losses, the Company adjusts credit loss estimates for reasonable and supportable forecasts of macroeconomic conditions. Such forecasts can significantly impact the profitability of our community banks as changing estimates of lifetime losses from period to period can result in significant fluctuations in provision for credit losses during those periods. In 2022, such fluctuations in provision for credit losses unfavorably impacted the profitability of our community banks, primarily as a result of deterioration in forecasted macroeconomic conditions.

Level of non-performing loans and other real estate owned. The level of non-performing loans and other real estate owned can significantly impact our profitability as these loans and other real estate owned do not accrue any income, can be subject to charge-offs and write-downs due to deteriorating market conditions and generally result in additional legal and collections expenses. The Company's credit quality measures have remained at historically low levels in recent years.

Mortgage banking revenue. Our community banking franchise is also influenced by the level of fees generated by the origination of residential mortgages and the sale of such mortgages into the secondary market by Wintrust Mortgage. The Company recognized a decrease of \$117.8 million in mortgage banking revenue in 2022 compared to 2021 as origination volumes and margins on sales declined in 2022 compared to 2021. Mortgage originations for sale totaled \$2.8 billion and \$6.8 billion in 2022 and 2021, respectively, decreasing as rising interest rates reduced refinance incentives for borrowers. Partially offsetting the impact of lower originations and production margins was growth in servicing fee income and the value of the Company's Mortgage Servicing Rights ("MSR") asset as the portfolio of loans serviced for others has continued to grow.

Expansion of banking operations. Our historical financial performance has been affected by costs associated with growing market share in deposits and loans, establishing and acquiring banks, opening new branch facilities and building an experienced management team. Our financial performance generally reflects the improved profitability of our banking subsidiaries as they mature, offset by the costs of establishing and acquiring banks and opening new branch facilities.

In determining the timing of the opening of additional branches of existing banks, and the acquisition of additional banks, we consider many factors, particularly our perceived ability to obtain an adequate return on our invested capital driven largely by the then existing cost of funds and lending margins, the general economic climate and the level of competition in a given market. See discussion of acquisition activity in the "Recent Transactions" section below.

In addition to the factors considered above, before we engage in expansion through *de novo* branches, we must first make a determination that the expansion fulfills our objective of enhancing shareholder value through potential future earnings growth and enhancement of the overall franchise value of the Company. Generally, we believe that, in normal market conditions, expansion through *de novo* growth is a better long-term investment than acquiring banks because the cost to bring a *de novo* location to profitability is generally substantially less than the premium paid for the acquisition of a healthy bank. Each opportunity to expand is unique from a cost and benefit perspective. Both FDIC-assisted and non-FDIC-assisted acquisitions offer a unique opportunity for the Company to expand into new and existing markets in a non-traditional manner. Potential acquisitions are reviewed in a similar manner as a *de novo* branch opportunities, however, FDIC-assisted and non-FDIC-assisted acquisitions have the ability to immediately enhance shareholder value. Factors including the valuation of our stock, other economic market conditions, the size and scope of the particular expansion opportunity and competitive landscape all influence the decision to expand via *de novo* growth or through acquisition.

Specialty Finance

Through our specialty finance segment, we offer financing of insurance premiums for businesses and individuals; lease financing and other direct leasing opportunities; accounts receivable financing, value-added, out-sourced administrative services; and other specialty finance businesses.

Financing of Commercial Insurance Premiums

The primary driver of profitability related to the financing of property and casualty insurance premiums is the net interest spread that FIRST Insurance Funding and FIFC Canada can produce between the yields on the loans generated and the cost of

funds allocated to the business unit. The property and casualty insurance premium finance business is a competitive industry and yields on loans are influenced by the market rates offered by our competitors. The majority of loans originated by FIRST Insurance Funding are purchased by the banks in order to more fully utilize their lending capacity as these loans generally provide the banks with higher yields than alternative investments. We fund these loans primarily through our deposits, the cost of which is influenced by competitors in the retail banking markets in our market area.

Financing of Life Insurance Premiums

The primary driver of profitability related to the financing of life insurance premiums is the net interest spread that Wintrust Life Finance can produce between the yields on the loans generated and the cost of funds allocated to the business unit. Profitability of financing both commercial and life insurance premiums is also meaningfully impacted by leveraging information technology systems, maintaining operational efficiency and increasing average loan size, each of which allows us to expand our loan volume without significant capital investment.

Wealth Management

Through our wealth management segment, we offer a full range of wealth management services through four separate subsidiaries (CTC, Wintrust Investments, Great Lakes Advisors and CDEC): trust and investment services, tax-deferred like-kind exchange services, asset management solutions, securities brokerage services and 401(k) and retirement plan services.

The primary drivers of profitability of the wealth management business can be associated with the level of commission received related to the trading performed by the brokerage customers for their accounts and the amount of assets under management in which the unit receives a management fee for advisory, administrative and custodial services. As such, revenues are influenced by a rise or fall in the debt and equity markets and the resulting increase or decrease in the value of our client accounts on which our fees are based. The commissions received by the brokerage unit are not as directly influenced by the directionality of the debt and equity markets but rather the desire of our customers to engage in trading based on their particular situations and outlooks of the market or particular stocks and bonds.

Financial Regulatory Reform

Our business is heavily regulated and supervised by both federal and state agencies. Both the scope of the laws and regulations and the intensity of the supervision to which our business is subject have increased in recent years, initially in response to the financial crisis, and more recently in light of other factors such as technological and market changes. Many of these changes have occurred as a result of the Dodd-Frank Wall Street Reform and Consumer Protection Act (“Dodd-Frank Act”) and its implementing regulations, most of which are now in place. We expect that our business will remain subject to extensive regulation and supervision.

The exact impact of the changing regulatory environment on our business and operations depends upon legislative or regulatory changes to reform the financial regulatory framework and the actions of our competitors, customers, and other market participants. Legislative and regulatory changes could have a significant impact on us by, for example, requiring us to change our business practices; requiring us to meet more stringent capital, liquidity and leverage ratio requirements; limiting our ability to pursue business opportunities; imposing additional costs and compliance obligations on us; limiting fees we can charge for services; impacting the value of our assets; or otherwise adversely affecting our businesses and our earnings’ capabilities. We have already experienced significant increases in compliance related costs in recent years, and we are now subject to more stringent risk-based capital and leverage ratio requirements than we were prior to the adoption of the U.S. Basel III Rules. We are also now subject to many mortgage-related rules promulgated by the CFPB that materially restructured the origination, services and securitization of residential mortgages in the United States. As discussed under Supervision and Regulation in Item 1, the FDIC adopted a final rule, applicable to all insured depository institutions, to increase initial base deposit insurance assessment rate schedules uniformly by 2 basis points, beginning in the first quarterly assessment period of 2023. We will continue to monitor the impact that the implementation of applicable rules, regulations and policies arising out of any legislative or regulatory changes may have on our organization. For further discussion of the laws and regulations applicable to us and our subsidiary banks, please refer to “Business-Supervision and Regulation.”

Recent Transactions

Common Stock Offering

In June 2022, the Company sold through a public offering a total of 3,450,000 shares of its common stock. Net proceeds to the Company totaled approximately \$285.7 million, net of estimated issuance costs.

Insurance Agency Loan Portfolio

On November 15, 2021, the Company completed its acquisition of certain assets from The Allstate Corporation (“Allstate”). Through this business combination, the Company acquired approximately \$581.6 million of loans, net of allowance for credit losses measured on the acquisition date. The loan portfolio was comprised of approximately 1,800 loans to Allstate agents nationally. In addition to acquiring the loans, the Company became the national preferred provider of loans to Allstate agents. In connection with the loan acquisition, a team of Allstate agency lending specialists joined the Company, to augment and expand Wintrust’s existing insurance agency finance business. As the transaction was determined to be a business combination, the Company recorded goodwill of approximately \$9.3 million on the purchase.

Wisconsin Branch Sale

On April 23, 2021 the Company completed the sale of three branches located in Albany, Darlington and Monroe, Wisconsin to Greenwoods Financial Group, Inc., the parent company of The Greenwoods State Bank (“Greenwoods”), for \$81.3 million. Greenwoods assumed approximately \$77.5 million of deposits and acquired the branch facilities and various other assets.

SUMMARY OF CRITICAL ACCOUNTING ESTIMATES

The Company’s Consolidated Financial Statements are prepared in accordance with GAAP in the United States, prevailing practices of the banking industry, and the application of accounting policies of which are described in Note (1) “Summary of Significant Accounting Policies” to the Consolidated Financial Statements in Item 8. These policies require numerous estimates and strategic or economic assumptions, which may prove inaccurate or subject to variations. Changes in underlying factors, assumptions or estimates could have material impact on the Company’s future financial condition and results of operations. At December 31, 2022, management views critical accounting estimates to include the determination of the allowance for credit losses, estimations of fair value, the valuations required for impairment testing of goodwill, the valuation and accounting for derivative instruments and income taxes as the accounting areas that require the most subjective and complex judgments, and as such could be most subject to revision as new information becomes available. These estimates were reviewed with the Audit Committee of the Company’s Board of Directors and are discussed more fully below.

Allowance for Credit Losses, including the Allowance for Loan Losses, Allowance for Losses on Lending-Related Commitments and Allowance for Held-to-Maturity Debt Securities

The allowance for credit losses represents management’s estimate of expected credit losses over the life of a financial asset carried at amortized cost. Determining the amount of the allowance for credit losses is considered a critical accounting estimate because it requires significant judgment and the use of estimates related to the fair value of the underlying collateral and amount and timing of expected future cash flows on individually assessed financial assets, estimated credit losses on pools of loans with similar risk characteristics, and consideration of reasonable and supportable forecasts of macroeconomic conditions, all of which are susceptible to significant change. At December 31, 2022, the loan and held-to-maturity debt securities portfolios represent 81% of total assets on the Company’s consolidated balance sheet. The Company also maintains an allowance for lending-related commitments, specifically unfunded loan commitments and letters of credit, which relates to certain amounts the Company is committed to lend (not unconditionally cancelable) but for which funds have not yet been disbursed.

Key macroeconomic variable data points that are significant inputs into our credit loss models for the commercial and commercial real estate portfolios are the Baa corporate credit spread as well as the Commercial Real Estate Pricing Index (“CREPI”) specifically related to the commercial real estate portfolio. Holding all other inputs constant, the table below shows the impact of changes in these key macroeconomic variable data points on the estimate of allowance for credit losses.

	<u>Impact to estimated allowance for credit losses from an increased or higher input value</u>
Baa Credit Spread	Increases
CRE Price Index	Decreases

Holding all other inputs constant, the following table provides a sensitivity analysis for the commercial and commercial real estate portfolios based on a 20 basis point change in Baa credit spreads from the assumption utilized in the estimate of that portfolio's allowance for credit losses at December 31, 2022:

Baa Credit Spread		
	Narrows	Widens
Commercial	Decreases estimate by 10%-15%	Increases estimate by 15%-20%
Commercial Real Estate:		
Construction	Decreases estimate by 15%-20%	Increases estimate by 15%-20%
Non-Construction	Decreases estimate by 4%-5%	Increases estimate by 4%-5%

Holding all other inputs constant, the following table provides a sensitivity analysis for the commercial real estate construction and non-construction portfolios based on a 10% change in CREPI from the assumption utilized in the estimate of that portfolio's allowance for credit losses at December 31, 2022:

CRE Price Index		
	Increases	Decreases
Commercial Real Estate:		
Construction	Decreases estimate by 30%-35%	Increases estimate by 130%-135%
Non-Construction	Decreases estimate by 25%-30%	Increases estimate by 40%-45%

See Note (5) "Allowance for Credit Losses" to the Consolidated Financial Statements in Item 8 and the section titled "Loan Portfolio and Asset Quality" in Item 7 for a description of the methodology used to determine the allowance for credit losses.

Estimations of Fair Value

A portion of the Company's assets and liabilities are carried at fair value on the Consolidated Statements of Condition, with changes in fair value recorded either through earnings or other comprehensive income in accordance with applicable accounting principles generally accepted in the United States. These include the Company's trading account securities, available-for-sale debt securities, equity securities with a readily determinable fair value, derivatives, mortgage loans held-for-sale, certain loans held-for-investment and mortgage servicing rights ("MSRs"). The determination of fair value is important for certain other assets, including goodwill and other intangible assets, loans individually assessed when measuring a related allowance for credit loss, and other real estate owned that are periodically evaluated for impairment using fair value estimates.

Fair value is generally defined as the amount at which an asset or liability could be exchanged in a current transaction between willing, unrelated parties, other than in a forced or liquidation sale. Fair value is based on quoted market prices in an active market, or if market prices are not available, is estimated using models employing techniques such as matrix pricing or discounting expected cash flows. The significant assumptions used in the models, which include assumptions for interest rates, discount rates, prepayments and credit losses, are independently verified against observable market data where possible. Where observable market data is not available, the estimate of fair value becomes more subjective and involves a high degree of judgment. In this circumstance, fair value is estimated based on management's judgment regarding the value that market participants would assign to the asset or liability. This valuation process takes into consideration factors such as market illiquidity. Imprecision in estimating these factors can impact the amount recorded on the balance sheet for a particular asset or liability with related impacts to earnings or other comprehensive income. See Note (22) "Fair Value of Assets and Liabilities" to the Consolidated Financial Statements in Item 8 for a further discussion of fair value measurements.

Impairment Testing of Goodwill

The Company performs impairment testing of goodwill for each of its reporting units on an annual basis or more frequently when events warrant, using a qualitative or quantitative approach. Using a qualitative approach, the Company reviews any recent events or circumstances that would indicate it is more likely than not that the fair value of a reporting unit is less than its carrying amount. These events and circumstances include the performance of the Company, the condition of the related industry in which the reporting unit operates and general economic environment and other factors. If the Company determines it is not more likely than not that there is impairment based on an evaluation of these events and circumstances, the Company may forgo the quantitative approach.

Using a quantitative approach, the Company compares each reporting unit's fair value to its carrying value. If the carrying value of a reporting unit was determined to have been higher than its fair value, the Company would measure and recognize an impairment loss for the amount by which the carrying value exceeds the fair value of the reporting unit. Any impairment loss would not exceed the total amount of goodwill allocated to the reporting unit. Valuations are estimated in good faith by management through the use of publicly available valuations of comparable entities and discounted cash flow models using internal financial projections in the reporting unit's business plan.

Under both a qualitative and quantitative approach, the goodwill impairment analysis requires management to make subjective judgments in determining if an indicator of impairment has occurred. Events and factors that may significantly affect the analysis include: a significant decline in the Company's expected future cash flows, a substantial increase in the discount rate, a sustained, significant decline in the Company's stock price and market capitalization, a significant adverse change in legal factors or in the business climate. Other factors might include changing competitive forces, customer behaviors and attrition, revenue trends, cost structures, along with specific industry and market conditions. Adverse change in these factors could have a significant impact on the recoverability of intangible assets and could have a material impact on the Company's consolidated financial statements.

As of December 31, 2022, the Company had three reporting units: Community Banking, Specialty Finance and Wealth Management. Based on the Company's 2022 annual goodwill impairment testing, which was performed qualitatively, the Company concluded that the fair value of each reporting unit more likely than not exceeded the carrying amounts of the respective reporting units.

Derivative Instruments

The Company utilizes derivative instruments to manage risks such as interest rate risk or market risk. The Company's policy prohibits using derivatives for speculative purposes.

Accounting for derivatives differs significantly depending on whether a derivative is designated as an accounting hedge, which is a transaction intended to reduce a risk associated with a specific asset or liability or future expected cash flow at the time it is purchased. In order to qualify as an accounting hedge, a derivative must be designated as such at inception by management and meet certain criteria. Management must also continue to evaluate whether the instrument effectively reduces the risk associated with that item. To determine if a derivative instrument continues to be an effective hedge, the Company must make assumptions and judgments about the continued effectiveness of the hedging strategies and the nature and timing of forecasted transactions. If the Company's hedging strategy were to become ineffective, hedge accounting would no longer apply and the reported results of operations or financial condition could be materially affected. See Note (21) "Derivative Financial Instruments" to the Consolidated Financial Statements in Item 8 for a further discussion of derivative accounting.

Income Taxes

The Company is subject to the income tax laws of the United States, its states, Canada and other jurisdictions where it conducts business. These laws are complex and subject to potentially different interpretations by the taxpayer and the various taxing authorities. In determining the provision for income taxes, management must make judgments and estimates about the application of these inherently complex laws, related regulations and case law. In the process of preparing the Company's tax returns, management attempts to make reasonable interpretations of the tax laws. These interpretations are subject to challenge by the tax authorities upon audit or to reinterpretation based on management's ongoing assessment of facts and evolving case law. Management reviews its uncertain tax positions and recognition of the benefits of such positions on a regular basis.

On a quarterly basis, management assesses the reasonableness of its effective tax rate based upon its current best estimate of net income and the applicable taxes expected for the full year. Deferred tax assets and liabilities are reassessed on a quarterly basis, if business events or circumstances warrant. Additionally, any enactment of new tax rates requires the Company to re-measure its existing deferred tax assets and liabilities to reflect the new tax rate, with such adjustments recognized in current year earnings. See Note (17) "Income Taxes" to the Consolidated Financial Statements in Item 8 for a further discussion of income taxes.

CONSOLIDATED RESULTS OF OPERATIONS

The following discussion of Wintrust's results of operations requires an understanding that a majority of the Company's bank subsidiaries have been started as de novo banks since December 1991. Wintrust has a strategy of continuing to build its customer base and securing broad product penetration in each marketplace that it serves. The Company has expanded its banking franchise from three banks with five offices in 1994 to 15 banks with 174 offices at the end of 2022. FIRST Insurance Funding and Wintrust Life Finance have matured into separate divisions that generated, on a national basis, \$13.8 billion in total premium finance receivables in 2022 within the United States. FIFC Canada, acquired in 2012, originated \$1.6 billion in Canadian property and casualty premium finance receivables in 2022. The Company's leasing business increased its portfolio of assets, including direct financing leases, loans and equipment on operating leases, to \$3.0 billion as of December 31, 2022. In addition, the wealth management companies have been building a team of experienced professionals who are located within a majority of the banks.

Earnings Summary

Net income for the year ended December 31, 2022, totaled \$509.7 million, or \$8.02 per diluted common share, compared to \$466.2 million, or \$7.58 per diluted common share, in 2021, and \$293.0 million, or \$4.68 per diluted common share, in 2020. During 2022, net income increased by \$43.5 million and earnings per diluted common share increased by \$0.44. Net interest income increased in 2022 compared to 2021 primarily as a result of growth in average earning assets in 2022, as well as an increase in the net interest margin. Partially offsetting the increase to net income from higher net interest income was a higher provision for credit losses. The Company's provision for credit losses increased significantly in 2022 primarily due to deterioration of forecasted macroeconomic conditions used in the measurement of the allowance for credit losses. Mortgage banking revenue decreased in 2022 as compared 2021 primarily as a result of a decrease in loans originated for sale and lower production margins, partially offset by more favorable fair value adjustments of MSR. The Company's mortgages originated for sale decreased in 2022 compared to 2021, primarily as a result of lower refinance production in 2022 as long-term interest rates rose compared to 2021.

Other items impacting net income in 2022 compared to 2021 include increased software and equipment expenses and higher advertising and marketing costs as well as losses on investment securities in 2022.

Net Interest Income

The primary source of the Company's revenue is net interest income. Net interest income is the difference between interest income and fees on earning assets, such as loans and securities, and interest expense on the liabilities to fund those assets, including interest-bearing deposits and other borrowings. The amount of net interest income is affected by both changes in the level of interest rates, and the amount and composition of earning assets and interest-bearing liabilities.

Net interest income in 2022 totaled \$1.50 billion, up from \$1.12 billion in 2021 and up from \$1.04 billion in 2020, representing an increase of \$370.4 million, or 33%, in 2022 and an increase of \$85.1 million, or 8%, in 2021. The table presented later in this section, titled "Changes in Interest Income and Expense," presents the dollar amount of changes in interest income and expense, by major category, attributable to changes in the volume of the balance sheet category and changes in the rate earned or paid with respect to that category of assets or liabilities for 2022 and 2021.

Average earning assets increased \$3.6 billion, or 8%, in 2022 and \$5.5 billion, or 14%, in 2021. Loans are the most significant component of the earning asset base as they earn interest at a higher rate than the majority of other earning assets. Average loans increased \$3.6 billion, or 11%, in 2022 and \$2.9 billion, or 10%, in 2021. Total average loans as a percentage of total average earning assets were 77%, 75% and 79% in 2022, 2021 and 2020, respectively. The average yield on loans was 4.12% in 2022, 3.43% in 2021 and 3.84% in 2020, reflecting an increase of 69 basis points in 2022 and a decrease of 41 basis points in 2021. The higher loan yields in 2022 compared to 2021 is primarily a result of the increase in the interest rate environment in 2022 compared to 2021. The average yield on liquidity management assets was 2.15% in 2022, 1.14% in 2021 and 1.60% in 2020, reflecting an increase of 101 basis points in 2022 and a decrease of 46 basis points in 2021. The higher yield in 2022 compared to 2021 is also primarily a result of the increase in the interest rate environment in 2022 compared to 2021. The average rate paid on interest-bearing deposits, the largest component of the Company's interest-bearing liabilities, was 0.62% in 2022, 0.33% in 2021 and 0.77% in 2020, representing an increase of 29 basis points in 2022 and a decrease of 44 basis points in 2021. The higher level of interest-bearing deposits rates in 2022 compared to 2021 is also primarily a result of the increase in the interest rate environment in 2022 compared to 2021. As a result of the above, net interest margin increased to 3.15% (3.17% on a fully taxable-equivalent basis, non-GAAP) in 2022 compared to 2.57% (2.58% on a fully taxable-equivalent basis, non-GAAP) in 2021.

Net interest income and net interest margin were also affected by amortization of valuation adjustments to earning assets and interest-bearing liabilities of acquired businesses. Assets and liabilities of acquired businesses are required to be recognized at their estimated fair value at the date of acquisition. These valuation adjustments represent the difference between the estimated fair value and the carrying value of assets and liabilities acquired. These adjustments are amortized into interest income and interest expense based upon the estimated remaining lives of the assets and liabilities acquired.

Average Balance Sheets, Interest Income and Expense, and Interest Rate Yields and Costs

The following table sets forth the average balances, the interest earned or paid thereon, and the effective interest rate, yield or cost for each major category of interest-earning assets and interest-bearing liabilities for the years ended December 31, 2022, 2021 and 2020. The yields and costs include loan origination fees and certain direct origination costs that are considered adjustments to yields. Interest income on non-accruing loans is reflected in the year that it is collected, to the extent it is not applied to principal. Such amounts are not material to net interest income or the net change in net interest income in any year. Non-accrual loans are included in the average balances. Net interest income and the related net interest margin have been adjusted to reflect tax-exempt income, such as interest on municipal securities and loans, on a fully taxable-equivalent basis (non-GAAP). This table should be referred to in conjunction with discussion of the financial condition and results of operations of the Company.

(Dollars in thousands)	Average Balance for the years ended December 31,			Interest for the years ended December 31,			Yield/Rate for the years ended December 31,		
	2022	2021	2020	2022	2021	2020	2022	2021	2020
Assets									
Interest-bearing deposits with banks, securities purchased under resale agreements and cash equivalents ⁽¹⁾	\$ 3,323,196	\$ 4,840,048	\$ 3,117,075	\$ 48,350	\$ 6,779	\$ 8,655	1.45 %	0.14 %	0.28 %
Investment securities ⁽²⁾	6,735,732	4,779,313	4,101,136	162,577	97,258	101,799	2.41	2.03	2.48
FHLB and FRB stock	150,223	135,873	130,360	8,622	7,067	6,891	5.74	5.20	5.29
Total liquidity management assets ⁽³⁾⁽⁸⁾	\$ 10,209,151	\$ 9,755,234	\$ 7,348,571	\$ 219,549	\$ 111,104	\$ 117,345	2.15 %	1.14 %	1.60 %
Other earning assets ⁽³⁾⁽⁴⁾⁽⁸⁾	22,391	25,096	17,863	955	657	523	4.27	2.62	2.94
Mortgage loans held-for-sale	496,088	959,457	707,147	21,195	32,169	20,077	4.27	3.35	2.84
Loans, net of unearned income ⁽³⁾⁽⁵⁾⁽⁸⁾	36,684,528	33,051,043	30,181,204	1,511,345	1,135,155	1,159,490	4.12	3.43	3.84
Total earning assets ⁽⁸⁾	\$ 47,412,158	\$ 43,790,830	\$ 38,254,785	\$ 1,753,044	\$ 1,279,085	\$ 1,297,435	3.70 %	2.92 %	3.39 %
Allowance for loan and investment security losses	(256,690)	(284,163)	(264,516)						
Cash and due from banks	473,025	432,836	341,116						
Other assets	2,795,826	2,884,548	3,039,954						
Total assets	\$ 50,424,319	\$ 46,824,051	\$ 41,371,339						
Liabilities and Shareholders' Equity									
Deposits — interest-bearing:									
NOW and interest-bearing demand deposits	\$ 5,355,077	\$ 4,029,662	\$ 3,662,772	\$ 27,566	\$ 7,739	\$ 12,243	0.51 %	0.19 %	0.33 %
Wealth management deposits	2,827,497	2,361,412	2,001,716	29,750	4,534	5,883	1.05	0.19	0.29
Money market accounts	12,254,159	11,801,788	10,391,529	80,591	32,031	65,281	0.66	0.27	0.63
Savings accounts	4,014,166	3,734,162	3,354,662	11,234	1,583	12,507	0.28	0.04	0.37
Time deposits	3,812,148	4,447,871	5,142,938	26,061	42,232	93,264	0.68	0.95	1.81
Total interest-bearing deposits	\$ 28,263,047	\$ 26,374,895	\$ 24,553,617	\$ 175,202	\$ 88,119	\$ 189,178	0.62 %	0.33 %	0.77 %
FHLB advances	1,484,663	1,236,478	1,156,106	30,329	19,581	18,193	2.04	1.58	1.57
Other borrowings	485,820	514,657	496,693	14,294	9,928	12,773	2.94	1.93	2.57
Subordinated notes	437,139	436,697	436,275	22,004	21,983	21,961	5.03	5.03	5.03
Junior subordinated notes	253,566	253,566	253,566	10,252	10,916	11,008	4.10	4.25	4.27
Total interest-bearing liabilities	\$ 30,924,235	\$ 28,816,293	\$ 26,896,257	\$ 252,081	\$ 150,527	\$ 253,113	0.81 %	0.52 %	0.94 %
Non-interest-bearing deposits	13,667,879	12,638,518	9,432,090						
Other liabilities	1,197,981	1,068,498	1,116,304						
Equity	4,634,224	4,300,742	3,926,688						
Total liabilities and shareholders' equity	\$ 50,424,319	\$ 46,824,051	\$ 41,371,339						
Interest rate spread ⁽⁶⁾⁽⁸⁾							2.89 %	2.40 %	2.45 %
Less: fully taxable-equivalent adjustment				\$ (5,601)	\$ (3,601)	\$ (4,415)	(0.02)	(0.01)	(0.01)
Net free funds/contribution ⁽⁷⁾	\$ 16,487,923	\$ 14,974,537	\$ 11,358,528				0.28	0.18	0.28
Net interest income/margin (GAAP) ⁽⁸⁾				\$ 1,495,362	\$ 1,124,957	\$ 1,039,907	3.15 %	2.57 %	2.72 %
Fully taxable-equivalent adjustment				5,601	3,601	4,415	0.02	0.01	0.01
Net interest income/margin fully taxable-equivalent (non-GAAP) ⁽⁸⁾				\$ 1,500,963	\$ 1,128,558	\$ 1,044,322	3.17 %	2.58 %	2.73 %

- (1) Includes interest-bearing deposits from banks and securities purchased under resale agreements with original maturities of greater than three months. Cash equivalents include federal funds sold and securities purchased under resale agreements with original maturities of three months or less.
- (2) Investment securities includes investment securities classified as available-for-sale and held-to-maturity, and equity securities with readily determinable fair values. Equity securities without readily determinable fair values are included within other assets.
- (3) Interest income on tax-advantaged loans, trading securities and investment securities reflects a tax-equivalent adjustment based on a marginal federal corporate tax rate in effect as of the applicable period. The total adjustments for the years ended December 31, 2022, 2021 and 2020 were \$5.6 million, \$3.6 million and \$4.4 million, respectively.
- (4) Other earning assets include brokerage customer receivables and trading account securities.
- (5) Loans, net of unearned income, include non-accrual loans.
- (6) Interest rate spread is the difference between the yield earned on earning assets and the rate paid on interest-bearing liabilities.
- (7) Net free funds is the difference between total average earning assets and total average interest-bearing liabilities. The estimated contribution to net interest margin from net free funds is calculated using the rate paid for total interest-bearing liabilities.
- (8) See "Non-GAAP Financial Measures/Ratios" for additional information on this performance ratio.

Changes In Interest Income and Expense

The following table shows the dollar amount of changes in interest income and expense, on a fully taxable-equivalent basis (non-GAAP), by major categories of interest-earning assets and interest-bearing liabilities attributable to changes in volume or rate for the periods indicated:

(In thousands)	Years Ended December 31,					
	2022 Compared to 2021			2021 Compared to 2020		
	Change Due to Rate	Change Due to Volume	Total Change	Change Due to Rate	Change Due to Volume	Total Change
Interest income, FTE basis (non-GAAP) ⁽¹⁾						
Interest-bearing deposits with banks, securities purchased under resale agreements and cash equivalents ⁽²⁾	\$ 42,784	\$ (1,213)	\$ 41,571	\$ (5,490)	\$ 3,614	\$ (1,876)
Investment securities	20,461	44,858	65,319	(19,787)	15,246	(4,541)
FHLB and FRB stock	771	784	1,555	(111)	287	176
Total liquidity management assets	\$ 64,016	\$ 44,429	\$ 108,445	\$ (25,388)	\$ 19,147	\$ (6,241)
Other earning assets	376	(78)	298	(60)	194	134
Mortgage loans held-for-sale	7,282	(18,256)	(10,974)	4,067	8,025	12,092
Loans, net of unearned income	242,242	133,948	376,190	(128,113)	103,778	(24,335)
Total interest income	\$ 313,916	\$ 160,043	\$ 473,959	\$(149,494)	\$ 131,144	\$ (18,350)
Interest Expense						
Deposits — interest-bearing:						
NOW and interest-bearing demand deposits	\$ 12,267	\$ 7,560	\$ 19,827	\$ (4,935)	\$ 431	\$ (4,504)
Wealth management deposits	22,390	2,826	25,216	(2,065)	716	(1,349)
Money market accounts	47,741	819	48,560	(40,578)	7,328	(33,250)
Savings accounts	9,525	126	9,651	(12,158)	1,234	(10,924)
Time deposits	(11,612)	(4,559)	(16,171)	(39,528)	(11,504)	(51,032)
Total interest expense — deposits	\$ 80,311	\$ 6,772	\$ 87,083	\$ (99,264)	\$ (1,795)	\$(101,059)
FHLB advances	6,356	4,392	10,748	120	1,268	1,388
Other borrowings	4,949	(583)	4,366	(3,258)	413	(2,845)
Subordinated notes	—	21	21	—	22	22
Junior subordinated notes	(664)	—	(664)	(62)	(30)	(92)
Total interest expense	\$ 90,952	\$ 10,602	\$ 101,554	\$(102,464)	\$ (122)	\$(102,586)
Less: fully taxable-equivalent adjustment	(2,000)	—	(2,000)	400	414	814
Net interest income (GAAP) ⁽¹⁾	\$ 220,964	\$ 149,441	\$ 370,405	\$ (46,630)	\$ 131,680	\$ 85,050
Fully taxable-equivalent adjustment	2,000	—	2,000	(400)	(414)	(814)
Net interest income, FTE basis (non-GAAP) ⁽¹⁾	\$ 222,964	\$ 149,441	\$ 372,405	\$ (47,030)	\$ 131,266	\$ 84,236

(1) See "Non-GAAP Financial Measures/Ratios" for additional information on this performance ratio.

(2) Includes interest-bearing deposits from banks and securities purchased under resale agreements with original maturities of greater than three months. Cash equivalents include federal funds sold and securities purchased under resale agreements with original maturities of three months or less.

The changes in net interest income are created by changes in both interest rates and volumes. In the table above, volume variances are computed using the change in volume multiplied by the previous year's rate. Rate variances are computed using the change in rate multiplied by the previous year's volume. The change in interest due to both rate and volume has been allocated between factors in proportion to the relationship of the absolute dollar amounts of the change in each. The change in interest due to an additional day resulting from the 2020 leap year has been allocated entirely to the change due to volume in 2021.

Non-Interest Income

The following table presents non-interest income by category for 2022, 2021 and 2020:

(Dollars in thousands)	Years ended December 31,			2022 compared to 2021		2021 compared to 2020	
	2022	2021	2020	\$ Change	% Change	\$ Change	% Change
Brokerage	\$ 17,668	\$ 20,710	\$ 18,731	\$ (3,042)	(15)%	\$ 1,979	11 %
Trust and asset management	108,946	103,309	81,605	5,637	5	21,704	27
Total wealth management ⁽¹⁾	\$ 126,614	\$ 124,019	\$ 100,336	\$ 2,595	2 %	\$ 23,683	24 %
Mortgage banking	155,173	273,010	346,013	(117,837)	(43)	(73,003)	(21)
Service charges on deposit accounts	58,574	54,168	45,023	4,406	8	9,145	20
Losses on investment securities, net	(20,427)	(1,059)	(1,926)	(19,368)	NM	867	(45)
Fees from covered call options	14,133	3,673	2,292	10,460	NM	1,381	60
Trading gains (losses), net	3,752	245	(1,004)	3,507	NM	1,249	NM
Operating lease income, net	55,510	53,691	47,604	1,819	3	6,087	13
Other:							
Interest rate swap fees	12,185	13,702	20,718	(1,517)	(11)	(7,016)	(34)
BOLI	806	5,812	4,730	(5,006)	(86)	1,082	23
Administrative services	6,713	5,689	4,385	1,024	18	1,304	30
Foreign currency remeasurement gains (losses)	292	(495)	(621)	787	NM	126	20
Early pay-offs of capital leases	694	601	632	93	15	(31)	(5)
Miscellaneous	47,034	53,064	36,007	(6,030)	(11)	17,057	47
Total Other	\$ 67,724	\$ 78,373	\$ 65,851	\$ (10,649)	(14)%	\$ 12,522	19 %
Total Non-Interest Income	\$ 461,053	\$ 586,120	\$ 604,189	\$ (125,067)	(21)%	\$ (18,069)	(3)%

(1) Wealth management revenue is comprised of the trust and asset management revenue of the CTC and Great Lakes Advisors, the brokerage commissions, managed money fees and insurance product commissions at Wintrust Investments and fees from tax-deferred like-kind exchange services provided by CDEC.

NM—Not Meaningful

Notable contributions to the change in non-interest income are as follows:

Trust and asset management fees increased from 2021 to 2022 primarily as a result of increased activity in the tax-deferred like-kind exchange services provided. Trust and asset management fees are based primarily on the market value of the assets under management or administration as well as volume of tax-deferred like-kind exchange services provided during a period.

Mortgage banking revenue decreased in 2022 as compared 2021 primarily as a result of a decrease in loans originated for sale and lower production margins, partially offset by more favorable fair value adjustments of MSR's. Mortgage banking revenue includes revenue from activities related to originating, selling and servicing residential real estate loans for the secondary market. A main factor in the mortgage banking revenue recognized by the Company is the volume of mortgage loans originated or purchased for sale. Mortgage loans originated for sale totaled \$2.8 billion for the year ended 2022 compared to \$6.8 billion for the same period of 2021. The decrease in originations was primarily due to rising interest rates reducing refinance incentives for borrowers. The percentage of origination volume from refinancing activities was 29% in 2022 as compared to 55% in 2021.

The Company records MSR's at fair value on a recurring basis. During 2022, the fair value of the MSR's portfolio increased as retained servicing rights led to capitalization of \$46.2 million as well as a fair value adjustment of \$60.1 million, partially offset by a reduction in value of \$23.5 million due to payoffs and paydowns of the existing portfolio. See Note (6) "Mortgage Servicing Rights ("MSR's")" to the Consolidated Financial Statements in Item 8 for a summary of the changes in the carrying value of MSR's.

Mortgage banking revenue is also impacted by changes in the fair value of derivative contracts held to economically hedge a portion of the fair value adjustments related to the Company's MSR's portfolio. The change in fair value of the derivative contracts held as an economic hedge during 2022 was a \$2.2 million negative valuation adjustment.

The table below presents additional selected information regarding mortgage banking for the respective periods.

(Dollars in thousands)	Years Ended December 31,		
	2022	2021	2020
Originations:			
Retail originations	\$ 1,978,609	\$ 5,104,277	\$ 5,709,868
Veterans First originations	820,391	1,699,500	2,294,862
Total originations for sale (A)	\$ 2,799,000	\$ 6,803,777	\$ 8,004,730
Originations for investment	944,389	931,169	396,499
Total originations	\$ 3,743,389	\$ 7,734,946	\$ 8,401,229
Retail originations as percentage of originations for sale	71 %	75 %	71 %
Veterans First originations as percentage of originations for sale	29	25	29
Purchases as a percentage of originations for sale	71 %	45 %	35 %
Refinances as a percentage of originations for sale	29	55	65
Production Margin:			
Production revenue (B) ⁽¹⁾	\$ 44,153	\$ 176,242	\$ 307,794
Total originations for sale (A)	2,799,000	6,803,777	8,004,730
Add: Current period end mandatory interest rate lock commitments to fund originations for sale ⁽²⁾	113,303	353,509	1,072,717
Less: Prior period end mandatory interest rate lock commitments to fund originations for sale ⁽²⁾	353,509	1,072,717	372,357
Total mortgage production volume (C)	\$ 2,558,794	\$ 6,084,569	\$ 8,705,090
Production margin (B / C)	1.73 %	2.90 %	3.54 %
Mortgage servicing:			
Loans serviced for others (D)	\$ 14,052,596	\$ 13,126,254	\$ 10,833,135
Mortgage servicing rights, at fair value (E)	230,225	147,571	92,081
Percentage of mortgage servicing rights to loans serviced for others (E/D)	1.64 %	1.12 %	0.85 %
Servicing income	44,080	40,686	31,886
Components of Mortgage Servicing Rights (MSR):			
MSR - current period capitalization	\$ 46,221	\$ 72,754	\$ 71,077
MSR - collection of expected cash flows - paydowns	(6,213)	(3,856)	(2,244)
MSR - collection of expected cash flows - payoffs	(17,242)	(30,932)	(30,335)
MSR - changes in fair value model assumptions	60,064	18,273	(30,764)
Changes in fair value of derivative contract held as an economic hedge, net	(2,165)	—	4,749
MSR valuation adjustment, net of changes in fair value of derivative contract held as an economic hedge	\$ 57,899	\$ 18,273	\$ (26,015)
Summary of Mortgage Banking Revenue:			
Production revenue ⁽¹⁾	\$ 44,153	\$ 176,242	\$ 307,794
Servicing income	44,080	40,686	31,886
MSR activity	80,665	56,239	12,483
Changes in fair value on early buy-out loans guaranteed by U.S. government agencies and other revenue	(13,725)	(157)	(6,150)
Total mortgage banking revenue	\$ 155,173	\$ 273,010	\$ 346,013

(1) Production revenue represents revenue earned from the origination and subsequent sale of mortgages, including gains on loans sold and fees from originations, changes in other related financial instruments carried at fair value, processing and other related activities, and excludes servicing fees, changes in the fair value of servicing rights and changes to the mortgage recourse obligation and other non-production revenue.

(2) Certain volume adjusted for the estimated pull-through rate of the loan, which represents the Company's best estimate of the likelihood that a committed loan will ultimately fund.

Service charges on deposit accounts increased in 2022 compared to 2021 primarily as a result of higher fees associated with commercial account activity.

Net losses on investment securities in 2022 were primarily the result of unrealized losses on equity investments. The Company did not recognize any credit-related write-downs or other-than-temporary impairment charges within its available-for-sale or held-to-maturity investment securities portfolio in 2022 or 2021, respectively.

The Company has typically written call options with terms of less than three months against certain U.S. Treasury and agency securities held in its portfolio for liquidity and other purposes. Management has effectively entered into these transactions with the goal of economically hedging security positions and enhancing its overall return on its investment portfolio. These option transactions are designed to increase the total return associated with holding certain investment securities and do not qualify as hedges pursuant to accounting guidance. There were no outstanding call option contracts at December 31, 2022 and 2021.

Trading gains and losses in 2022 were primarily the result of fair value adjustments related to interest rate derivatives not designated as hedges.

Bank owned life insurance (“BOLI”) decreased in 2022 compared to 2021 primarily as a result of death benefits received in 2021. This income typically represents adjustments to the cash surrender value of BOLI policies and proceeds received from death benefits. The Company initially purchased BOLI to consolidate existing term life insurance contracts of executive officers and to mitigate the mortality risk associated with death benefits provided for in executive employment contracts and in connection with certain deferred compensation arrangements. The Company has also assumed additional BOLI policies as the result of the acquisition of certain banks. The cash surrender value of BOLI totaled \$157.3 million at December 31, 2022 and \$157.7 million at December 31, 2021, and is included in other assets.

Miscellaneous non-interest income includes loan servicing fees, income from other investments, service charges and other fees. The decrease in miscellaneous other income for 2022 compared to 2021 was primarily the result of \$2.5 million of losses recorded in 2022 relating to the sale of a property no longer considered for future expansion and losses on the anticipated sale of a former data processing facility as well as a decrease in partnership income of \$2.0 million partially offset by the \$4.0 million net gain on the sale of three branches recorded in 2021.

Non-Interest Expense

The following table presents non-interest expense by category for 2022, 2021 and 2020:

(Dollars in thousands)	Years ended December 31,			2022 compared to 2021		2021 compared to 2020	
	2022	2021	2020	\$ Change	% Change	\$ Change	% Change
Salaries and employee benefits:							
Salaries	\$ 382,181	\$ 361,915	\$ 351,775	\$ 20,266	6 %	\$ 10,140	3 %
Commissions and incentive compensation	197,873	222,067	178,584	(24,194)	(11)	43,483	24
Benefits	116,053	107,687	95,717	8,366	8	11,970	13
Total salaries and employee benefits	\$ 696,107	\$ 691,669	\$ 626,076	\$ 4,438	1 %	\$ 65,593	10 %
Software and equipment	95,885	87,515	68,496	8,370	10	19,019	28
Operating lease equipment	38,008	40,880	37,915	(2,872)	(7)	2,965	8
Occupancy, net	70,965	74,184	69,957	(3,219)	(4)	4,227	6
Data processing	31,209	27,279	30,196	3,930	14	(2,917)	(10)
Advertising and marketing	59,418	47,275	36,296	12,143	26	10,979	30
Professional fees	33,088	29,494	27,426	3,594	12	2,068	8
Amortization of other acquisition-related intangible assets	6,116	7,734	11,018	(1,618)	(21)	(3,284)	(30)
FDIC insurance	28,639	27,030	25,004	1,609	6	2,026	8
OREO expenses, net	(140)	(1,654)	(921)	1,514	(92)	(733)	80
Other:							
Lending expenses, net of deferred origination costs	20,575	22,794	16,068	(2,219)	(10)	6,726	42
Travel and entertainment	16,506	10,048	7,376	6,458	64	2,672	36
Miscellaneous	80,895	68,296	85,188	12,599	18	(16,892)	(20)
Total other	\$ 117,976	\$ 101,138	\$ 108,632	\$ 16,838	17 %	\$ (7,494)	(7)%
Total Non-Interest Expense	\$1,177,271	\$1,132,544	\$1,040,095	\$ 44,727	4 %	\$ 92,449	9 %

Notable contributions to the change in non-interest expense are as follows:

Salaries and employee benefits is the largest component of non-interest expense, accounting for 59% of the total in 2022 compared to 61% in 2021. Salaries and employee benefits increased in 2022 compared to 2021 primarily as a result of increased salaries and benefits expense, partially offset by decreased commissions and incentive compensation expense primarily due to lower commission expense due to declining mortgage production.

Software and equipment expense increased in 2022 compared to 2021 primarily as a result of increased software licensing expenses as the Company invests in enhancements to the digital customer experience, upgrades to infrastructure and enhancements to information security capabilities. Software and equipment expense includes furniture, equipment and computer software, depreciation and repairs and maintenance costs.

Advertising and marketing costs are incurred to promote the Company's brand, commercial banking capabilities, the Company's MaxSafe[®] suite of products, community-based products, to attract loans and deposits and to announce new branch openings as well as the expansion of the Company's non-bank businesses. The increase in 2022 compared to 2021 was primarily as a result of higher digital advertising costs as well as increased sponsorship activity. The level of marketing expenditures depends on the type of marketing programs utilized which are determined based on the market area, targeted audience, competition and various other factors. Management continues to utilize mass market media promotions as well as targeted marketing programs in certain market areas.

Miscellaneous non-interest expense includes ATM expenses, correspondent banking charges, directors' fees, telephone, postage, corporate insurance, dues and subscriptions, problem loan expenses and other miscellaneous operational losses and costs. Miscellaneous non-interest expense increased in 2022 as compared to 2021 primarily as a result of various other operational costs including an increase in third-party check and ACH fraud of \$3.5 million, an increase in postage of \$2.5 million and an increase of \$1.5 million in non-income tax expense.

Income Taxes

The Company recorded income tax expense of \$190.9 million in 2022 compared to \$171.6 million in 2021 and \$96.8 million 2020. The effective tax rates were 27.2% in 2022, 26.9% in 2021 and 24.8% in 2020. The effective tax rate in 2020 benefited from \$9.1 million in state income tax settlements related to uncertain tax positions. Net of the federal tax impact, the reduction to income tax expense was \$7.2 million. The effective tax rate in 2022 is slightly higher due to the Company's income tax expense being impacted by a reduction in federal tax credits claimed versus the comparable periods. Income tax expense was also impacted by the tax effects related to the issuance of shares in share-based compensation plans. These tax effects fluctuate based on the Company's stock price and timing of employee stock option exercises and vesting of other share based awards. The Company recorded a tax benefit related to share-based compensation of \$2.9 million in 2022, a tax benefit of \$2.4 million 2021, and tax expense of \$618,000 in 2020, the majority of which were recognized in the first quarter in each year. Please refer to Note (17) "Income Taxes" to the Consolidated Financial Statements in Item 8 for further discussion and analysis of the Company's tax position, including a reconciliation of the tax expense computed at the statutory tax rate to the Company's actual tax expense.

Operating Segment Results

As described in Note (24) "Segment Information" to the Consolidated Financial Statements in Item 8, the Company's operations consist of three primary segments: community banking, specialty finance and wealth management. The Company's profitability is primarily dependent on the net interest income, provision for credit losses, non-interest income and operating expenses of its community banking segment. For purposes of internal segment profitability, management allocates certain intersegment and parent company balances. Management allocates a portion of revenues to the specialty finance segment related to loans and leases originated by the specialty finance segment and sold or assigned to the community banking segment. Similarly, for purposes of analyzing the contribution from the wealth management segment, management allocates a portion of the net interest income earned by the community banking segment on deposit balances of customers of the wealth management segment to the wealth management segment. Finally, expenses incurred at the Wintrust parent company are allocated to each segment based on each segment's risk-weighted assets.

The community banking segment's net interest income for the year ended December 31, 2022 totaled \$1.2 billion as compared to \$868.5 million for the same period in 2021, an increase of \$311.7 million, or 36%. The increase in 2022 compared to 2021 was primarily attributable to increased interest and fees on loans due to loan growth and increased interest rates, partially offset by increased interest expense on deposits. The community banking segment recorded a provision for credit losses of \$74.2 million in 2022 compared to the negative provision for credit losses of \$60.3 million in 2021. The provision for credit losses increased in 2022 compared to 2021 primarily due to deterioration in the macroeconomic forecast and loan growth compared to 2021. Non-interest income for the community banking segment decreased \$124.1 million, or 29% in 2022 when compared to 2021. The decrease in 2022 compared to 2021 was primarily the result of reduced mortgage banking revenue due to lower originations for sale and lower gain on sale margin, partially offset by the increase in the fair value of MSRs related to changes in fair value model assumptions. The community banking segment's net income for the year ended December 31, 2022 totaled \$349.3 million, an increase of \$30.3 million, compared to net income of \$319.1 million in 2021. The increase was primarily attributable to higher net interest income in 2022 partially offset by increased provision for credit losses and reduced mortgage banking revenue, as discussed above.

The specialty finance segment's net interest income totaled \$246.7 million for the year ended December 31, 2022, compared to \$198.0 million in the same period of 2021, an increase of \$48.7 million, or 25%. The increase in 2022 compared to 2021 was primarily attributable to loan growth and increased interest rates on the premium finance receivables portfolios. The specialty finance segment's provision for credit losses totaled \$4.4 million in 2022 compared to \$1.0 million in 2021 primarily due to deterioration in the macroeconomic forecast and loan growth compared to 2021. The specialty finance segment's non-interest income increased slightly to \$97.7 million for the year ended December 31, 2022 compared to \$95.8 million in 2021. For 2022, our commercial premium finance operations, life insurance premium finance operations, leasing operations and accounts receivable finance operations accounted for 42%, 30%, 24% and 4%, respectively, of the total revenues of our specialty finance business. Net income of the specialty finance segment totaled \$120.9 million and \$109.2 million for the years ended December 31, 2022 and 2021, respectively.

The wealth management segment reported net interest income of \$38.3 million for 2022 and \$31.9 million for 2021. Net interest income for this segment is primarily comprised of an allocation of net interest income earned by the community banking segment on non-interest bearing and interest-bearing wealth management customer account balances on deposit at the banks. Wealth management customer account balances on deposit at the banks averaged \$2.8 billion and \$2.4 billion in 2022 and 2021, respectively. This segment recorded non-interest income of \$124.6 million for 2022 as compared to \$129.0 million for 2021. Distribution of wealth management services through each bank continues to be a focus of the Company as the number of brokers in its banks continues to increase. The Company is committed to growing the wealth management segment in order to better service its customers and create a more diversified revenue stream. The wealth management segment reported net income of \$39.4 million for 2022 compared to \$37.9 million for 2021.

Analysis of Financial Condition

Total assets were \$52.9 billion at December 31, 2022, representing an increase of \$2.8 billion, or 6%, when compared to December 31, 2021. Total funding, which includes deposits, all notes and advances, including secured borrowings and junior subordinated debentures, was \$46.5 billion at December 31, 2022 and \$44.5 billion at December 31, 2021. See Notes (3), (4), and (10) through (14) to the Consolidated Financial Statements in Item 8 for additional period-end detail on the Company's interest-earning assets and funding liabilities.

Interest-Earning Assets

The following table sets forth, by category, the composition of average earning assets and the relative percentage of each category to total average earning assets for the periods presented:

(Dollars in thousands)	Years Ended December 31,					
	2022		2021		2020	
	Balance	Percent	Balance	Percent	Balance	Percent
Mortgage loans held-for-sale	\$ 496,088	1 %	\$ 959,457	2 %	\$ 707,147	2 %
Loans:						
Commercial	11,897,776	25	11,746,381	27	10,954,203	29
Commercial real estate	9,432,526	20	8,696,887	20	8,279,217	22
Home equity	327,506	1	371,425	1	466,801	1
Residential real estate	1,968,333	4	1,455,883	3	1,192,788	3
Premium finance receivables	12,993,677	27	10,734,726	24	9,214,797	24
Other loans	64,710	0	45,741	0	73,398	0
Total loans, net of unearned income ⁽¹⁾	\$ 36,684,528	77 %	\$ 33,051,043	75 %	\$ 30,181,204	79 %
Liquidity management assets ⁽²⁾	10,209,151	22	9,755,234	23	7,348,571	19
Other earning assets ⁽³⁾	22,391	0	25,096	0	17,863	0
Total average earning assets	\$ 47,412,158	100 %	\$ 43,790,830	100 %	\$ 38,254,785	100 %
Total average assets	\$ 50,424,319		\$ 46,824,051		\$ 41,371,339	
Total average earning assets to total average assets		94 %		94 %		92 %

(1) Includes non-accrual loans.

(2) Liquidity management assets include investment securities, other securities, interest-earning deposits with banks, federal funds sold and securities purchased under resale agreements.

(3) Other earning assets include brokerage customer receivables and trading account securities.

Total average earning assets increased \$3.6 billion, or 8%, in 2022. Average earning assets comprised 94% of average total assets in 2022 and 2021.

Mortgage loans held-for-sale. Average mortgage loans held-for-sale totaled \$496.1 million in 2022, compared to \$959.5 million in 2021. These balances represent mortgage loans awaiting subsequent sale in the secondary market with such sales eliminating the interest-rate risk associated with these loans, as they are predominantly long-term fixed rate loans, and provides a source of non-interest revenue. The decrease in average balance from 2021 to 2022 was primarily due to lower mortgage origination production balances, as well as the transfer to held-for-investment classification for certain loans previously repurchased by the Company under the early buyout option available for loans sold to Government National Mortgage Association ("GNMA") with servicing retained. See "Loan Portfolio and Asset Quality" section later in this Item 7 for additional discussion of these early buyout options.

Loans, net of unearned income. Average total loans, net of unearned income, totaled \$36.7 billion and increased \$3.6 billion, or 11%, in 2022. Average commercial loans, including PPP loans, totaled \$11.9 billion in 2022, and increased \$151.4 million, or 1%, over the average balance in 2021. Average commercial PPP loans totaled \$158.5 million in 2022 and decreased \$1.9 billion, or 92%, compared to the average balance in 2021 due to forgiveness payments received on such loans administered by the SBA in 2022. Excluding the impact of PPP loans, growth realized in this category for 2022 as compared to 2021 was primarily attributable to increased business development efforts. Average commercial real estate loans totaled \$9.4 billion in 2022, increasing \$735.6 million, or 8%, since 2021. Combined, these categories comprised 58% and 62% of the average loan

portfolio in 2022 and 2021, respectively. The growth realized in these categories for 2022 is primarily attributable to increased business development efforts during the period.

Home equity loans averaged \$327.5 million in 2022, and decreased \$43.9 million, or 12%, when compared to the average balance in 2021. Unused commitments on home equity lines of credit totaled \$796.9 million at December 31, 2022 and \$749.4 million at December 31, 2021. The decrease in the home equity loan portfolio was primarily the result of borrowers preferring to finance through longer term, low rate mortgage loans prior to rising interest rates in 2022. The Company has been actively managing its home equity portfolio to ensure that diligent pricing, appraisal and other underwriting activities continue to exist.

Residential real estate loans averaged \$2.0 billion in 2022, and increased \$512.5 million, or 35%, from the average balance in 2021. The increase in average balance was partially due to the Company deciding to allocate more balances from its mortgage production for investment instead of for subsequent sale and servicing in the secondary market.

Average premium finance receivables totaled \$13.0 billion in 2022, and accounted for 35% of the Company's average total loans. In 2022, average premium finance receivables increased \$2.3 billion, or 21%, compared to 2021. The increase during 2022 was the result of effective marketing and customer servicing as well as continued originations within the portfolio due to hardening insurance market conditions driving a higher average size of new property and casualty insurance premium finance receivables. Approximately \$15.4 billion of premium finance receivables were originated in 2022 compared to approximately \$12.8 billion in 2021.

Other loans represent a wide variety of personal and consumer loans to individuals. Consumer loans generally have shorter terms and higher interest rates than mortgage loans but generally involve more credit risk due to the type and nature of the collateral.

Liquidity Management Assets. Funds that are not utilized for loan originations are used to purchase investment securities and short-term money market investments, to sell as federal funds and to maintain in interest-bearing deposits with banks. Average liquidity management assets accounted for 22% and 23% of total average earning assets in 2022 and 2021, respectively. Average liquidity management assets increased \$453.9 million in 2022 compared to 2021. The balances of these assets can fluctuate based on management's ongoing effort to manage liquidity and for asset liability management purposes. The Company will continue to prudently evaluate and utilize liquidity sources as needed, including the management of availability with the FHLB and FRB and utilization of the revolving credit facility with unaffiliated banks.

Other earning assets. Other earning assets include brokerage customer receivables and trading account securities. In the normal course of business, Wintrust Investments activities involve the execution, settlement, and financing of various securities transactions. Wintrust Investments customer securities activities are transacted on either a cash or margin basis. In margin transactions, Wintrust Investments, under an agreement with the out-sourced securities firm, extends credit to its customer, subject to various regulatory and internal margin requirements, collateralized by cash and securities in customer's accounts. In connection with these activities, Wintrust Investments executes and the out-sourced firm clears customer transactions relating to the sale of securities not yet purchased, substantially all of which are transacted on a margin basis subject to individual exchange regulations. Such transactions may expose Wintrust Investments to off-balance-sheet risk, particularly in volatile trading markets, in the event margin requirements are not sufficient to fully cover losses that customers may incur. In the event a customer fails to satisfy its obligations, Wintrust Investments under an agreement with the out-sourced securities firm, may be required to purchase or sell financial instruments at prevailing market prices to fulfill the customer's obligations. Wintrust Investments seeks to control the risks associated with its customers' activities by requiring customers to maintain margin collateral in compliance with various regulatory and internal guidelines. Wintrust Investments monitors required margin levels daily and, pursuant to such guidelines, requires customers to deposit additional collateral or to reduce positions when necessary.

Investment Securities Portfolio

Supplemental Statistical Data

The following statistical information is provided in accordance with the requirements of Regulation S-K as promulgated by the SEC. This data should be read in conjunction with the Company's Consolidated Financial Statements and notes thereto, and Management's Discussion and Analysis which are contained in Item 8 and Item 7, respectively, of this Annual Report on Form 10-K.

The following table presents the amortized cost and fair value of the Company's investment securities portfolios, by investment category, as of December 31, 2022, and 2021:

(In thousands)	2022		2021	
	Amortized Cost	Fair Value	Amortized Cost	Fair Value
Available-for-sale securities				
U.S. Treasury	\$ 14,943	\$ 14,948	\$ —	\$ —
U.S. government agencies	80,000	74,222	50,158	52,507
Municipal	173,861	168,655	161,618	165,594
Corporate notes:				
Financial issuers	93,994	84,703	96,878	94,697
Other	1,000	1,002	1,000	1,007
Mortgage-backed: ⁽¹⁾				
Mortgage-backed securities	3,308,494	2,819,937	1,901,005	1,907,981
Collateralized mortgage obligations	97,342	79,550	105,710	106,007
Total available-for-sale securities	\$ 3,769,634	\$ 3,243,017	\$ 2,316,369	\$ 2,327,793
Held-to-maturity securities				
U.S. government agencies	\$ 339,614	\$ 264,321	\$ 180,192	\$ 177,079
Municipal	179,027	175,438	187,486	196,807
Mortgage-backed: ⁽¹⁾				
Mortgage-backed securities	2,900,031	2,316,349	2,530,730	2,483,972
Collateralized mortgage obligations	164,151	140,829	—	—
Corporate notes	58,232	52,884	43,955	42,836
Total held-to-maturity securities	\$ 3,641,055	\$ 2,949,821	\$ 2,942,363	\$ 2,900,694
Less: Allowance for credit losses	(488)		(78)	
Held-to-maturity securities, net of allowance for credit losses	\$ 3,640,567		\$ 2,942,285	
Equity securities with readily determinable fair value	\$ 115,552	\$ 110,365	\$ 86,989	\$ 90,511

(1) Consisting entirely of residential mortgage-backed securities, none of which are subprime.

Tables presenting the carrying amounts and gross unrealized gains and losses for securities at December 31, 2022 and 2021 are included by reference to Note (3) "Investment Securities" to the Consolidated Financial Statements presented under Item 8 of this Annual Report on Form 10-K. The following table presents the carrying value of the investment securities portfolios as of December 31, 2022, by maturity distribution. Carrying value represents the fair value of investment securities classified as available-for-sale, the amortized cost of those classified as held-to-maturity and the fair value of equity securities with readily determinable fair values.

(In thousands)	Within 1 year	From 1 to 5 years	From 5 to 10 years	After 10 years	Mortgage-backed	Equity Securities	Total
Available-for-sale securities							
U.S. Treasury	\$ 14,948	\$ —	\$ —	\$ —	\$ —	\$ —	\$ 14,948
U.S. government agencies	30,036	—	—	44,186	—	—	74,222
Municipal	63,417	59,838	32,108	13,292	—	—	168,655
Corporate notes:							
Financial issuers	9,872	1,863	72,968	—	—	—	84,703
Other	1,002	—	—	—	—	—	1,002
Mortgage-backed: ⁽¹⁾							
Mortgage-backed securities	—	—	—	—	2,819,937	—	2,819,937
Collateralized mortgage obligations	—	—	—	—	79,550	—	79,550
Total available-for-sale securities	\$ 119,275	\$ 61,701	\$ 105,076	\$ 57,478	\$ 2,899,487	\$ —	\$ 3,243,017
Held-to-maturity securities							
U.S. government agencies	\$ —	\$ 1,794	\$ 1,018	\$ 336,802	\$ —	\$ —	\$ 339,614
Municipal	1,340	49,642	99,337	28,708	—	—	179,027
Corporate notes:							
Financial issuers	—	43,269	14,963	—	—	—	58,232
Mortgage-backed: ⁽¹⁾							
Mortgage-backed securities	—	—	—	—	2,900,031	—	2,900,031
Collateralized mortgage obligations	—	—	—	—	164,151	—	164,151
Total held-to-maturity securities	\$ 1,340	\$ 94,705	\$ 115,318	\$ 365,510	\$ 3,064,182	\$ —	\$ 3,641,055
Less: Allowance for credit losses							(488)
Held-to-maturity securities, net of allowance for credit losses							<u>\$ 3,640,567</u>
Equity securities with readily determinable fair value	\$ —	\$ —	\$ —	\$ —	\$ —	\$ 110,365	\$ 110,365

(1) Consisting entirely of residential mortgage-backed securities, none of which are subprime.

The weighted average yield for each range of maturities of securities, on a tax-equivalent basis, is shown below as of December 31, 2022:

	Within 1 year	From 1 to 5 years	From 5 to 10 years	After 10 years	Mortgage- backed	Equity Securities	Total
Available-for-sale securities							
U.S. Treasury	4.40 %	— %	— %	— %	— %	— %	4.40 %
U.S. government agencies	5.10	—	—	3.81	—	—	4.33
Municipal	3.32	2.75	3.35	3.95	—	—	3.17
Corporate notes:							
Financial issuers	3.12	5.28	4.03	—	—	—	3.95
Other	5.89	—	—	—	—	—	5.89
Mortgage-backed: ⁽¹⁾							
Mortgage-backed securities	—	—	—	—	2.75	—	2.75
Collateralized mortgage obligations	—	—	—	—	2.00	—	2.00
Total available-for-sale securities	3.91 %	2.82 %	3.82 %	3.84 %	2.73 %	— %	2.83 %
Held-to-maturity securities							
U.S. government agencies	— %	2.56 %	2.62 %	3.12 %	— %	— %	3.11 %
Municipal	3.80	3.92	4.19	4.29	—	—	4.13
Corporate notes:							
Financial issuers	—	0.90	6.37	—	—	—	2.30
Mortgage-backed: ⁽¹⁾							
Mortgage-backed securities	—	—	—	—	2.19	—	2.19
Collateralized mortgage obligations	—	—	—	—	2.67	—	2.67
Total held-to-maturity securities	3.80 %	2.51 %	4.46 %	3.21 %	2.22 %	— %	2.40 %
Equity securities with readily determinable fair value							
	— %	— %	— %	— %	— %	0.50 %	0.50 %

(1) Consisting entirely of residential mortgage-backed securities, none of which are subprime.

Loan Portfolio and Asset Quality

Loan Portfolio

The following table shows the Company's loan portfolio by category as of December 31 for the current and previous fiscal years:

(Dollars in thousands)	2022		2021	
	Amount	% of Total	Amount	% of Total
Commercial	\$ 12,549,164	32 %	\$ 11,904,068	34 %
Commercial real estate	9,950,947	25	8,990,286	26
Home equity	332,698	1	335,155	1
Residential real estate	2,372,383	6	1,637,099	5
Premium finance receivables—property & casualty	5,849,459	15	4,855,487	14
Premium finance receivables—life insurance	8,090,998	21	7,042,810	20
Consumer and other	50,836	0	24,199	0
Total loans, net of unearned income	\$ 39,196,485	100 %	\$ 34,789,104	100 %

Commercial and commercial real estate loans. Our commercial and commercial real estate loan portfolios are comprised primarily of commercial real estate loans and lines of credit for working capital purposes. The table below sets forth information regarding the types, amounts and performance of our loans within these portfolios as of December 31, 2022 and 2021:

(Dollars in thousands)	As of December 31, 2022			As of December 31, 2021		
	Balance	% of Total Balance	Allowance For Credit Losses Allocation	Balance	% of Total Balance	Allowance For Credit Losses Allocation
Commercial:						
Commercial, industrial and other, excluding PPP	\$ 12,520,241	55.6 %	\$ 142,769	\$ 11,345,785	54.3 %	\$ 119,305
Commercial PPP	28,923	0.1	0	558,283	2.7	2
Total commercial	\$ 12,549,164	55.7 %	\$ 142,769	\$ 11,904,068	57.0 %	\$ 119,307
Commercial Real Estate:						
Construction and development	\$ 1,486,930	6.6 %	\$ 75,907	\$ 1,356,204	6.5 %	\$ 35,206
Non-construction	8,464,017	37.7	108,445	7,634,082	36.5	109,377
Total commercial real estate	\$ 9,950,947	44.3 %	\$ 184,352	\$ 8,990,286	43.0 %	\$ 144,583
Total commercial and commercial real estate	\$ 22,500,111	100.0 %	\$ 327,121	\$ 20,894,354	100.0 %	\$ 263,890
Commercial real estate—collateral location by state:						
Illinois	\$ 6,628,968	66.6 %		\$ 6,324,037	70.3 %	
Wisconsin	864,479	8.7		775,647	8.6	
Total primary markets	\$ 7,493,447	75.3 %		\$ 7,099,684	78.9 %	
Indiana	337,713	3.4		334,090	3.7	
Florida	280,397	2.8		162,516	1.8	
Colorado	207,234	2.1		90,632	1.0	
Texas	161,797	1.6		155,982	1.7	
California	140,853	1.4		118,236	1.3	
Michigan	135,861	1.4		84,924	0.9	
Other	1,193,645	12.0		944,222	10.7	
Total	\$ 9,950,947	100.0 %		\$ 8,990,286	100.0 %	

We make commercial loans for many purposes, including working capital lines, which are generally renewable annually and supported by business assets, personal guarantees and additional collateral. Such loans may vary in size based on customer need. Commercial business lending is generally considered to involve a slightly higher degree of risk than traditional consumer bank lending. Primarily as a result of growth in the portfolio and deteriorating macroeconomic conditions and expectations between the two reporting dates primarily related to the Baa credit spread, our allowance for credit losses in our commercial loan portfolio increased to \$142.8 million as of December 31, 2022 compared to \$119.3 million as of December 31, 2021.

Our commercial real estate loans are generally secured by a first mortgage lien and assignment of rents on the property. Since most of our bank branches are located in the Chicago metropolitan area and southern Wisconsin, 75.3% of our commercial real

estate loan portfolio is located in this region as of December 31, 2022. We have been able to effectively manage our total non-performing commercial real estate loans. As of December 31, 2022, our allowance for credit losses related to this portfolio was \$184.4 million compared to \$144.6 million as of December 31, 2021. The increase in the allowance for credit losses is primarily due to portfolio growth and the impact on the Company's loan loss modeling from deteriorating macroeconomic conditions and expectations between the two reporting dates primarily related to the Commercial Real Estate Price Index.

The Company also participates in mortgage warehouse lending which is included above within commercial, industrial and other, by providing interim funding to unaffiliated mortgage bankers to finance residential mortgages originated by such bankers for sale into the secondary market. The Company's loans to the mortgage bankers are secured by the business assets of the mortgage companies as well as the specific mortgage loans funded by the Company, after they have been pre-approved for purchase by third party end lenders. The Company may also provide interim financing for packages of mortgage loans on a bulk basis in circumstances where the mortgage bankers desire to competitively bid on a number of mortgages for sale as a package in the secondary market. Amounts advanced with respect to any particular mortgage loan are usually required to be repaid within 21 days.

Home equity loans. The Company's home equity loans and lines of credit are primarily originated by each of the bank subsidiaries in their local markets where there is a strong understanding of the underlying real estate value. The Company's banks monitor and manage these loans, and conduct an automated review of all home equity lines of credit at least twice per year. This review collects FICO and Bankruptcy scores for each home equity borrower and identifies situations where the credit strength of the borrower is declining. When other specific events occur that may influence repayment, information such as tax liens or judgments is collected. The bank subsidiaries use this information to manage loans that may be higher risk and to determine whether to obtain additional credit information or updated property valuations. In a limited number of cases, the Company may issue home equity credit together with first mortgage financing, and requests for such financing are evaluated on a combined basis.

The rates we offer on new home equity lending are based on several factors, including appraisals and valuation due diligence, in order to reflect inherent risk, and we place additional scrutiny on larger home equity requests. It is not our practice to advance more than 85% of the appraised value of the underlying asset, which ratio we refer to as the loan-to-value ratio, or LTV ratio, and a majority of the credit we previously extended, when issued, had an LTV ratio of less than 80%. Our home equity loan portfolio has performed well in light of the ongoing volatility in the overall residential real estate market.

Residential real estate. The Company's residential real estate portfolio includes one- to four-family adjustable rate mortgages, construction loans to individuals and bridge financing loans for qualifying customers as well as certain long-term fixed rate loans. As of December 31, 2022, our residential loan portfolio totaled \$2.4 billion, or 6% of our total outstanding loans.

Our adjustable rate mortgages are often non-agency conforming. Adjustable rate mortgage loans decrease the interest rate risk we face on our mortgage portfolio. However, this risk is not eliminated due to the fact that such loans generally provide for periodic and lifetime limits on the interest rate adjustments among other features. Additionally, adjustable rate mortgages may pose a higher risk of delinquency and default because they require borrowers to make larger payments when interest rates rise. As of December 31, 2022, excluding early buyout loans guaranteed by U.S. government agencies, \$10.2 million of our residential real estate mortgages, or 0.5% of our residential real estate loan portfolio were classified as nonaccrual, no balances were 90 or more days past due and still accruing, \$14.3 million were 30 to 89 days past due or 0.6% and \$2.2 billion were current or 98.9%. We believe that since our loan portfolio consists primarily of locally originated loans, and since the majority of our borrowers are longer-term customers with lower LTV ratios, we face a relatively low risk of borrower default and delinquency.

Due to interest rate risk considerations, the Company generally sells in the secondary market loans originated with long-term fixed rates, for which we receive fee income. The Company also selectively retains certain of these loans within the banks' own loan portfolios where they are non-agency conforming, or where the terms of the loans make them favorable to retain. A portion of the loans we sold into the secondary market were sold with the servicing of those loans retained. The amount of loans serviced for others as of December 31, 2022 and 2021 was \$14.1 billion and \$13.1 billion, respectively. All other mortgage loans sold into the secondary market were sold without the retention of servicing rights.

The GNMA optional repurchase programs allow financial institutions acting as servicers to buyout individual delinquent mortgage loans that meet certain criteria from the securitized loan pool for which the institution was the original transferor of such loans. At the option of the servicer and without prior authorization from GNMA, the servicer may repurchase such delinquent loans for an amount equal to the remaining principal balance of the loan. Under FASB ASC Topic 860, "Transfers and Servicing," this early buyout option is considered a conditional option until the delinquency criteria are met, at which time the option becomes unconditional. When the Company is deemed to have regained effective control over these loans under the

unconditional repurchase option and the expected benefit of the potential repurchase is more than trivial, the loans can no longer be reported as sold and must be brought back onto the balance sheet as loans at fair value, regardless of whether the Company intends to exercise the early buyout option. These rebooked loans are reported as loans held-for-investment, part of the residential real estate portfolio, with the offsetting liability being reported in accrued interest payable and other liabilities. When the early buyout option on these rebooked GNMA loans is exercised, the repurchased loans continue to be carried at fair value. Additionally, such loans typically transfer to mortgage loans held-for-sale at the time of early buyout as the Company's intent is to cure and resell such loans subsequent to repurchase from GNMA. If such intent to cure and resell changes subsequent to early buyout, the Company reclassifies such loans as held-for-investment. Early buyout loan classified as held-for-investment totaled \$164.8 million at December 31, 2022 compared to \$30.8 million at December 31, 2021. Such loans consist of both the rebooked GNMA loans and the early buyout exercised loans classified as held-for-investment discussed above. Rebooked GNMA loans held-for-investment amounted to \$80.7 million at December 31, 2022, compared to \$22.7 million at December 31, 2021. The increase in balance from December 31, 2021 to December 31, 2022 was the result of higher delinquencies between periods and less frequent exercising of the early buyout option by the Company. As of December 31, 2022, early buyout exercised loans held-for-investment totaled \$84.1 million compared to \$8.1 million as of December 31, 2021. As of December 31, 2022 and 2021, early buyout exercised mortgage loans held-for-sale totaled \$143.6 million and \$344.8 million, respectively. The decline in early buyout exercised mortgage loans held-for-sale relative to the prior year is primarily due to the resale of mortgage loans to GNMA as well as the reclassification of certain loans to held-for-investment classification due to an inability to resell due to continued delinquency.

It is not the Company's current practice to underwrite, and there are no plans to underwrite subprime, Alt A, no or little documentation loans, or option ARM loans. As of December 31, 2022, none of our mortgage loans consist of interest-only loans.

Premium finance receivables — property & casualty. FIRST Insurance Funding and FIFC Canada originated approximately \$13.6 billion in property and casualty insurance premium finance receivables during 2022 as compared to approximately \$11.3 billion in 2021. FIRST Insurance Funding and FIFC Canada makes loans to businesses to finance the insurance premiums they pay on their property and casualty insurance policies. The loans are indirectly originated by working through independent medium and large insurance agents and brokers located throughout the United States and Canada. The insurance premiums financed are primarily for commercial customers' purchases of liability, property and casualty and other commercial insurance. This lending involves relatively rapid turnover of the loan portfolio and high volume of loan originations. The Company performs ongoing credit and other reviews of the agents and brokers, and performs various internal audit steps to mitigate against the risk of any fraud. The majority of these loans are purchased by the banks in order to more fully utilize their lending capacity as these loans generally provide the banks with higher yields than alternative investments.

Premium finance receivables — life insurance. Wintrust Life Finance originated approximately \$1.8 billion in life insurance premium finance receivables in 2022 as compared to \$1.6 billion in 2021. The Company continues to experience a high level of competition and pricing pressure within the current market. These loans are originated directly with the borrowers with assistance from life insurance carriers, independent insurance agents, financial advisors and legal counsel. The life insurance policy is the primary form of collateral. In addition, these loans often are secured with a letter of credit, marketable securities or certificates of deposit. In some cases, Wintrust Life Finance may make a loan that has a partially unsecured position.

Consumer and other. Included in the consumer and other loan category is a wide variety of personal and consumer loans to individuals. The Company originates consumer loans in order to provide a wider range of financial services to its customers. Consumer loans generally have shorter terms and higher interest rates than mortgage loans but generally involve more credit risk than mortgage loans due to the type and nature of the collateral.

Foreign. The Company had approximately \$745.6 million of loans to businesses with operations in foreign countries as of December 31, 2022 compared to \$677.0 million at December 31, 2021. This balance as of December 31, 2022 consists of loans originated by FIFC Canada.

Loan Concentrations

Loan concentrations are considered to exist when there are amounts loaned to multiple borrowers engaged in similar activities which would cause them to be similarly impacted by economic or other conditions. The Company had no concentrations of loans exceeding 10% of total loans at December 31, 2022, except for loans included in the specialty finance operating segment, which are diversified throughout the United States and Canada.

Maturities and Sensitivities of Loans to Changes in Interest Rates

The following table classifies the loan portfolio at December 31, 2022 by date at which the loans reprice or mature, and the type of rate exposure:

(In thousands)	One year or less	From one to five years	From five to fifteen years	After fifteen years	Total
Commercial					
Fixed rate	\$ 555,594	\$ 2,534,527	\$ 1,592,024	\$ 12,925	\$ 4,695,070
Variable rate	7,852,693	1,352	49	—	7,854,094
Total commercial	\$ 8,408,287	\$ 2,535,879	\$ 1,592,073	\$ 12,925	\$ 12,549,164
Commercial real estate					
Fixed rate	\$ 430,152	\$ 2,744,033	\$ 607,770	\$ 46,352	\$ 3,828,307
Variable rate	6,102,383	20,257	—	—	6,122,640
Total commercial real estate	\$ 6,532,535	\$ 2,764,290	\$ 607,770	\$ 46,352	\$ 9,950,947
Home equity					
Fixed rate	\$ 11,960	\$ 3,185	\$ —	\$ 144	\$ 15,289
Variable rate	317,409	—	—	—	317,409
Total home equity	\$ 329,369	\$ 3,185	\$ —	\$ 144	\$ 332,698
Residential real estate					
Fixed rate	\$ 20,048	\$ 3,960	\$ 30,245	\$ 1,032,018	\$ 1,086,271
Variable rate	63,242	238,405	984,465	—	1,286,112
Total residential real estate	\$ 83,290	\$ 242,365	\$ 1,014,710	\$ 1,032,018	\$ 2,372,383
Premium finance receivables - property & casualty					
Fixed rate	\$ 5,695,585	\$ 153,874	\$ —	\$ —	\$ 5,849,459
Variable rate	—	—	—	—	—
Total premium finance receivables - property & casualty	\$ 5,695,585	\$ 153,874	\$ —	\$ —	\$ 5,849,459
Premium finance receivables - life insurance					
Fixed rate	\$ 91,363	\$ 470,117	\$ 22,185	\$ —	\$ 583,665
Variable rate	7,507,333	—	—	—	7,507,333
Total premium finance receivables - life insurance	\$ 7,598,696	\$ 470,117	\$ 22,185	\$ —	\$ 8,090,998
Consumer and other					
Fixed rate	\$ 12,335	\$ 5,032	\$ 11	\$ 482	\$ 17,860
Variable rate	32,976	—	—	—	32,976
Total consumer and other	\$ 45,311	\$ 5,032	\$ 11	\$ 482	\$ 50,836
Total per category					
Fixed rate	\$ 6,817,037	\$ 5,914,728	\$ 2,252,235	\$ 1,091,921	\$ 16,075,921
Variable rate	21,876,036	260,014	984,514	—	23,120,564
Total loans, net of unearned income	\$ 28,693,073	\$ 6,174,742	\$ 3,236,749	\$ 1,091,921	\$ 39,196,485
Variable Rate Loan Pricing by Index:					
Prime					\$ 3,850,970
One- month LIBOR					3,349,999
Three- month LIBOR					122,551
Twelve- month LIBOR					3,582,952
One- year CMT					3,812,549
Other U.S. Treasury tenors					84,837
SOFR tenors					7,670,959
Ameribor tenors					336,618
BSBY tenors					39,185
Other					269,944
Total variable rate					\$ 23,120,564

CMT - Constant Maturity Treasury Rate

Ameribor - American Interbank Offered Rate

BSBY - Bloomberg Short Term Bank Yield Index

With its ongoing transition from LIBOR, the Company increased the portion of its loan portfolio with interest rate indices that are an alternative to LIBOR during the period, including emerging indices such as SOFR, Ameribor, and BSBY. As shown above, at December 31, 2022, variable rate loans with loans priced at SOFR, Ameribor, and BSBY totaled \$7.7 billion, \$336.6 million and \$39.2 million, respectively. Additionally, the percentage of the Company’s variable rate loans indexed to LIBOR decreased to 31% at December 31, 2022 compared to 77% at December 31, 2021. The Company continues its transition of its loan portfolio from LIBOR for both loans existing at December 31, 2022 and future new originations.

Past Due Loans and Non-Performing Assets

The Company’s ability to manage credit risk depends in large part on its ability to properly identify and manage problem loans. To do so, the Company operates a credit risk rating system under which credit management personnel assign a credit risk rating (1 to 10 rating, with higher scores indicating higher risk) to each loan at the time of origination and review loans on a regular basis. For loans measured at amortized cost, these credit risk ratings are also an important aspect of the Company’s allowance for credit losses measurement methodology. The credit risk rating structure and classifications are shown below:

1 Rating	—	Minimal Risk (Loss Potential — none or extremely low) (Superior asset quality, excellent liquidity, minimal leverage)
2 Rating	—	Modest Risk (Loss Potential demonstrably low) (Very good asset quality and liquidity, strong leverage capacity)
3 Rating	—	Average Risk (Loss Potential low but no longer refutable) (Mostly satisfactory asset quality and liquidity, good leverage capacity)
4 Rating	—	Above Average Risk (Loss Potential variable, but some potential for deterioration) (Acceptable asset quality, little excess liquidity, modest leverage capacity)
5 Rating	—	Management Attention Risk (Loss Potential moderate if corrective action not taken) (Generally acceptable asset quality, somewhat strained liquidity, minimal leverage capacity, minimum for all commercial real estate construction loans)
6 Rating	—	Special Mention (Loss Potential moderate if corrective action not taken) (Assets in this category are currently protected, potentially weak, but not to the point of substandard classification)
7 Rating	—	Substandard Accrual (Loss Potential distinct possibility that the bank may sustain some loss, but no discernible impairment) (Must have well defined weaknesses that jeopardize the liquidation of the debt)
8 Rating	—	Substandard Non-accrual (Loss Potential well documented probability of loss, including potential impairment) (Must have well defined weaknesses that jeopardize the liquidation of the debt)
9 Rating	—	Doubtful (Loss Potential extremely high) (These assets have all the weaknesses in those classified “substandard” with the added characteristic that the weaknesses make collection or liquidation in full, on the basis of current existing facts, conditions, and values, highly improbable)
10 Rating	—	Loss (fully charged-off) (Loans in this category are considered fully uncollectible.)

Generally, each loan officer is responsible for monitoring his or her loan portfolio, recommending a credit risk rating for each loan in his or her portfolio and ensuring the credit risk ratings are appropriate. These credit risk ratings are then ratified by the bank’s chief credit officer and/or concurrence credit officer. Credit risk ratings are determined by evaluating a number of factors including: a borrower’s financial strength, cash flow coverage, collateral protection and guarantees. The Company maintains an internal loan review function to independently review a portion of the loan portfolio to evaluate the appropriateness of the management-assigned credit risk ratings. These ratings are subject to further review at each of our bank subsidiaries by the applicable regulatory authority, including the FRB of Chicago and the OCC, and are also reviewed by our internal loan review staff and our internal audit staff.

The Company's Problem Loan Reporting system includes all such loans described above with credit risk ratings of 6 through 9. This system is designed to provide an on-going detailed tracking mechanism for each problem loan. Once management determines that a loan has deteriorated to a point where it has a credit risk rating of 6 or worse, the Company's Managed Asset Division performs an overall credit and collateral review. As part of this review, all underlying collateral is identified and the valuation methodology is analyzed and tracked. As a result of this initial review by the Company's Managed Asset Division, the credit risk rating is reviewed and a portion of the outstanding loan balance may be deemed uncollectible and, as a result, no longer share similar risk characteristics as its related pool. If that is the case, the individual loan is considered collateral dependent and individually assessed for an allowance for credit loss. The Company's individual assessment utilizes an independent re-appraisal of the collateral (unless such a third-party evaluation is not possible due to the unique nature of the collateral, such as a closely-held business or thinly traded securities). In the case of commercial real estate collateral, an independent third party appraisal is ordered by the Company's Real Estate Services Group to determine if there has been any change in the underlying collateral value. These independent appraisals are reviewed by the Real Estate Services Group and sometimes by independent third party valuation experts and may be adjusted depending upon market conditions.

Through the credit risk rating process, such loans are reviewed to determine if they are performing in accordance with the original contractual terms. If the borrower has failed to comply with the original contractual terms, further action may be required by the Company, including a downgrade in the credit risk rating, movement to non-accrual status or a charge-off. If the Company determines that a loan amount or portion thereof is uncollectible, the loan's credit risk rating is immediately downgraded to an 8 or 9 and the uncollectible amount is charged-off. Any loan that has a partial charge-off continues to be assigned a credit risk rating of an 8 or 9 for the duration of time that a balance remains outstanding. The Company undertakes a thorough and ongoing analysis to determine if additional impairment and/or charge-offs are appropriate and to begin a workout plan for the credit to minimize actual losses. In determining the appropriate charge-off for collateral-dependent loans, the Company considers the results of appraisals for the associated collateral.

The Company's approach to workout plans and restructuring loans is built on the credit-risk rating process. A modification of a loan with an existing credit risk rating of 6 or worse or a modification of any other credit, which will result in a restructured credit risk rating of 6 or worse must be reviewed for TDR classification. In that event, our Managed Assets Division conducts an overall credit and collateral review. A modification of a loan is considered to be a TDR if both (1) the borrower is experiencing financial difficulty and (2) for economic or legal reasons, the bank grants a concession to a borrower that it would not otherwise consider. The modification of a loan where the credit risk rating is 5 or better both before and after such modification is not considered to be a TDR. Based on the Company's credit risk rating system, it considers that borrowers whose credit risk rating is 5 or better are not experiencing financial difficulties and therefore, are not considered TDRs.

TDRs are individually assessed at the time of the modification and on a quarterly basis to measure an allowance for credit loss. The carrying amount of the loan is compared to the expected payments to be received, discounted at the loan's original rate, or for collateral dependent loans, to the fair value of the collateral. Any shortfall is recorded as a reserve.

For non-TDR loans, if based on current information and events, it is probable that the Company will be unable to collect all amounts due to it according to the contractual terms of the loan agreement, a loan is individually assessed for measuring the allowance for credit losses and if necessary, a reserve is established. In determining the appropriate reserve for collateral-dependent loans, the Company considers the results of appraisals for the associated collateral.

Non-Performing Assets ⁽¹⁾

The following table sets forth the Company's non-performing assets and TDRs performing under the contractual terms of the loan agreement as of the dates shown. Prior to January 1, 2020, Purchased Credit-Impaired ("PCI") loans were aggregated into pools by common risk characteristics for accounting purposes, including recognition of interest income on a pool basis. As a result of the implementation of CECL, beginning in the first quarter of 2020, PCI loans transitioned to a classification of Purchased Credit Deteriorated ("PCD") loans, which no longer maintains the prior pools and related accounting concepts. Recognition of interest income on PCD loans is considered at the individual asset level following the Company's accrual policies, instead of based upon the entire pool of loans. Due to the adoption of CECL, the Company included \$22.6 million of PCD loans in total non-performing loans as of December 31, 2020.

(Dollars in thousands)	2022	2021	2020	2019	2018
Loans past due greater than 90 days and still accruing⁽²⁾:					
Commercial	\$ 462	\$ 15	\$ 307	\$ —	\$ —
Commercial real estate	—	—	—	—	—
Home equity	—	—	—	—	—
Residential real estate	—	—	—	—	—
Premium finance receivables – property & casualty	15,841	7,210	12,792	11,517	7,799
Premium finance receivables – life insurance	17,245	7	—	—	—
Consumer and other	49	137	264	163	109
Total loans past due greater than 90 days and still accruing	\$ 33,597	\$ 7,369	\$ 13,363	\$ 11,680	\$ 7,908
Non-accrual loans⁽³⁾:					
Commercial	35,579	20,399	21,743	37,224	50,984
Commercial real estate	6,387	21,746	46,107	26,113	19,129
Home equity	1,487	2,574	6,529	7,363	7,147
Residential real estate	10,171	16,440	26,071	13,797	16,383
Premium finance receivables – property & casualty	13,470	5,433	13,264	20,590	11,335
Premium finance receivables – life insurance	—	—	—	590	—
Consumer and other	6	477	436	231	348
Total non-accrual loans	\$ 67,100	\$ 67,069	\$ 114,150	\$ 105,908	\$ 105,326
Total non-performing loans⁽⁴⁾:					
Commercial	\$ 36,041	\$ 20,414	\$ 22,050	\$ 37,224	\$ 50,984
Commercial real estate	6,387	21,746	46,107	26,113	19,129
Home equity	1,487	2,574	6,529	7,363	7,147
Residential real estate	10,171	16,440	26,071	13,797	16,383
Premium finance receivables – property & casualty	29,311	12,643	26,056	32,107	19,134
Premium finance receivables – life insurance	17,245	7	—	590	—
Consumer and other	55	614	700	394	457
Total non-performing loans	\$ 100,697	\$ 74,438	\$ 127,513	\$ 117,588	\$ 113,234
Other real estate owned	8,589	1,959	9,711	5,208	11,968
Other real estate owned – from acquisitions	1,311	2,312	6,847	9,963	12,852
Other repossessed assets	—	—	—	4	280
Total non-performing assets	\$ 110,597	\$ 78,709	\$ 144,071	\$ 132,763	\$ 138,334
Accruing TDRs not included within non-performing assets	\$ 36,620	\$ 37,486	\$ 47,023	\$ 36,725	\$ 33,281
Total non-performing loans by category as a percent of its own respective category's period-end balance:					
Commercial	0.29 %	0.17 %	0.18 %	0.45 %	0.65 %
Commercial real estate	0.06	0.24	0.54	0.33	0.28
Home equity	0.45	0.77	1.54	1.44	1.29
Residential real estate	0.43	1.00	2.07	1.02	1.63
Premium finance receivables – property & casualty	0.50	0.26	0.64	0.93	0.67
Premium finance receivables – life insurance	0.21	0.00	—	0.01	—
Consumer and other	0.11	2.54	2.17	0.36	0.38
Total non-performing loans	0.26 %	0.21 %	0.40 %	0.44 %	0.48 %
Total non-performing assets as a percentage of total assets	0.21 %	0.16 %	0.32 %	0.36 %	0.44 %
Total non-accrual loans as a percentage of total loans	0.17 %	0.19 %	0.36 %	0.40 %	0.44 %
Allowance for loan and unfunded lending-related commitment losses as a percentage of nonaccrual loans	532.71 %	446.78 %	332.82 %	149.62 %	146.37 %

(1) Excludes early buy-out loans guaranteed by U.S. government agencies. Early buy-out loans are insured or guaranteed by the FHA or the U.S. Department of Veterans Affairs, subject to indemnifications and insurance limits for certain loans.

(2) As of December 31, 2022, no TDRs were past due greater than 90 days and still accruing interest. As of December 31, 2021, approximately \$320,000 of TDRs were past due greater than 90 days and still accruing interest. No TDRs as of December 31, 2020, 2019, or 2018 were past due greater than 90 days and still accruing interest.

(3) Non-accrual loans included TDRs totaling \$4.5 million, \$11.8 million, \$21.2 million, \$27.1 million and \$32.8 million as of December 31, 2022, 2021, 2020, 2019, and 2018, respectively.

(4) Includes PCD loans. As a result of the adoption of ASU 2016-13, the Company transitioned all previously classified PCI loans to PCD loans effective January 1, 2020.

At this time, management believes reserves are appropriate to absorb losses that are expected upon the ultimate resolution of these credits. While the ultimate effect of the COVID-19 pandemic on non-performing assets still remains unknown, significant increases may occur in subsequent periods due to ongoing macroeconomic uncertainty and related impacts on borrowers. Management will continue to actively review and monitor its loan portfolios, in an effort to identify problem credits in a timely

manner. Please refer to Management's Discussion and Analysis of Financial Condition and Results of Operation -Overview section of this report for additional discussion of the impact of the COVID-19 pandemic.

Loan Portfolio Aging

As of December 31, 2022, \$47.9 million, or 0.1% of all loans, excluding early buy-out loans guaranteed by U.S. government agencies, were 60 to 89 days (or two payments) past due and \$209.0 million, or 0.5%, were 30 to 59 days (or one payment) past due. As of December 31, 2021, \$53.7 million, or 0.2%, of all loans, excluding early buy-out loans guaranteed by U.S. government agencies were 60 to 89 days (or two payments) past due and \$187.1 million, or 0.4%, were 30 to 59 days (or one payment) past due. Many of the commercial and commercial real estate loans shown as 60 to 89 days and 30 to 59 days past due are included on the Company's internal problem loan reporting system. Loans on this system are closely monitored by management on a monthly basis.

The Company's home equity and residential loan portfolios continue to exhibit low delinquency ratios. Home equity loans at December 31, 2022 that are current with regard to the contractual terms of the loan agreement represent 98.9% of the total home equity portfolio. Residential real estate loans, excluding early buy-out loans guaranteed by U.S. government agencies, at December 31, 2022 that are current with regards to the contractual terms of the loan agreements comprise 98.9% of these residential real estate loans outstanding.

For more information regarding delinquent loans as of December 31, 2022, see Note (5) "Allowance for Credit Losses" in Item 8.

Non-performing Loans Rollforward, excluding early buy-out loans guaranteed by U.S. government agencies

The table below presents a summary of non-performing loans for the periods presented:

(In thousands)	2022	2021
Balance at beginning of period	\$ 74,438	\$ 127,513
Additions from becoming non-performing in the respective period	72,243	38,848
Return to performing status	(3,050)	(10,592)
Payments received	(60,936)	(53,823)
Transfers to OREO and other repossessed assets	(9,538)	(6,027)
Charge-offs, net	(6,027)	(13,351)
Net change for niche loans ⁽¹⁾	33,567	(8,130)
Balance at period end	\$ 100,697	\$ 74,438

(1) This includes activity for premium finance receivables and indirect consumer loans.

Allowance for Credit Losses

The allowance for credit losses, specifically the allowance for loan losses and the allowance for unfunded commitment losses, represents management's estimate of lifetime expected credit losses in the loan portfolio. The allowance for credit losses is determined quarterly using a methodology that incorporates important risk characteristics of each loan, as described below under "How We Determine the Allowance for Credit Losses" in this Item 7.

The following table sets forth the allocation of the allowance for credit losses by major loan type and the percentage of loans in each category to total loans for the past five fiscal years:

(Dollars in thousands)	December 31, 2022		December 31, 2021		December 31, 2020		December 31, 2019		December 31, 2018	
	Amount	% of Loan Type to Total Loans	Amount	% of Loan Type to Total Loans	Amount	% of Loan Type to Total Loans	Amount	% of Loan Type to Total Loans	Amount	% of Loan Type to Total Loans
Allowance for credit losses allocation:										
Commercial	\$142,769	32 %	\$119,307	34 %	\$ 94,212	37 %	\$ 64,920	31 %	\$ 67,826	33 %
Commercial real-estate	184,352	25	144,583	26	243,603	26	68,511	30	61,661	29
Home equity	7,573	1	10,699	1	11,437	1	3,878	2	8,507	2
Residential real-estate	11,585	6	8,782	5	12,459	5	9,800	5	7,194	4
Premium finance receivables – property & casualty	9,967	15	15,246	14	17,267	13	8,132	13	6,144	12
Premium finance receivables – life insurance	704	21	613	20	510	18	1,515	19	1,571	19
Consumer and other	498	0	423	0	422	0	1,705	0	1,261	1
Total allowance for credit losses	\$357,448	100 %	\$299,653	100 %	\$379,910	100 %	\$158,461	100 %	\$154,164	100 %
Allowance category as a percent of total allowance for credit losses:										
Commercial	40 %		40 %		25 %		41 %		44 %	
Commercial real-estate	52		48		64		43		39	
Home equity	2		4		3		3		6	
Residential real-estate	3		3		3		6		5	
Premium finance receivables—property & casualty	3		5		5		5		4	
Premium finance receivables—life insurance	0		0		0		1		1	
Consumer and other	0		0		0		1		1	
Total allowance for credit losses	100 %		100 %		100 %		100 %		100 %	

Management determined that the allowance for credit losses was appropriate at December 31, 2022, and that the loan portfolio is well diversified and well secured, without undue concentration in any specific risk area. While this process involves a high degree of management judgment, the allowance for credit losses is based on a comprehensive, well documented, and consistently applied analysis of the Company's loan portfolio. This analysis takes into consideration all available information existing as of the financial statement date, including environmental factors such as economic, industry, geographical and political factors, when considered applicable. The relative level of allowance for credit losses is reviewed and compared to industry peers. This review encompasses levels of total non-performing loans, portfolio mix, portfolio concentrations and overall levels of net charge-off. Historical trending of both the Company's results and the industry peers is also reviewed to analyze comparative significance.

Allowance for Credit Losses

The following table summarizes the activity in our allowance for credit losses, specifically related to loans and unfunded lending-related commitments, during the last five fiscal years.

(Dollars in thousands)	2022	2021	2020	2019	2018
Allowance for credit losses at beginning of year	\$ 299,653	\$ 379,910	\$ 158,461	\$ 154,164	\$ 139,174
Cumulative effect adjustment from the adoption of ASU 2016-13	—	—	47,344	—	—
Provision for credit losses	78,179	(59,280)	214,235	53,864	34,832
Initial allowance for credit losses recognized on PCD assets acquired during the period⁽¹⁾	—	470	—	—	—
Other adjustments	(108)	3	179	(21)	(182)
Charge-offs:					
Commercial	14,141	20,801	18,293	35,880	14,532
Commercial real estate	1,379	3,293	15,960	5,402	1,395
Home equity	432	336	2,061	3,702	2,245
Residential real estate	471	1,082	891	798	1,355
Premium finance receivables – property & casualty	14,240	9,020	15,472	12,902	12,228
Premium finance receivables – life insurance	35	—	—	—	—
Consumer and other	1,081	487	528	522	880
Total charge-offs	\$ 31,779	\$ 35,019	\$ 53,205	\$ 59,206	\$ 32,635
Recoveries:					
Commercial	4,748	2,559	5,092	2,845	1,457
Commercial real estate	701	1,304	1,835	2,516	5,631
Home equity	319	1,203	528	479	541
Residential real estate	77	330	184	422	2,075
Premium finance receivables – property & casualty	5,522	7,989	5,108	3,203	3,069
Premium finance receivables – life insurance	—	—	—	—	—
Consumer and other	136	184	149	195	202
Total recoveries	\$ 11,503	\$ 13,569	\$ 12,896	\$ 9,660	\$ 12,975
Net charge-offs	\$ (20,276)	\$ (21,450)	\$ (40,309)	\$ (49,546)	\$ (19,660)
Allowance for credit losses at year end	\$ 357,448	\$ 299,653	\$ 379,910	\$ 158,461	\$ 154,164
Net charge-offs (recoveries) by category as a percentage of its own respective category's average:					
Commercial	0.08 %	0.16 %	0.12 %	0.41 %	0.18 %
Commercial real estate	0.01	0.02	0.17	0.04	(0.06)
Home equity	0.03	(0.23)	0.33	0.61	0.28
Residential real estate	0.02	0.05	0.06	0.04	(0.08)
Premium finance receivables – property & casualty	0.16	0.02	0.27	0.30	0.33
Premium finance receivables – life insurance	0.00	—	—	—	—
Consumer and other	1.22	0.66	0.52	0.29	0.50
Total loans, net of unearned income	0.06 %	0.06 %	0.13 %	0.20 %	0.09 %
Net charge-offs as a percentage of the provision for credit losses	25.94 %	NM	18.82 %	91.99 %	56.44 %
Year-end total loans	\$39,196,485	\$34,789,104	\$32,079,073	\$26,800,290	\$23,820,691
Allowance for loan losses as a percentage of loans at end of year	0.69 %	0.71 %	1.00 %	0.59 %	0.64 %
Allowance for loan and unfunded loan-related commitment losses as a percentage of loans at end of year	0.91	0.86	1.18	0.59	0.65
Allowance for loan and unfunded loan-related commitment losses as a percentage of loans at end of year, excluding PPP loans	0.91	0.88	1.29	0.59	0.65

(1) The initial allowance for credit losses on PCD loans acquired during the period measured approximately \$2.8 million, of which approximately \$2.3 million was charged off related to PCD loans that met the Company's charge-off policy at the time of acquisition. After considering these loans that were immediately charged off, the net impact of PCD allowance for credit losses at the acquisition date was approximately \$470,000.

NM—Not Meaningful

The allowance for credit losses, as related to loans and lending-related commitments, is comprised of an allowance for loan losses, which is determined with respect to loans that we have originated, and an allowance for unfunded commitment losses. A separate allowance for held-to-maturity securities losses is measured related to such debt securities portfolio. Our allowance for unfunded commitment losses is determined with respect to funds that we have committed to lend but for which funds have not

yet been disbursed and is computed using a methodology similar to that used to determine the allowance for loan losses. The allowance for unfunded lending-related commitments totaled \$87.3 million as of December 31, 2022 compared to \$51.8 million as of December 31, 2021.

Additions to the allowance for credit losses are charged to earnings through the provision for credit losses. Charge-offs represent the amount of loans that have been determined to be uncollectible during a given period, and are deducted from the allowance for credit losses, and recoveries represent the amount of collections received from loans that had previously been charged off, and are credited to the allowance for credit losses. See Note (5) "Allowance for Credit Losses" of the Consolidated Financial Statements presented under Item 8 of this report for further discussion of activity within the allowance for credit losses during the period and the relationship with respective loan balances for each loan category and the total loan portfolio.

How We Determine the Allowance for Credit Losses

The allowance for credit losses is measured on a collective or pooled basis by loans that share similar risk characteristics. If the loan no longer exhibits risk characteristics similar to that of a pool, typically due to credit deterioration of the related borrower, the Company analyzes the loan for purposes of individually assessing a specific allowance for credit loss as part of the Problem Loan Reporting system review. A separate reserve is collectively measured for loans continuing to share risk characteristics and, as a result, remaining in the pools. See Note (5) "Allowance for Credit Losses" of the Consolidated Financial Statements presented under Item 8 of this report for further discussion of the allowance for credit losses measurement process.

Collective Measurement

The allowance for credit losses is measured on a collective or pooled basis when similar risk characteristics exist, based upon the segmentation discussed above. The Company utilizes modeling methodologies that estimate lifetime credit loss rates on each pool, including methodologies estimating the probability of default and loss given default on specific segments. Historical credit loss history is adjusted for reasonable and supportable forecasts developed by the Company on a quantitative or qualitative basis and incorporates third party economic forecasts. Reasonable and supportable forecasts consider the macroeconomic factors that are most relevant to evaluating and predicting expected credit losses in the Company's financial assets. Currently, the Company utilizes an eight quarter forecast period using Moody's baseline scenario from November 2022, which is reviewed within the Company's governance structure. For periods beyond the ability to develop reasonable and supportable forecasts, the Company reverts to historical loss rates at an input level, straight-line over a four quarter reversion period. Expected credit losses are measured over the contractual term of the financial asset with consideration of expected prepayments. Expected extensions, renewals or modifications of the financial asset are only considered when either (1) the expected extension, renewal or modification is contained within the existing agreement and is not unconditionally cancelable, or (2) the expected extension, renewal or modification is reasonably expected to result in a TDR. The methodologies discussed above are applied to both current asset balances on the Company's Consolidated Statements of Condition and off-balance sheet commitments (i.e. unfunded lending-related commitments).

Individual Assessment

Loans with a credit risk rating of a 6 through 9 are reviewed on a monthly basis to determine if (a) an amount is deemed uncollectible (a charge-off) or (b) it is probable that the Company will be unable to collect amounts due in accordance with the original contractual terms of the loan. In cases in which collectability is not probable, the loan is considered to no longer exhibit shared risk characteristics of a pool and as a result, is individually assessed for allowance for credit losses measurement purposes. If a loan is individually assessed, the carrying amount of the loan is compared to the expected payments to be received, discounted at the loan's original rate, or for foreclosure-probable and collateral dependent loans, to the fair value of the collateral less the estimated cost to sell, when appropriate under accounting rules. Any shortfall is recorded as a specific reserve within the allowance for credit losses.

Home Equity, Residential Real Estate and Consumer Loans

The determination of the appropriate allowance for credit losses for home equity, residential real estate and consumer loans differs from the process used for commercial and commercial real estate loans. These portfolios utilize the weighted-average remaining maturity ("WARM") methodology. The WARM methodology is an assumption-based approach that utilizes historical loss and prepayment information as the basis to estimate prepayment and credit adjusted contractual cash flows. The Company considers a qualitative factor to adjust historical information for current conditions and reasonable and supportable forecasts. The same credit risk rating system and Problem Loan Reporting systems are used. The only significant difference is in how the credit risk ratings are assigned to these loans.

The home equity loan portfolio is reviewed on a loan by loan basis by analyzing current FICO and Bankruptcy scores of the borrowers, line availability, recent line usage, approaching maturity, and the aging status of the loan. Certain of these factors, or combination of these factors, may cause a portion of the credit risk ratings of home equity loans across all banks to be downgraded. Similar to commercial and commercial real estate loans, once a home equity loan's credit risk rating is downgraded to a 6 through 9, the Company's Managed Asset Division reviews and advises the subsidiary banks as to collateral valuations and as to the ultimate resolution of the credits that deteriorate to a non-accrual status to minimize losses.

Residential real estate loans that are downgraded to a credit risk rating of 6 through 9 also enter the problem loan reporting system and have the underlying collateral evaluated by the Managed Assets Division.

Premium Finance Receivables

The determination of the appropriate allowance for credit losses for premium finance receivables is an assumption-based approach focusing on historical loss rates in the portfolio, adjusted qualitatively for current macroeconomic conditions and reasonable and supportable forecasts.

Methodology in Assessing Impairment and Charge-off Amounts

In determining the amount of reserves or charge-offs associated with collateral dependent loans, the Company values the loan generally by starting with a valuation obtained from an appraisal of the underlying collateral and then deducting estimated selling costs, if appropriate, to arrive at a net appraised value. We obtain the appraisals of the underlying collateral typically on an annual basis from one of a pre-approved list of independent, third party appraisal firms. Types of appraisal valuations include "as-is," "as-complete," "as-stabilized," bulk, fair market, liquidation and "retail sellout" values.

In many cases, the Company simultaneously values the underlying collateral by marketing the property to market participants interested in purchasing properties of the same type. If the Company receives offers or indications of interest, we will analyze the price and review market conditions to assess whether in light of such information the appraised value overstates the likely price and that a lower price would be a better assessment of the market value of the property and would enable us to liquidate the collateral. Additionally, the Company takes into account the strength of any guarantees or other credit enhancements, and the ability of the borrower to provide value related to those guarantees in determining the ultimate charge-off or reserve associated with any individually assessed loans. Accordingly, the Company may charge-off a loan to a value below the net appraised value if it believes that an expeditious liquidation is desirable in the circumstance and it has legitimate offers or other indications of interest to support a value that is less than the net appraised value. Alternatively, the Company may carry a loan at a value that is in excess of the appraised value if the Company has a guarantee from a borrower or other credit enhancements that the Company believes has realizable value. In evaluating the strength of any guarantee, the Company evaluates the financial wherewithal of the guarantor, the guarantor's reputation, and the guarantor's willingness and desire to work with the Company. The Company then conducts a review of the strength of a guarantee on a frequency established as the circumstances and conditions of the borrower warrant.

In circumstances where the Company has received an appraisal but has no third party offers or indications of interest, the Company may enlist the input of realtors in the local market as to the highest valuation that the realtor believes would result in a liquidation of the property given a reasonable marketing period of approximately 90 days. To the extent that the realtors' indication of market clearing price under such scenario is less than the net appraised valuation, the Company may take a charge-off on the loan to a valuation that is less than the net appraised valuation.

The Company may also charge-off a loan below the net appraised valuation if the Company holds a junior mortgage position in a piece of collateral whereby the risk to acquiring control of the property through the purchase of the senior mortgage position is deemed to potentially increase the risk of loss upon liquidation due to the amount of time to ultimately market the property and the volatile market conditions. In such cases, the Company may abandon its junior mortgage and charge-off the loan balance in full.

In other cases, the Company may allow the borrower to conduct a "short sale," which is a sale where the Company allows the borrower to sell the property at a value less than the amount of the loan. Many times, it is possible for the current owner to receive a better price than if the property is marketed by a financial institution which the market place perceives to have a greater desire to liquidate the property at a lower price. To the extent that we allow a short sale at a price below the value indicated by an appraisal, we may take a charge-off beyond the value that an appraisal would have indicated.

Other market conditions may require a reserve to bring the carrying value of the loan below the net appraised valuation such as litigation surrounding the borrower and/or property securing our loan or other market conditions impacting the value of the collateral.

Having determined the net value based on the factors such as those noted above and compared that value to the book value of the loan, the Company arrives at a charge-off amount or a specific reserve included in the allowance for credit losses. In summary, for collateral dependent loans, appraisals are used as the fair value starting point in the estimate of net value. Estimated costs to sell are deducted from the appraised value, when appropriate under current accounting rules, to arrive at the net appraised value. Although an external appraisal is the primary source of valuation utilized for charge-offs on collateral dependent loans, alternative sources of valuation may become available between appraisal dates. As a result, we may utilize values obtained through these alternative sources, which include purchase and sale agreements, legitimate indications of interest, negotiated short sales, realtor price opinions, sale of the note or support from guarantors, as the basis for charge-offs. These alternative sources of value are used only if deemed to be more representative of value based on updated information regarding collateral resolution. In addition, if an appraisal is not deemed current, a discount to appraised value may be utilized. Any adjustments from appraised value to net value are detailed and justified in an impairment analysis, which is reviewed and approved by the Company's Managed Assets Division.

TDRs

At December 31, 2022, the Company had \$41.1 million in loans modified as TDRs. The \$41.1 million in TDRs represents 191 credits in which economic concessions were granted to certain borrowers to better align the terms of their loans with their current ability to pay. The balance decreased from \$49.3 million representing 247 credits at December 31, 2021.

Concessions were granted on a case-by-case basis working with these borrowers to find modified terms that would assist them in retaining their businesses or their homes and attempt to keep these loans in an accruing status for the Company. Typical concessions include reduction of the interest rate on the loan to a rate considered lower than market and other modification of terms including forgiveness of a portion of the loan balance, extension of the maturity date, and/or modifications from principal and interest payments to interest-only payments for a certain period. See Note (5) "Allowance for Credit Losses" of Consolidated Financial Statements in Item 8 of this Annual Report on Form 10-K for further discussion regarding the effectiveness of these modifications in keeping the modified loans current based upon contractual terms.

Subsequent to its restructuring, any TDR that becomes nonaccrual or more than 90 days past-due and still accruing interest will be included in the Company's nonperforming loans. Each TDR was individually assessed when measuring the allowance for credit losses at December 31, 2022 and approximately \$871,000 was appropriately reserved for through the Company's normal reserving methodology in the Company's allowance for credit losses. Additionally, at December 31, 2022, the Company was committed to lend additional funds to borrowers totaling \$113,000 under the contractual terms related to TDRs compared to \$11,000 commitments to lend additional funds to borrowers at December 31, 2021.

The table below presents a summary of TDRs for the respective periods, presented by loan category and accrual status:

(In thousands)	December 31, 2022	December 31, 2021
Accruing TDRs:		
Commercial	\$ 2,462	\$ 4,131
Commercial real estate	15,048	8,421
Residential real estate and other	19,110	24,934
Total accruing TDRs	<u>\$ 36,620</u>	<u>\$ 37,486</u>
Non-accrual TDRs: ⁽¹⁾		
Commercial	\$ 345	\$ 6,746
Commercial real estate	1,823	2,050
Residential real estate and other	2,311	3,027
Total non-accrual TDRs	<u>\$ 4,479</u>	<u>\$ 11,823</u>
Total TDRs:		
Commercial	\$ 2,807	\$ 10,877
Commercial real estate	16,871	10,471
Residential real estate and other	21,421	27,961
Total TDRs	<u>\$ 41,099</u>	<u>\$ 49,309</u>

(1) Included in total non-performing loans.

TDR Rollforward

The table below presents a summary of TDRs as of December 31, 2022, 2021 and 2020, and shows the changes in the balance during those periods:

<i>Year Ended December 31, 2022</i> (In thousands)	Commercial	Commercial Real Estate	Residential Real Estate and Other	Total
Balance at beginning of period	\$ 10,877	\$ 10,471	\$ 27,961	\$ 49,309
Additions during the period	468	8,833	4,076	13,377
Reductions:				
Charge-offs	(334)	(3)	(217)	(554)
Transferred to OREO and other repossessed assets	—	—	—	—
Removal of TDR loan status ⁽¹⁾	(1,208)	(701)	(447)	(2,356)
Payments received	(6,996)	(1,729)	(9,952)	(18,677)
Balance at period end	<u>\$ 2,807</u>	<u>\$ 16,871</u>	<u>\$ 21,421</u>	<u>\$ 41,099</u>
<i>Year Ended December 31, 2021</i>				
(In thousands)	Commercial	Commercial Real Estate	Residential Real Estate and Other	Total
Balance at beginning of period	\$ 18,190	\$ 16,726	\$ 33,276	\$ 68,192
Additions during the period	5,074	2,944	5,851	13,869
Reductions:				
Charge-offs	(2,639)	(200)	(28)	(2,867)
Transferred to OREO and other repossessed assets	(99)	—	(459)	(558)
Removal of TDR loan status ⁽¹⁾	(2,121)	(800)	(1,710)	(4,631)
Payments received	(7,528)	(8,199)	(8,969)	(24,696)
Balance at period end	<u>\$ 10,877</u>	<u>\$ 10,471</u>	<u>\$ 27,961</u>	<u>\$ 49,309</u>

<i>Year Ended December 31, 2020</i> (In thousands)	Commercial	Commercial Real Estate	Residential Real Estate and Other	Total
Balance at beginning of period	\$ 18,739	\$ 16,873	\$ 28,224	\$ 63,836
Additions during the period	12,362	19,281	14,229	45,872
Reductions:				
Charge-offs	(5,016)	(8,004)	(715)	(13,735)
Transferred to OREO and other repossessed assets	—	(857)	(945)	(1,802)
Removal of TDR loan status ⁽¹⁾	(65)	(257)	(1,202)	(1,524)
Payments received	(7,830)	(10,310)	(6,315)	(24,455)
Balance at period end	\$ 18,190	\$ 16,726	\$ 33,276	\$ 68,192

(1) Loan was previously classified as a TDR and subsequently performed in compliance with the loan's modified terms for a period of six months (including over a calendar year-end) at a modified interest rate which represented a market rate at the time of restructuring. Per our TDR policy, the TDR classification is removed.

Potential Problem Loans

Management believes that any loan where there are serious doubts as to the ability of such borrowers to comply with the present loan repayment terms should be identified as a non-performing loan and should be included in the disclosure of "Past Due Loans and Non-Performing Assets." At the periods presented in this Annual Report on Form 10-K, the Company had no potential problem loans not already identified as non-performing.

Other Real Estate Owned

In certain circumstances, the Company is required to take action against the real estate collateral of specific loans. The Company uses foreclosure only as a last resort for dealing with borrowers experiencing financial hardships. The Company employs extensive contact and restructuring procedures to attempt to find other solutions for our borrowers. The tables below present a summary of other real estate owned and show the activity for the respective periods and the balance for each property type:

(In thousands)	Years Ended	
	December 31, 2022	December 31, 2021
Balance at beginning of period	\$ 4,271	\$ 16,558
Disposal/resolved	(3,954)	(16,927)
Transfers in at fair value, less costs to sell	10,018	5,837
Fair value adjustments	(435)	(1,197)
Balance at period end	\$ 9,900	\$ 4,271

(In thousands)	Period End	
	December 31, 2022	December 31, 2021
Residential real estate	\$ 1,585	\$ 1,310
Residential real estate development	—	—
Commercial real estate	8,315	2,961
Total	\$ 9,900	\$ 4,271

Deposits and Other Funding Sources

Total deposits at December 31, 2022, were \$42.9 billion, increasing \$807.0 million, or 2%, compared to the \$42.1 billion at December 31, 2021. Average deposit balances in 2022 were \$41.9 billion, reflecting an increase of \$2.9 billion, or 7%, compared to the average balances in 2021.

The increase in year end and average deposits in 2022 over 2021 is primarily attributable to the Company's continued overall growth during 2022. Average non-interest bearing deposits increased \$1.0 billion, or 8% in 2022 compared to 2021, with period end balances ending at 30% of total deposits at December 31, 2022, compared to 34% at December 31, 2021.

The following table presents the composition of average deposits by product category for each of the last three years:

(Dollars in thousands)	Years Ended December 31,					
	2022		2021		2020	
	Balance	Percent	Balance	Percent	Balance	Percent
Non-interest bearing deposits	\$ 13,667,879	32 %	\$ 12,638,518	33 %	\$ 9,432,090	27 %
NOW and interest-bearing demand deposits	5,355,077	13	4,029,662	10	3,662,772	11
Wealth management deposits	2,827,497	7	2,361,412	6	2,001,716	6
Money market accounts	12,254,159	29	11,801,788	30	10,391,529	31
Savings accounts	4,014,166	10	3,734,162	10	3,354,662	10
Time certificates of deposit	3,812,148	9	4,447,871	11	5,142,938	15
Total average deposits	\$ 41,930,926	100 %	\$ 39,013,413	100 %	\$ 33,985,707	100 %

Wealth management deposits are funds from the brokerage customers of Wintrust Investments, CDEC and trust and asset management customers of the Company which have been placed into deposit accounts of the banks (“wealth management deposits” in the table above). Wealth management deposits consist primarily of money market accounts. Consistent with reasonable interest rate risk parameters, these funds have generally been invested in loan production of the banks as well as other investments suitable for banks.

Other Funding Sources. Although deposits are the Company’s primary source of funding its interest-earning assets, the Company’s ability to manage the types and terms of deposits is somewhat limited by customer preferences and market competition. As a result, in addition to deposits and the issuance of equity securities and the retention of earnings, the Company uses several other funding sources to support its growth. These sources include FHLB advances, notes payable, short-term borrowings, secured borrowings, subordinated debt, and junior subordinated debentures. The Company evaluates the terms and unique characteristics of each source, as well as its asset-liability management position, in determining the use of such funding sources.

The following table sets forth, by category, the composition of the average balances of other funding sources for the periods presented:

(Dollars in thousands)	Years Ended December 31,			
	2022		2021	
	Average Balance	Percent of Total	Average Balance	Percent of Total
Federal Home Loan Bank advances	\$ 1,484,663	56 %	\$ 1,236,478	51 %
Subordinated notes	437,139	16	436,697	18
Notes payable	77,984	3	93,581	4
Short-term borrowings	14,492	1	13,931	1
Other	62,193	2	64,133	2
Secured borrowings	331,151	12	343,012	14
Total other borrowings	485,820	18	514,657	21
Junior subordinated debentures	253,566	10	253,566	10
Total other funding sources	\$ 2,661,188	100 %	\$ 2,441,398	100 %

FHLB advances provide the banks with access to fixed-rate funds which are useful in mitigating interest rate risk and achieving an acceptable interest rate spread on fixed-rate loans or securities. FHLB advances to the banks totaled \$2.3 billion at December 31, 2022 and \$1.2 billion at December 31, 2021. See Note (11) “Federal Home Loan Bank Advances” to the Consolidated Financial Statements in Item 8 for further discussion of the terms of these advances.

Notes payable balances represent the balances on a credit agreement (as amended, the “Credit Agreement”) with certain unaffiliated banks. The Credit Agreement consisted of a \$150.0 million term loan facility and a \$100.0 million revolving credit facility. On December 12, 2022, the Company entered into an amendment and restatement of the Credit Agreement pursuant to

the Amended and Restated Credit Agreement dated as of December 12, 2022, among the Company and the unaffiliated banks named therein as lenders and agents (the “Amended and Restated Credit Agreement”). In connection with the entry into the Amended and Restated Credit Agreement, the outstanding term loan under the existing Credit Agreement was paid in full pursuant to the terms thereof. As of December 31, 2022, the outstanding principal balance under the term loan facility was \$199.8 million and there was no outstanding principal balance under the revolving credit facility. See Note (13) “Other Borrowings” to the Consolidated Financial Statements in Item 8 for further discussion of notes payable.

Short-term borrowings include securities sold under repurchase agreements of customer sweep accounts in connection with master repurchase agreements at the banks. These borrowings totaled \$17.6 million and \$9.2 million at December 31, 2022 and 2021, respectively. This funding category typically fluctuates based on customer preferences and daily liquidity needs of the banks, their customers and the banks’ operating subsidiaries. See Note (13) “Other Borrowings” to the Consolidated Financial Statements in Item 8 for further discussion of these borrowings.

The balance of secured borrowings primarily represents a third party Canadian transaction (“Canadian Secured Borrowing”). Under the Canadian Secured Borrowing, the Company, through its subsidiary, FIFC Canada, sells an undivided co-ownership interest in all receivables owed to FIFC Canada to an unrelated third party in exchange for cash payments pursuant to a receivables purchase agreement (“Receivables Purchase Agreement”). See Note (13) “Other Borrowings” to the Consolidated Financial Statements in Item 8 for further discussion of these secured borrowings under this agreement. At December 31, 2022 and 2021, the translated balance of the secured borrowings totaled \$309.7 million and \$332.2 million, respectively.

Other borrowings at December 31, 2022 represent a fixed-rate promissory note (“Fixed-Rate Promissory Note”) issued by the Company in June 2017. Amendments to the Fixed-Rate Promissory Note since issuance increased the principal amount to \$66.4 million, reduced the interest rate to 1.70%, and extended the maturity date to March 31, 2025. The Fixed-Rate Promissory Note relates to and is secured by three office buildings owned by the Company. At December 31, 2022 and 2021, the Fixed-Rate Promissory Note had a balance of \$61.3 million and \$63.3 million, respectively. See Note (13) “Other Borrowings” to the Consolidated Financial Statements in Item 8 for further discussion of these borrowings.

At December 31, 2022 and 2021, subordinated notes totaled \$437.4 million and \$436.9 million, respectively. During 2019, the Company issued \$300.0 million of subordinated notes receiving \$296.7 million in proceeds, net of underwriting discount. The notes have a stated interest rate of 4.85% and mature in June 2029. During 2014, the Company issued \$140.0 million of subordinated notes receiving \$139.1 million in proceeds, net of underwriting discount. The notes have a stated interest rate of 5.00% and mature in June 2024. See Note (12) “Subordinated Notes” to the Consolidated Financial Statements in Item 8 for further discussion.

The Company had \$253.6 million of junior subordinated debentures outstanding as of December 31, 2022 and 2021. The amounts reflected on the balance sheet represent the junior subordinated debentures issued to eleven trusts by the Company and equal the amount of the preferred and common securities issued by the trusts. See Note (14) “Junior Subordinated Debentures” to the Consolidated Financial Statements in Item 8 for further discussion of the Company’s junior subordinated debentures. Starting in 2016, none of the junior subordinated debentures qualified as Tier 1 regulatory capital of the Company resulting in \$245.5 million of the junior subordinated debentures, net of common securities, being included in the Company’s Tier 2 regulatory capital as of December 31, 2022.

Shareholders’ Equity. Total shareholders’ equity was \$4.8 billion at December 31, 2022, an increase of \$298.2 million from the December 31, 2021 total of \$4.5 billion. The increase in 2022 was primarily a result of net income of \$509.7 million, common stock public offering of \$285.7 million (net of costs), \$10.9 million from the issuance of shares of the Company’s common stock pursuant to various stock compensation plans, net of treasury shares, and \$31.7 million of stock-based compensation costs credited to surplus. These increases to total shareholders’ equity were partially offset by \$394.8 million in net unrealized losses from investment securities, net of tax, common stock dividends of \$80.2 million, preferred stock dividends of \$28.0 million, \$19.7 million of net unrealized losses on cash flow hedges, net of tax, and \$17.2 million of foreign currency translation adjustments, net of tax. See Note (23) “Shareholders’ Equity” to the Consolidated Financial Statements in Item 8 for further discussion of shareholders’ equity.

Liquidity and Capital Resources

The Company and the banks are subject to various regulatory capital requirements established by the federal banking agencies that take into account risk attributable to balance sheet and off-balance sheet activities. Failure to meet minimum capital requirements can initiate certain mandatory — and possibly discretionary — actions by regulators, that if undertaken could have a direct material effect on the Company’s financial statements. Under capital adequacy guidelines and the regulatory framework for prompt corrective action, the Company and the banks must meet specific capital guidelines that involve

quantitative measures of the Company’s assets, liabilities, and certain off-balance sheet items as calculated under regulatory accounting practices. The Federal Reserve’s capital guidelines require bank holding companies to maintain a minimum ratio of qualifying total capital to risk-weighted assets of 8.0%, of which at least 4.5% must be in the form of Common Equity Tier 1 capital and 6.0% must be in the form of Tier 1 capital. The Federal Reserve also requires a minimum leverage ratio of Tier 1 capital to total assets of greater than 4.0%. In addition, the Federal Reserve continues to consider the Tier 1 leverage ratio in evaluating proposals for expansion or new activities.

The following table summarizes the capital guidelines for bank holding companies as of December 31, 2022, as well as certain ratios relating to the Company’s equity and assets as of December 31, 2022, 2021 and 2020:

	Minimum Ratios	Minimum Ratio + Capital Conservation Buffer ⁽¹⁾	Minimum Well Capitalized Ratios ⁽²⁾	2022	2021	2020
Common Equity Tier 1 capital to risk-weighted assets	4.5 %	7.00 %	N/A	9.1 %	8.6 %	8.8 %
Tier 1 capital to risk-weighted assets	6.0	8.50	6.0	10.0	9.6	10.0
Total capital to risk-weighted assets	8.0	10.50	10.0	11.9	11.6	12.6
Tier 1 leverage ratio	4.0	N/A	N/A	8.8	8.0	8.1
Total average equity to total average assets	N/A	N/A	N/A	9.2	9.2	9.5
Dividend payout ratio	N/A	N/A	N/A	17.0	16.4	23.9

(1) Reflects the Capital Conservation Buffer of 2.50%.

(2) Reflects the well-capitalized standard applicable to the Company for purposes of the Federal Reserve’s Regulation Y. The Federal Reserve has not yet revised the well-capitalized standard for BHCs to reflect the higher capital requirements imposed under the U.S. Basel III Rule or to add Common Equity Tier 1 capital ratio and Tier 1 leverage ratio requirements to this standard. As a result, the Common Equity Tier 1 capital ratio and Tier 1 leverage ratio are denoted as “N/A” in this column. If the Federal Reserve were to apply the same or a very similar well-capitalized standard to BHCs as the standard applicable to our subsidiary banks, the Company’s capital ratios as of December 31, 2022 would exceed such revised well-capitalized standard.

As reflected in the table, each of the Company’s capital ratios at December 31, 2022, exceeded the well-capitalized ratios established by the Federal Reserve. Management is committed to maintaining the Company’s capital levels above the “Well Capitalized” levels established by the Federal Reserve for bank holding companies. Refer to Note (19) “Regulatory Matters” to the Consolidated Financial Statements in Item 8 for further information on the capital positions of the banks.

The Company’s principal sources of funds at the holding company level are dividends from its subsidiaries, borrowings under its loan agreement with unaffiliated banks and proceeds from the issuances of subordinated debt and additional equity. Refer to Notes (12), (13), (14) and (23) to the Consolidated Financial Statements in Item 8 for further information on the Company’s subordinated notes, other borrowings, junior subordinated debentures and shareholders’ equity, respectively.

In January, April, July and October of 2022 and 2021, Wintrust declared a quarterly cash dividend of \$0.41 per share and \$429.69 per share of Series D and Series E Preferred Stock, respectively.

The payment of common stock dividends is also subject to statutory restrictions and restrictions arising under the terms of the Company’s Series D and Series E Preferred Stock, the Company’s trust preferred securities offerings units and under certain financial covenants in the Company’s revolving and term credit facilities. Under the terms of these separate revolving and term credit facilities, the Company is prohibited from paying dividends on any equity interests, including its common stock and preferred stock, if such payments would cause the Company to be in default under its facilities or exceed a certain threshold. In January, April, July and October of 2022, Wintrust declared a quarterly cash dividend of \$0.34 per common share. In January, April, July and October of 2021, Wintrust declared a quarterly cash dividend of \$0.31 per common share. In January of 2023, Wintrust declared a quarterly cash dividend of \$0.40 per common share. Taking into account the limitations on the payment of dividends, the final determination of timing, amount and payment of dividends is at the discretion of the Company’s Board of Directors and will depend on the Company’s earnings, financial condition, capital requirements and other relevant factors.

In June 2022, the Company sold a total of 3,450,000 shares of its common stock through a public offering. Net proceeds to the Company totaled approximately \$285.7 million, net of estimated issuance costs.

Banking laws impose restrictions upon the amount of dividends that can be paid to the holding company by the banks. Based on these laws, the banks could, subject to minimum capital requirements, declare dividends to the Company without obtaining

regulatory approval in an amount not exceeding (a) undivided profits, and (b) the amount of net income reduced by dividends paid for the current and prior two years.

Since the banks are required to maintain their capital at the well-capitalized level (due to the Company being a financial holding company), funds otherwise available as dividends from the banks are limited to the amount that would not reduce any of the banks' capital ratios below the well-capitalized level. During 2022, 2021 and 2020, the subsidiaries paid \$52.0 million, \$145.0 million and \$253.0 million, respectively, in dividends to the Company. As of December 31, 2022, subject to minimum capital requirements at the banks, approximately \$703.8 million was available as dividends from the banks without prior regulatory approval and without compromising the banks' well-capitalized positions.

Liquidity management at the banks involves planning to meet anticipated funding needs at a reasonable cost. Liquidity management is guided by policies, formulated and monitored by the Company's senior management and each Bank's asset/liability committee, which take into account the marketability of assets, the sources and stability of funding and the level of unfunded commitments. The banks' principal sources of funds are deposits, short-term borrowings and capital contributions from the holding company. In addition, the banks are eligible to borrow under FHLB advances and at the FRB Discount Window, another source of liquidity.

In accordance with the liquidity management noted above, deposit growth and increases in borrowings from various sources have resulted in accumulating liquidity assets in recent periods. In 2022, we managed our liquid assets to ensure that we have the balance sheet strength to serve our clients. As a result, the Company believes that it has sufficient funds and access to funds to meet its working capital and other needs. The Company will continue to prudently evaluate liquidity sources, including the management of availability with the FHLB and FRB and utilization of the revolving credit facility with unaffiliated banks.

Core deposits are the most stable source of liquidity for community banks due to the nature of long-term relationships generally established with depositors and the security of deposit insurance provided by the FDIC. Core deposits are generally defined in the industry as total deposits less time deposits with balances greater than \$100,000. Due to the affluent nature of many of the communities that the Company serves, management believes that many of its time deposits with balances in excess of \$100,000 are also a stable source of funds. Currently, standard deposit insurance coverage is \$250,000 per depositor per insured bank, for each account ownership category.

While the Company obtains a portion of its total deposits through brokered deposits, the Company does so primarily as an asset-liability management tool to assist in the management of interest rate risk, and the Company does not consider brokered deposits to be a vital component of its current liquidity resources. Historically, brokered deposits have represented a small component of the Company's total deposits outstanding, as set forth in the table below:

(Dollars in thousands)	December 31,				
	2022	2021	2020	2019	2018
Total deposits	\$ 42,902,544	\$42,095,585	\$37,092,651	\$30,107,138	\$26,094,678
Brokered Deposits ⁽¹⁾	3,174,093	1,591,083	1,843,227	1,011,404	1,071,562
Brokered deposits as a percentage of total deposits ⁽¹⁾	7.4 %	3.8 %	5.0 %	3.4 %	4.1 %

(1) Brokered Deposits include certificates of deposit obtained through deposit brokers, deposits received through the Certificate of Deposit Account Registry Program, as well as wealth management deposits of brokerage customers from unaffiliated companies which have been placed into deposit accounts of the banks.

The Company's banks routinely accept deposits from a variety of municipal entities. Typically, these municipal entities require that banks pledge marketable securities to collateralize these public deposits. At December 31, 2022 and 2021, the banks had approximately \$2.8 billion and \$2.6 billion, respectively, of securities collateralizing public deposits and other short-term borrowings. Public deposits requiring pledged assets are not considered to be core deposits, however they provide the Company with a reliable, lower cost, short-term funding source than what is available through many other wholesale alternatives.

Other than as discussed in this section, the Company is not aware of any known trends, commitments, events, regulatory recommendations or uncertainties that would have any material adverse effect on the Company's capital resources, operations or liquidity.

CONTRACTUAL OBLIGATIONS, OFF-BALANCE SHEET COMMITMENTS AND CONTINGENT LIABILITIES

The Company has various financial obligations, including contractual obligations and commitments, that may require future cash payments.

Contractual Obligations. Our significant contractual obligations with third parties primarily consist of deposit liabilities and other sources of funding for our businesses, including FHLB advances, subordinated debt, other debt borrowings and junior subordinated debentures. These debt obligations have fixed and determinable contractual repayment dates specific to each type of instrument. Deposit liabilities are primarily due on-demand, with certain time deposits due based on contractual maturities that may exceed one year. Repayment of debt obligations, including junior subordinated debentures, vary based on terms of the underlying debt instrument, with certain debt instruments requiring full repayment of the debt at the respective maturity date and other debt instruments requiring periodic partial repayment over the entire term of the debt instrument. Further information on these debt obligations is included in Note (10) “Deposits” through Note (14) “Junior Subordinated Debentures” of the Consolidated Financial Statements in Item 8 of this report.

The Company enters into various leasing arrangements with contractual obligations to pay for use of specified assets over a specific period of time. These leased assets primarily related to certain banking facilities as well as specific signage related to sponsorships and other agreements, and certain automatic teller machines and other equipment. Payments under these obligations are primarily made on a monthly basis. Further information on these lease obligations is included in Note (16) “Lease Commitments” of the Consolidated Financial Statements in Item 8 of this report.

The Company’s other purchase obligations relate to certain contractual cash obligations for acquisition-related contingent costs, marketing obligations and services related to the construction of facilities, data processing and the outsourcing of certain operational activities. In 2022, the Company continued to significantly invest in technology, including enhancements to our customer’s digital experience, and it is subject to additional contractual purchase obligations in furtherance of these efforts.

The Company also enters into derivative contracts under which the Company is required to either receive cash from or pay cash to counterparties depending on changes in interest rates. Derivative contracts are carried at fair value representing the net present value of expected future cash receipts or payments based on market rates as of the balance sheet date. Further information on derivative contracts is included in Note (21) “Derivative Financial Instruments” of the Consolidated Financial Statements in Item 8 of this report.

Commitments. The following table presents a summary of the amounts and expected maturities of significant commitments as of December 31, 2022. Further information on these commitments is included in Note (20) “Commitments and Contingencies” of the Consolidated Financial Statements in Item 8 of this report.

<i>(In thousands)</i>	One year or less	From one to three years	From three to five years	Over five years	Total
<i>Commitment type:</i>					
Commercial, commercial real estate and construction	\$ 4,175,060	\$ 3,407,836	\$ 1,648,791	\$ 263,688	\$ 9,495,375
Residential real estate	180,952	—	—	—	180,952
Revolving home equity lines of credit	796,899	—	—	—	796,899
Letters of credit	268,443	29,339	45,810	829	344,421
Commitments to sell mortgage loans	321,029	—	—	—	321,029

Our remaining commitment to fund community investments totaled \$50.9 million, which includes future cash outlays for the construction and development of properties for low-income housing, support for small businesses, and historic tax credit projects that qualify for CRA purposes. These commitments are not included in the commitments table above, as the timing and amounts are based upon the financing arrangements provided in each project’s partnership or operating agreement and could change due to variances in the construction schedule, project revisions, or the cancellation of the project.

Contingencies. The Company enters into residential mortgage loan sale agreements with investors in the normal course of business. These agreements usually require certain representations concerning credit information, loan documentation, collateral and insurability. Investors have requested the Company to indemnify them against losses on certain loans or to repurchase loans which the investors believe do not comply with applicable representations. Upon completion of its own investigation, the Company generally repurchases or provides indemnification on certain loans. Indemnification requests are

generally received within two years subsequent to sale. Management maintains a liability for estimated losses on loans expected to be repurchased or on which indemnification is expected to be provided and regularly evaluates the adequacy of this recourse liability based on trends in repurchase and indemnification requests, actual loss experience, known and inherent risks in the loans and current economic conditions. At December 31, 2022, the liability for estimated losses on repurchase and indemnification was approximately \$624,000 and was included in other liabilities on the balance sheet.

Forward Looking Statements

This document contains forward-looking statements within the meaning of federal securities laws. Forward-looking information can be identified through the use of words such as “intend,” “plan,” “project,” “expect,” “anticipate,” “believe,” “estimate,” “contemplate,” “possible,” “will,” “may,” “should,” “would” and “could.” Forward-looking statements and information are not historical facts, are premised on many factors and assumptions, and represent only management’s expectations, estimates and projections regarding future events. Similarly, these statements are not guarantees of future performance and involve certain risks and uncertainties that are difficult to predict such as the impacts of the COVID-19 pandemic (including the continued emergence of variant strains). The Company intends such forward-looking statements to be covered by the safe harbor provisions for forward-looking statements contained in the Private Securities Litigation Reform Act of 1995, and is including this statement for purposes of invoking these safe harbor provisions. Such forward-looking statements may be deemed to include, among other things, statements relating to the Company’s future financial performance, the performance of its loan portfolio, the expected amount of future credit reserves and charge-offs, delinquency trends, growth plans, regulatory developments, securities that the Company may offer from time to time, and management’s long-term performance goals, as well as statements relating to the anticipated effects on financial condition and results of operations from expected developments or events, the Company’s business and growth strategies, including future acquisitions of banks, specialty finance or wealth management businesses, internal growth and plans to form additional de novo banks or branch offices. Actual results could differ materially from those addressed in the forward-looking statements as a result of numerous factors and uncertainties, including those discussed in the Risk Factors and summary thereof disclosed under Item 1A of this Annual Report on 10-K and in any of the Company’s subsequent SEC filings.

Therefore, there can be no assurances that future actual results will correspond to any forward-looking statements. The reader is cautioned not to place undue reliance on any forward-looking statement made by the Company. Any such statement speaks only as of the date the statement was made or as of such date that may be referenced within the statement. The Company undertakes no obligation to update any forward-looking statement to reflect the impact of circumstances or events after the date of this Annual Report on Form 10-K. Persons are advised, however, to consult further disclosures management makes on related subjects in its reports filed with the SEC and in its press releases.

ITEM 7A. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISKS

Effects of Inflation

A banking organization’s assets and liabilities are primarily monetary. Changes in the rate of inflation do not have as great an impact on the financial condition of a bank as do changes in interest rates. Moreover, interest rates do not necessarily change at the same percentage as inflation. Accordingly, changes in inflation are not expected to have a material impact on the Company.

Asset-Liability Management

As an ongoing part of its financial strategy, the Company attempts to manage the impact of fluctuations in market interest rates on net interest income. This effort entails providing a reasonable balance between interest rate risk, credit risk, liquidity risk and maintenance of yield. Asset-liability management policies are established and monitored by management in conjunction with the boards of directors of the banks, subject to general oversight by the Risk Management Committee of the Company’s Board. The policies establish guidelines for acceptable limits on the sensitivity of the market value of assets and liabilities to changes in interest rates.

Interest rate risk arises when the maturity or re-pricing periods and interest rate indices of the interest-earning assets, interest-bearing liabilities, and derivative financial instruments are different. It is the risk that changes in the level of market interest rates will result in disproportionate changes in the value of, and the net earnings generated from, the Company’s interest-earning assets, interest-bearing liabilities and derivative financial instruments. The Company continuously monitors not only the organization’s current net interest margin, but also the historical trends of these margins. In addition, management attempts to identify potential adverse changes in net interest income in future years as a result interest rate fluctuations by performing simulation analysis of various interest rate environments. If a potential adverse change in net interest margin and/or net income is identified, management takes appropriate action with its asset-liability structure to mitigate these potentially adverse situations. Please refer to Item 7 “Management’s Discussion and Analysis of Financial Condition and Results of Operations” for further discussion of the net interest margin.

Since the Company's primary source of interest-bearing liabilities is from customer deposits, the Company's ability to manage the types and terms of such deposits is somewhat limited by customer preferences and local competition in the market areas in which the banks operate. The rates, terms and interest rate indices of the Company's interest earning assets result primarily from the Company's strategy of investing in loans and securities that permit the Company to limit its exposure to interest rate risk, together with credit risk, while at the same time achieving an acceptable interest rate spread.

The Company's exposure to interest rate risk is reviewed on a regular basis by management and the Risk Management Committees of the boards of directors of the banks and the Company. The objective of the review is to measure the effect on net income and to adjust balance sheet and derivative financial instruments to minimize the inherent risk while at the same time maximize net interest income.

The following interest rate scenarios display the percentage change in net interest income over a one-year time horizon assuming increases and decreases of 100 and 200 basis points. The Static Shock Scenario results incorporate actual cash flows and repricing characteristics for balance sheet instruments following an instantaneous, parallel change in market rates based upon a static (i.e. no growth or constant) balance sheet. Conversely, the Ramp Scenario results incorporate management's projections of future volume and pricing of each of the product lines following a gradual, parallel change in market rates over twelve months. Actual results may differ from these simulated results due to timing, magnitude, and frequency of interest rate changes as well as changes in market conditions and management strategies. The interest rate sensitivity for both the Static Shock and Ramp Scenarios at December 31, 2022 and December 31, 2021 is as follows:

	+200 Basis Points	+100 Basis Points	-100 Basis Points	-200 Basis Points
<u>Static Shock Scenarios</u>				
December 31, 2022	7.2 %	3.8 %	(5.0)%	(12.1)%
December 31, 2021	25.3	12.4	(8.5)	(15.8)
<u>Ramp Scenarios</u>				
December 31, 2022	5.6 %	3.0 %	(2.9)%	(6.8)%
December 31, 2021	13.9	6.9	(5.6)	(10.8)

One method utilized by financial institutions, including the Company, to manage interest rate risk is to enter into derivative financial instruments. Derivative financial instruments include interest rate swaps, interest rate caps, floors and collars, futures, forwards, option contracts and other financial instruments with similar characteristics. Additionally, the Company enters into commitments to fund certain mortgage loans (interest rate locks) to be sold into the secondary market and forward commitments for the future delivery of mortgage loans to third party investors. See Note (21) "Derivative Financial Instruments" to the Consolidated Financial Statements in Item 8 of this Annual Report on Form 10-K for further information on the Company's derivative financial instruments.

During 2022 and 2021, the Company entered into certain covered call option transactions related to certain securities held by the Company. The Company uses these option transactions (rather than entering into other derivative interest rate contracts, such as interest rate floors) to economically hedge positions and compensate for net interest margin compression by increasing the total return associated with the related securities through fees generated from these options. Although the revenue received from these options is recorded as non-interest income rather than interest income, the increased return attributable to the related securities from these options contributes to the Company's overall profitability. The Company's exposure to interest rate risk may be impacted by these transactions. To further mitigate this risk, the Company may acquire fixed rate term debt or use financial derivative instruments. There were no covered call options outstanding as of December 31, 2022 or 2021.

ITEM 8. FINANCIAL STATEMENTS AND SUPPLEMENTARY DATA

Report of Independent Registered Public Accounting Firm

To the Shareholders and Board of Directors of Wintrust Financial Corporation

Opinion on the Financial Statements

We have audited the accompanying consolidated statements of condition of Wintrust Financial Corporation and subsidiaries (the Company) as of December 31, 2022 and 2021, the related consolidated statements of income, comprehensive income, changes in shareholders' equity and cash flows for each of the three years in the period ended December 31, 2022, and the related notes (collectively referred to as the "consolidated financial statements"). In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of the Company at December 31, 2022 and 2021, and the results of its operations and its cash flows for each of the three years in the period ended December 31, 2022, in conformity with U.S. generally accepted accounting principles.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the Company's internal control over financial reporting as of December 31, 2022, based on criteria established in Internal Control-Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (2013 framework), and our report dated February 28, 2023 expressed an unqualified opinion thereon.

Basis for Opinion

These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on the Company's financial statements based on our audits. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement, whether due to error or fraud. Our audits included performing procedures to assess the risks of material misstatement of the financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the financial statements. We believe that our audits provide a reasonable basis for our opinion.

Critical Audit Matter

The critical audit matter communicated below is a matter arising from the current period audit of the financial statements that was communicated or required to be communicated to the audit committee and that: (1) relates to accounts or disclosures that are material to the financial statements and (2) involved our especially challenging, subjective, or complex judgments. The communication of the critical audit matter does not alter in any way our opinion on the consolidated financial statements, taken as a whole, and we are not, by communicating the critical audit matter below, providing a separate opinion on the critical audit matter or on the account or disclosure to which it relates.

Allowance for credit losses

Description of the Matter

At December 31, 2022, the Company's loan portfolio totaled \$39.2 billion and the associated Allowance for credit losses (ACL) was \$357.4 million. As more fully described in Notes (1) and (5) to the consolidated financial statements, the ACL represents management's estimate of expected credit losses over the contractual term of the loan. The ACL is measured on a collective or pooled basis when assets share the same risk characteristics or on an individual basis when assets do not share similar risk characteristics. For assets measured on a collective basis, the Company applies modeling methodologies that utilize the Company's historical loss experience to estimate lifetime credit loss rates on each pool, including methodologies estimating the probability of default and loss given default on specific segments. The historical credit loss experience utilized in the ACL models is adjusted for the Company's reasonable and supportable economic forecasts. The modeled results are then adjusted for certain qualitative factors. For assets measured on an individual basis, the Company measures the expected losses primarily based on the estimated collateral value.

Auditing management's estimate of the ACL was especially challenging due to the complexity of the Company's ACL models and the significant judgement required in establishing management's reasonable and supportable economic forecasts.

How we Addressed the Matter in Our Audit

We obtained an understanding, evaluated the design, and tested the operating effectiveness of internal controls over the ACL process, including among other things, controls over management's process of assessing and challenging the reasonable and supportable economic forecasts, the development, operation and monitoring of the ACL models, and the completeness and accuracy of key inputs and assumptions used in the ACL models.

To test the Company's ACL models, we involved our specialists to test a sample of the ACL models by evaluating model methodology, model performance and testing key modeling assumptions. Additionally, we tested the accuracy of data utilized by the models by agreeing key data fields to source documentation and performed targeted re-calculations for a sample of models.

To test the reasonable and supportable economic forecasts, our audit procedures included among others, evaluating the basis of the economic forecast factors utilized by management and testing the completeness and accuracy of data used by management to develop the economic forecasts.

In addition, we evaluated the overall ACL and whether the ACL appropriately reflects expected lifetime losses in the loan portfolio as of the consolidated balance sheet date. For example, we compared the overall ACL amount to those established by similar banking institutions with similar loan portfolios.

/s/ Ernst & Young LLP
We have served as the Company's auditor since 1999.
Chicago, Illinois
February 28, 2023

WINTRUST FINANCIAL CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CONDITION

December 31,

(In thousands, except share data)

	2022	2021
Assets		
Cash and due from banks	\$ 490,908	\$ 411,150
Federal funds sold and securities purchased under resale agreements	58	700,055
Interest-bearing deposits with banks	1,988,719	5,372,603
Available-for-sale securities, at fair value	3,243,017	2,327,793
Held-to-maturity securities, at amortized cost, net of allowance for credit losses of \$488 and \$78 at December 31, 2022 and December 31, 2021, respectively (\$2.9 billion and \$2.9 billion fair value at December 31, 2022 and December 31, 2021, respectively)	3,640,567	2,942,285
Trading account securities	1,127	1,061
Equity securities with readily determinable fair value	110,365	90,511
Federal Home Loan Bank and Federal Reserve Bank stock	224,759	135,378
Brokerage customer receivables	16,387	26,068
Mortgage loans held-for-sale, at fair value	299,935	817,912
Loans, net of unearned income	39,196,485	34,789,104
Allowance for loan losses	(270,173)	(247,835)
Net loans	38,926,312	34,541,269
Premises, software and equipment, net	764,798	766,405
Lease investments, net	253,928	242,082
Accrued interest receivable and other assets	1,391,342	1,084,115
Trade date securities receivable	921,717	—
Goodwill	653,524	655,149
Other acquisition-related intangible assets	22,186	28,307
Total assets	\$ 52,949,649	\$ 50,142,143
Liabilities and Shareholders' Equity		
Deposits:		
Non-interest-bearing	\$ 12,668,160	\$ 14,179,980
Interest-bearing	30,234,384	27,915,605
Total deposits	42,902,544	42,095,585
Federal Home Loan Bank advances	2,316,071	1,241,071
Other borrowings	596,614	494,136
Subordinated notes	437,392	436,938
Junior subordinated debentures	253,566	253,566
Accrued interest payable and other liabilities	1,646,624	1,122,159
Total liabilities	48,152,811	45,643,455
Shareholders' Equity:		
Preferred stock, no par value; 20,000,000 shares authorized:		
Series D - \$25 liquidation value; 5,000,000 shares issued and outstanding at December 31, 2022 and December 31, 2021	125,000	125,000
Series E - \$25,000 liquidation value; 11,500 shares issued and outstanding at December 31, 2022 and December 31, 2021	287,500	287,500
Common stock, no par value; \$1.00 stated value; 100,000,000 shares authorized at December 31, 2022 and December 31, 2021; 60,797,270 shares issued at December 31, 2022 and 58,891,780 shares issued at December 31, 2021	60,797	58,892
Surplus	1,902,474	1,685,572
Treasury stock, at cost, 3,262 shares at December 31, 2022 and 1,837,689 shares at December 31, 2021	(304)	(109,903)
Retained earnings	2,849,007	2,447,535
Accumulated other comprehensive (loss) income	(427,636)	4,092
Total shareholders' equity	4,796,838	4,498,688
Total liabilities and shareholders' equity	\$ 52,949,649	\$ 50,142,143

See accompanying Notes to Consolidated Financial Statements.

WINTRUST FINANCIAL CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME

	Years Ended December 31,		
(In thousands, except per share data)	2022	2021	2020
Interest income			
Interest and fees on loans	\$ 1,507,726	\$ 1,133,528	\$ 1,157,249
Mortgage loans held-for-sale	21,195	32,169	20,077
Interest-bearing deposits with banks	43,447	6,606	8,553
Federal funds sold and securities purchased under resale agreements	4,903	173	102
Investment securities	160,600	95,286	99,634
Trading account securities	22	10	37
Federal Home Loan Bank and Federal Reserve Bank stock	8,622	7,067	6,891
Brokerage customer receivables	928	645	477
Total interest income	1,747,443	1,275,484	1,293,020
Interest expense			
Interest on deposits	175,202	88,119	189,178
Interest on Federal Home Loan Bank advances	30,329	19,581	18,193
Interest on other borrowings	14,294	9,928	12,773
Interest on subordinated notes	22,004	21,983	21,961
Interest on junior subordinated debentures	10,252	10,916	11,008
Total interest expense	252,081	150,527	253,113
Net interest income	1,495,362	1,124,957	1,039,907
Provision for credit losses	78,589	(59,263)	214,220
Net interest income after provision for credit losses	1,416,773	1,184,220	825,687
Non-interest income			
Wealth management	126,614	124,019	100,336
Mortgage banking	155,173	273,010	346,013
Service charges on deposit accounts	58,574	54,168	45,023
Losses on investment securities, net	(20,427)	(1,059)	(1,926)
Fees from covered call options	14,133	3,673	2,292
Trading gains (losses), net	3,752	245	(1,004)
Operating lease income, net	55,510	53,691	47,604
Other	67,724	78,373	65,851
Total non-interest income	461,053	586,120	604,189
Non-interest expense			
Salaries and employee benefits	696,107	691,669	626,076
Software and equipment	95,885	87,515	68,496
Operating lease equipment	38,008	40,880	37,915
Occupancy, net	70,965	74,184	69,957
Data processing	31,209	27,279	30,196
Advertising and marketing	59,418	47,275	36,296
Professional fees	33,088	29,494	27,426
Amortization of other acquisition-related intangible assets	6,116	7,734	11,018
FDIC insurance	28,639	27,030	25,004
OREO expense, net	(140)	(1,654)	(921)
Other	117,976	101,138	108,632
Total non-interest expense	1,177,271	1,132,544	1,040,095
Income before taxes	700,555	637,796	389,781
Income tax expense	190,873	171,645	96,791
Net income	\$ 509,682	\$ 466,151	\$ 292,990
Preferred stock dividends	27,964	27,964	21,377
Net income applicable to common shares	\$ 481,718	\$ 438,187	\$ 271,613
Net income per common share—Basic	\$ 8.14	\$ 7.69	\$ 4.72
Net income per common share—Diluted	\$ 8.02	\$ 7.58	\$ 4.68
Cash dividends declared per common share	\$ 1.36	\$ 1.24	\$ 1.12
Weighted average common shares outstanding	59,205	56,994	57,523
Dilutive potential common shares	886	792	496
Average common shares and dilutive common shares	60,091	57,786	58,019

See accompanying Notes to Consolidated Financial Statements.

WINTRUST FINANCIAL CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(In thousands)	Years Ended December 31,		
	2022	2021	2020
Net income	\$ 509,682	\$ 466,151	\$ 292,990
Unrealized (losses) gains on available-for-sale securities			
Before tax	(537,602)	(83,199)	76,464
Tax effect	143,270	22,152	(20,378)
Net of tax	(394,332)	(61,047)	56,086
Reclassification of net gains on available-for-sale securities included in net income			
Before tax	439	1,079	221
Tax effect	(118)	(290)	(59)
Net of tax	321	789	162
Reclassification of amortization of unrealized gains on investment securities transferred to held-to-maturity from available-for-sale			
Before tax	175	241	231
Tax effect	(47)	(64)	(62)
Net of tax	128	177	169
Net unrealized (losses) gains on available-for-sale securities	(394,781)	(62,013)	55,755
Unrealized (losses) gains on derivative instruments			
Before tax	(26,882)	68,441	(13,591)
Tax effect	7,152	(18,240)	3,642
Net unrealized (losses) gains on derivative instruments	(19,730)	50,201	(9,949)
Foreign currency translation adjustment			
Before tax	(21,781)	620	5,367
Tax effect	4,564	(98)	(1,113)
Net foreign currency translation adjustment	(17,217)	522	4,254
Total other comprehensive (loss) income	(431,728)	(11,290)	50,060
Comprehensive income	\$ 77,954	\$ 454,861	\$ 343,050

See accompanying Notes to Consolidated Financial Statements.

WINTRUST FINANCIAL CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

(In thousands, except per share data)	Preferred stock	Common stock	Surplus	Treasury stock	Retained earnings	Accumulated other comprehensive income (loss)	Total shareholders' equity
Balance at December 31, 2019	\$ 125,000	\$ 57,951	\$ 1,650,278	\$ (6,931)	\$ 1,899,630	\$ (34,678)	\$ 3,691,250
Cumulative effect adjustment from the adoption of ASU 2016-13, net of tax	—	—	—	—	(26,717)	—	(26,717)
Net income	—	—	—	—	292,990	—	292,990
Other comprehensive income, net of tax	—	—	—	—	—	50,060	50,060
Cash dividends declared on common stock, \$1.12 per share	—	—	—	—	(64,513)	—	(64,513)
Dividends on Series D preferred stock, \$1.64 per share and Series E preferred stock, \$1,145.84 per share	—	—	—	—	(21,377)	—	(21,377)
Common stock repurchased under authorized program	—	—	—	(92,055)	—	—	(92,055)
Stock-based compensation	—	—	(4,938)	—	—	—	(4,938)
Issuance of Series E Preferred Stock	287,500	—	(9,887)	—	—	—	277,613
Common stock issued for:							
Exercise of stock options and warrants	—	229	9,434	(625)	—	—	9,038
Restricted stock awards	—	201	(201)	(752)	—	—	(752)
Employee stock purchase plan	—	72	2,906	—	—	—	2,978
Director compensation plan	—	20	2,398	—	—	—	2,418
Balance at December 31, 2020	\$ 412,500	\$ 58,473	\$ 1,649,990	\$ (100,363)	\$ 2,080,013	\$ 15,382	\$ 4,115,995
Net income	—	—	—	—	466,151	—	466,151
Other comprehensive loss, net of tax	—	—	—	—	—	(11,290)	(11,290)
Cash dividends declared on common stock, \$1.24 per share	—	—	—	—	(70,663)	—	(70,663)
Dividends on Series D preferred stock, \$1.64 per share and Series E preferred stock, \$1,718.76 per share	—	—	—	—	(27,966)	—	(27,966)
Common stock repurchased under authorized program	—	—	—	(9,540)	—	—	(9,540)
Stock-based compensation	—	—	16,177	—	—	—	16,177
Common stock issued for:							
Exercise of stock options and warrants	—	327	13,708	—	—	—	14,035
Restricted stock awards	—	20	(20)	—	—	—	—
Employee stock purchase plan	—	48	3,277	—	—	—	3,325
Director compensation plan	—	24	2,440	—	—	—	2,464
Balance at December 31, 2021	\$ 412,500	\$ 58,892	\$ 1,685,572	\$ (109,903)	\$ 2,447,535	\$ 4,092	\$ 4,498,688
Net income	—	—	—	—	509,682	—	509,682
Other comprehensive loss, net of tax	—	—	—	—	—	(431,728)	(431,728)
Cash dividends declared on common stock, \$1.36 per share	—	—	—	—	(80,246)	—	(80,246)
Dividends on Series D preferred stock, \$1.64 per share and Series E preferred stock, \$1,718.76 per share	—	—	—	—	(27,964)	—	(27,964)
Stock-based compensation	—	—	31,748	—	—	—	31,748
Common stock issued for:							
New issuance, net of cost	—	1,612	174,214	109,903	—	—	285,729
Exercise of stock options and warrants	—	123	5,067	(304)	—	—	4,886
Restricted stock awards	—	69	(69)	—	—	—	—
Employee stock purchase plan	—	42	3,344	—	—	—	3,386
Director compensation plan	—	59	2,598	—	—	—	2,657
Balance at December 31, 2022	\$ 412,500	\$ 60,797	\$ 1,902,474	\$ (304)	\$ 2,849,007	\$ (427,636)	\$ 4,796,838

See accompanying Notes to Consolidated Financial Statements.

WINTRUST FINANCIAL CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS

(In thousands)	Years Ended December 31,		
	2022	2021	2020
Operating Activities:			
Net income	\$ 509,682	\$ 466,151	\$ 292,990
Adjustments to reconcile net income to net cash provided by (used for) operating activities			
Provision for credit losses	78,589	(59,263)	214,220
Depreciation, amortization and accretion, net	82,070	101,797	96,369
Deferred income tax expense (benefit)	22,057	(2,861)	(4,058)
Stock-based compensation expense (benefit)	31,748	16,177	(4,938)
Amortization of premium on securities, net	2,416	6,391	10,881
Accretion of discount and deferred fees on loans, net	(19,565)	(83,434)	(81,604)
Mortgage servicing rights fair value changes, net of economic hedge	(36,609)	16,515	63,343
Non-designated derivatives fair value changes, net	1,691	(569)	(484)
Origination and purchases of mortgage loans held-for-sale	(2,799,000)	(6,803,777)	(8,004,730)
Early buy-out exercises of mortgage loans held-for-sale guaranteed by U.S. government agencies, net of subsequent paydowns or payoffs	80,158	88	(297,599)
Proceeds from sales of mortgage loans held-for-sale	3,146,442	7,441,705	7,624,799
Bank owned life insurance ("BOLI") loss (income)	806	(5,812)	(4,488)
(Increase) decrease in trading securities, net	(66)	(390)	397
Decrease (increase) in brokerage customer receivables, net	9,681	(8,632)	(863)
Gains on mortgage loans sold	(43,391)	(214,085)	(339,127)
Losses on investment securities, net, and dividend reinvestment on equity securities	20,427	1,059	2,373
Losses (gains) on sales of premises and equipment, net, and sale of related deposit liabilities	2,845	(3,614)	421
Gains on sales and fair value adjustments of other real estate owned, net	(792)	(2,792)	(1,421)
(Increase) decrease in accrued interest receivable and other assets, net	(91,585)	187,743	(131,870)
Increase in accrued interest payable and other liabilities, net	377,396	78,475	46,924
Net Cash Provided by (Used for) Operating Activities	1,375,000	1,130,872	(518,465)
Investing Activities:			
Proceeds from maturities and calls of available-for-sale securities	386,259	1,290,126	1,613,143
Proceeds from maturities and calls of held-to-maturity securities	210,958	307,971	879,713
Proceeds from sales of available-for-sale securities	—	192,227	502,250
Proceeds from sales of equity securities with readily determinable fair value	31,753	9,759	6,530
Proceeds from sales and capital distributions of equity securities without readily determinable fair value	1,330	2,685	1,857
Purchases of available-for-sale securities	(2,762,171)	(842,170)	(1,998,380)
Purchases of held-to-maturity securities	(910,964)	(2,873,691)	(125,220)
Purchases of equity securities with readily determinable fair value	(59,495)	(9,060)	(45,735)
Purchases of equity securities without readily determinable fair value	(17,429)	(9,265)	(5,118)
(Redemptions) purchases of FHLB and FRB stock, net	(89,381)	210	(34,849)
Distributions from (contributions to) investments in partnerships, net	4,765	(2,107)	76
Net cash paid in business combinations	—	(585,402)	—
Proceeds from sale of other real estate owned	3,954	16,927	10,776
Decrease (increase) in securities purchased under resale agreements with terms exceeding three months, net	700,000	(700,000)	—
Decrease (increase) in interest-bearing deposits with banks, net	3,382,366	(569,205)	(2,636,581)
Increase in loans, net	(4,320,225)	(2,101,121)	(5,290,668)
Redemption of BOLI	960	332	3,428
Purchases of premises and equipment, net	(53,449)	(57,075)	(63,646)
Net Cash Used for Investing Activities	(3,490,769)	(5,928,859)	(7,182,424)
Financing Activities:			
Increase in deposit accounts, net	806,947	5,006,801	6,985,964
Increase (decrease) in other borrowings, net	125,135	(27,784)	88,596
Increase in Federal Home Loan Bank advances, net	1,075,000	12,629	553,500
Cash payments to settle contingent consideration liabilities recognized in business combinations	—	(16,583)	(4,523)
Proceeds from the issuance of common stock, net	285,729	—	—
Proceeds from the issuance of preferred stock, net	—	—	277,613
Issuance of common shares resulting from exercise of stock options and employee stock purchase plan	11,233	19,824	15,059
Common stock repurchases under authorized program	—	(9,540)	(92,055)
Common stock repurchases for tax withholdings related to stock-based compensation	(304)	—	(1,377)
Dividends paid	(108,210)	(98,629)	(85,890)
Net Cash Provided by Financing Activities	2,195,530	4,886,718	7,736,887
Net Increase in Cash and Cash Equivalents	79,761	88,731	35,998
Cash and Cash Equivalents at Beginning of Period	411,205	322,474	286,476
Cash and Cash Equivalents at End of Period	\$ 490,966	\$ 411,205	\$ 322,474
Supplemental Disclosure of Cash Flow Information:			
Cash paid during the year for:			
Interest	\$ 239,209	\$ 156,868	\$ 257,408
Income taxes, net	153,499	178,575	105,268
Business combinations:			
Fair value of assets acquired, including cash and cash equivalents	—	591,409	—
Value ascribed to goodwill and other intangible assets	—	9,275	—
Fair value of liabilities assumed	—	6,007	—
Non-cash activities			
Transfer to other real estate owned from loans	10,018	5,837	13,239

See accompanying Notes to Consolidated Financial Statements.

(1) Summary of Significant Accounting Policies

The accounting and reporting policies of Wintrust Financial Corporation (“Wintrust” or the “Company”) and its subsidiaries conform to generally accepted accounting principles in the United States and prevailing practices of the banking industry. In the preparation of the consolidated financial statements, management is required to make certain estimates and assumptions that affect the reported amounts contained in the consolidated financial statements. Management believes that the estimates made are reasonable; however, changes in estimates may be required if economic or other conditions change beyond management’s expectations. Reclassifications of certain prior year amounts have been made to conform to the current year presentation. The following is a summary of the Company’s significant accounting policies.

Principles of Consolidation

The consolidated financial statements of Wintrust include the accounts of the Company and its subsidiaries. All significant intercompany accounts and transactions have been eliminated in the consolidated financial statements.

Earnings per Share

Basic earnings per share is computed by dividing income available to common shareholders by the weighted-average number of common shares outstanding for the period. Diluted earnings per share reflects the potential dilution that would occur if securities or other contracts to issue common stock were exercised or converted into common stock or resulted in the issuance of common stock that then share in the earnings of the Company. The weighted-average number of common shares outstanding is increased by the assumed conversion of any outstanding convertible preferred stock shares from the beginning of the year or date of issuance, if later, and the number of common shares that would be issued assuming the exercise of stock options and the issuance of restricted shares using the treasury stock method. The adjustments to the weighted-average common shares outstanding are only made when such adjustments will dilute earnings per common share. If relevant convertible preferred shares are outstanding during a period, net income applicable to common shares used in the diluted earnings per share calculation may be adjusted to consider potential conversion of such preferred shares. Where the effect of this conversion would reduce the loss per share or increase the income per share, net income applicable to common shares is not adjusted by the associated preferred dividends.

Business Combinations

The Company accounts for business combinations under the acquisition method of accounting in accordance with ASC 805, “Business Combinations” (“ASC 805”) when it obtains control of a business. When determining whether a business has been acquired, the Company first evaluates whether substantially all of the fair value of the gross assets acquired are concentrated in a single identifiable asset or a group of similar identifiable assets. If concentrated in such a manner, the set of assets and activities is not a business. If not concentrated in such a manner, the Company assesses whether the set meets the definition of a business by containing inputs, outputs and at least one substantive process. If the set represents a business, the Company recognizes the fair value of the assets acquired and liabilities assumed, immediately expenses transaction costs and accounts for restructuring plans separately from the business combination. The excess of the cost of the acquisition over the fair value of the net tangible and intangible assets acquired is recorded as goodwill. Alternatively, a gain is recorded equal to the amount by which the fair value of assets purchased exceeds the fair value of liabilities assumed and consideration paid.

If the set of assets and activities do not constitute a business, the transaction is accounted for as an asset acquisition. The cost of a group of assets acquired is allocated to the individual assets acquired or liabilities assumed based on the relative fair value and does not result in the recognition of goodwill. Generally, any excess of the cost of the transaction over the fair value of the individual assets acquired or liabilities assumed, or, in contrast, any excess of the fair value of the individual assets acquired or liabilities assumed over the cost of the transaction, should be allocated on a relative fair value basis. Certain “non-qualifying” assets are excluded from this allocation, and are recognized at the individual asset’s fair value.

Results of operations of the acquired business are included in the income statement from the effective date of acquisition. Subsequent adjustments to provisional amounts that are identified in reporting periods within one year after the acquisition date in a business combination are recognized in the reporting period in which the adjustment amounts are determined.

Cash Equivalents

For purposes of the consolidated statements of cash flows, Wintrust considers cash on hand, cash items in the process of collection, non-interest bearing amounts due from correspondent banks, federal funds sold and securities purchased under resale agreements with original maturities of three months or less, to be cash equivalents. At December 31, 2021, federal funds sold and securities purchased under resale agreements on the Company's Consolidated Statements of Condition included approximately \$700.0 million of securities sold under agreements to repurchase with original maturities exceeding three months. As a result, such balance was not considered a cash equivalent for purposes of the Company's Consolidated Statements of Cash Flows for the respective period. There were no securities sold under agreements to repurchase with original maturities exceeding three months at December 31, 2022.

Investment Securities

The Company classifies debt and equity securities upon purchase in one of five categories: trading, held-to-maturity debt securities, available-for-sale debt securities, equity securities with a readily determinable fair value or equity securities without a readily determinable fair value. Debt and equity securities held for resale are classified as trading securities. Debt securities for which the Company has the ability and positive intent to hold until maturity are classified as held-to-maturity. All other debt securities are classified as available-for-sale as they may be sold prior to maturity in response to changes in the Company's interest rate risk profile, funding needs, demand for collateralized deposits by public entities or other reasons. Equity securities are classified based upon whether a readily determinable fair value exists on such security. The fair value of an equity security is readily determinable if it meets certain conditions, including whether sales prices or bid-ask quotes are currently available on certain securities exchanges; traded only in a foreign market that is of a breadth and scope comparable to one of the U.S. markets; or the security is an investment in a mutual fund or similar structure with a fair value per share or unit that is determined and published, and is the basis for current transactions.

Held-to-maturity debt securities are stated at amortized cost, which represents actual cost adjusted for premium amortization and discount accretion using methods that approximate the effective interest method. Available-for-sale debt securities are stated at fair value, with unrealized gains and losses, net of related taxes, included in shareholders' equity as a separate component of other comprehensive income. Trading account securities and equity securities with a readily determinable fair value are stated at fair value. Realized and unrealized gains and losses from sales and fair value adjustments are included in other non-interest income. Equity securities without a readily determinable fair value are stated at either a calculated net asset value per share, if available, or the cost of the security minus impairment, if any, plus or minus changes resulting from observable price changes in orderly transactions for the identical or similar instrument of the same issuer.

Subsequent to classification at the time of purchase, the Company may transfer debt securities between trading, held-to-maturity, or available-for-sale. For debt securities transferred to trading, the current unrealized gain or loss at the date of transfer, net of related taxes, is immediately recognized in earnings. Debt securities transferred from trading to either held-to-maturity or available-for-sale have already recognized any unrealized gain or loss into earnings and this amount is not reversed. Unrealized gains or losses, net related taxes, for available-for-sale debt securities transferred to held-to-maturity remain as a separate component of other comprehensive income and an offsetting discount is included in the amortized cost of the held-to-maturity debt security. These amounts are amortized over the remaining life of the debt security in equal and offsetting amounts. Unrealized gains or losses for held-to-maturity debt securities transferred to available-for-sale are recognized at the transfer date as a separate component of other comprehensive income, net of related taxes.

Declines in the fair value of held-to-maturity and available-for-sale debt investment securities (with certain exceptions for debt securities noted below) that are deemed to be credit losses are charged to the allowance for credit losses. In evaluating credit impairment, management considers the extent to which the fair value has been less than cost, the financial condition and near-term prospects of the issuer, and the intent and ability of the Company to retain its investment in the issuer for a period of time sufficient to allow for any anticipated recovery in fair value in the near term. Declines in the fair value of debt securities below amortized cost are deemed to be credit losses in circumstances where: (1) the Company has the intent to sell a security; (2) it is more likely than not that the Company will be required to sell the debt security before recovery of its amortized cost basis; or (3) the Company does not expect to recover the entire amortized cost basis of the debt security. If the Company intends to sell a debt security or if it is more likely than not that the Company will be required to sell the debt security before recovery, a credit impairment write-down is recognized in the allowance for credit losses equal to the difference between the debt security's amortized cost basis and its fair value. If an entity does not intend to sell the debt security or it is not more likely than not that it will be required to sell the debt security before recovery, the credit impairment write-down is separated into an amount representing credit loss, which is recognized in the allowance for credit losses, and an amount related to all other factors, which is recognized in other comprehensive income.

Equity securities with readily determinable fair values are measured at fair value with changes recognized in net income. Equity securities without readily determinable fair values are measured at cost minus impairment, if any, plus or minus changes resulting from observable price changes in orderly transactions for identical or similar investments of the same issuer. Such investments are included within accrued interest receivable and other assets within the Company's Consolidated Statements of Condition.

Interest and dividends, including amortization of premiums and accretion of discounts, are recognized as interest income when earned. Realized gains and losses on sales (using the specific identification method), unrealized gains and losses on equity securities and declines in value judged to be other-than-temporary are included in non-interest income.

FHLB and FRB Stock

Investments in FHLB and FRB stock are restricted as to redemption and are carried at cost.

Securities Purchased Under Resale Agreements and Securities Sold Under Repurchase Agreements

Securities purchased under resale agreements and securities sold under repurchase agreements are generally treated as collateralized financing transactions and are recorded at the amount at which the securities were acquired or sold plus accrued interest. Securities, consisting of U.S. Treasury, U.S. Government agency and mortgage-backed securities, pledged as collateral under these financing arrangements cannot be sold by the secured party. The fair value of collateral either received from or provided to a third party is monitored and additional collateral is obtained or requested to be returned as deemed appropriate.

Brokerage Customer Receivables

The Company, under an agreement with an out-sourced securities clearing firm, extends credit to its brokerage customers to finance their purchases of securities on margin. The Company receives income from interest charged on such extensions of credit. Brokerage customer receivables represent amounts due on margin balances. Securities owned by customers are held as collateral for these receivables.

Mortgage Loans Held-for-Sale

Mortgage loans are classified as held-for-sale when originated or acquired with the intent to sell the loan into the secondary market. ASC 825, "Financial Instruments" provides entities with an option to report selected financial assets and liabilities at fair value. Mortgage loans classified as held-for-sale are measured at fair value which is typically determined by reference to investor prices for loan products with similar characteristics. Changes in fair value are recognized in mortgage banking revenue.

Market conditions or other developments may change management's intent with respect to the disposition of these loans and loans previously classified as mortgage loans held-for-sale may be reclassified to the loans held-for-investment portfolio, with the balance transferred continuing to be carried at fair value.

Loans and Leases

Loans are generally reported at the principal amount outstanding, net of unearned income. Interest income is recognized when earned. Loan origination fees and certain direct origination costs are deferred and amortized over the expected life of the loan as an adjustment to the yield using methods that approximate the effective interest method. Finance charges on premium finance receivables are earned over the term of the loan, using a method which approximates the effective yield method.

Leases classified as direct financing leases are included within lease loans for financial statement purposes. Direct financing leases are stated as the sum of remaining minimum lease payments from lessees plus estimated residual values less unearned lease income. Unearned lease income on direct financing leases is recognized over the term of the leases using the effective interest method.

Interest income is not accrued on loans where management has determined that the borrowers may be unable to meet contractual principal or interest obligations, or where interest or principal is 90 days or more past due, unless the loans are adequately secured and in the process of collection. Cash receipts on non-accrual loans are generally applied to the principal balance until the remaining balance is considered collectible, at which time interest income may be recognized when received.

Allowance for Credit Losses

In accordance with ASC 326, “Financial Instruments – Credit Losses” (“ASC 326”), the Company measures the allowance for credit losses at the time of origination or purchase of a financial asset, representing an estimate of lifetime expected credit losses on the related asset. Financial assets include assets measured under the amortized cost basis, including loans, net investments in leases recognized by a lessor, held-to-maturity debt securities and purchased credit deteriorated (“PCD”) assets at the time of and subsequent to acquisition, and off-balance-sheet credit exposures considered not unconditionally cancellable. In addition to financial assets measured at amortized cost, credit losses related to available-for-sale debt securities are recorded through the allowance for credit losses and not as a direct adjustment to the amortized cost of the securities. The Company elects the collateral maintenance practical expedient under ASC 326 and applies this approach to securities purchased under resale agreements and brokerage customer receivables. In accordance with contractual terms, these assets require underlying collateral to be monitored continuously and replenished when collateral is less than required levels. The Company measures an allowance for credit losses if the carrying balance of such assets exceeds the amount of underlying collateral.

The allowance for credit losses on financial assets held at amortized cost is measured on a collective or pooled basis when similar risk characteristics exist. The Company utilizes modeling methodologies that estimate lifetime credit loss rates on each pool, including methodologies estimating the probability of default and loss given default on specific segments. Credit quality indicators, specifically the Company's internal risk rating systems, reflect how the Company monitors credit losses and represent factors used by the Company when measuring the allowance for credit losses. Historical credit loss history is adjusted for reasonable and supportable forecasts developed by the Company and incorporates third party economic forecasts on a quantitative or qualitative basis. Reasonable and supportable forecasts consider the macroeconomic factors that are most relevant to evaluating and predicting expected credit losses in the Company's financial assets. For periods beyond the ability to develop reasonable and supportable forecasts, the Company reverts to historical loss rates. Qualitative factors assessed by Management include the following:

- Changes in the nature and volume of the institution’s financial assets;
- Changes in the existence, growth, and effect of any concentrations of credit;
- Changes in the volume and severity of past due financial assets, the volume of non-accrual assets, and the volume and severity of adversely classified or graded assets;
- Changes in the value of the underlying collateral for loans that are not collateral-dependent;
- Changes in the institution’s lending policies and procedures, including changes in underwriting standards and practices for collections, write-offs, and recoveries;
- Changes in the quality of the institution’s credit review function;
- Changes in the experience, ability, and depth of the institution’s lending, investment, collection, and other relevant management and staff;
- The effect of changes in other external factors such as the regulatory, legal and technological environments; competition; and events such as natural disasters; and
- Actual and expected changes in international, national, regional, and local economic and business conditions and developments in which the institution operates that affect the collectability of financial assets.

Expected credit losses are measured over the contractual term of the financial asset with consideration of expected prepayments. Expected extensions, renewals or modifications of the financial asset are considered when either (1) the expected extension, renewal or modification is contained within the existing agreement and is not unconditionally cancellable, or (2) the expected extension, renewal or modification is reasonably expected to result in a troubled debt restructuring (“TDR”).

Financial assets that do not share similar risk characteristics with any pool are assessed for the allowance for credit losses on an individual basis. These typically include assets experiencing financial difficulties, including substandard non-accrual assets and assets currently classified or expected to be classified as TDRs. If an individual asset is removed from a pool, the allowance for credit losses for such pool will be measured without considering the removed asset. If foreclosure is probable or the asset is considered collateral-dependent, expected credit losses are measured based upon the fair value of the underlying collateral adjusted for selling costs, if appropriate. For certain accruing current and expected TDRs, expected credit losses are measured based upon the present value of future cash flows of the modified asset terms compared to the amortized cost of the asset.

For purchased financial assets that have experienced more-than-insignificant deterioration in credit quality since origination (“PCD assets”), the Company recognizes the sum of the purchase price and estimate of the allowance for credit losses as of the date of acquisition as the initial amortized cost basis. If the estimated allowance for credit losses is recognized under a methodology that is not a discounted cash flow methodology, such allowance for credit losses will be estimated based upon the unpaid principal balance of the financial asset.

The Company does not measure an allowance for credit losses on accrued interest receivable balances if these balances are written off in a timely manner. Write-offs of accrued interest receivable balances are recorded as a reduction to interest income.

Recoveries of financial assets previously written off are recognized when received and recorded as a component of the allowance for credit losses. When measuring the allowance for credit losses, the Company incorporates an estimate of expected recoveries provided the estimate is reasonable and supportable. Write-offs of financial assets are charged-off or deducted from the allowance for credit losses and recorded in the period when the Company concludes that all or a portion of a financial asset is no longer collectible. A provision for credit losses is charged to income based on Management's periodic evaluation of the factors previously described. Evaluations are conducted at least quarterly and more frequently if deemed necessary.

Mortgage Servicing Rights ("MSRs")

MSRs are recorded in the Consolidated Statements of Condition at fair value in accordance with ASC 860, "Transfers and Servicing." The Company originates mortgage loans for sale to the secondary market. Certain loans are originated and sold with servicing rights retained. MSRs associated with loans originated and sold, where servicing is retained, are capitalized at the time of sale at fair value based on the future net cash flows expected to be realized for performing the servicing activities, and included in other assets in the Consolidated Statements of Condition. The change in the fair value of MSRs is recorded as a component of mortgage banking revenue in non-interest income in the Consolidated Statements of Income. The Company measures the fair value of MSRs by stratifying the servicing rights into pools based on homogeneous characteristics, such as product type and interest rate. The fair value of each servicing rights pool is calculated based on the present value of estimated future cash flows using a discount rate commensurate with the risk associated with that pool, given current market conditions. Estimates of fair value include assumptions about prepayment speeds, interest rates and other factors which are subject to change over time. Changes in these underlying assumptions could cause the fair value of MSRs to change significantly in the future.

Lease Investments

The Company's investments in equipment and other assets held on operating leases are reported as lease investments, net. Rental income on operating leases is recognized as income over the lease term on a straight-line basis. Equipment and other assets held on operating leases is stated at cost less accumulated depreciation. Depreciation of the cost of the assets held on operating leases, less any residual value, is computed using the straight-line method over the term of the leases, which is generally seven years or less.

Premises and Equipment

Premises and equipment, including leasehold improvements, are stated at cost less accumulated depreciation and amortization. Depreciation and amortization are computed using the straight-line method over the estimated useful lives of the related assets. Useful lives generally range from two to 15 years for furniture, fixtures and equipment, two to seven years for software and computer-related equipment and seven to 39 years for buildings and improvements. Land improvements are amortized over a period of 15 years and leasehold improvements are amortized over the shorter of the useful life of the improvement or the term of the respective lease including any lease renewals deemed to be reasonably assured. Land, antique furnishings and artwork are not subject to depreciation. Expenditures for major additions and improvements are capitalized, and maintenance and repairs are charged to expense as incurred. Eligible costs related to the configuration, coding, testing and installation of internal use software and qualifying cloud computing arrangements are capitalized.

Long-lived depreciable assets are evaluated periodically for impairment when events or changes in circumstances indicate the carrying amount may not be recoverable. Impairment exists when the expected undiscounted future cash flows of a long-lived asset are less than its carrying value. In that event, a loss is recognized for the difference between the carrying value and the estimated fair value of the asset based on a quoted market price, if applicable, or a discounted cash flow analysis. Impairment losses are recognized in other non-interest expense.

Other Real Estate Owned

Other real estate owned is comprised of real estate acquired in partial or full satisfaction of loans and is included in other assets in the Consolidated Statements of Condition. Other real estate owned is recorded at its estimated fair value less estimated selling costs at the date of transfer. Any excess of the related loan balance over the fair value less expected selling costs is charged to the allowance for credit losses. In contrast, any excess of the fair value less expected selling costs over the related loan balance is recorded as a recovery of prior charge-offs on the loan and, if any portion of the excess exceeds prior charge-offs, as an increase to earnings. Subsequent changes in value are reported as adjustments to the carrying amount, limited to the initial fair value recorded at the date of transfer, and are recorded in other non-interest expense. Gains and losses upon sale, if any, are also charged to other non-interest expense. At December 31, 2022 and 2021, other real estate owned totaled \$9.9 million and \$4.3 million, respectively.

Goodwill and Other Intangible Assets

Goodwill represents the excess of the cost of a business acquisition over the fair value of net assets acquired. Other intangible assets represent purchased assets that also lack physical substance but can be distinguished from goodwill because of contractual or other legal rights or because the asset is capable of being sold or exchanged either on its own or in combination with a related contract, asset or liability. In accordance with accounting standards, goodwill is not amortized, but rather is tested for impairment on an annual basis or more frequently when events warrant, using a qualitative or quantitative approach. Intangible assets which have finite lives are amortized over their estimated useful lives and also are subject to impairment testing. Intangible assets which have indefinite lives are evaluated each reporting date to determine whether events and circumstances continue to support an indefinite useful life. If an indefinite useful life can no longer be supported for such asset, the intangible asset will be amortized prospectively over the remaining estimated useful life. If an indefinite useful life can be supported, the asset is not amortized, but rather is tested for impairment on an annual basis or more frequently when events warrant, using a qualitative or quantitative approach. The Company's intangible assets having finite lives are amortized over varying periods not exceeding twenty years.

Bank-Owned Life Insurance ("BOLI")

The Company maintains BOLI on certain executives. BOLI balances are recorded at their cash surrender values and are included in other assets in the Consolidated Statements of Condition. Changes in the cash surrender values are included in non-interest income. At December 31, 2022 and 2021, BOLI totaled \$157.3 million and \$157.7 million, respectively.

Derivative Instruments

The Company enters into derivative transactions principally to protect against the risk of adverse price or interest rate movements on the future cash flows or the value of certain assets and liabilities. The Company is also required to recognize certain contracts and commitments, including certain commitments to fund mortgage loans held-for-sale, as derivatives when the characteristics of those contracts and commitments meet the definition of a derivative. The Company accounts for derivatives in accordance with ASC 815, "Derivatives and Hedging," which requires that all derivative instruments be recorded in the Consolidated Statements of Condition at fair value. The accounting for changes in the fair value of a derivative instrument depends on whether it has been designated and qualifies as part of a hedging relationship and further, on the type of hedging relationship.

Derivative instruments designated in a hedge relationship to mitigate exposure to changes in the fair value of an asset or liability attributable to a particular risk, such as interest rate risk, are considered fair value hedges. Derivative instruments designated in a hedge relationship to mitigate exposure to variability in expected future cash flows, or other types of forecasted transactions, are considered cash flow hedges. Formal documentation of the relationship between a derivative instrument and a hedged asset or liability, as well as the risk-management objective and strategy for undertaking each hedge transaction and an assessment of effectiveness, is required at inception to apply hedge accounting. In addition, formal documentation of ongoing effectiveness testing is required to maintain hedge accounting.

Fair value hedges are accounted for by recording the changes in the fair value of the derivative instrument and the changes in the fair value related to the risk being hedged of the hedged asset or liability on the statement of condition with corresponding offsets recorded in the income statement. The adjustment to the hedged asset or liability is included in the basis of the hedged item, while the fair value of the derivative is recorded as a freestanding asset or liability. Actual cash receipts or payments and related amounts accrued during the period on derivatives included in a fair value hedge relationship are recorded as adjustments to the interest income or expense recorded on the hedged asset or liability.

Cash flow hedges are accounted for by recording the changes in the fair value of the derivative instrument on the statement of condition as either a freestanding asset or liability, with a corresponding offset recorded in other comprehensive income within shareholders' equity, net of deferred taxes. Amounts are reclassified from accumulated other comprehensive income to interest expense in the period or periods the hedged forecasted transaction affects earnings.

Under both the fair value and cash flow hedge scenarios, changes in the fair value of derivatives not considered to be highly effective in hedging the change in fair value or the expected cash flows of the hedged item are recognized in earnings as non-interest income during the period of the change.

Derivative instruments that are not designated as hedges according to accounting guidance are reported on the statement of condition at fair value and the changes in fair value are recognized in earnings as non-interest income during the period of the change.

Commitments to fund mortgage loans (i.e. interest rate locks) to be sold into the secondary market and forward commitments for the future delivery of these mortgage loans are accounted for as derivatives and are not designated in hedging relationships. Fair values of these mortgage derivatives are estimated primarily based on changes in mortgage rates from the date of the commitments. Changes in the fair values of these derivatives are included in mortgage banking revenue.

Forward currency and commodity contracts used to manage foreign exchange risk and commodity price risk, respectively, associated with certain assets are accounted for as derivatives and are not designated in hedging relationships. Such derivatives are recorded at fair value based on prevailing currency and commodity exchange rates at the measurement date. Changes in the fair values of these derivatives are recognized in earnings as non-interest income during the period of change.

Periodically, the Company sells options to an unrelated bank or dealer for the right to purchase certain securities held within its investment portfolios (“covered call options”). These option transactions are designed primarily as an economic hedge to compensate for net interest margin compression by increasing the total return associated with holding the related securities as earning assets by using fee income generated from these options. These transactions are not designated in hedging relationships pursuant to accounting guidance and, accordingly, changes in fair values of these contracts, are reported in other non-interest income.

The Company periodically purchases options for the right to purchase securities not currently held within its investment portfolios or enters into interest rate swaps in which the Company elects to not designate such derivatives as hedging instruments. These option and swap transactions are designed primarily to economically hedge a portion of the fair value adjustments related to the Company’s mortgage servicing rights portfolio. The gain or loss associated with these derivative contracts are included in mortgage banking revenue.

Trust Assets, Assets Under Management and Brokerage Assets

Assets held in fiduciary or agency capacity for customers are not included in the consolidated financial statements as they are not assets of Wintrust or its subsidiaries. Fee income is recognized on an accrual basis and is included as a component of non-interest income.

Income Taxes

Wintrust and its subsidiaries file a consolidated Federal income tax return. Income tax expense is based upon income in the consolidated financial statements rather than amounts reported on the income tax return. Deferred tax assets and liabilities are recognized for the estimated future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred tax assets and liabilities are measured using currently enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized as an income tax benefit or income tax expense in the period that includes the enactment date.

Positions taken in the Company’s tax returns may be subject to challenge by the taxing authorities upon examination. In accordance with applicable accounting guidance, uncertain tax positions are initially recognized in the financial statements when it is more likely than not the positions will be sustained upon examination by the tax authorities. Such tax positions are both initially and subsequently measured as the largest amount of tax benefit that is greater than 50% likely of being realized upon settlement with the tax authority, assuming full knowledge of the position and all relevant facts. Interest and penalties on income tax uncertainties are classified within income tax expense in the income statement.

Stock-Based Compensation Plans

In accordance with ASC 718, “Compensation — Stock Compensation,” compensation cost is measured as the fair value of the awards on their date of grant. A Black-Scholes model is utilized to estimate the fair value of stock options and a Monte-Carlo simulation model is used to estimate the fair value of performance awards with a market condition metric. The market price of the Company’s stock at the date of grant is used to estimate the fair value of time-vested restricted stock awards and performance awards with a performance metric. Compensation cost is recognized over the required service period, generally defined as the vesting period. For awards with graded vesting, compensation cost is recognized on a straight-line basis over the requisite service period for the entire award.

Accounting guidance permits for the recognition of stock based compensation for the number of awards that are ultimately expected to vest. As a result, recognized compensation expense for stock options and restricted share awards is reduced for estimated forfeitures prior to vesting. Forfeitures rates are estimated for each type of award based on historical forfeiture

experience. Estimated forfeitures will be reassessed in subsequent periods and may change based on new facts and circumstances. The Company issues new shares to satisfy option exercises and vesting of restricted shares.

Comprehensive Income

Comprehensive income consists of net income and other comprehensive income. Other comprehensive income includes unrealized gains and losses on available-for-sale debt securities, net of deferred taxes, changes in deferred gains and losses on investment securities transferred from available-for-sale debt securities to held-to-maturity debt securities, net of deferred taxes, adjustments related to cash flow hedges, net of deferred taxes, and foreign currency translation adjustments, net of deferred taxes. The Company has a policy for releasing the income tax effects from accumulated other comprehensive income using an individual security approach.

Stock Repurchases

The Company periodically repurchases shares of its outstanding common stock through open market purchases or other methods. Repurchased shares are recorded as treasury shares on the trade date using the treasury stock method, and the cash paid is recorded as treasury stock.

Foreign Currency Translation

The Company revalues assets, liabilities, revenue and expense denominated in non-U.S. currencies into U.S. dollars at the end of each month using applicable exchange rates.

Gains and losses relating to translating functional currency financial statements for U.S. reporting are included in other comprehensive income. Gains and losses relating to the re-measurement of transactions to the functional currency are reported in the Consolidated Statements of Income.

Going Concern

In connection with preparing financial statements for each reporting period, the Company evaluates whether conditions or events, considered in the aggregate, exist that would raise substantial doubt about the Company's ability to continue as a going concern within one year after the date the financial statements are issued. If substantial doubt exists, specific disclosures are required to be included in the Company's financial statements issued. Through its evaluation, the Company did not identify any conditions or events that would raise substantial doubt about the Company's ability to continue as a going concern within one year of the issuance of these consolidated financial statements.

Accounting Pronouncements Newly Adopted

Debt

In August 2020, the FASB issued ASU No. 2020-06, "Debt-Debt with Conversion and Other Options (Subtopic 470-20) and Derivatives and Hedging-Contracts in Entity's Own Equity (Subtopic 815-40): Accounting for Convertible Instruments and Contracts in an Entity's Own Equity," which includes provisions for reducing the number of accounting models used in accounting for convertible debt instruments and convertible preferred stock, amending derivatives and earnings-per-share (EPS) guidance and expanding disclosures for convertible debt instruments and EPS. The Company adopted ASU No. 2020-06 as of January 1, 2022. Adoption of this standard did not have a material impact on the Company's consolidated financial statements.

Issuer's Accounting for Modifications or Exchanges of Freestanding Equity-Classified Written Call Options

In May 2021, the FASB issued ASU No. 2021-04, "Earnings Per Share (Topic 260), Debt—Modifications and Extinguishments (Subtopic 470-50), Compensation—Stock Compensation (Topic 718), and Derivatives and Hedging—Contracts in Entity's Own Equity (Subtopic 815-40): Issuer's Accounting for Certain Modifications or Exchanges of Freestanding Equity-Classified Written Call Options," which requires an issuer to account for any modification or exchange of the terms or conditions of a freestanding written call option classified as equity, such as warrants, that remains classified as equity as an exchange of the original instrument for a new instrument and provides a framework for measuring and recognizing the effect of the exchange as an adjustment to either equity or expense. The Company adopted ASU No. 2021-04 as of January 1, 2022 under a prospective approach. Adoption of this standard did not have a material impact on the Company's consolidated financial statements.

Leases - Certain Leases with Variable Lease Payments

In July 2021, the FASB issued ASU No. 2021-05, “Leases (Topic 842), Lessors – Certain Leases with Variable Lease Payments” which amends lessor lease classification requirements to allow leases with variable lease payments that are not dependent on a reference index or rate to be classified and accounted for as an operating lease, provided the lease would have been classified as a sales-type or direct financing lease and the lessor would have otherwise recognized a day-one loss. The Company adopted ASU No. 2021-05 as of January 1, 2022. As the Company has adopted ASC Topic 842, this guidance was applied retrospectively to leases that commenced or were modified after the adoption of ASC Topic 842 and prospectively to leases that commence or are modified after January 1, 2022. Adoption of this standard did not have a material impact on the Company’s consolidated financial statements.

Disclosure of Government Assistance Received

In November 2021, the FASB issued ASU No. 2021-10, “Government Assistance (Topic 832), Disclosures by Business Entities about Government Assistance,” which improves transparency in financial reporting by requiring business entities to disclose information about certain types of government assistance received, specifically transactions with a government, which are accounted for by analogizing to a grant or contribution model. The Company adopted ASU No. 2021-10 as of January 1, 2022. Adoption of this standard did not have a material impact on the Company’s consolidated financial statements.

Reference Rate Reform

In March 2020, the FASB issued ASU No. 2020-04, “Reference Rate Reform (Topic 848), Facilitation of the Effects of Reference Rate Reform on Financial Reporting,” which provides temporary optional relief for contracts modified as a result of reference rate reform meeting certain modification criteria, generally allowing an entity to account for contract modifications occurring due to reference rate reform as an event that does not require contract remeasurement or reassessment of a previous accounting determination at the modification date. The guidance also includes temporary optional expedients intended to provide relief from various hedge effectiveness requirements for hedging relationships affected by reference rate reform, provided certain criteria are met, and allows a one-time election to sell or transfer to either available-for-sale or trading any held-to-maturity (“HTM”) debt securities that refer to an interest rate affected by reference rate reform and were classified as HTM prior to January 1, 2020. Additionally, in January 2021, the FASB issued ASU No. 2021-01, “Reference Rate Reform (Topic 848): Scope,” which provided additional clarification that certain optional expedients and exceptions noted above apply to derivative instruments that use an interest rate for margining, discounting or contract price alignment that is modified as a result of reference rate reform. This guidance was effective upon issuance and was able to be applied prospectively, with certain exceptions, through December 31, 2022.

In November 2020, federal and state banking regulators issued the “Interagency Policy Statement on Reference Rates for Loans” to reiterate that a specific replacement rate for loans impacted by reference rate reform has not been endorsed and entities may utilize any replacement reference rate determined to be appropriate based on its funding model and customer needs. As discussed in the “Interagency Policy Statement on Reference Rates for Loans,” fallback language should be included in lending contracts to provide for use of a robust fallback rate if the initial reference rate is discontinued. Additionally, federal banking regulators issued the “Interagency Statement on LIBOR Transition” acknowledging that the administrator of LIBOR has announced it will consult on its intention to cease the publication of the one week and two month USD LIBOR settings immediately following the LIBOR publication on December 31, 2021, and the remaining USD LIBOR settings immediately following the LIBOR publication on June 30, 2023. As discussed in the “Interagency Statement on LIBOR Transition,” regulators encouraged banks to cease entering into new contracts that use USD LIBOR as a reference rate as soon as practicable and in any event by December 31, 2021, in order to facilitate an orderly, safe and sound LIBOR transition. The Company has discontinued use of USD LIBOR in new contracts and continues to monitor efforts and evaluate the impact of reference rate reform on its consolidated financial statements.

In December 2022, the FASB issued ASU No. 2022-06 “Reference Rate Reform (Topic 848) - Deferral of the Sunset Date of Topic 848,” which updated the sunset date of Topic 848 from December 31, 2022, to December 31, 2024, after which entities would no longer be permitted to apply the relief in Topic 848. The objective of Topic 848 is to provide relief during the temporary transition period, thus, the FASB included a sunset provision within Topic 848 based on expectations of when LIBOR would cease being published. This guidance was effective upon issuance and can be applied prospectively, with certain exceptions, through December 31, 2024.

(2) Recent Accounting Pronouncements

Business Combinations

In October 2021, the FASB issued ASU No. 2021-08, “Business Combinations (Topic 805), Accounting for Contract Assets and Contract Liabilities from Customers with Contracts,” which clarifies diversity in practice related to recognition and measurement of contract assets and liabilities related to revenue contracts with customers which are acquired in a business combination by aligning business combination accounting with the subsequent accounting for contract assets and liabilities by requiring entities to apply ASC Topic 606, Revenue from Contracts with Customers, in order to recognize and measure deferred revenue in a business combination. The guidance also creates an exception to the general recognition and measurement principle in ASC Topic 805, Business Combinations, under which such amounts are recognized by the acquirer at fair value on the acquisition date by providing two practical expedients for acquirers. This guidance is effective for fiscal years beginning after December 15, 2022, including interim periods therein, and is to be applied either prospectively or retrospectively depending on the date of initial application. The Company does not expect this guidance to have a material impact on the Company’s consolidated financial statements.

Fair Value Hedging - Portfolio Layer Method

In March 2022, the FASB issued ASU No. 2022-01, “Derivatives and Hedging (Topic 815): Fair Value Hedging - Portfolio Layer Method” which expands the current last-of-layer method by allowing multiple hedged layers to be designated for a single closed portfolio of financial assets or one or more beneficial interests secured by a portfolio of financial instruments. This guidance is effective for fiscal years beginning after December 15, 2022, including interim periods therein, and is to be applied under a prospective approach. The Company does not expect this guidance to have a material impact on the Company’s consolidated financial statements.

Troubled Debt Restructurings and Vintage Disclosures

In March 2022, the FASB issued ASU No. 2022-02, “Financial Instruments - Credit Losses (Topic 326): Troubled Debt Restructurings and Vintage Disclosures” which eliminates the separate recognition and measurement guidance for TDRs by creditors, while enhancing disclosure requirements for certain loan refinancing and restructurings by creditors when a borrower is experiencing financial difficulty, and requiring entities to disclose current-period gross write-offs by year of origination for certain financing receivables and net investments in leases. This guidance is effective for fiscal years beginning after December 15, 2022, including interim periods therein. The amendments related to disclosures for loan modifications and the vintage disclosures should be applied under a prospective approach, while the guidance on TDRs should be applied using either a prospective or modified retrospective approach. The Company does not expect this guidance to have a material impact on the Company’s consolidated financial statements.

Fair Value Measurement - Equity Securities with Contractual Sale Restrictions

In June 2022, the FASB issued ASU No. 2022-03, “Fair Value Measurement (Topic 820), Fair Value Measurement of Equity Securities Subject to Contractual Sale Restrictions” which clarifies the guidance in ASC 820 when measuring the fair value of an equity security subject to contractual restrictions that prohibit the sale of an equity security, and also requires specific disclosures related to these types of securities. This guidance is effective for fiscal years beginning after December 15, 2023, including interim periods therein, and is to be applied under a prospective approach. Early adoption is permitted. The Company does not expect this guidance to have a material impact on the Company’s consolidated financial statements.

Legislation Issued Related to Stock Repurchases

On August 16, 2022, the Inflation Reduction Act of 2022 (the “IRA”) was signed by the President of the United States. Among other things, the IRA imposes a new 1% excise tax on the fair market value of stock repurchased after December 31, 2022. With certain exceptions, the value of stock repurchased is determined net of stock issued in the year, including shares issued pursuant to compensatory arrangements. These provisions are not expected to have a material impact on the Company’s consolidated financial statements.

(3) Investment Securities

A summary of the available-for-sale and held-to-maturity investment securities portfolios presenting carrying amounts and gross unrealized gains and losses as of December 31, 2022 and 2021 is as follows:

(In thousands)	December 31, 2022				December 31, 2021			
	Amortized Cost	Gross unrealized gains	Gross unrealized losses	Fair Value	Amortized Cost	Gross unrealized gains	Gross unrealized losses	Fair Value
Available-for-sale securities								
U.S. Treasury	\$ 14,943	\$ 5	\$ —	\$ 14,948	\$ —	\$ —	\$ —	\$ —
U.S. government agencies	80,000	36	(5,814)	74,222	50,158	2,349	—	52,507
Municipal	173,861	230	(5,436)	168,655	161,618	4,193	(217)	165,594
Corporate notes:								
Financial issuers	93,994	—	(9,291)	84,703	96,878	418	(2,599)	94,697
Other	1,000	2	—	1,002	1,000	7	—	1,007
Mortgage-backed: ⁽¹⁾								
Mortgage-backed securities	3,308,494	238	(488,795)	2,819,937	1,901,005	32,830	(25,854)	1,907,981
Collateralized mortgage obligations	97,342	—	(17,792)	79,550	105,710	297	—	106,007
Total available-for-sale securities	\$3,769,634	\$ 511	\$(527,128)	\$3,243,017	\$2,316,369	\$ 40,094	\$(28,670)	\$2,327,793
Held-to-maturity securities								
U.S. government agencies	\$ 339,614	\$ —	\$ (75,293)	\$ 264,321	\$ 180,192	\$ 201	\$ (3,314)	\$ 177,079
Municipal	179,027	477	(4,066)	175,438	187,486	9,544	(223)	196,807
Mortgage-backed: ⁽¹⁾								
Mortgage-backed securities	2,900,031	—	(583,682)	2,316,349	2,530,730	864	(47,622)	2,483,972
Collateralized mortgage obligations	164,151	—	(23,322)	140,829	—	—	—	—
Corporate notes	58,232	—	(5,348)	52,884	43,955	—	(1,119)	42,836
Total held-to-maturity securities	\$3,641,055	\$ 477	\$(691,711)	\$2,949,821	\$2,942,363	\$ 10,609	\$(52,278)	\$2,900,694
Less: Allowance for credit losses	(488)				(78)			
Held-to-maturity securities, net of allowance for credit losses	\$3,640,567				\$2,942,285			
Equity securities with readily determinable fair value	\$ 115,552	\$ 2,935	\$ (8,122)	\$ 110,365	\$ 86,989	\$ 5,354	\$ (1,832)	\$ 90,511

(1) Consisting entirely of residential mortgage-backed securities, none of which are subprime.

Equity securities without readily determinable fair values totaled \$43.8 million as of December 31, 2022 and \$37.5 million as of December 31, 2021. Equity securities without readily determinable fair values are included as part of accrued interest receivable and other assets in the Company's Consolidated Statements of Condition. The Company monitors its equity investments without readily determinable fair values to identify potential transactions that may indicate an observable price change in orderly transactions for the identical or a similar investment of the same issuer, requiring adjustment to its carrying amount. The Company recorded no upward and no downward adjustments related to such observable price changes in 2022 or 2021. The Company conducts a quarterly assessment of its equity securities without readily determinable fair values to determine whether impairment exists in such equity securities, considering, among other factors, the nature of the securities, financial condition of the issuer and expected future cash flows. During the years ended December 31, 2022 and December 31, 2021, the Company recorded \$12.2 million and \$2.4 million, respectively, of impairment of equity securities without readily determinable fair values.

The following tables present the portion of the Company's available-for-sale investment securities portfolios which had gross unrealized losses, reflecting the length of time that individual securities have been in a continuous unrealized loss position at December 31, 2022 and 2021, respectively:

As of December 31, 2022 (In thousands)	Continuous unrealized losses existing for less than 12 months		Continuous unrealized losses existing for greater than 12 months		Total	
	Fair value	Unrealized losses	Fair value	Unrealized losses	Fair value	Unrealized losses
Available-for-sale securities						
U.S. Treasury	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —
U.S. government agencies	36,750	(3,250)	7,436	(2,564)	44,186	(5,814)
Municipal	88,433	(1,997)	41,642	(3,439)	130,075	(5,436)
Corporate notes:						
Financial issuers	14,420	(580)	70,283	(8,711)	84,703	(9,291)
Other	—	—	—	—	—	—
Mortgage-backed: ⁽¹⁾						
Mortgage-backed securities	1,185,885	(99,494)	1,578,200	(389,301)	2,764,085	(488,795)
Collateralized mortgage obligations	2,690	(190)	76,860	(17,602)	79,550	(17,792)
Total available-for-sale securities	\$ 1,328,178	\$ (105,511)	\$ 1,774,421	\$ (421,617)	\$ 3,102,599	\$ (527,128)

(1) Consisting entirely of residential mortgage-backed securities, none of which are subprime.

As of December 31, 2021 (In thousands)	Continuous unrealized losses existing for less than 12 months		Continuous unrealized losses existing for greater than 12 months		Total	
	Fair value	Unrealized losses	Fair value	Unrealized losses	Fair value	Unrealized losses
Available-for-sale securities						
U.S. Treasury	\$ —	\$ —	\$ —	\$ —	\$ —	\$ —
U.S. government agencies	—	—	—	—	—	—
Municipal	47,726	(200)	850	(17)	48,576	(217)
Corporate notes:						
Financial issuers	23,855	(1,145)	45,539	(1,454)	69,394	(2,599)
Other	—	—	—	—	—	—
Mortgage-backed: ⁽¹⁾						
Mortgage-backed securities	742,743	(16,571)	221,350	(9,283)	964,093	(25,854)
Collateralized mortgage obligations	—	—	—	—	—	—
Total available-for-sale securities	\$ 814,324	\$ (17,916)	\$ 267,739	\$ (10,754)	\$ 1,082,063	\$ (28,670)

(1) Consisting entirely of residential mortgage-backed securities, none of which are subprime.

The Company conducts a regular assessment of its investment securities to determine whether securities are experiencing credit losses. Factors for consideration include the nature of the securities, credit ratings or financial condition of the issuer, the extent of the unrealized loss, expected cash flows, market conditions and the Company's ability to hold the securities through the anticipated recovery period.

The Company does not consider available-for-sale securities with unrealized losses at December 31, 2022 to be experiencing credit losses and recognized no resulting allowance for credit losses for such individually assessed credit losses. The Company does not intend to sell these investments and it is more likely than not that the Company will not be required to sell these investments before recovery of the amortized cost bases, which may be the maturity dates of the securities. The unrealized losses within each category have occurred as a result of changes in interest rates, market spreads and market conditions subsequent to purchase. Available-for-sale securities with continuous unrealized losses existing for more than twelve months at December 31, 2022 were primarily mortgage-backed securities with unrealized losses due to increased market rates during such period.

See Note (5) "Allowance for Credit Losses" for further discussion regarding any credit losses associated with held-to-maturity securities at December 31, 2022.

The following table provides information as to the amount of gross gains and losses, adjustments and impairment on investment securities recognized in earnings and proceeds received through the sale or call of investment securities:

(In thousands)	Years Ended December 31,		
	2022	2021	2020
Realized gains on investment securities	\$ 461	\$ 1,252	\$ 751
Realized losses on investment securities	(22)	(173)	(530)
Net realized gains on investment securities	439	1,079	221
Unrealized gains on equity securities with readily determinable fair value	1,154	2,688	4,265
Unrealized losses on equity securities with readily determinable fair value	(9,862)	(2,411)	(3,818)
Net unrealized (losses) gains on equity securities with readily determinable fair value	(8,708)	277	447
Upward adjustments of equity securities without readily determinable fair values	—	—	401
Downward adjustments of equity securities without readily determinable fair values	—	—	—
Impairment of equity securities without readily determinable fair values	(12,158)	(2,415)	(2,995)
Adjustment and impairment, net, of equity securities without readily determinable fair values	(12,158)	(2,415)	(2,594)
Losses on investment securities, net	\$ (20,427)	\$ (1,059)	\$ (1,926)
Proceeds from sales of available-for-sale securities ⁽¹⁾	\$ —	\$ 192,227	\$ 502,250
Proceeds from sales of equity securities with readily determinable fair value	31,753	9,759	6,530
Proceeds from sales and capital distributions of equity securities without readily determinable fair value	1,330	2,685	1,857

(1) Includes proceeds from available-for-sale securities sold in accordance with written covered call options sold to a third party.

Net losses on investment securities resulted in income tax benefit of \$5.4 million, \$282,000 and \$513,000 in 2022, 2021 and 2020, respectively.

The amortized cost and fair value of investment securities as of December 31, 2022 and December 31, 2021, by contractual maturity, are shown in the following table. Contractual maturities may differ from actual maturities as borrowers may have the right to call or repay obligations with or without call or prepayment penalties. Mortgage-backed securities are not included in the maturity categories in the following maturity summary as actual maturities may differ from contractual maturities because the underlying mortgages may be called or prepaid without penalties:

(In thousands)	December 31, 2022		December 31, 2021	
	Amortized Cost	Fair Value	Amortized Cost	Fair Value
Available-for-sale securities				
Due in one year or less	\$ 119,830	\$ 119,275	\$ 49,714	\$ 49,822
Due in one to five years	63,644	61,701	72,382	73,850
Due in five to ten years	115,734	105,076	118,358	117,573
Due after ten years	64,590	57,478	69,200	72,560
Mortgage-backed	3,405,836	2,899,487	2,006,715	2,013,988
Total available-for-sale securities	\$ 3,769,634	\$ 3,243,017	\$ 2,316,369	\$ 2,327,793
Held-to-maturity securities				
Due in one year or less	\$ 1,340	\$ 1,332	\$ 2,976	\$ 2,992
Due in one to five years	94,705	89,093	79,422	79,705
Due in five to ten years	115,318	113,758	106,713	112,667
Due after ten years	365,510	288,460	222,522	221,358
Mortgage-backed	3,064,182	2,457,178	2,530,730	2,483,972
Total held-to-maturity securities	\$ 3,641,055	\$ 2,949,821	\$ 2,942,363	\$ 2,900,694
Less: Allowance for credit losses	(488)		(78)	
Held-to-maturity securities, net of allowance for credit losses	\$ 3,640,567		\$ 2,942,285	

At December 31, 2022 and December 31, 2021, securities having a carrying value of \$2.8 billion and \$2.6 billion, respectively, were pledged as collateral for public deposits, trust deposits, FHLB advances, securities sold under repurchase agreements and derivatives. At December 31, 2022, there were no securities of a single issuer, other than U.S. government-sponsored agency securities, which exceeded 10% of shareholders' equity.

(4) Loans

The following table shows the Company's loan portfolio by category as of the dates shown:

(Dollars in thousands)	December 31, 2022	December 31, 2021
Balance:		
Commercial	\$ 12,549,164	\$ 11,904,068
Commercial real estate	9,950,947	8,990,286
Home equity	332,698	335,155
Residential real estate	2,372,383	1,637,099
Premium finance receivables—property & casualty	5,849,459	4,855,487
Premium finance receivables—life insurance	8,090,998	7,042,810
Consumer and other	50,836	24,199
Total loans, net of unearned income	\$ 39,196,485	\$ 34,789,104
Mix:		
Commercial	32 %	34 %
Commercial real estate	25	26
Home equity	1	1
Residential real estate	6	5
Premium finance receivables—property & casualty	15	14
Premium finance receivables—life insurance	21	20
Consumer and other	0	0
Total loans, net of unearned income	100 %	100 %

The Company's loan portfolio is generally comprised of loans to consumers and small to medium-sized businesses, which, for the commercial and commercial real estate portfolios, are located primarily within the geographic market areas that the banks serve. Various niche lending businesses, including lease finance and franchise lending, operate on a national level. The premium finance receivables portfolios are made to customers throughout the United States and Canada. The Company strives to maintain a loan portfolio that is diverse in terms of loan type, industry, borrower and geographic concentrations. Such diversification reduces the exposure to economic downturns that may occur in different segments of the economy or in different industries.

Certain premium finance receivables are recorded net of unearned income. The unearned income portions of such premium finance receivables were \$224.5 million and \$135.5 million at December 31, 2022 and 2021, respectively.

Total loans, excluding PCD loans, include net deferred loan fees and costs and fair value purchase accounting adjustments totaling \$71.8 million at December 31, 2022 and \$50.8 million at December 31, 2021.

Certain real estate loans, including mortgage loans held-for-sale, commercial, consumer, and home equity loans with balances totaling approximately \$8.2 billion and \$8.0 billion at December 31, 2022 and 2021, respectively, were pledged as collateral to secure the availability of borrowings from certain federal agency banks. At December 31, 2022, approximately \$7.8 billion of these pledged loans are included in a blanket pledge of qualifying loans to the FHLB. The remaining \$409.1 million of pledged loans was used to secure potential borrowings at the FRB discount window. At December 31, 2022 and 2021, the banks had outstanding borrowings of \$2.3 billion and \$1.2 billion, respectively, from the FHLB in connection with these collateral arrangements. See Note (11) "Federal Home Loan Bank Advances" for a summary of these borrowings.

It is the policy of the Company to review each prospective credit in order to determine the appropriateness and, when required, the adequacy of security or collateral necessary to obtain when making a loan. The type of collateral, when required, will vary from liquid assets to real estate. The Company seeks to assure access to collateral, in the event of default, through adherence to state lending laws and the Company's credit monitoring procedures.

(5) Allowance for Credit Losses

In accordance with ASC 326, the Company is required to measure the allowance for credit losses of financial assets with similar risk characteristics on a collective or pooled basis. In considering the segmentation of financial assets measured at amortized

cost into pools, the Company considered various risk characteristics in its analysis. Generally, the segmentation utilized represents the level at which the Company develops and documents its systematic methodology to determine the allowance for credit losses for the financial asset held at amortized cost, specifically the Company's loan portfolio and debt securities classified as held-to-maturity. Below is a summary of the Company's loan portfolio segments and major debt security types:

Commercial loans: The Company makes commercial loans for many purposes, including working capital lines and leasing arrangements, that are generally renewable annually and supported by business assets, personal guarantees and additional collateral. Underlying collateral includes receivables, inventory, enterprise value and the assets of the business. Commercial business lending is generally considered to involve a slightly higher degree of risk than traditional consumer bank lending. This portfolio includes a range of industries, including manufacturing, restaurants, franchise, professional services, equipment finance and leasing, mortgage warehouse lending and industrial. Individually assessed collateral dependent commercial loans are primarily collateralized by equipment and the enterprise value or assets of the specific business.

Commercial real estate loans, including construction and development, and non-construction: The Company's commercial real estate loans are generally secured by a first mortgage lien and assignment of rents on the underlying property (utilized in related assessment of individually assessed collateral dependent loans). Since most of the Company's bank branches are located in the Chicago metropolitan area and southern Wisconsin, a significant portion of the Company's commercial real estate loan portfolio is located in this region. As the risks and circumstances of such loans in construction phase vary from that of non-construction commercial real estate loans, the Company assesses the allowance for credit losses separately for these two segments.

Home equity loans: The Company's home equity loans and lines of credit are primarily originated by each of the bank subsidiaries in their local markets where there is a strong understanding of the underlying real estate value. The Company's banks monitor and manage these loans, and conduct an automated review of all home equity lines of credit at least twice per year. This review collects FICO and Bankruptcy scores for each home equity borrower and identifies situations where the credit strength of the borrower is declining. When other specific events occur that may influence repayment, information such as tax liens or judgments is collected. The bank subsidiaries use this information to manage loans that may be higher risk and to determine whether to obtain additional credit information or updated property valuations. In a limited number of cases, the Company may issue home equity credit together with first mortgage financing, and requests for such financing are evaluated on a combined basis.

Residential real estate loans, including early buy-out loans guaranteed by U.S. government agencies: The Company's residential real estate portfolio includes one- to four-family adjustable rate mortgages, construction loans to individuals and bridge financing loans for qualifying customers as well as certain long-term fixed rate loans. The Company's residential mortgages relate to properties located principally in the Chicago metropolitan area and southern Wisconsin or vacation homes owned by local residents. Due to interest rate risk considerations, the Company generally sells in the secondary market loans originated with long-term fixed rates, for which we receive fee income. The Company also selectively retains certain of these loans within the banks' own loan portfolios where they are non-agency conforming, or where the terms of the loans make them favorable to retain. Since this loan portfolio consists primarily of locally originated loans, and since the majority of the borrowers are longer-term customers with lower LTV ratios, the Company may face a relatively low risk of borrower default and delinquency. Collateral dependent residential real estate loans that are individually assessed when measuring the allowance for credit losses are primarily collateralized by such one-to-four family properties noted above. It is not the Company's current practice to underwrite, and there are no plans to underwrite subprime, Alt A, no or little documentation loans, or option ARM loans.

Additionally, early buy-out loans guaranteed by U.S. government agencies include loans in which the Company is eligible or has exercised its option under the Government National Mortgage Association ("GNMA") securitization program to repurchase certain delinquent mortgage loans. Such loans were previously transferred by the Company with servicing of such loans retained. Early buy-out loans are insured or guaranteed by the Federal Housing Administration ("FHA") or the U.S. Department of Veterans Affairs, subject to indemnifications and insurance limits for certain loans.

Premium finance receivables: The Company makes loans to businesses to finance the insurance premiums they pay on their property and casualty insurance policies. The loans are indirectly originated by working through independent medium and large insurance agents and brokers located throughout the United States and Canada. The insurance premiums financed are primarily for commercial customers' purchases of liability, property and casualty and other commercial insurance. This lending involves relatively rapid turnover of the loan portfolio and high volume of loan originations. The Company performs ongoing credit and other reviews of the agents and brokers, and performs various internal audit steps to mitigate against the risk of any fraud.

The Company also originates life insurance premium finance receivables. These loans are originated directly with the borrowers with assistance from life insurance carriers, independent insurance agents, financial advisors and legal counsel. The life insurance policy is the primary form of collateral. In addition, these loans often are secured with a letter of credit, marketable securities or certificates of deposit. In some cases, the Company may make a loan that has a partially unsecured position.

Consumer and other loans: Included in the consumer and other loan category is a wide variety of personal and consumer loans to individuals. The Company originates consumer loans in order to provide a wider range of financial services to its customers. Consumer loans generally have shorter terms and higher interest rates than mortgage loans but generally involve more credit risk than mortgage loans due to the type and nature of the collateral.

U.S. government agency securities: This security type includes debt obligations of certain government-sponsored entities of the U.S. government such as the Federal Home Loan Bank, Federal Agricultural Mortgage Corporation, Federal Farm Credit Banks Funding Corporation and Fannie Mae. Such securities often contain an explicit or implicit guarantee of the U.S. government.

Municipal securities: The Company's municipal securities portfolio includes bond issues for various municipal government entities located throughout the United States, including the Chicago metropolitan area and southern Wisconsin, some of which are privately placed and non-rated. Though the risk of loss is typically low, default history exists on municipal securities within the United States.

Mortgage-backed securities: This security type includes debt obligations supported by pools of individual mortgage loans and issued by certain government-sponsored entities of the U.S. government such as Freddie Mac and Fannie Mae. Such securities are considered to contain an implicit guarantee of the U.S. government.

Corporate notes: The Company's corporate notes portfolio includes bond issues for various public companies representing a diversified population of industries. The risk of loss in this portfolio is considered low based on the characteristics of the investments.

In accordance with ASC 326, the Company elected to not measure an allowance for credit losses on accrued interest. As such, accrued interest is written off in a timely manner when deemed uncollectible. Any such write-off of accrued interest will reverse previously recognized interest income. In addition, the Company elected to not include accrued interest within presentation and disclosures of the carrying amount of financial assets held at amortized cost. This election is applicable to the various disclosures included within the Company's financial statements. Accrued interest related to financial assets held at amortized cost is included within accrued interest receivable and other assets within the Company's Consolidated Statements of Condition and totaled \$214.0 million at December 31, 2022 and \$117.4 million at December 31, 2021.

The tables below show the aging of the Company's loan portfolio by the segmentation noted above at December 31, 2022 and 2021.

As of December 31, 2022 (In thousands)	Nonaccrual	90+ days and still accruing	60-89 days past due	30-59 days past due	Current	Total Loans
Loan Balances (includes PCD):						
Commercial	\$ 35,579	\$ 462	\$ 21,128	\$ 56,696	\$ 12,435,299	\$ 12,549,164
Commercial real estate:						
Construction and development	416	—	361	14,390	1,471,763	1,486,930
Non-construction	5,971	—	1,883	16,285	8,439,878	8,464,017
Home equity	1,487	—	—	2,152	329,059	332,698
Residential real estate loans, excluding early buy-out loans	10,171	—	4,364	9,982	2,183,078	2,207,595
Premium finance receivables						
Property & casualty insurance loans	13,470	15,841	14,926	40,557	5,764,665	5,849,459
Life insurance loans	—	17,245	5,260	68,725	7,999,768	8,090,998
Consumer and other	6	49	18	224	50,539	50,836
Total loans, net of unearned income, excluding early buy-out loans	\$ 67,100	\$ 33,597	\$ 47,940	\$ 209,011	\$ 38,674,049	\$ 39,031,697
Early buy-out loans guaranteed by U.S. government agencies ⁽¹⁾	31,279	47,450	984	1,584	83,491	164,788
Total loans, net of unearned income	\$ 98,379	\$ 81,047	\$ 48,924	\$ 210,595	\$ 38,757,540	\$ 39,196,485

As of December 31, 2021 (In thousands)	Nonaccrual	90+ days and still accruing	60-89 days past due	30-59 days past due	Current	Total Loans
Loan Balances (includes PCD):						
Commercial	\$ 20,399	\$ 15	\$ 24,262	\$ 43,861	\$ 11,815,531	\$ 11,904,068
Commercial real estate						
Construction and development	1,377	—	—	2,809	1,352,018	1,356,204
Non-construction	20,369	—	284	37,634	7,575,795	7,634,082
Home equity	2,574	—	—	1,120	331,461	335,155
Residential real estate loans, excluding early buy-out loans	16,440	—	982	12,145	1,576,704	1,606,271
Premium finance receivables						
Property & casualty insurance loans	5,433	7,210	15,490	22,419	4,804,935	4,855,487
Life insurance loans	—	7	12,614	66,651	6,963,538	7,042,810
Consumer and other	477	137	34	509	23,042	24,199
Total loans, net of unearned income, excluding early buy-out loans	\$ 67,069	\$ 7,369	\$ 53,666	\$ 187,148	\$ 34,443,024	\$ 34,758,276
Early buy-out loans guaranteed by U.S. government agencies ⁽¹⁾	—	—	—	275	30,553	30,828
Total loans, net of unearned income	\$ 67,069	\$ 7,369	\$ 53,666	\$ 187,423	\$ 34,473,577	\$ 34,789,104

(1) Early buy-out loans are insured or guaranteed by the FHA or the U.S. Department of Veterans Affairs, subject to indemnifications and insurance limits for certain loans.

Credit Quality Indicators

Credit quality indicators, specifically the Company's internal risk rating systems, reflect how the Company monitors credit losses and represents factors used by the Company when measuring the allowance for credit losses. The following discusses the Company's credit quality indicators by financial asset.

Loan portfolios

The Company's ability to manage credit risk depends in large part on its ability to properly identify and manage problem loans. To do so, the Company operates a credit risk rating system under which credit management personnel assign a credit risk rating (1 to 10 rating, with higher scores indicating higher risk) to each loan at the time of origination and review loans on a regular basis. For loans measured at amortized cost, these credit risk ratings are also an important aspect of the Company's allowance for credit losses measurement methodology. The credit risk rating structure and classifications are shown below:

Pass (risk rating 1 to 5): Based on various factors (liquidity, leverage, etc.), the Company believes asset quality is acceptable and is deemed to not require additional monitoring by the Company.

Special mention (risk rating 6): Assets in this category are currently protected, potentially weak, but not to the point of substandard classification. Loss potential is moderate if corrective action is not taken.

Substandard accrual (risk rating 7): Assets in this category have well defined weaknesses that jeopardize the liquidation of the debt. Loss potential is distinct but with no discernible impairment.

Substandard nonaccrual/doubtful (risk rating 8 and 9): Assets have all the weaknesses in those classified "substandard accrual" with the added characteristic that the weaknesses make collection or liquidation in full, on the basis of current existing facts, conditions, and values, improbable.

Loss/fully charged-off (risk rating 10): Assets in this category are considered fully uncollectible. As such, these assets have no carrying balance on the Company's Consolidated Statements of Condition.

Early buy-out loans guaranteed by U.S. government agencies: These loans are measured at fair value and thus excluded from the measurement of the allowance for credit losses. Credit risk rating assigned to such loans are considered in the measurement of fair value as well as related guarantees provided by the FHA or the U.S. Department of Veterans Affairs, subject to indemnifications and insurance limits for certain loans.

Generally, each loan officer is responsible for monitoring his or her loan portfolio, recommending a credit risk rating for each loan in his or her portfolio and ensuring the credit risk ratings are appropriate. These credit risk ratings are then ratified by the bank's chief credit officer and/or concurrence credit officer. Credit risk ratings are determined by evaluating a number of factors including: a borrower's financial strength, cash flow coverage, collateral protection and guarantees.

The Company's Problem Loan Reporting system includes all such loans described above with credit risk ratings of 6 through 9. This system is designed to provide an on-going detailed tracking mechanism for each problem loan. Once management determines that a loan has deteriorated to a point where it has a credit risk rating of 6 or worse, the Company's Managed Asset Division performs an overall credit and collateral review. As part of this review, all underlying collateral is identified and the valuation methodology is analyzed and tracked. As a result of this initial review by the Company's Managed Asset Division, the credit risk rating is reviewed and a portion of the outstanding loan balance may be deemed uncollectible and, as a result, no longer share similar risk characteristics as its related pool. If that is the case, the individual loan is considered collateral dependent and individually assessed for an allowance for credit loss. The Company's individual assessment utilizes an independent re-appraisal of the collateral (unless such a third-party evaluation is not possible due to the unique nature of the collateral, such as a closely-held business or thinly traded securities). In the case of commercial real estate collateral, an independent third party appraisal is ordered by the Company's Real Estate Services Group to determine if there has been any change in the underlying collateral value. These independent appraisals are reviewed by the Real Estate Services Group and sometimes by independent third party valuation experts and may be adjusted depending upon market conditions.

Through the credit risk rating process, such loans are reviewed to determine if they are performing in accordance with the original contractual terms. If the borrower has failed to comply with the original contractual terms, further action may be required by the Company, including a downgrade in the credit risk rating, movement to non-accrual status or a charge-off. If the Company determines that a loan amount or portion thereof is uncollectible, the loan's credit risk rating is immediately downgraded to an 8 or 9 and the uncollectible amount is charged-off. Any loan that has a partial charge-off continues to be assigned a credit risk rating of an 8 or 9 for the duration of time that a balance remains outstanding. The Company undertakes a thorough and ongoing analysis to determine if additional impairment and/or charge-offs are appropriate and to begin a workout plan for the credit to minimize actual losses. In determining the appropriate charge-off for collateral-dependent loans, the Company considers the results of appraisals for the associated collateral.

The table below shows the Company's loan portfolio by credit quality indicator and year of origination at December 31, 2022:

As of December 31, 2022 (In thousands)	Year of Origination						Revolving	Revolving to Term	Total Loans
	2022	2021	2020	2019	2018	Prior			
Loan Balances:									
Commercial, industrial and other									
Pass	\$ 2,740,821	\$ 2,314,421	\$ 1,064,680	\$ 631,670	\$ 460,898	\$ 847,955	\$ 3,999,401	\$ 42,699	\$ 12,102,545
Special mention	6,780	71,263	10,279	27,533	36,874	17,972	85,813	1,232	257,746
Substandard accrual	13,560	42,091	26,252	17,104	5,078	2,902	46,297	10	153,294
Substandard nonaccrual/doubtful	574	5,958	2,278	25,481	197	1,091	—	—	35,579
Total commercial, industrial and other	\$ 2,761,735	\$ 2,433,733	\$ 1,103,489	\$ 701,788	\$ 503,047	\$ 869,920	\$ 4,131,511	\$ 43,941	\$ 12,549,164
Construction and development									
Pass	\$ 413,322	\$ 470,162	\$ 261,173	\$ 124,818	\$ 36,591	\$ 90,294	\$ 12,000	\$ —	\$ 1,408,360
Special mention	—	517	14,341	23,312	16,778	82	—	—	55,030
Substandard accrual	2,132	—	8,355	—	100	12,537	—	—	23,124
Substandard nonaccrual/doubtful	—	—	—	—	—	416	—	—	416
Total construction and development	\$ 415,454	\$ 470,679	\$ 283,869	\$ 148,130	\$ 53,469	\$ 103,329	\$ 12,000	\$ —	\$ 1,486,930
Non-construction									
Pass	\$ 1,908,428	\$ 1,530,812	\$ 1,045,330	\$ 851,041	\$ 589,268	\$ 2,149,357	\$ 181,096	\$ 19,790	\$ 8,275,122
Special mention	5,114	12,556	6,377	18,225	31,849	41,236	—	—	115,357
Substandard accrual	—	—	832	8,507	23,330	34,898	—	—	67,567
Substandard nonaccrual/doubtful	—	—	—	—	349	5,622	—	—	5,971
Total non-construction	\$ 1,913,542	\$ 1,543,368	\$ 1,052,539	\$ 877,773	\$ 644,796	\$ 2,231,113	\$ 181,096	\$ 19,790	\$ 8,464,017
Home equity									
Pass	\$ 198	\$ —	\$ —	\$ 56	\$ —	\$ 5,445	\$ 312,183	\$ —	\$ 317,882
Special mention	—	1	—	—	255	991	2,598	148	3,993
Substandard accrual	—	—	—	—	—	7,530	910	896	9,336
Substandard nonaccrual/doubtful	—	—	118	18	—	1,251	100	—	1,487
Total home equity	\$ 198	\$ 1	\$ 118	\$ 74	\$ 255	\$ 15,217	\$ 315,791	\$ 1,044	\$ 332,698
Residential real estate									
Early buy-out loans guaranteed by U.S. government agencies	\$ —	\$ 901	\$ 9,424	\$ 21,662	\$ 19,700	\$ 113,101	\$ —	\$ —	\$ 164,788
Pass	787,652	835,672	228,945	120,596	49,710	150,024	—	—	2,172,599
Special mention	3,523	1,720	2,100	1,602	1,897	5,247	—	—	16,089
Substandard accrual	1,214	1,981	1,111	149	428	3,853	—	—	8,736
Substandard nonaccrual/doubtful	112	416	767	2,176	1,269	5,431	—	—	10,171
Total residential real estate	\$ 792,501	\$ 840,690	\$ 242,347	\$ 146,185	\$ 73,004	\$ 277,656	\$ —	\$ —	\$ 2,372,383
Premium finance receivables - property & casualty									
Pass	\$ 5,682,665	\$ 55,275	\$ 6,833	\$ 1,707	\$ —	\$ —	\$ —	\$ —	\$ 5,746,480
Special mention	84,728	462	25	—	—	—	—	—	85,215
Substandard accrual	3,965	329	—	—	—	—	—	—	4,294
Substandard nonaccrual/doubtful	10,798	2,621	51	—	—	—	—	—	13,470
Total premium finance receivables - property & casualty	\$ 5,782,156	\$ 58,687	\$ 6,909	\$ 1,707	\$ —	\$ —	\$ —	\$ —	\$ 5,849,459
Premium finance receivables - life									
Pass	\$ 510,675	\$ 779,057	\$ 1,055,247	\$ 931,276	\$ 726,763	\$ 4,080,764	\$ —	\$ —	\$ 8,083,782
Special mention	—	4,999	—	—	—	2,217	—	—	7,216
Substandard accrual	—	—	—	—	—	—	—	—	—
Substandard nonaccrual/doubtful	—	—	—	—	—	—	—	—	—
Total premium finance receivables - life	\$ 510,675	\$ 784,056	\$ 1,055,247	\$ 931,276	\$ 726,763	\$ 4,082,981	\$ —	\$ —	\$ 8,090,998
Consumer and other									
Pass	\$ 2,921	\$ 1,592	\$ 252	\$ 481	\$ 388	\$ 12,407	\$ 32,566	\$ —	\$ 50,607
Special mention	10	2	—	3	—	135	3	—	153
Substandard accrual	17	1	—	—	—	43	9	—	70
Substandard nonaccrual/doubtful	—	6	—	—	—	—	—	—	6
Total consumer and other	\$ 2,948	\$ 1,601	\$ 252	\$ 484	\$ 388	\$ 12,585	\$ 32,578	\$ —	\$ 50,836
Total loans									
Early buy-out loans guaranteed by U.S. government agencies	\$ —	\$ 901	\$ 9,424	\$ 21,662	\$ 19,700	\$ 113,101	\$ —	\$ —	\$ 164,788

Pass	12,046,682	5,986,991	3,662,460	2,661,645	1,863,618	7,336,246	4,537,246	62,489	38,157,377
Special mention	100,155	91,520	33,122	70,675	87,653	67,880	88,414	1,380	540,799
Substandard accrual	20,888	44,402	36,550	25,760	28,936	61,763	47,216	906	266,421
Substandard nonaccrual/doubtful	11,484	9,001	3,214	27,675	1,815	13,811	100	—	67,100
Total loans	\$ 12,179,209	\$ 6,132,815	\$ 3,744,770	\$ 2,807,417	\$ 2,001,722	\$ 7,592,801	\$ 4,672,976	\$ 64,775	\$ 39,196,485

Held-to-maturity debt securities

The Company conducts an assessment of its investment securities, including those classified as held-to-maturity, at the time of purchase and on at least an annual basis to ensure such investment securities remain within appropriate levels of risk and continue to perform satisfactorily in fulfilling its obligations. The Company considers, among other factors, the nature of the securities and credit ratings or financial condition of the issuer. If available, the Company obtains a credit rating for issuers from a Nationally Recognized Statistical Rating Organization (“NRSRO”) for consideration. If no such rating is available for an issuer, the Company performs an internal rating based on the scale utilized within the loan portfolio as discussed above. For purposes of the table below, the Company has converted any issuer rating from an NRSRO into the Company’s internal ratings based on Investment Policy and review by the Company’s management.

As of December 31, 2022 (In thousands)	Year of Origination						Total Balance
	2022	2021	2020	2019	2018	Prior	
Amortized Cost Balances:							
U.S. government agencies							
1-4 internal grade	\$ 160,000	\$ 147,802	\$ 25,000	\$ 4,000	\$ —	\$ 2,812	\$ 339,614
5-7 internal grade	—	—	—	—	—	—	—
8-10 internal grade	—	—	—	—	—	—	—
Total U.S. government agencies	\$ 160,000	\$ 147,802	\$ 25,000	\$ 4,000	\$ —	\$ 2,812	\$ 339,614
Municipal							
1-4 internal grade	\$ 1,045	\$ 7,001	\$ 269	\$ 159	\$ 7,401	\$ 163,153	\$ 179,027
5-7 internal grade	—	—	—	—	—	—	—
8-10 internal grade	—	—	—	—	—	—	—
Total municipal	\$ 1,045	\$ 7,001	\$ 269	\$ 159	\$ 7,401	\$ 163,153	\$ 179,027
Mortgage-backed securities							
1-4 internal grade	\$ 616,478	\$ 2,447,704	\$ —	\$ —	\$ —	\$ —	\$ 3,064,182
5-7 internal grade	—	—	—	—	—	—	—
8-10 internal grade	—	—	—	—	—	—	—
Total mortgage-backed securities	\$ 616,478	\$ 2,447,704	\$ —	\$ —	\$ —	\$ —	\$ 3,064,182
Corporate notes							
1-4 internal grade	\$ 14,963	\$ —	\$ 6,010	\$ 7,312	\$ 3,182	\$ 26,765	\$ 58,232
5-7 internal grade	—	—	—	—	—	—	—
8-10 internal grade	—	—	—	—	—	—	—
Total corporate notes	\$ 14,963	\$ —	\$ 6,010	\$ 7,312	\$ 3,182	\$ 26,765	\$ 58,232
Total held-to-maturity securities							\$ 3,641,055
Less: Allowance for credit losses							(488)
Held-to-maturity securities, net of allowance for credit losses							\$ 3,640,567

Measurement of Allowance for Credit Losses

The Company’s allowance for credit losses consists of the allowance for loan losses, the allowance for unfunded commitment losses and the allowance for held-to-maturity debt security losses. In accordance with ASC 326, the Company measures the allowance for credit losses at the time of origination or purchase of a financial asset, representing an estimate of lifetime expected credit losses on the related asset. When developing its estimate, the Company considers available information relevant to assessing the collectability of cash flows, from both internal and external sources. Historical credit loss experience is one input in the estimation process as well as inputs relevant to current conditions and reasonable and supportable forecasts. In considering past events, the Company considers the relevance, or lack thereof, of historical information due to changes in such things as financial asset underwriting or collection practices, and changes in portfolio mix due to changing business plans and strategies. In considering current conditions and forecasts, the Company considers both the current economic environment and the forecasted direction of the economic environment with emphasis on those factors deemed relevant to or driving changes in expected credit losses. As significant judgment is required, the review of the appropriateness of the allowance for credit losses is performed quarterly by various committees with participation by the Company’s executive management.

(In thousands)	December 31, 2022	December 31, 2021
Allowance for loan losses	\$ 270,173	\$ 247,835
Allowance for unfunded lending-related commitments losses	87,275	51,818
Allowance for loan losses and unfunded lending-related commitments losses	357,448	299,653
Allowance for held-to-maturity securities losses	488	78
Allowance for credit losses	\$ 357,936	\$ 299,731

The allowance for credit losses is measured on a collective or pooled basis when similar risk characteristics exist, based upon the segmentation discussed above. The Company utilizes modeling methodologies that estimate lifetime credit loss rates on each pool, including methodologies estimating the probability of default and loss given default on specific segments. Historical credit loss history is adjusted for reasonable and supportable forecasts developed by the Company on a quantitative or qualitative basis and incorporates third party economic forecasts. Reasonable and supportable forecasts consider the macroeconomic factors that are most relevant to evaluating and predicting expected credit losses in the Company's financial assets. Currently, the Company utilizes an eight quarter forecast period using Moody's baseline scenario from November 2022, which is reviewed within the Company's governance structure. For periods beyond the ability to develop reasonable and supportable forecasts, the Company reverts to historical loss rates at an input level, straight-line over a four quarter reversion period. Expected credit losses are measured over the contractual term of the financial asset with consideration of expected prepayments. Expected extensions, renewals or modifications of the financial asset are only considered when either (1) the expected extension, renewal or modification is contained within the existing agreement and is not unconditionally cancelable, or (2) the expected extension, renewal or modification is reasonably expected to result in a TDR. The methodologies discussed above are applied to both current asset balances on the Company's Consolidated Statements of Condition and off-balance sheet commitments (i.e. unfunded lending-related commitments).

Assets that do not share similar risk characteristics with a pool are assessed for the allowance for credit losses on an individual basis. These typically include assets experiencing financial difficulties, including assets rated as substandard nonaccrual and doubtful as well as assets currently classified or expected to be classified as TDRs. If foreclosure is probable or the asset is considered collateral-dependent, expected credit losses are measured based upon the fair value of the underlying collateral adjusted for selling costs, if appropriate. Underlying collateral across the Company's segments consist primarily of real estate, land and construction assets as well as general business assets of the borrower. As of December 31, 2022, excluding loans carried at fair value, substandard nonaccrual and doubtful loans totaling \$21.1 million in carrying balance had no related allowance for credit losses. For certain accruing current and expected TDRs, expected credit losses are measured based upon the present value of future cash flows of the modified asset terms compared to the amortized cost of the asset. As of December 31, 2022, there were no loans identified as being reasonably expected to be modified into TDRs in the future.

The Company does not measure an allowance for credit losses on accrued interest receivable balances because these balances are written off in a timely manner as a reduction to interest income when assets are placed on nonaccrual status.

Loan portfolios

A summary of the activity in the allowance for credit losses by loan portfolio (i.e. allowance for loan losses and allowance for unfunded commitment losses) for the years ended December 31, 2022 and 2021 is as follows:

Year Ended December 31, 2022 (In thousands)	Commercial	Commercial Real Estate	Home Equity	Residential Real Estate	Premium Finance Receivable	Consumer and Other	Total Loans
Allowance for credit losses at beginning of period	\$ 119,307	\$ 144,583	\$ 10,699	\$ 8,782	\$ 15,859	\$ 423	299,653
Other adjustments	—	—	—	—	(108)	—	(108)
Charge-offs	(14,141)	(1,379)	(432)	(471)	(14,275)	(1,081)	(31,779)
Recoveries	4,748	701	319	77	5,522	136	11,503
Provision for credit losses	32,855	40,447	(3,013)	3,197	3,673	1,020	78,179
Allowance for credit losses at period end	\$ 142,769	\$ 184,352	\$ 7,573	\$ 11,585	\$ 10,671	\$ 498	\$ 357,448
By measurement method:							
Individually evaluated for impairment	\$ 5,973	\$ 61	\$ 50	\$ 715	\$ —	\$ —	\$ 6,799
Collectively evaluated for impairment	136,796	184,291	7,523	10,870	10,671	498	350,649
Loans at period end:							
Individually evaluated for impairment	\$ 38,042	\$ 21,435	\$ 10,351	\$ 20,300	\$ —	\$ 69	\$ 90,197
Collectively evaluated for impairment	12,511,122	9,929,512	322,347	2,172,151	13,940,457	50,767	38,926,356
Loans held at fair value	—	—	—	179,932	—	—	179,932

Year Ended December 31, 2021 (In thousands)	Commercial	Commercial Real Estate	Home Equity	Residential Real Estate	Premium Finance Receivable	Consumer and Other	Total Loans
Allowance for credit losses at beginning of period	\$ 94,212	\$ 243,603	\$ 11,437	\$ 12,459	\$ 17,777	\$ 422	\$ 379,910
Initial allowance for credit losses recognized on PCD assets acquired during the period ⁽¹⁾	470	—	—	—	—	—	470
Other adjustments	—	—	—	—	3	—	3
Charge-offs	(20,801)	(3,293)	(336)	(1,082)	(9,020)	(487)	(35,019)
Recoveries	2,559	1,304	1,203	330	7,989	184	13,569
Provision for credit losses	42,867	(97,031)	(1,605)	(2,925)	(890)	304	(59,280)
Allowance for credit losses at period end	\$ 119,307	\$ 144,583	\$ 10,699	\$ 8,782	\$ 15,859	\$ 423	\$ 299,653
By measurement method:							
Individually evaluated for impairment	\$ 5,196	\$ 2,237	\$ 192	\$ 899	\$ —	\$ 28	\$ 8,552
Collectively evaluated for impairment	114,111	142,346	10,507	7,883	15,859	395	291,101
Loans at period end:							
Individually evaluated for impairment	\$ 24,530	\$ 30,167	\$ 14,656	\$ 23,306	\$ —	\$ 611	\$ 93,270
Collectively evaluated for impairment	11,879,538	8,960,119	320,499	1,575,195	11,898,297	23,588	34,657,236
Loan held at fair value	—	—	—	38,598	—	—	38,598

(1) The initial allowance for credit losses on PCD loans acquired during 2021 measured approximately \$2.8 million, of which \$2.3 million was charged off related to PCD loans that met the Company's charge-off policy at the time of acquisition. After considering these loans that were immediately charged off, the net impact of PCD allowance for credit losses at the acquisition date was approximately \$470,000.

For the year ending December 31, 2022, the Company recognized an approximately \$78.2 million provision for credit losses related to loans and lending agreements, including an approximately \$40.4 million provision for credit losses related to the commercial real estate portfolio. The increased provision was primarily the result of changes in the macroeconomic forecast, specifically the Company's macroeconomic forecasts of key model inputs (most notably, Commercial Real Estate Price Index primarily impacting the commercial real estate portfolio and Baa corporate credit spreads) as well as growth experienced by the Company in 2022 in various loan portfolios. While uncertainties remain regarding expected economic performance, macroeconomic forecasts as of December 31, 2022 assume that the impact of those uncertainties is more severe compared to that assumed at December 31, 2021. Other key drivers of provision for credit losses in these portfolios include, but are not limited to, positive loan risk rating migration and net charge-offs in 2022 totaled \$20.3 million.

Held-to-maturity debt securities

The allowance for credit losses on the Company's held-to-maturity debt securities is presented as a reduction to the amortized cost basis of held-to-maturity securities on the Company's Consolidated Statements of Condition. For the years ended December 31, 2022 and December 31, 2021, the Company recognized approximately \$410,000 and \$17,000, respectively, of provision for credit losses related to held-to-maturity securities. At December 31, 2022 and December 31, 2021, the Company did not identify any losses within its portfolio that would be deemed a credit loss and require additional measurement of an allowance for credit losses.

TDRs

At December 31, 2022, the Company had \$41.1 million in loans modified in TDRs. The \$41.1 million in TDRs represents 191 credits in which economic concessions were granted to certain borrowers to better align the terms of their loans with their current ability to pay.

The Company's approach to restructuring loans is built on its credit risk rating system, which requires credit management personnel to assign a credit risk rating to each loan. In each case, the loan officer is responsible for recommending a credit risk rating for each loan and ensuring the credit risk ratings are appropriate. These credit risk ratings are then reviewed and approved by the bank's chief credit officer and/or concurrence credit officer. Credit risk ratings are determined by evaluating a number of factors including a borrower's financial strength, cash flow coverage, collateral protection and guarantees. The Company's credit risk rating scale is one through ten with higher scores indicating higher risk. In the case of loans rated six or worse following modification, the Company's Managed Assets Division evaluates the loan and the credit risk rating and determines that the loan has been restructured to be reasonably assured of repayment and of performance according to the modified terms and is supported by a current, well-documented credit assessment of the borrower's financial condition and prospects for repayment under the revised terms.

A modification of a loan with an existing credit risk rating of 6 or worse or a modification of any other credit, which will result in a restructured credit risk rating of 6 or worse must be reviewed for possible TDR classification. In that event, the Company's Managed Assets Division conducts an overall credit and collateral review. A modification of a loan is considered to be a TDR if both (1) the borrower is experiencing financial difficulty and (2) for economic or legal reasons, the bank grants a concession to a borrower that it would not otherwise consider. The modification of a loan where the credit risk rating is 5 or better after such modification is not considered to be a TDR. Based on the Company's credit risk rating system, it considers that borrowers whose credit risk rating is 5 or better are not experiencing financial difficulties and therefore, are not considered TDRs.

All credits determined to be a TDR will continue to be classified as a TDR in all subsequent periods, unless the borrower has been in compliance with the loan's modified terms for a period of six months (including over a calendar year-end) and the current interest rate represents a market rate at the time of restructuring. The Managed Assets Division, in consultation with the respective loan officer, determines whether the modified interest rate represented a current market rate at the time of restructuring. Using knowledge of current market conditions and rates, competitive pricing on recent loan originations, and an assessment of various characteristics of the modified loan (including collateral position and payment history), an appropriate market rate for a new borrower with similar risk is determined. If the modified interest rate meets or exceeds this market rate for a new borrower with similar risk, the modified interest rate represents a market rate at the time of restructuring. Additionally, before removing a loan from TDR classification, a review of the current or previously measured impairment on the loan and any concerns related to future performance by the borrower is conducted. If concerns exist about the future ability of the borrower to meet its obligations under the loans based on a credit review by the Managed Assets Division, the TDR classification is not removed from the loan.

TDRs are individually assessed at the time of modification and on a quarterly basis to measure an allowance for credit loss. The carrying amount of the loan is compared to the expected payments to be received, discounted at the loan's original rate, or for collateral dependent loans, to the fair value of the collateral. Any shortfall is recorded as a reserve. Each TDR was individually assessed at December 31, 2022 and approximately \$871,000 of allowance for credit losses was measured through the Company's normal reserving methodology.

TDRs may arise in which, due to financial difficulties experienced by the borrower, the Company obtains through physical possession one or more collateral assets in satisfaction of all or part of an existing credit. Once possession is obtained, the Company reclassifies the appropriate portion of the remaining balance of the credit from loans to OREO, which is included within other assets in the Consolidated Statements of Condition. For any residential real estate property collateralizing a consumer mortgage loan, the Company is considered to possess the related collateral only if legal title is obtained upon completion of foreclosure, or the borrower conveys all interest in the residential real estate property to the Company through

completion of a deed in lieu of foreclosure or similar legal agreement. At December 31, 2022, the Company had \$1.6 million of foreclosed residential real estate properties included within OREO. Further, the recorded investment in residential mortgage loans secured by residential real estate properties for which foreclosure proceedings are in process totaled \$59.5 million and \$9.6 million at December 31, 2022 and 2021, respectively.

The tables below present a summary of the post-modification balance of loans restructured during the years ended December 31, 2022, 2021, and 2020 which represent TDRs:

Year ended December 31, 2022 (In thousands)	Total ⁽¹⁾⁽²⁾		Extension at Below Market Terms ⁽²⁾		Reduction of Interest Rate ⁽²⁾		Modification to Interest-only Payments ⁽²⁾		Forgiveness of Debt ⁽²⁾	
	Count	Balance	Count	Balance	Count	Balance	Count	Balance	Count	Balance
Commercial										
Commercial, industrial and other	5	\$ 468	4	\$ 305	1	\$ 85	2	\$ 248	—	\$ —
Commercial real estate										
Non-construction	3	8,833	1	1,178	1	1,178	3	8,833	—	—
Residential real estate and other	32	4,076	31	4,075	20	3,002	—	—	—	—
Total loans	40	\$ 13,377	36	\$ 5,558	22	\$ 4,265	5	\$ 9,081	—	\$ —

Year ended December 31, 2021 (In thousands)	Total ⁽¹⁾⁽²⁾		Extension at Below Market Terms ⁽²⁾		Reduction of Interest Rate ⁽²⁾		Modification to Interest-only Payments ⁽²⁾		Forgiveness of Debt ⁽²⁾	
	Count	Balance	Count	Balance	Count	Balance	Count	Balance	Count	Balance
Commercial										
Commercial, industrial and other	16	\$ 5,074	7	\$ 847	1	\$ 300	—	\$ —	—	\$ —
Commercial real estate										
Non-construction	5	2,944	4	2,401	2	656	1	113	—	—
Residential real estate and other	43	5,851	40	5,683	17	4,123	9	4,227	—	—
Total loans	64	\$ 13,869	51	\$ 8,931	20	\$ 5,079	10	\$ 4,340	—	\$ —

Year ended December 31, 2020 (In thousands)	Total ⁽¹⁾⁽²⁾		Extension at Below Market Terms ⁽²⁾		Reduction of Interest Rate ⁽²⁾		Modification to Interest-only Payments ⁽²⁾		Forgiveness of Debt ⁽²⁾	
	Count	Balance	Count	Balance	Count	Balance	Count	Balance	Count	Balance
Commercial										
Commercial, industrial and other	21	\$ 12,362	17	\$ 8,089	1	\$ 991	6	\$ 4,436	1	\$ 432
Commercial real estate										
Non-construction	18	19,281	15	14,657	3	921	8	5,853	—	—
Residential real estate and other	85	14,229	70	13,721	38	5,809	1	190	—	—
Total loans	124	\$ 45,872	102	\$ 36,467	42	\$ 7,721	15	\$ 10,479	1	\$ 432

(1) TDRs may have more than one modification representing a concession. As such, TDRs during the period may be represented in more than one of the categories noted above.

(2) Balances represent the recorded investment in the loan at the time of the restructuring.

During the year ended December 31, 2022, \$13.4 million, or 40 loans, were determined to be TDRs, compared to \$13.9 million, or 64 loans, and \$45.9 million, or 124 loans, in the years ended 2021 and 2020, respectively. Of these loans extended at below market terms, the weighted average extension had a term of approximately 69 months in 2022 compared to 83 months in 2021 and 14 months in 2020. Further, the weighted average decrease in the stated interest rate for loans with a reduction of interest rate during the period was approximately 88 basis points, compared to 137 basis points and 129 basis points during the years ended December 31, 2022, 2021, and 2020, respectively. Interest-only payment terms were approximately eight months during the year ended 2022 compared to three months and 12 months for the years ended 2021 and 2020, respectively. Additionally, no principal balances were forgiven on the loans noted above in 2022 and 2021 compared to \$453,000 principal balance forgiven during 2020.

The tables below present a summary of all loans restructured in TDRs during the years ended December 31, 2022, 2021, and 2020, and such loans which were in payment default under the restructured terms during the respective periods:

(In thousands)	Year Ended December 31, 2022				Year Ended December 31, 2021				Year Ended December 31, 2020			
	Total ⁽¹⁾⁽³⁾		Payments in Default ⁽²⁾⁽³⁾		Total ⁽¹⁾⁽³⁾		Payments in Default ⁽²⁾⁽³⁾		Total ⁽¹⁾⁽³⁾		Payments in Default ⁽²⁾⁽³⁾	
	Count	Balance	Count	Balance	Count	Balance	Count	Balance	Count	Balance	Count	Balance
Commercial												
Commercial, industrial and other	5	\$ 468	2	\$ 185	16	\$ 5,074	1	\$ 199	21	\$ 12,362	7	\$ 4,041
Commercial real-estate												
Non-construction	3	8,833	—	—	5	2,944	3	2,276	18	19,281	12	14,343
Residential real estate and other	32	4,076	3	524	43	5,851	2	116	85	14,229	8	834
Total loans	40	\$ 13,377	5	\$ 709	64	\$ 13,869	6	\$ 2,591	124	\$ 45,872	27	\$ 19,218

(1) Total TDRs represent all loans restructured in TDRs during the year indicated.

(2) TDRs considered to be in payment default are over 30 days past-due subsequent to the restructuring.

(3) Balances represent the recorded investment in the loan at the time of the restructuring.

(6) Mortgage Servicing Rights (“MSRs”)

Following is a summary of the changes in the carrying value of MSRs, accounted for at fair value, for the years ended December 31, 2022, 2021 and 2020:

(In thousands)	December 31, 2022	December 31, 2021	December 31, 2020
Fair value at beginning of year	\$ 147,571	\$ 92,081	\$ 85,638
Additions from loans sold with servicing retained	46,221	72,754	71,077
Estimate of changes in fair value due to:			
Early buyout options (“EBO”) exercised	(176)	(749)	(1,291)
Payoffs and paydowns	(23,455)	(34,788)	(32,579)
Changes in valuation inputs or assumptions	60,064	18,273	(30,764)
Fair value at end of year	\$ 230,225	\$ 147,571	\$ 92,081
Unpaid principal balance of mortgage loans serviced for others	\$ 14,052,596	\$ 13,126,254	\$ 10,833,135

The Company recognizes MSR assets upon the sale of residential real estate loans to external third parties when it retains the obligation to service the loans and the servicing fee is more than adequate compensation. The initial recognition of MSR assets from loans sold with servicing retained and subsequent changes in fair value of all MSRs are recognized in mortgage banking revenue. MSRs are subject to changes in value from actual and expected prepayment of the underlying loans.

The estimation of fair value related to MSRs is partly impacted by the Company exercising its EBO on eligible loans previously sold to the Government National Mortgage Association (“GNMA”). Under such optional repurchase program, financial institutions acting as servicers are allowed to buy back from the securitized loan pool individual delinquent mortgage loans meeting certain criteria for which the institution was the original transferor of such loans. At the option of the servicer and without prior authorization from GNMA, the servicer may repurchase such delinquent loans for an amount equal to the remaining principal balance of the loan. At the time of such repurchase, any MSR value related to such loans is derecognized.

The MSR asset fair value is determined by using a discounted cash flow model that incorporates the objective characteristics of the portfolio as well as subjective valuation parameters that purchasers of servicing would apply to such portfolios sold into the secondary market. The subjective factors include loan prepayment speeds, discount rates, servicing costs and other economic factors. The Company uses a third party to assist in the valuation of MSRs.

Periodically the Company will purchase options for the right to purchase securities not currently held within the banks’ investment portfolios or enter into interest rate swaps in which the Company elects to not designate such derivatives as hedging instruments. These option and swap transactions are designed primarily to economically hedge a portion of the fair value adjustments related to the Company’s MSRs. The gain or loss associated with these derivative contracts is included in mortgage banking revenue. For more information regarding these hedges outstanding as of December 31, 2022, see Note (21) “Derivative Financial Instruments” in Item 8 of this report. There were no such options or swaps outstanding as of December 31, 2021.

(7) Business Combinations

On November 15, 2021, the Company completed its acquisition of certain assets from The Allstate Corporation (“Allstate”). Through this business combination, the Company acquired approximately \$581.6 million of loans, net of allowance for credit losses measured on the acquisition date. The loan portfolio was comprised of approximately 1,800 loans to Allstate agents nationally. In addition to acquiring the loans, the Company became the national preferred provider of loans to Allstate agents. In connection with the loan acquisition, a team of Allstate agency lending specialists joined the Company to augment and expand Wintrust’s existing insurance agency finance business. As the transaction was determined to be a business combination, the Company recorded goodwill of approximately \$9.3 million on the purchase.

(8) Goodwill and Other Acquisition-Related Intangible Assets

A summary of the Company’s goodwill assets by business segment is presented in the following table:

(In thousands)	January 1, 2022	Goodwill Acquired	Impairment Loss	Goodwill Adjustments	December 31, 2022
Community banking	\$ 545,671	\$ —	\$ —	\$ —	\$ 545,671
Specialty finance	40,105	—	—	(1,625)	38,480
Wealth management	69,373	—	—	—	69,373
Total	\$ 655,149	\$ —	\$ —	\$ (1,625)	\$ 653,524

The specialty finance segment’s goodwill decreased \$1.6 million in 2022 as a result of foreign currency translation adjustments related to prior Canadian acquisitions.

The Company assesses each reporting unit’s goodwill for impairment on at least an annual basis and considers potential indicators of impairment at each reporting date between annual goodwill impairment tests. At October 1, 2022, the Company utilized a qualitative approach for its annual goodwill impairment tests of the banking, specialty finance and wealth management reporting units and determined that no impairment existed at that time.

At each reporting date between annual goodwill impairment tests, the Company considers potential indicators of impairment. The Company assessed whether events and circumstances as of each reporting date in 2022 resulted in it being more likely than not that the fair value of any reporting unit was less than its carrying value. Potential impairment indicators considered include the condition of the economy and banking industry; government intervention and regulatory updates; the impact of recent events to financial performance and cost factors of the reporting units; performance of the Company’s stock and other relevant events. As of December 31, 2022, the Company identified no indicators of goodwill impairment subsequent to its analysis as of October 1, 2022 within the community banking, specialty finance or wealth management reporting units and the Company determined it was more likely than not that the fair value of all reporting units exceeded the respective carrying value of such reporting unit.

A summary of acquisition-related intangible assets as of the dates shown and the expected amortization of finite-lived acquisition-related intangible assets as of December 31, 2022 is as follows:

(In thousands)	December 31,	
	2022	2021
Community banking segment:		
Core deposit intangibles with finite lives:		
Gross carrying amount	\$ 55,206	\$ 55,206
Accumulated amortization	(42,501)	(38,067)
Net carrying amount	\$ 12,705	\$ 17,139
Trademark with indefinite lives:		
Carrying amount	5,800	5,800
Total net carrying amount	\$ 18,505	\$ 22,939
Specialty finance segment:		
Customer list intangibles with finite lives:		
Gross carrying amount	\$ 1,962	\$ 1,967
Accumulated amortization	(1,785)	(1,721)
Net carrying amount	\$ 177	\$ 246
Wealth management segment:		
Customer list and other intangibles with finite lives:		
Gross carrying amount	\$ 20,430	\$ 20,430
Accumulated amortization	(16,926)	(15,308)
Net carrying amount	\$ 3,504	\$ 5,122
Total acquisition-related intangible assets:		
Gross carrying amount	\$ 83,398	\$ 83,403
Accumulated amortization	(61,212)	(55,096)
Total acquisition-related intangible assets, net	\$ 22,186	\$ 28,307

Estimated amortization for the year-ended:

2023	\$ 4,658
2024	3,259
2025	2,552
2026	1,954
2027	1,449

The core deposit intangibles recognized in connection with prior bank acquisitions are amortized over a ten-year period on an accelerated basis. The customer list intangibles recognized in connection with the purchase of life insurance premium finance assets in 2009 are being amortized over an 18-year period on an accelerated basis. The customer list and other intangibles recognized in connection with prior acquisitions within the wealth management segment are being amortized over a period of up to ten-years on a straight-line basis. Indefinite-lived intangible assets consist of certain trade and domain names recognized in connection with the acquisition of certain assets of Veterans First Mortgage in 2018. As indefinite-lived intangible assets are not amortized, the Company assesses impairment on at least an annual basis.

Total amortization expense associated with finite-lived intangibles in 2022, 2021 and 2020 was \$6.1 million, \$7.7 million and \$11.0 million, respectively.

(9) Premises, Software and Equipment, Net

A summary of premises, software and equipment at December 31, 2022 and 2021 is as follows:

(In thousands)	December 31,	
	2022	2021
Land	\$ 166,707	\$ 168,057
Buildings and leasehold improvements	674,887	667,680
Furniture, equipment and computer software	307,468	329,314
Construction in progress	27,498	17,742
	<u>\$ 1,176,560</u>	<u>\$ 1,182,793</u>
Less: Accumulated depreciation and amortization	411,762	416,388
Total premises, software, and equipment, net	<u>\$ 764,798</u>	<u>\$ 766,405</u>

Depreciation and amortization expense related to premises, software and equipment totaled \$53.1 million in 2022, \$54.0 million in 2021 and \$46.4 million in 2020.

(10) Deposits

The following is a summary of deposits at December 31, 2022 and 2021:

(Dollars in thousands)	2022	2021
Balance:		
Non-interest bearing	\$ 12,668,160	\$ 14,179,980
NOW and interest-bearing demand deposits	5,591,986	4,646,944
Wealth management deposits	2,463,833	2,612,759
Money market	12,886,795	12,840,432
Savings	4,556,635	3,846,681
Time certificates of deposit	4,735,135	3,968,789
Total deposits	<u>\$ 42,902,544</u>	<u>\$ 42,095,585</u>
Mix:		
Non-interest bearing	30 %	34 %
NOW and interest-bearing demand deposits	13	11
Wealth management deposits	5	6
Money market	30	31
Savings	11	9
Time certificates of deposit	11	9
Total deposits	<u>100 %</u>	<u>100 %</u>

Wealth management deposits represent deposit balances (primarily money market accounts) at the Company's subsidiary banks from brokerage customers of Wintrust Investments, CDEC and trust and asset management customers of the Company.

The scheduled maturities of time certificates of deposit at December 31, 2022 and 2021 are as follows:

(In thousands)	2022	2021
Due within one year	\$ 3,627,816	\$ 2,810,669
Due in one to two years	887,886	899,765
Due in two to three years	193,581	225,733
Due in three to four years	13,431	18,081
Due in four to five years	12,319	14,286
Due after five years	102	255
Total time certificate of deposits	<u>\$ 4,735,135</u>	<u>\$ 3,968,789</u>

The following table sets forth the scheduled maturities of uninsured deposits, specifically the portion of deposit balances in excess of the FDIC insurance limit of \$250,000, at December 31, 2022 and 2021:

(In thousands)	2022	2021
Maturing within three months	\$ 518,457	\$ 140,250
After three but within six months	421,242	100,324
After six but within 12 months	232,120	137,400
After 12 months	165,353	173,527
Total	\$ 1,337,172	\$ 551,501

Time deposits in denominations of \$250,000 or more were \$2.0 billion and \$1.2 billion at December 31, 2022 and 2021, respectively.

(11) Federal Home Loan Bank Advances

A summary of the outstanding FHLB advances at December 31, 2022 and 2021, is as follows:

(In thousands)	2022	2021
0.00% advance due May 2022	\$ —	\$ 75,000
4.31% advance due January 2023	290,000	—
0.00% advance due April 2024	442	442
2.98% advance due August 2024	25,000	25,000
0.00% advance due April 2026	629	629
2.05% variable-rate advance due January 2028	—	100,000
2.18% advance due February 2029	—	440,000
1.36% advance due December 2029	—	100,000
1.11% advance due February 2030	—	500,000
1.76% advance due August 2032	250,000	—
1.93% advance due August 2032	250,000	—
2.81% advance due September 2032	500,000	—
3.08% advance due September 2032	500,000	—
2.96% advance due December 2032	250,000	—
2.98% advance due December 2032	250,000	—
Total FHLB advances	\$ 2,316,071	\$ 1,241,071

FHLB advances consist of obligations of the banks and are collateralized by qualifying commercial and residential real estate and home equity loans and certain securities. The banks have arrangements with the FHLB whereby, based on available collateral, they could have borrowed an additional \$2.1 billion at December 31, 2022.

FHLB advances are stated at par value of the debt adjusted for unamortized prepayment fees paid at the time of prior restructurings of FHLB advances and unamortized fair value adjustments recorded in connection with advances acquired through acquisitions and debt issuance costs. Unamortized prepayment fees are amortized as an adjustment to interest expense using the effective interest method.

In 2022, the Company was required to repay approximately \$1.1 billion of FHLB advances prior to the respective maturity date as a result of call date terms within the related agreements. Approximately \$1.0 billion of the FHLB advances outstanding at December 31, 2022 currently have varying put or call dates over the next 12 months ranging from January 2023 to December 2023. At December 31, 2022, the weighted average contractual interest rate on FHLB advances was 2.88%.

(12) Subordinated Notes

At December 31, 2022, the Company had outstanding subordinated notes totaling \$437.4 million compared to \$436.9 million at December 31, 2021. In 2019, the Company issued \$300.0 million of subordinated notes receiving \$296.7 million in proceeds, net of underwriting discount. The notes have a stated interest rate of 4.85% and mature in June 2029. In 2014, the Company issued \$140.0 million of subordinated notes receiving \$139.1 million in proceeds, net of underwriting discount. The notes have a stated interest rate of 5.00% and mature in June 2024.

In connection with the issuance of subordinated notes in 2019 and 2014, the Company incurred costs totaling \$3.3 million and \$1.3 million, respectively. These costs are a direct deduction from the carrying amount of the subordinated notes and are amortized to interest expense using the effective interest method. At December 31, 2022, the unamortized balances of costs for both issuances were approximately \$2.6 million. These subordinated notes qualify as Tier II capital under the regulatory capital requirements, subject to restrictions.

(13) Other Borrowings

The following is a summary of other borrowings at December 31, 2022 and 2021:

(In thousands)	2022	2021
Notes payable	\$ 199,793	\$ 80,319
Short-term borrowings	17,612	9,198
Other	61,267	63,292
Secured borrowings	317,942	341,327
Total other borrowings	\$ 596,614	\$ 494,136

Notes Payable

On September 18, 2018, the Company entered into a credit agreement (as amended, the “Credit Agreement”) with certain unaffiliated banks. The Credit Agreement consisted of a \$150.0 million term loan facility and a \$100.0 million revolving credit facility. On December 12, 2022, the Company entered into an amendment and restatement of the Credit Agreement pursuant to the Amended and Restated Credit Agreement dated as of December 12, 2022, among the Company and the unaffiliated banks named therein as lenders and agents (the “Amended and Restated Credit Agreement”). In connection with the entry into the Amended and Restated Credit Agreement, the outstanding term loan under the existing Credit Agreement was paid in full pursuant to the terms thereof.

The Amended and Restated Credit Agreement provides for, among other things, an increase to the term loan facility to \$200.0 million, an extension of the maturity date for the revolving credit facility to December 11, 2023, and an extension of the maturity date for the term loan facility to December 12, 2027. The Amended and Restated Credit Agreement also provides for certain administrative changes and the modification of certain financial covenants that must be met by the Company for so long as any amounts or commitments under the Amended and Restated Credit Agreement are still outstanding.

Borrowings under the Amended and Restated Credit Agreement that are considered “Base Rate Loans” bear interest at a rate equal to the sum of (1) 75 basis points plus (2) the highest of (a) the prime rate, (b) the federal funds rate plus 50 basis points, and (c) Term SOFR for a one-month tenor in effect on such day plus 110 basis points. Borrowings under the Amended and Restated Credit Agreement that are considered “Term SOFR Loans” bear interest at a rate equal to the sum of (1) 160 basis points plus (2) Term SOFR for the applicable interested period. A commitment fee is payable quarterly in arrears in an amount equal to 0.30% of the actual daily amount by which the lenders’ commitments under the revolving credit facility exceeded the amount outstanding under such facility. The Company is required to make monthly or quarterly (as applicable) payments of interest in respect of all loans under the Amended and Restated Credit Agreement, and quarterly payments of principal in respect of the loans under the term loan facility.

Borrowings under the Amended and Restated Credit Agreement are secured by pledges of and first priority perfected security interests in the Company’s equity interest in its bank subsidiaries and contain several restrictive covenants, including the maintenance of various capital adequacy levels, asset quality and profitability ratios, and certain restrictions on dividends and other indebtedness. As of December 31, 2022, the Company was in compliance with all such covenants. The term loan facility and revolving credit facility under the Amended and Restated Credit Agreement are available to be utilized, as needed, to provide capital to fund continued growth at the Company’s banks and to serve as an interim source of funds for acquisitions, common stock repurchases or other general corporate purposes.

The term debt facility is stated at par of the current outstanding balance of the debt adjusted for unamortized costs paid by the Company in relation to the debt issuance. Unamortized costs paid by the Company in relation to the issuance of the revolving credit facility are classified in other assets on the Consolidated Statements of Condition.

As of December 31, 2022, the outstanding principal balance under the term loan facility was \$199.8 million and there was no outstanding principal balance under the revolving credit facility.

Short-term Borrowings

Short-term borrowings include securities sold under repurchase agreements of customer sweep accounts in connection with master repurchase agreements at the banks. These borrowings totaled \$17.6 million and \$9.2 million at December 31, 2022 and 2021, respectively. The Company records securities sold under repurchase agreements at their gross value and does not offset positions on the Consolidated Statements of Condition. As of December 31, 2022, the Company had pledged securities related to its customer balances in sweep accounts of \$173.0 million. Securities pledged for customer balances in sweep accounts and short-term borrowings from brokers are maintained under the Company's control and consist of mortgage-backed securities. These securities are included in the available-for-sale portfolio as reflected on the Company's Consolidated Statements of Condition.

The following is a summary of these securities pledged as of December 31, 2022 disaggregated by investment category and maturity of the related customer sweep account, and reconciled to the outstanding balance of securities sold under repurchase agreements:

(In thousands)	Overnight Sweep Collateral
Available-for-sale securities pledged	
Mortgage-backed securities pledged	\$173,000
Excess collateral	155,388
Securities sold under repurchase agreements	\$ 17,612

Other Borrowings

Other borrowings represent a fixed-rate promissory note ("Fixed-Rate Promissory Note") issued by the Company in June 2017. Amendments to the Fixed-Rate Promissory Note since issuance increased the principal amount to \$66.4 million, reduced the interest rate to 1.70% and extended the maturity date to March 31, 2025. The Fixed-Rate Promissory Note relates to and is secured by three office buildings owned by the Company. At December 31, 2022, the Fixed-Rate Promissory Note had a balance of \$61.3 million compared to \$63.3 million at December 31, 2021. Under the Fixed-Rate Promissory Note, during the twelve months ended December 31, 2022, the Company made monthly principal and interest payments. The Fixed-Rate Promissory Note contains several restrictive covenants, including the maintenance of various capital adequacy levels, asset quality and profitability ratios, and certain restrictions on dividends and indebtedness. At December 31, 2022, the Company was in compliance with all such covenants.

Secured Borrowings

Secured borrowings primarily represent transactions to sell an undivided co-ownership interest in all receivables owed to the Company's subsidiary, First Insurance Funding of Canada ("FIFC Canada"). In December 2014, FIFC Canada sold such interest to an unrelated third party in exchange for a cash payment of approximately C\$150 million pursuant to a receivables purchase agreement ("Receivables Purchase Agreement"). Amendments to the Receivables Purchase Agreement since issuance increased the total payments to C\$420 million and extended the maturity date to December 15, 2023. These transactions were not considered sales of receivables and, as such, related proceeds received are reflected on the Company's Consolidated Statements of Condition as a secured borrowing owed to the unrelated third party, net of unamortized debt issuance costs, and translated to the Company's reporting currency as of the respective date. At December 31, 2022, the translated balance of the secured borrowing totaled \$309.7 million compared to \$332.2 million at December 31, 2021. The interest rate under the Receivables Purchase Agreement is the Canadian Commercial Paper Rate plus 78 basis points.

The remaining \$8.2 million within secured borrowings at December 31, 2022 represents other sold interests in certain loans by the Company that were not considered sales and, as such, related proceeds received are reflected on the Company's Consolidated Statements of Condition as a secured borrowing owed to the various unrelated third parties.

(14) Junior Subordinated Debentures

As of December 31, 2022, the Company owned 100% of the common securities of eleven trusts, Wintrust Capital Trust III, Wintrust Statutory Trust IV, Wintrust Statutory Trust V, Wintrust Capital Trust VII, Wintrust Capital Trust VIII, Wintrust Capital Trust IX, Northview Capital Trust I, Town Bankshares Capital Trust I, First Northwest Capital Trust I, Suburban Illinois Capital Trust II, and Community Financial Shares Statutory Trust II (the "Trusts") set up to provide long-term financing. The Northview, Town, First Northwest, Suburban and Community Financial Shares capital trusts were acquired as

part of the acquisitions of Northview Financial Corporation, Town Bankshares, Ltd., First Northwest Bancorp, Inc., Suburban Illinois Bancorp, Inc. and Community Financial Shares, Inc., respectively. The Trusts were formed for purposes of issuing trust preferred securities to third-party investors and investing the proceeds from the issuance of the trust preferred securities and common securities solely in junior subordinated debentures issued by the Company (or assumed by the Company in connection with an acquisition), with the same maturities and interest rates as the trust preferred securities. The junior subordinated debentures are the sole assets of the Trusts. In each Trust, the common securities represent approximately 3% of the junior subordinated debentures and the trust preferred securities represent approximately 97% of the junior subordinated debentures.

The Trusts are reported in the Company's consolidated financial statements as unconsolidated subsidiaries. Accordingly, in the Consolidated Statements of Condition, the junior subordinated debentures issued by the Company to the Trusts are reported as liabilities and the common securities of the Trusts, all of which are owned by the Company, are included in investment securities.

The following table provides a summary of the Company's junior subordinated debentures as of December 31, 2022 and 2021. The junior subordinated debentures represent the par value of the obligations owed to the Trusts.

(Dollars in thousands)	Common Securities	Trust Preferred Securities	Junior Subordinated Debentures		Rate Structure	Contractual rate at 12/31/2022	Issue Date	Maturity Date	Earliest Redemption Date
			2022	2021					
Wintrust Capital Trust III	\$ 774	\$ 25,000	\$ 25,774	\$ 25,774	L+3.25	7.33 %	04/2003	04/2033	04/2008
Wintrust Statutory Trust IV	619	20,000	20,619	20,619	L+2.80	7.55	12/2003	12/2033	12/2008
Wintrust Statutory Trust V	1,238	40,000	41,238	41,238	L+2.60	7.35	05/2004	05/2034	06/2009
Wintrust Capital Trust VII	1,550	50,000	51,550	51,550	L+1.95	6.72	12/2004	03/2035	03/2010
Wintrust Capital Trust VIII	1,238	25,000	26,238	26,238	L+1.45	6.20	08/2005	09/2035	09/2010
Wintrust Capital Trust IX	1,547	50,000	51,547	51,547	L+1.63	6.40	09/2006	09/2036	09/2011
Northview Capital Trust I	186	6,000	6,186	6,186	L+3.00	7.44	08/2003	11/2033	08/2008
Town Bankshares Capital Trust I	186	6,000	6,186	6,186	L+3.00	7.44	08/2003	11/2033	08/2008
First Northwest Capital Trust I	155	5,000	5,155	5,155	L+3.00	7.75	05/2004	05/2034	05/2009
Suburban Illinois Capital Trust II	464	15,000	15,464	15,464	L+1.75	6.52	12/2006	12/2036	12/2011
Community Financial Shares Statutory Trust II	109	3,500	3,609	3,609	L+1.62	6.39	06/2007	09/2037	06/2012
Total			\$ 253,566	\$ 253,566		6.87 %			

The interest rates on the variable rate junior subordinated debentures are based on the three-month LIBOR rate and reset on a quarterly basis. At December 31, 2022, the weighted average contractual interest rate on the junior subordinated debentures was 6.87%. Prior to 2021, the Company entered into interest rate swaps with an aggregate notional value of \$210.0 million to hedge the variable cash flows on certain junior subordinated debentures. Such interest rate swaps matured in 2021 and no separate hedging derivatives were outstanding at December 31, 2022 related to the variable cash flows on any balance of the junior subordinated debentures. Distributions on the common and preferred securities issued by the Trusts are payable quarterly at a rate per annum equal to the interest rates being earned by the Trusts on the junior subordinated debentures. Interest expense on the junior subordinated debentures is deductible for income tax purposes.

Under the Adjustable Interest Rate (LIBOR) Act ("AIRLA") and Part 253 of Regulation ZZ (Rule 253), after June 30, 2023, the interest rate on the junior subordinated debentures will, by operation of law, change their base rate from USD LIBOR to CME Term SOFR of the same tenor, plus an applicable tenor spread adjustment. CME Term SOFR is an indicative, forward-looking measurement of daily overnight SOFR. CME Term SOFR is published by CME Group Inc., as administrator of that rate. The calculation agent for any series of the junior subordinated debentures may also make additional administrative conforming changes to the terms of that series of the junior subordinated debentures under AIRLA and Rule 253.

The Company has guaranteed the payment of distributions and payments upon liquidation or redemption of the trust preferred securities, in each case to the extent of funds held by the Trusts. The Company and the Trusts believe that, taken together, the obligations of the Company under the guarantees, the junior subordinated debentures, and other related agreements provide, in the aggregate, a full, irrevocable and unconditional guarantee, on a subordinated basis, of all of the obligations of the Trusts under the trust preferred securities. Subject to certain limitations, the Company has the right to defer the payment of interest on the junior subordinated debentures at any time, or from time to time, for a period not to exceed 20 consecutive quarters. The trust preferred securities are subject to mandatory redemption, in whole or in part, upon repayment of the junior subordinated debentures at maturity or their earlier redemption. The junior subordinated debentures are redeemable in whole or in part prior to maturity at any time after the earliest redemption dates shown in the table, and earlier at the discretion of the Company if

certain conditions are met, and, in any event, only after the Company has obtained Federal Reserve Bank (“FRB”) approval, if then required under applicable guidelines or regulations.

At December 31, 2022, the Company included \$245.5 million of the junior subordinated debentures, net of common securities, in Tier 2 regulatory capital.

(15) Revenue from Contracts with Customers

Disaggregation of Revenue

The following table presents revenue from contracts with customers, disaggregated by the revenue source:

<i>(Dollars in thousands)</i>		Years Ended		
Revenue from contracts with customers	Location in income statement	December 31, 2022	December 31, 2021	December 31, 2020
Brokerage and insurance product commissions	Wealth management	\$ 17,668	\$ 20,710	\$ 18,731
Trust	Wealth management	33,460	21,930	18,392
Asset management	Wealth management	75,486	81,379	63,213
Total wealth management		126,614	124,019	100,336
Mortgage broker fees	Mortgage banking	854	787	368
Service charges on deposit accounts	Service charges on deposit accounts	58,574	54,168	45,023
Administrative services	Other non-interest income	6,713	5,689	4,385
Card related fees	Other non-interest income	11,474	9,210	7,579
Other deposit related fees	Other non-interest income	13,490	13,299	12,439
Total revenue from contracts with customers		\$ 217,719	\$ 207,172	\$ 170,130

Wealth Management Revenue

Wealth management revenue is comprised of brokerage and insurance product commissions, managed money fees and trust and asset management revenue of the Company's four wealth management subsidiaries: Wintrust Investments, Great Lakes Advisors, CTC and CDEC. All wealth management revenue is recognized in the wealth management segment.

Brokerage and insurance product commissions consists primarily of commissions earned from trade execution services on behalf of customers and from selling mutual funds, insurance and other investment products to customers. For trade execution services, the Company recognizes commissions and receives payment from the brokerage customers at the point of transaction execution. Commissions received from the investment or insurance product providers are recognized at the point of sale of the product. The Company also receives trail and other commissions from providers for certain plans. These are generally based on qualifying account values and are recognized once the performance obligation, specific to each provider, is satisfied on a monthly, quarterly or annual basis.

Trust revenue is earned primarily from trust and custody services that are generally performed over time as well as fees earned on funds held during the facilitation of tax-deferred like-kind exchange transactions. Revenue is determined periodically based on a schedule of fees applied to the value of each customer account using a time-elapsed method to measure progress toward complete satisfaction of the performance obligation. Fees are typically billed on a calendar month or quarter basis in advance or in arrears depending upon the contract. Upfront fees received related to the facilitation of tax-deferred like-kind exchange transactions are deferred until the transaction is completed. Additional fees earned for certain extraordinary services performed on behalf of the customers are recognized when the service has been performed.

Asset management revenue is earned from money management and advisory services that are performed over time. Revenue is based primarily on the market value of assets under management or administration using a time-elapsed method to measure progress toward complete satisfaction of the performance obligation. Fees are typically billed on a calendar month or quarter basis in advance or in arrears depending upon the contract. Certain programs provide the customer with an option of paying fees as a percentage of the account value or incurring commission charges for each trade similar to brokerage and insurance product commissions. Trade commissions and any other fees received for additional services are recognized at a point in time once the performance obligation is satisfied.

Mortgage Broker Fees

For customers desiring a mortgage product not currently offered by the Company, the Company may refer such customers and, with permission, direct such customers' applications to certain third party mortgage brokers. Mortgage broker fees are received from these brokers for such customer referrals upon settlement of the underlying mortgage. The Company's entitlement to the consideration is contingent on the settlement of the mortgage which is highly susceptible to factors outside of the Company's influence, such as the third party broker's underwriting requirements. Also, the uncertainty surrounding the consideration could be resolved in varying lengths of time, dependent upon the third party brokers. Therefore, mortgage broker fees are recognized at the settlement of the underlying mortgage when the consideration is received. Broker fees are recognized in the community banking segment.

Service Charges on Deposit Accounts

Service charges on deposit accounts include fees charged to deposit customers for various services, including account analysis services, and are based on factors such as the size and type of customer, type of product and number of transactions. The fees are based on a standard schedule of fees and, depending on the nature of the service performed, the service is performed at a point in time or over a period of a month. When the service is performed at a point in time, the Company recognizes and receives revenue when the service has been performed. When the service is performed over a period of a month, the Company recognizes and receives revenue in the month the service has been performed. Service charges on deposit accounts are recognized in the community banking segment.

Administrative Services

Administrative services revenue is earned from providing outsourced administrative services, such as data processing of payrolls, billing and cash management services, to temporary staffing service clients located throughout the United States. Fees are charged periodically (typically a payroll cycle) and computed in accordance with the contractually determined rate applied to the total gross billings administered for the period. The revenue is recognized over the period using a time-elapsed method to measure progress toward complete satisfaction of the performance obligation. Other fees are charged on a per occurrence basis as the service is provided in the billing cycle. The Company has certain contracts with customers to perform outsourced administrative services and short-term accounts receivable financing. For these contracts, the total fee is allocated between the administrative services revenue and interest income during the client onboarding process based on the specific client and services provided. Administrative services revenue is recognized in the specialty finance segment.

Card and Deposit Related Fees

Card related fees include interchange and merchant revenue, and fees related to debit and credit cards. Interchange revenue is related to the Company issued debit cards. Other deposit related fees primarily include pay by phone processing fees, ATM and safe deposit box fees, check order charges and foreign currency related fees. Card and deposit related fees are generally based on volume of transactions and are recognized at the point in time when the service has been performed. For any consideration that is constrained, the revenue is recognized once the uncertainty is known. Upfront fees received from certain contracts are recognized on a straight line basis over the term of the contract. Card and deposit related fees are recognized in the community banking segment.

Contract Balances

The following table provides information about contract assets, contract liabilities and receivables from contracts with customers:

<u>(Dollars in thousands)</u>	<u>December 31, 2022</u>	<u>December 31, 2021</u>
Contract assets	\$ —	\$ —
Contract liabilities	\$ 1,282	\$ 1,588
Mortgage broker fees receivable	\$ 20	\$ 73
Administrative services receivable	279	68
Wealth management receivable	9,642	11,748
Card related fees receivable	571	921
Total receivables from contracts with customer	<u>\$ 10,512</u>	<u>\$ 12,810</u>

Contract liabilities represent upfront fees that the Company received at inception of certain contracts. The revenue recognized that was included in the contract liability balance at beginning of the period totaled \$1.3 million and \$898,000 for the years ended December 31, 2022 and 2021, respectively. Receivables are recognized in the period the Company provides services when the Company's right to consideration is unconditional. Card related fee receivable is the result of volume based fee that the Company receives from a customer on an annual basis in the second quarter of each year. Payment terms on other invoiced amounts are typically 30 days or less. Contract liabilities and receivables from contracts with customers are included within the accrued interest payable and other liabilities and accrued interest receivable and other assets line items, respectively, in the Consolidated Statements of Condition.

Transaction price allocated to the remaining performance obligations

For contracts with an original expected length of more than one year, the following table presents the estimated future timing of recognition of upfront fees related to card and deposit related fees. These upfront fees represent performance obligations that are unsatisfied or partially unsatisfied at the end of the reporting period.

<u>(Dollars in thousands)</u>	
Estimated—2023	\$ 932
Estimated—2024	250
Estimated—2025	100
Total	<u>\$ 1,282</u>

Practical Expedients and Exemptions

The Company does not adjust the promised amount of consideration for the effects of a significant financing component if the Company expects, at contract inception, that the period between when the Company transfers a promised service to a customer and when the customer pays for that services is one year or less.

The Company recognizes the incremental costs of obtaining a contract as an expense when incurred if the amortization period of the asset that the entity otherwise would have recognized is one year or less.

(16) Lease Commitments

The following tables provide a summary of lease costs and future required fixed payments related to the Company's leasing arrangements in which it is the lessee:

	Year Ended December 31, 2022
<u>(Dollars in thousands)</u>	
Operating lease cost	\$ 22,767
Finance lease cost:	
Amortization of right-of-use asset	219
Interest on lease liability	291
Short-term lease cost	302
Variable lease cost	2,966
Sublease income	(73)
Total lease cost	\$ 26,472
Cash paid for amounts included in the measurement of operating lease liabilities	\$ 25,379
Cash paid for amounts included in the measurement of finance lease liabilities	337
Right-of-use asset obtained in exchange for new operating lease liabilities	7,832
Right-of-use asset obtained in exchange for new finance lease liabilities	—
Weighted average remaining lease term - operating leases	11.4 years
Weighted average remaining lease term - finance leases	38.0 years
Weighted average discount rate - operating leases	3.99 %
Weighted average discount rate - finance leases	3.43 %

<u>(In thousands)</u>	Payments
2023	\$ 21,494
2024	21,513
2025	20,453
2026	18,566
2027	17,584
2028 and thereafter	115,255
Total minimum future amounts	\$ 214,865
Impact of measuring the lease liability on a discounted basis	(48,127)
Total lease liability	\$ 166,738

In addition to the lessee arrangements discussed above, the Company also leases certain owned premises and receives rental income from such lessor agreements. Gross rental income related to the Company's buildings totaled \$7.8 million, \$7.8 million and \$8.7 million, in 2022, 2021 and 2020, respectively. The approximate annual gross rental receipts under noncancelable agreements with remaining terms in excess of one year as of December 31, 2022, are as follows (in thousands):

	Receipts
2023	\$ 4,066
2024	2,861
2025	2,253
2026	1,745
2027	1,108
2028 and thereafter	3,674
Total minimum future amounts	\$ 15,707

(17) Income Taxes

Income tax expense (benefit) for the years ended December 31, 2022, 2021 and 2020 is summarized as follows:

(In thousands)	Years Ended December 31,		
	2022	2021	2020
Current income taxes:			
Federal	\$ 116,976	\$ 118,723	\$ 75,154
State	48,633	48,847	19,194
Foreign	3,207	6,936	6,501
Total current income taxes	\$ 168,816	\$ 174,506	\$ 100,849
Deferred income taxes:			
Federal	\$ 18,560	\$ 794	\$ 284
State	(1,183)	(3,597)	(2,834)
Foreign	4,680	(58)	(1,508)
Total deferred income taxes	\$ 22,057	\$ (2,861)	\$ (4,058)
Total income tax expense	\$ 190,873	\$ 171,645	\$ 96,791

The Company's income before income taxes in 2022, 2021 and 2020 includes \$27.7 million, \$23.1 million and \$15.4 million, respectively, of foreign income attributable to its Canadian subsidiary.

The tax effects of certain transactions are recorded directly to shareholders' equity rather than income tax expense. The tax effect of fair value adjustments on securities available-for-sale and derivative instruments in cash flow hedges are recorded directly to shareholders' equity as part of other comprehensive income (loss) and are reflected on the Consolidated Statements of Comprehensive Income. The tax effect of unrealized gains and losses on certain foreign currency transactions is also recorded in shareholders' equity as part of other comprehensive income (loss).

A reconciliation of the differences between taxes computed using the statutory Federal income tax rate and actual income tax expense is as follows:

(Dollars in thousands)	Years Ended December 31,		
	2022	2021	2020
Income tax expense using the statutory Federal income tax rate of 21% on income before taxes	\$ 147,117	\$ 133,937	\$ 81,854
Increase (decrease) in tax resulting from:			
Tax-exempt interest, net of interest expense disallowance	(3,936)	(2,605)	(2,970)
State taxes, net of federal tax benefit	37,328	35,747	20,098
Income earned on bank owned life insurance	(102)	(1,169)	(956)
(Excess) deficient tax benefits on share based compensation	(2,278)	(1,906)	466
Meals, entertainment and related expenses	1,506	1,208	992
FDIC insurance expense	6,014	5,676	4,605
Non-deductible compensation expense	2,361	1,799	398
Foreign subsidiary, net	2,376	2,011	2,080
Tax benefits related to tax credits, net	(338)	(1,145)	(1,902)
Release of state uncertain tax positions	—	—	(7,173)
Other, net	825	(1,908)	(701)
Income tax expense	\$ 190,873	\$ 171,645	\$ 96,791

The tax effects of temporary differences that give rise to significant portions of the deferred tax assets and liabilities at December 31, 2022 and 2021 are as follows:

(In thousands)	2022	2021
Deferred tax assets:		
Net unrealized losses on securities included in other comprehensive income	\$ 140,002	\$ —
Allowance for credit losses	95,389	79,879
Right-of-use liability	44,277	47,312
Deferred compensation	26,411	26,301
Stock-based compensation	11,196	5,762
Federal net operating loss carryforward	1,003	1,870
Nonaccrued interest	875	1,098
Loans	819	1,344
Other	4,497	4,652
Total gross deferred tax assets	324,469	168,218
Deferred tax liabilities:		
Equipment leasing	138,198	122,711
Premises and equipment	51,058	56,377
Right-of-use asset	36,484	38,973
Capitalized servicing rights	59,928	37,528
Goodwill and intangible assets	12,636	10,577
Deferred loan fees and costs	5,061	967
Net unrealized gains on derivatives included in other comprehensive income	2,364	9,836
Net unrealized gains on securities included in other comprehensive income	—	3,169
Other	1,387	3,835
Total gross deferred tax liabilities	307,116	283,973
Net deferred tax assets (liabilities)	\$ 17,353	\$ (115,755)

Management has determined that a valuation allowance is not required for the deferred tax assets at December 31, 2022 because it is more likely than not that these assets could be realized through future reversals of existing taxable temporary differences,

tax planning strategies and future taxable income. This conclusion is based on the Company's historical earnings, its current level of earnings and prospects for continued growth and profitability.

The Company has Federal net operating loss ("NOL") carryforwards of \$4.8 million that begin to expire in 2029 through 2037 and are subject to IRC Section 382 annual limitation. The NOL carryforwards were a result of acquisitions.

The Company accounts for uncertainties in income taxes in accordance with ASC 740, Income Taxes. The following table provides a reconciliation of the beginning and ending amounts of gross unrecognized tax benefits:

(In thousands)	Years Ended December 31,		
	2022	2021	2020
Unrecognized tax benefits at beginning of year	\$ —	\$ —	\$ 10,840
Gross increases for tax positions taken in current period	—	—	—
Gross decreases for positions taken in prior periods	—	—	(10,571)
Settlements with taxing authorities	—	—	(269)
Unrecognized tax benefits at end of year	\$ —	\$ —	\$ —

At December 31, 2022 and December 31, 2021, the Company had no unrecognized tax benefits related to uncertain tax positions that, if recognized, would impact the effective tax rate. Interest and penalties on unrecognized tax positions are recorded in income tax expense. There was no interest income accrued on unrecognized tax benefits at December 31, 2022 or December 31, 2021. Interest and penalties are included in the liability for uncertain tax positions, but are not included in the unrecognized tax benefits rollforward presented above. As of December 31, 2022, the Company does not expect the total amount of unrecognized tax benefits to significantly increase in the next 12 months.

The Company and its subsidiaries are subject to U.S. federal income tax as well as income tax in numerous state jurisdictions and in Canada. In the ordinary course of business, we are routinely subject to audit by the taxing authorities of these jurisdictions. Currently, the Company's U.S. federal income tax returns are open and subject to audit for the 2019 tax return year forward, and in general, the Company's state income tax returns are open and subject to audit from the 2019 tax return year forward, subject to individual state statutes of limitation. The Company has extended the statute of limitations on certain state income tax returns for tax years 2015 through 2018 due to an ongoing audit. The Company's Canadian subsidiary's Canadian income tax returns are also subject to audit for the 2019 tax return year forward.

(18) Stock Compensation Plans and Other Employee Benefit Plans

Stock Incentive Plan

In May 2022, the Company's shareholders approved the 2022 Stock Incentive Plan ("the 2022 Plan") which provides for the issuance of up to 1,200,000 shares of common stock plus any shares of common stock that were available for awards under the 2015 Stock Incentive Plan ("the 2015 Plan") as of the effective date of the 2022 Plan. The 2022 Plan replaced the 2015 Plan, and similarly, the 2015 Plan replaced the 2007 Stock Incentive Plan ("the 2007 Plan") and the 2007 Plan replaced the 1997 Stock Incentive Plan ("the 1997 Plan"). The 2022 Plan, 2015 Plan, 2007 Plan and the 1997 Plan are collectively referred to as "the Plans." The 2022 Plan has substantially similar terms to the predecessor plans. Awards granted under the Plans for which common shares are not issued by reason of cancellation, forfeiture, lapse of such award or settlement of such award in cash, are again available under the 2022 Plan. All grants made after the approval of the 2022 Plan are made pursuant to the 2022 Plan. As of December 31, 2022, approximately 1.6 million shares were available for future grants assuming the maximum number of shares are issued for the performance awards outstanding. The Plans cover substantially all employees of Wintrust. The Compensation Committee of the Board of Directors administers all stock-based compensation programs and authorizes all awards granted pursuant to the Plans.

The Plans permit the grant of incentive stock options, non-qualified stock options, stock appreciation rights, stock awards, restricted share or unit awards, performance awards and other incentive awards valued in whole or in part by reference to the Company's common stock, all on a stand-alone, combination or tandem basis. The Company historically awarded stock-based compensation in the form of time-vested non-qualified stock options and time-vested restricted share unit awards ("restricted shares"). The grants of options provide for the purchase of shares of the Company's common stock at the fair market value of the stock on the date the options are granted. Stock options generally vest ratably over periods of three to five years and have a maximum term of ten years from the date of grant. Restricted shares entitle the holders to receive, at no cost, shares of the Company's common stock. Restricted shares generally vest over periods of one to five years from the date of grant.

Beginning in 2011, the Company has awarded annual grants under the Long-Term Incentive Program (“LTIP”), which is administered under the Plans. The LTIP is designed in part to align the interests of management with interests of shareholders, foster retention, create a long-term focus based on sustainable results and provide participants a target long-term incentive opportunity. LTIP grants in 2022 and 2021 consisted of a combination of performance-based stock awards with a performance condition metric, performance-based stock awards with a market condition metric and time-vested restricted shares, and in 2020 consisted of a combination of performance-based stock awards and performance-based cash awards (both with a performance condition metric) and time vested restricted shares. LTIP grants from 2017 through 2019 consisted of a combination of performance-based stock awards and performance-based cash awards, and prior to 2017, nonqualified stock options were in the mix of award types. Stock options granted under the LTIP have a term of seven years and generally vest equally over three years based on continued service. Performance-based stock and cash awards granted under the LTIP are contingent upon the achievement of pre-established long-term performance goals set in advance by the Compensation Committee over a three-year period starting at the beginning of each calendar year. Performance-based stock awards with a market condition metric are contingent on the total shareholder return performance over a three-year period relative to the KBW Regional Bank Index. These performance awards are granted at a target level, and based on the Company’s achievement of the pre-established long-term goals, the actual payouts can range from 0% to a maximum of 150% of the target award. The awards typically vest in the quarter after the end of the performance period upon certification of the payout by the Compensation Committee of the Board of Directors. Holders of performance-based stock awards are entitled to receive, at no cost, the shares earned based on the achievement of the pre-established long-term goals.

Holders of restricted share awards and performance-based stock awards received under the Plans are not entitled to vote or receive cash dividends (or cash payments equal to the cash dividends) on the underlying common shares until the awards are vested and shares are issued. Shares that are vested but are not issuable pursuant to deferred compensation arrangements accrue additional shares based on the value of dividends otherwise paid. Except in limited circumstances, awards granted pursuant to the Plans are canceled upon termination of employment without any payment of consideration by the Company.

Stock-based compensation is measured as the fair value of an award on the date of grant, and the measured cost is recognized over the period which the recipient is required to provide service in exchange for the award. The fair value of restricted share and performance-based stock awards with a performance metric is determined based on the average of the high and low trading prices on the grant date. The fair value of performance stock awards with a market condition metric is determined using a Monte Carlo simulation model and the fair value of stock options is estimated using a Black-Scholes option-pricing model. The Monte Carlo simulation model and the Black-Scholes option-pricing model require the input of highly subjective assumptions and are sensitive to changes in the award’s expected life and the price volatility of the underlying stock, which can materially affect the fair value estimates. Management periodically reviews and adjusts the assumptions used to calculate the fair value of such awards when granted. No options have been granted since 2016.

Stock-based compensation is recognized based on the number of awards that are ultimately expected to vest, taking into account expected forfeitures. In addition, for performance-based awards with a performance metric, an estimate is made of the number of shares expected to vest as a result of actual performance against the performance criteria in the award to determine the amount of compensation expense to recognize. The estimate is re-evaluated quarterly and total compensation expense is adjusted for any change in estimate in the current period.

Stock-based compensation expense recognized in the Consolidated Statements of Income was \$31.7 million, \$16.2 million and \$(4.9) million and the related tax benefits (expense) were \$7.0 million, \$3.7 million and \$(914,000) in 2022, 2021 and 2020, respectively.

A summary of the Plans' stock option activity for the years ended December 31, 2022, 2021 and 2020 is as follows:

Stock Options	Common Shares	Weighted Average Strike Price	Remaining Contractual Term ⁽¹⁾	Intrinsic Value ⁽²⁾ (\$000)
Outstanding at January 1, 2020	755,332	\$ 42.43		
Exercised	(229,061)	42.29		
Forfeited or canceled	(5,608)	44.34		
Outstanding at December 31, 2020	520,663	\$ 42.47	1.9	\$ 9,694
Exercisable at December 31, 2020	512,762	\$ 42.46	1.8	\$ 9,555
Outstanding at January 1, 2021	520,663	\$ 42.47		
Exercised	(326,626)	42.97		
Forfeited or canceled	(590)	46.86		
Outstanding at December 31, 2021	193,447	\$ 41.62	1.4	\$ 9,518
Exercisable at December 31, 2021	191,898	\$ 41.57	1.3	\$ 9,451
Outstanding at January 1, 2022	193,447	\$ 41.62		
Exercised	(123,924)	41.89		
Forfeited or canceled	(1,430)	40.87		
Outstanding at December 31, 2022	68,093	\$ 41.14	1.1	\$ 2,954
Exercisable at December 31, 2022	68,093	\$ 41.14	1.1	\$ 2,954
Vested or expected to vest at December 31, 2022	68,093	\$ 41.14	1.1	\$ 2,954

(1) Represents the weighted average contractual remaining life in years.

(2) Aggregate intrinsic value represents the total pretax intrinsic value (i.e., the difference between the Company's stock price at year end and the option exercise price, multiplied by the number of shares) that would have been received by the option holders if they had exercised their options on the last day of the year. Options with exercise prices above the year end stock price are excluded from the calculation of intrinsic value. The intrinsic value will change based on the fair market value of the Company's stock.

The aggregate intrinsic value of options exercised during the years ended December 31, 2022, 2021 and 2020, was \$6.7 million, \$11.7 million and \$4.1 million, respectively. The actual tax benefit realized for the tax deductions from option exercises totaled \$1.8 million, \$3.1 million and \$1.1 million for 2022, 2021 and 2020, respectively. Cash received from option exercises under the Plans for the years ended December 31, 2022, 2021 and 2020 was \$5.2 million, \$14.0 million and \$9.7 million, respectively.

A summary of the Plans' restricted share activity for the years ended December 31, 2022, 2021 and 2020 is as follows:

Restricted Shares	2022		2021		2020	
	Common Shares	Weighted Average Grant-Date Fair Value	Common Shares	Weighted Average Grant-Date Fair Value	Common Shares	Weighted Average Grant-Date Fair Value
Outstanding at January 1	476,813	\$ 61.33	234,794	\$ 59.02	144,328	\$ 60.37
Granted	225,680	95.93	276,311	63.96	117,571	60.85
Vested and issued	(68,541)	64.49	(19,673)	68.92	(20,441)	74.42
Forfeited or canceled	(23,797)	75.84	(14,619)	63.66	(6,664)	73.54
Outstanding at end of year	610,155	\$ 73.21	476,813	\$ 61.33	234,794	\$ 59.02
Vested, but deferred, at year end	96,920	\$ 53.08	95,465	\$ 52.52	93,969	\$ 52.11

A summary of the Plans' performance-based stock award activity, based on the target level of the awards, for the years ended December 31, 2022, 2021 and 2020 is as follows:

Performance Shares	2022		2021		2020	
	Common Shares	Weighted Average Grant-Date Fair Value	Common Shares	Weighted Average Grant-Date Fair Value	Common Shares	Weighted Average Grant-Date Fair Value
Outstanding at January 1	557,255	\$ 62.94	482,608	\$ 71.15	465,515	\$ 74.37
Granted	160,598	97.14	208,851	58.99	170,032	63.61
Added by performance factor at vesting	—	—	—	—	48,831	72.59
Vested and issued	—	—	—	—	(180,789)	72.59
Forfeited or canceled	(172,474)	71.52	(134,204)	86.30	(20,981)	72.46
Outstanding at end of year	545,379	\$ 70.30	557,255	\$ 62.94	482,608	\$ 71.15
Vested, but deferred, at year end	35,696	\$ 44.38	35,160	\$ 43.69	34,609	\$ 43.14

At December 31, 2022, the maximum number of performance-based shares that could be issued on outstanding awards if performance is attained at the maximum amount was approximately 800,000 shares.

The actual tax benefit realized upon the vesting and issuance of restricted shares and performance-based stock is based on the fair value of the shares on the issue date, and the estimated tax benefit of the awards is based on fair value of the awards on the grant date. The actual tax benefit realized upon the vesting and issuance of restricted shares and performance-based stock in 2022 was \$580,000 more than the expected tax benefit for those shares; in 2021 the actual tax benefit was \$40,000 more than the expected tax benefit for those shares and in 2020 the actual tax benefit was \$848,000 less than the expected tax benefit for those shares. These differences in actual and expected tax benefits were recorded to income tax expense.

As of December 31, 2022, there was \$37.8 million of total unrecognized compensation cost related to non-vested share based arrangements under the Plans. That cost is expected to be recognized over a weighted average period of approximately two years. The total fair value of shares vested during the years ended December 31, 2022, 2021 and 2020 was \$4.5 million, \$1.5 million and \$14.7 million, respectively.

The Company issues new shares to satisfy its obligation to issue shares granted pursuant to the Plans.

Cash Incentive and Retention Plan

The Cash Incentive and Retention Plan ("CIRP") allows the Company to provide cash compensation to the Company's and its subsidiaries' officers and employees. The CIRP is administered by the Compensation Committee of the Board of Directors. The CIRP generally provides for the grants of cash awards, which may be earned pursuant to the achievement of performance criteria established by the Compensation Committee and/or continued employment. The performance criteria, if any, established by the Compensation Committee must relate to one or more of the criteria specified in the CIRP, which includes: earnings, earnings growth, revenues, stock price, return on assets, return on equity, improvement of financial ratings, achievement of balance sheet or income statement objectives and expenses. These criteria may relate to the Company, a particular line of business or a specific subsidiary of the Company. The Company had no expense related to the CIRP in 2022, 2021 and 2020, and no awards were paid in those years. There were no outstanding awards under this plan at December 31, 2022.

Other Employee Benefits

Wintrust and its subsidiaries also provide 401(k) Retirement Savings Plans ("401(k) Plans"). The 401(k) Plans cover all employees meeting certain eligibility requirements. Contributions by employees are made through salary deferrals at their direction, subject to certain Plan and statutory limitations. Employer contributions to the 401(k) Plans are made at the employer's discretion. Eligible participants that have contributed to the 401(k) Plans are eligible to share in an allocation of employer contributions. The Company's expense for the employer contributions to the 401(k) Plans was approximately \$16.2 million in 2022, \$15.6 million in 2021, and \$13.8 million in 2020.

The Wintrust Financial Corporation Employee Stock Purchase Plan ("ESPP") is designed to encourage greater stock ownership among employees, thereby enhancing employee commitment to the Company. The ESPP gives eligible employees the right to accumulate funds over an offering period to purchase shares of common stock. All shares offered under the ESPP will be either newly issued shares of the Company or shares issued from treasury, if any. In accordance with the ESPP, beginning January 1,

2015, the purchase price of the shares of common stock is equal to 95% of the closing price of the Company's common stock on the last day of the offering period. During 2022, 2021 and 2020, 40,421, 44,021 and 75,763, shares of common stock, respectively, were purchased by participants and no compensation expense was recorded. The Company plans to continue to offer common stock through this ESPP on an ongoing basis and, in 2021, increased the shares authorized under the ESPP by 200,000 shares. At December 31, 2022, the Company had an obligation to issue 8,638 shares of common stock to participants and had 212,472 shares available for future grants under the ESPP.

The Company does not currently offer other postretirement benefits such as health care or other pension plans.

Directors Deferred Fee and Stock Plan

The Wintrust Financial Corporation Directors Deferred Fee and Stock Plan ("DDFS Plan") allows directors of the Company and its subsidiaries to choose to receive payment of directors' fees in either cash or common stock of the Company and to defer the receipt of the fees. The DDFS Plan is designed to encourage stock ownership by directors. All shares offered under the DDFS Plan will be either newly issued shares of the Company or shares issued from treasury. The number of shares issued is determined on a quarterly basis based on the fees earned during the quarter and the fair market value per share of the common stock on the last trading day of the preceding quarter. The shares are issued annually and the directors are entitled to dividends and voting rights upon the issuance of the shares. During 2020, an additional 200,000 shares were authorized under the DDFS Plan. During 2022, 2021 and 2020, a total of 59,174 shares, 23,909 shares and 19,928 shares, respectively, were issued to directors. For those directors that elect to defer the receipt of the common stock, the Company maintains records of stock units representing an obligation to issue shares of common stock. The number of stock units equals the number of shares that would have been issued had the director not elected to defer receipt of the shares. Additional stock units are credited at the time dividends are paid, however no voting rights are associated with the stock units. The shares of common stock represented by the stock units are issued in the year specified by the directors in their participation agreements. At December 31, 2022, the Company has an obligation to issue 313,409 shares of common stock to directors and has 121,119 shares available for future grants under the DDFS Plan.

(19) Regulatory Matters

Banking laws place restrictions upon the amount of dividends that can be paid to Wintrust by the banks. Based on these laws, the banks could, subject to minimum capital requirements, declare dividends to Wintrust without obtaining regulatory approval in an amount not exceeding (a) undivided profits, and (b) the amount of net income reduced by dividends paid for the current and prior two years. During 2022, 2021 and 2020, cash dividends totaling \$52.0 million, \$145.0 million and \$253.0 million, respectively, were paid to Wintrust by the banks and other subsidiaries. As of December 31, 2022, the banks had approximately \$703.8 million available to be paid as dividends to Wintrust without prior regulatory approval and without reducing their capital below the well-capitalized level.

The banks are also required by the Federal Reserve Act to maintain reserves against deposits. Reserves are held either in the form of vault cash or balances maintained with the FRB and are based on the average daily deposit balances and statutory reserve ratios prescribed by the type of deposit account. In March 2020, the FRB adopted a rule to amend its reserve regulation which included lowering the reserve requirement to zero percent. As a result, at December 31, 2022, 2021, and 2020 there were no reserve balances required to be maintained at the FRB.

The Company and the banks are subject to various regulatory capital requirements established by the federal banking agencies that take into account risk attributable to balance sheet and off-balance sheet activities. Failure to meet minimum capital requirements can initiate certain mandatory — and possibly discretionary — actions by regulators, that if undertaken could have a direct material effect on the Company's financial statements. Under capital adequacy guidelines and the regulatory framework for prompt corrective action, the Company and the banks must meet specific capital guidelines that involve quantitative measures of the Company's assets, liabilities, and certain off-balance sheet items as calculated under regulatory accounting practices.

Quantitative measures established by regulation to ensure capital adequacy require the Company and the banks to maintain minimum amounts and ratios of total and Tier 1 capital (as defined in the regulations) to risk-weighted assets (as defined) and Tier 1 leverage capital (as defined) to average quarterly assets (as defined). The Federal Reserve's capital guidelines require bank holding companies to maintain a minimum ratio of qualifying total capital to risk-weighted assets of 8.0%, of which at least 4.50% must be in the form of Common Equity Tier 1 capital and 6.0% must be in the form of Tier 1 capital. The Federal Reserve also requires a minimum leverage ratio of Tier 1 capital to average total assets of 4.0%. In addition, the Federal Reserve continues to consider the Tier 1 leverage ratio in evaluating proposals for expansion or new activities.

As reflected in the following table, the Company met all minimum capital requirements at December 31, 2022 and 2021:

	2022	2021
Total capital to risk weighted assets	11.9 %	11.6 %
Tier 1 capital to risk weighted assets	10.0	9.6
Common Equity Tier 1 capital to risk weighted assets	9.1	8.6
Tier 1 Leverage Ratio	8.8	8.0

Wintrust is designated as a financial holding company. Bank holding companies approved as financial holding companies may engage in an expanded range of activities, including the businesses conducted by its wealth management subsidiaries. As a financial holding company, Wintrust's banks are required to maintain their capital positions at the "well-capitalized" level. As of December 31, 2022, the banks were categorized as well capitalized under the regulatory framework for prompt corrective action. The ratios required for the banks to be "well capitalized" by regulatory definition are 10.0%, 8.0%, 6.5% and 5.0% for total capital to risk-weighted assets, Tier 1 capital to risk-weighted assets, Common Equity Tier 1 capital to risk weighted assets and Tier 1 leverage ratio, respectively.

The banks' actual capital amounts and ratios as of December 31, 2022 and 2021 are presented in the following table:

(Dollars in thousands)	December 31, 2022				December 31, 2021			
	Actual		To Be Well Capitalized by Regulatory Definition		Actual		To Be Well Capitalized by Regulatory Definition	
	Amount	Ratio	Amount	Ratio	Amount	Ratio	Amount	Ratio
Total Capital (to Risk Weighted Assets):								
Lake Forest Bank	\$ 725,384	11.4 %	\$ 638,871	10.0 %	\$ 614,942	11.1 %	\$ 552,325	10.0 %
Hinsdale Bank	441,317	11.7	378,007	10.0	370,363	11.3	327,716	10.0
Wintrust Bank	1,084,435	12.0	907,101	10.0	905,629	11.2	810,711	10.0
Libertyville Bank	242,482	12.0	201,695	10.0	203,893	11.4	179,719	10.0
Barrington Bank	387,113	11.5	337,499	10.0	362,019	11.6	313,373	10.0
Crystal Lake Bank	154,891	11.4	136,419	10.0	139,059	11.4	121,722	10.0
Northbrook Bank	409,571	11.3	362,342	10.0	338,912	11.2	303,915	10.0
Schaumburg Bank	169,428	11.3	149,425	10.0	148,108	11.0	134,208	10.0
Village Bank	256,537	11.3	226,399	10.0	219,017	11.0	198,923	10.0
Beverly Bank	223,808	11.5	195,237	10.0	189,349	11.4	166,645	10.0
Town Bank	314,351	11.3	278,704	10.0	273,185	11.3	241,598	10.0
Wheaton Bank	285,606	11.6	247,015	10.0	245,045	11.4	215,507	10.0
State Bank of the Lakes	167,023	11.3	147,369	10.0	145,438	11.3	129,304	10.0
Old Plank Trail Bank	211,437	11.5	183,269	10.0	190,402	11.5	165,493	10.0
St. Charles Bank	211,132	11.3	186,623	10.0	183,726	11.4	161,563	10.0
Tier 1 Capital (to Risk Weighted Assets):								
Lake Forest Bank	\$ 689,320	10.8 %	\$ 511,097	8.0 %	\$ 586,701	10.6 %	\$ 441,860	8.0 %
Hinsdale Bank	416,762	11.0	302,406	8.0	352,916	10.8	262,173	8.0
Wintrust Bank	1,004,271	11.1	725,681	8.0	844,613	10.4	648,569	8.0
Libertyville Bank	225,766	11.2	161,356	8.0	191,716	10.7	143,775	8.0
Barrington Bank	373,830	11.1	269,999	8.0	353,629	11.3	250,698	8.0
Crystal Lake Bank	145,514	10.7	109,135	8.0	131,730	10.8	97,378	8.0
Northbrook Bank	383,691	10.6	289,874	8.0	320,243	10.5	243,132	8.0
Schaumburg Bank	160,061	10.7	119,540	8.0	141,228	10.5	107,367	8.0
Village Bank	238,246	10.5	181,120	8.0	206,828	10.4	159,138	8.0
Beverly Bank	206,714	10.6	156,189	8.0	179,487	10.8	133,316	8.0
Town Bank	297,499	10.7	222,963	8.0	262,859	10.9	193,278	8.0
Wheaton Bank	269,366	10.9	197,612	8.0	234,218	10.9	172,405	8.0
State Bank of the Lakes	159,399	10.8	117,895	8.0	138,266	10.7	103,443	8.0
Old Plank Trail Bank	201,864	11.0	146,615	8.0	177,956	10.8	132,394	8.0
St. Charles Bank	200,910	10.8	149,299	8.0	174,516	10.8	129,250	8.0
Common Equity Tier 1 Capital (to Risk Weighted Assets):								
Lake Forest Bank	\$ 689,320	10.8 %	\$ 415,266	6.5 %	\$ 586,701	10.6 %	\$ 359,011	6.5 %
Hinsdale Bank	416,762	11.0	245,705	6.5	352,916	10.8	213,015	6.5
Wintrust Bank	1,004,271	11.1	589,616	6.5	844,613	10.4	526,962	6.5
Libertyville Bank	225,766	11.2	131,102	6.5	191,716	10.7	116,817	6.5
Barrington Bank	373,830	11.1	219,374	6.5	353,629	11.3	203,692	6.5
Crystal Lake Bank	145,514	10.7	88,673	6.5	131,730	10.8	79,119	6.5
Northbrook Bank	383,691	10.6	235,522	6.5	320,243	10.5	197,545	6.5
Schaumburg Bank	160,061	10.7	97,126	6.5	141,228	10.5	87,235	6.5
Village Bank	238,246	10.5	147,160	6.5	206,828	10.4	129,300	6.5
Beverly Bank	206,714	10.6	126,904	6.5	179,487	10.8	108,319	6.5
Town Bank	297,499	10.7	181,157	6.5	262,859	10.9	157,039	6.5
Wheaton Bank	269,366	10.9	160,559	6.5	234,218	10.9	140,079	6.5
State Bank of the Lakes	159,399	10.8	95,790	6.5	138,266	10.7	84,048	6.5
Old Plank Trail Bank	201,864	11.0	119,125	6.5	177,956	10.8	107,571	6.5
St. Charles Bank	200,910	10.8	121,305	6.5	174,516	10.8	105,016	6.5

(Dollars in thousands)	December 31, 2022				December 31, 2021			
	Actual		To Be Well Capitalized by Regulatory Definition		Actual		To Be Well Capitalized by Regulatory Definition	
	Amount	Ratio	Amount	Ratio	Amount	Ratio	Amount	Ratio
Tier 1 Leverage Ratio:								
Lake Forest Bank	\$ 689,320	8.8 %	\$ 391,452	5.0 %	\$ 586,701	8.3 %	\$ 353,846	5.0 %
Hinsdale Bank	416,762	9.5	220,373	5.0	352,916	8.8	200,228	5.0
Wintrust Bank	1,004,271	10.7	469,415	5.0	844,613	9.2	461,082	5.0
Libertyville Bank	225,766	9.3	121,475	5.0	191,716	8.5	112,448	5.0
Barrington Bank	373,830	10.3	181,212	5.0	353,629	10.9	162,392	5.0
Crystal Lake Bank	145,514	9.5	76,780	5.0	131,730	9.7	67,711	5.0
Northbrook Bank	383,691	9.1	211,521	5.0	320,243	8.5	188,424	5.0
Schaumburg Bank	160,061	9.3	86,409	5.0	141,228	9.0	78,938	5.0
Village Bank	238,246	9.7	123,484	5.0	206,828	9.2	111,885	5.0
Beverly Bank	206,714	10.0	103,759	5.0	179,487	9.9	90,265	5.0
Town Bank	297,499	8.4	176,660	5.0	262,859	7.9	166,487	5.0
Wheaton Bank	269,366	9.0	148,942	5.0	234,218	8.1	144,949	5.0
State Bank of the Lakes	159,399	9.1	88,065	5.0	138,266	8.5	81,475	5.0
Old Plank Trail Bank	201,864	8.7	115,692	5.0	177,956	8.2	108,332	5.0
St. Charles Bank	200,910	9.6	104,431	5.0	174,516	9.1	95,638	5.0

Wintrust's mortgage banking division and broker/dealer subsidiary are also required to maintain minimum net worth capital requirements with various governmental agencies. The mortgage banking division's net worth requirements are governed by the Department of Housing and Urban Development and the broker/dealer's net worth requirements are governed by the SEC. As of December 31, 2022, these business units met their minimum net worth capital requirements.

(20) Commitments and Contingencies

The Company has outstanding, at any time, a number of commitments to extend credit. These commitments include revolving home equity line and other credit agreements, term loan commitments and standby and commercial letters of credit. Standby and commercial letters of credit are conditional commitments issued to guarantee the performance of a customer to a third party. Standby letters of credit are contingent upon the failure of the customer to perform according to the terms of the underlying contract with the third party, while commercial letters of credit are issued specifically to facilitate commerce and typically result in the commitment being drawn on when the underlying transaction is consummated between the customer and the third party.

These commitments involve, to varying degrees, elements of credit and interest rate risk in excess of the amounts recognized in the Consolidated Statements of Condition. Since many of the commitments are expected to expire without being drawn upon, the total commitment amounts do not necessarily represent future cash requirements. The Company uses the same credit policies in making commitments as it does for on-balance sheet instruments. Commitments to extend commercial, commercial real estate and construction loans totaled \$9.5 billion and \$7.8 billion as of December 31, 2022 and 2021, respectively, and unused home equity lines totaled \$796.9 million and \$749.4 million as of December 31, 2022 and 2021, respectively. Standby and commercial letters of credit totaled \$344.4 million at December 31, 2022 and \$351.1 million at December 31, 2021.

In addition, at December 31, 2022 and 2021, the Company had approximately \$181.0 million and \$590.0 million, respectively, in commitments to fund residential mortgage loans to be sold into the secondary market. These lending commitments are also considered derivative instruments. The Company also enters into forward contracts for the future delivery of residential mortgage loans at specified interest rates to reduce the interest rate risk associated with commitments to fund loans as well as mortgage loans held-for-sale. These forward contracts are also considered derivative instruments and had contractual amounts of approximately \$321.0 million at December 31, 2022 and \$952.3 million at December 31, 2021. See Note (21) "Derivative Financial Instruments" in Item 8 of this report for further discussion on derivative instruments.

The Company enters into residential mortgage loan sale agreements with investors in the normal course of business. These agreements usually require certain representations concerning credit information, loan documentation, collateral and insurability. On occasion, investors have requested the Company to indemnify them against losses on certain loans or to repurchase loans which the investors believe do not comply with applicable representations. Management maintains a liability for estimated losses on loans expected to be repurchased or on which indemnification is expected to be provided and regularly

evaluates the adequacy of this recourse liability based on trends in repurchase and indemnification requests, actual loss experience, known and inherent risks in the loans, and current economic conditions.

The Company sold approximately \$3.1 billion of mortgage loans in 2022 and \$7.4 billion in 2021. The liability for estimated losses on repurchase and indemnification claims for residential mortgage loans previously sold to investors was approximately \$624,000 and \$675,000 at December 31, 2022 and 2021, respectively, and was included in other liabilities on the Consolidated Statements of Condition. Losses charged against the liability were \$60,000 in 2022 as compared to \$219,000 in 2021. These losses relate to mortgages which experienced early payment and other defaults meeting certain representation and warranty recourse requirements.

The Company had unfunded commitments to investment partnerships that qualify for CRA purposes totaling \$50.9 million and \$40.3 million as of December 31, 2022 and 2021, respectively. Of these commitments, on both reporting dates, \$7.1 million related to legally-binding unfunded commitments for tax-credit investments and were included within other liabilities on the Consolidated Statements of Condition as of December 31, 2022 and 2021.

The Company utilizes an out-sourced securities clearing platform and has agreed to indemnify the clearing broker of Wintrust Investments for losses that it may sustain from the customer accounts introduced by Wintrust Investments. As of December 31, 2022 and 2021, the total amount of customer balances maintained by the clearing broker and subject to indemnification was approximately \$15.8 million and \$22.5 million, respectively. Wintrust Investments seeks to control the risks associated with its customers' activities by requiring customers to maintain margin collateral in compliance with various regulatory and internal guidelines.

Litigation Matters

In accordance with applicable accounting principles, the Company establishes an accrued liability for litigation and threatened litigation actions and proceedings when those actions present loss contingencies, which are both probable and estimable. In actions for which a loss is reasonably possible in future periods, the Company determines whether it can estimate a loss or range of possible loss. To determine whether a possible loss is estimable, the Company reviews and evaluates its material litigation on an ongoing basis, in conjunction with any outside counsel handling the matter, in light of potentially relevant factual and legal developments. This review may include information learned through the discovery process, rulings on substantive or dispositive motions, and settlement discussions.

Wintrust Mortgage Matter

On October 17, 2018, a former Wintrust Mortgage employee filed a lawsuit in the Superior Court of Los Angeles County, California against Wintrust Mortgage alleging violation of California wage payment statutes on behalf of herself and all other hourly, non-exempt employees of Wintrust Mortgage in California. Wintrust Mortgage received service of the complaint on November 4, 2018. Wintrust Mortgage filed its response to the complaint on February 25, 2019. On November 1, 2019, the plaintiff's counsel filed a letter with the California Department of Labor advising that it was initiating an action under California's Private Attorney General Act statute based on the same alleged violations. In November 2019, the parties reached a settlement agreement. The parties executed a settlement agreement and on February 26, 2020, plaintiff moved the court for approval. A hearing on the motion to approve settlement was originally set for June 16, 2020, but the court continued the motion to September 8, 2020. On September 8, 2020, the court requested the parties make certain changes to the settlement agreement that were immaterial to the parties' settlement terms. The parties revised the settlement agreement consistent with the court's recommendations and submitted the revised settlement agreement to the court for its approval. On January 27, 2021, the court entered its preliminary approval of the settlement. After no class members opted out or objected to the settlement, the court issued its final approval of the settlement on June 17, 2021 and on June 18, 2021, Wintrust Mortgage tendered the settlement amount to the class claims administrator. Payments to class members have been completed and this matter is closed. The Company had reserved an amount for this settlement that is immaterial to its results of operations or financial condition.

Wintrust Mortgage California PAGA Matter

On May 24, 2022, a former Wintrust Mortgage employee filed a California Private Attorney General Act ("PAGA") suit, not individually, but as representative of all Wintrust Mortgage's California hourly employees, against Wintrust Mortgage in the Superior Court of San Diego County, California. Plaintiff alleges Wintrust Mortgage failed to provide: (i) accurate sick leave accrual and pay; (ii) overtime wages; (iii) accurately itemized wage statements; (iv) meal breaks and meal premiums; (v) timely payment of earned wages; (vi) payment of all earned wages; and (vii) payment of all vested vacation hours. Wintrust Mortgage disputes the validity of Plaintiff's claims and believes, to the extent there were defects in complying with California law governing the payment of compensation to Plaintiff, such errors would have been de minimis. Plaintiff also has an arbitration agreement with a collective and class action waiver. On January 19, 2023, Wintrust Mortgage moved to compel arbitration. The court entered and continued the motion until June 23, 2023 and stayed further proceedings in anticipation of a California Supreme Court decision on PAGA arbitrations. We believe plaintiff's allegations to be legally and factually meritless and otherwise lack sufficient information to estimate the amount of any potential liability.

Wintrust Mortgage Fair Lending Matter

On May 25, 2022, a Wintrust Mortgage customer filed a putative class action and asserted individual claims against Wintrust Mortgage and Wintrust Financial Corporation in the District Court for the Northern District of Illinois. Plaintiff alleges that Wintrust Mortgage discriminated against black/African American borrowers and brings class claims under the Equal Credit Opportunity Act, Sections 1981 and 1982 under Chapter 42 of the United States Code; and the Fair Housing Act of 1968. Plaintiff also asserts individual claims under theories of promissory estoppel, fraudulent inducement, and breach of contract. On September 23, 2022, Wintrust filed a motion to dismiss the plaintiff's amended complaint. The motion to dismiss has been fully briefed and the parties are awaiting a decision by the court. We vigorously dispute these allegations, believe them to be legally and factually meritless, and otherwise lack sufficient information to estimate the amount of any potential liability.

Wintrust ERISA Matter

On July 29, 2022, a former Wintrust employee filed a class action in the District Court for the Northern District of Illinois asserting claims under the federal Employee Retirement Income Security Act ("ERISA") against Wintrust. Plaintiff alleges Wintrust breached its fiduciary duty in the selection of BlackRock Target Date funds for inclusion in its 401(k) plan, that Wintrust failed to monitor the performance of those funds, and in the alternative, Wintrust should be liable for breach of trust. Plaintiff's sole basis for the allegations is that BlackRock Target Date funds allegedly performed more poorly than two comparable funds over a three year period. On November 8, 2022, Wintrust filed a motion to dismiss the plaintiff's amended complaint. The motion has been fully briefed. We believe plaintiff's allegations to be legally and factually meritless and otherwise lack sufficient information to estimate the amount of any potential liability.

Other Matters

In addition, the Company and its subsidiaries, from time to time, are subject to pending and threatened legal action and proceedings arising in the ordinary course of business.

Based on information currently available and upon consultation with counsel, management believes that the eventual outcome of any pending or threatened legal actions and proceedings described above, including our ordinary course litigation, will not have a material adverse effect on the operations or financial condition of the Company. However, it is possible that the ultimate resolution of these matters, if unfavorable, may be material to the results of operations or financial condition for a particular period.

(21) Derivative Financial Instruments

The Company primarily enters into derivative financial instruments as part of its strategy to manage its exposure to changes in interest rates. Derivative instruments represent contracts between parties that result in one party delivering cash to the other party based on a notional amount and an underlying term (such as a rate, security price or price index or commodity price) as specified in the contract. The amount of cash delivered from one party to the other is determined based on the interaction of the notional amount of the contract with the underlying term. Derivatives are also implicit in certain contracts and commitments.

The derivative financial instruments currently used by the Company to manage its exposure to interest rate risk include: (1) interest rate swaps and collars to manage the interest rate risk of certain fixed and variable rate assets and variable rate liabilities; (2) interest rate lock commitments provided to customers to fund certain mortgage loans to be sold into the secondary market; (3) forward commitments for the future delivery of such mortgage loans to protect the Company from adverse changes in interest rates and corresponding changes in the value of mortgage loans held-for-sale; (4) covered call options to economically hedge specific investment securities and receive fee income, effectively enhancing the overall yield on such securities to compensate for net interest margin compression; and (5) options and swaps to economically hedge a portion of the fair value adjustments related to the Company's mortgage servicing rights portfolio. The Company also enters into derivatives (typically interest rate swaps and commodity forward contracts) with certain qualified borrowers to facilitate the borrowers' risk management strategies and concurrently enters into mirror-image derivatives with a third party counterparty, effectively making a market in the derivatives for such borrowers. Additionally, the Company enters into foreign currency contracts to manage foreign exchange risk associated with certain foreign currency denominated assets.

The Company recognizes derivative financial instruments in the consolidated financial statements at fair value regardless of the purpose or intent for holding the instrument. The Company records derivative assets and derivative liabilities on the Consolidated Statements of Condition within accrued interest receivable and other assets and accrued interest payable and other liabilities, respectively. Changes in the fair value of derivative financial instruments are either recognized in income or in shareholders' equity as a component of accumulated other comprehensive income or loss depending on whether the derivative financial instrument qualifies for hedge accounting and, if so, whether it qualifies as a fair value hedge or cash flow hedge.

Changes in fair values of derivatives accounted for as fair value hedges are recorded in income in the same period and in the same income statement line as changes in the fair values of the hedged items that relate to the hedged risk(s). Changes in fair values of derivative financial instruments accounted for as cash flow hedges are recorded as a component of accumulated other comprehensive income or loss, net of deferred taxes, and reclassified to earnings when the hedged transaction affects earnings. Changes in fair values of derivative financial instruments not designated in a hedging relationship pursuant to ASC 815 are reported in non-interest income during the period of the change. Derivative financial instruments are valued by a third party and are corroborated by comparison with valuations provided by the respective counterparties. Fair values of certain mortgage banking derivatives (interest rate lock commitments and forward commitments to sell mortgage loans) are estimated based on changes in mortgage interest rates from the date of the loan commitment. The fair value of foreign currency derivatives is computed based on changes in foreign currency rates stated in the contract compared to those prevailing at the measurement date. Commodity derivative fair values are computed based on changes in the price per unit stated in the contract compared to those prevailing at the measurement date.

The table below presents the fair value of the Company's derivative financial instruments as of December 31, 2022 and December 31, 2021:

(In thousands)	Derivative Assets		Derivative Liabilities	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Derivatives designated as hedging instruments under ASC 815:				
Interest rate derivatives designated as Cash Flow Hedges	\$ —	\$ 47,309	\$ 58,198	\$ 10,401
Interest rate derivatives designated as Fair Value Hedges	16,768	1,474	—	5,841
Total derivatives designated as hedging instruments under ASC 815	\$ 16,768	\$ 48,783	\$ 58,198	\$ 16,242
Derivatives not designated as hedging instruments under ASC 815:				
Interest rate derivatives	\$ 269,670	\$ 103,710	\$ 271,109	\$ 103,665
Interest rate lock commitments	1,711	10,560	58	885
Forward commitments to sell mortgage loans	220	1,625	414	1,878
Commodity forward contracts	257	—	162	—
Foreign exchange contracts	8,222	330	8,137	330
Total derivatives not designated as hedging instruments under ASC 815	\$ 280,080	\$ 116,225	\$ 279,880	\$ 106,758
Total Derivatives	\$ 296,848	\$ 165,008	\$ 338,078	\$ 123,000

Cash Flow Hedges of Interest Rate Risk

The Company's objectives in using interest rate derivatives are to add stability to net interest income and to manage its exposure to interest rate movements. To accomplish these objectives, the Company primarily uses interest rate swaps and interest rate collars as part of its interest rate risk management strategy. Interest rate swaps designated as cash flow hedges involve the receipt of variable-rate amounts to or from a counterparty in exchange for the Company receiving or paying fixed-rate payments over the life of the agreements without the exchange of the underlying notional amount. Interest rate collars designated as cash flow hedges involve the settlement of amounts in which the interest rate specified in the contract exceeds the agreed upon cap strike price or in which the interest rate specified in the contract is below the agreed upon floor strike price at the end of each period.

As of December 31, 2022, the Company had various interest rate collar derivatives designated as cash flow hedges of variable rate loans. When the relationship between the hedged item and hedging instrument is highly effective at achieving offsetting changes in cash flows attributable to the hedged risk, changes in the fair value of these cash flow hedges are recorded in accumulated other comprehensive income or loss and are subsequently reclassified to interest income as interest payments are made on such variable rate loans. The changes in fair value (net of tax) are separately disclosed in the Consolidated Statements of Comprehensive Income.

The table below provides details on these cash flow hedges, summarized by derivative type and maturity, as of December 31, 2022:

(In thousands)	December 31, 2022	
	Notional Amount	Fair Value Asset (Liability)
<i>Interest Rate Collars:</i>		
1-month CME term SOFR; buy 2.250% floor, sell 3.743% cap; matures September 2025	\$ 1,250,000	\$ (20,446)
1-month CME term SOFR; buy 2.750% floor, sell 4.320% cap; matures October 2026	500,000	(1,473)
1-month CME term SOFR; buy 2.000% floor, sell 3.450% cap; matures September 2027	1,250,000	(36,279)
Total Cash Flow Hedges	\$ 3,000,000	\$ (58,198)

In the first quarter of 2022, the Company terminated interest rate swap derivative contracts designated as cash flow hedges of variable rate deposits with a total notional value of \$1.0 billion and a five-year term effective July 2022. At the time of termination, the fair value of the derivative contracts totaled an asset of \$66.5 million, with such adjustments to fair value recorded in accumulated other comprehensive income or loss. In the second quarter of 2022, the Company terminated two additional interest rate swap derivative contracts designated as cash flow hedges of variable rate deposits with a total notional value of \$500.0 million each effective since April 2020. The remaining terms of such derivative contracts were through March 2023 and April 2024 and, at the time of termination, the fair value of the derivative contracts totaled assets of \$3.7 million and \$10.7 million, respectively, with such adjustments to fair value recorded in accumulated other comprehensive income or loss. In the fourth quarter of 2022, the Company terminated one additional interest rate collar derivative contract designated as a cash flow hedge of the Term Facility with a total notional value of \$64.3 million effective since September 2018. The remaining term of such derivative contract was through September 2023 and, at the time of termination, the fair value of the derivative contract totaled an asset of \$875,000, with such adjustments to fair value recorded in accumulated other comprehensive income or loss.

For all such terminations, as the hedged forecasted transactions (interest payments on variable rate deposits and the Term Facility) are still expected to occur over the remaining term of such terminated derivatives, such adjustments will remain in accumulated other comprehensive income or loss and be reclassified as a reduction to interest expense on a straight-line basis over the original term of the terminated derivative contracts.

A rollforward of the amounts in accumulated other comprehensive income or loss related to interest rate derivatives designated as cash flow hedges, including such derivative contracts terminated during the period, follows:

(In thousands)	Years Ended December 31,	
	2022	2021
Unrealized gain (loss) at beginning of period	\$ 36,908	\$ (31,533)
Amount reclassified from accumulated other comprehensive income or loss to interest expense on deposits, loans, other borrowings and junior subordinated debentures	(3,319)	26,883
Amount of (loss) gain recognized in other comprehensive income or loss	(23,563)	41,558
Unrealized gain at end of period	\$ 10,026	\$ 36,908

As of December 31, 2022, the Company estimated that during the next 12 months, \$11.0 million will be reclassified from accumulated other comprehensive income or loss as a decrease to net interest income. Such estimate consists of \$20.3 million reclassified as a reduction to interest expense on the terminated cash flow hedges discussed above, more than offset by estimated amounts to be reclassified as a reduction to interest income related to the interest rate collars noted above that remain outstanding.

Fair Value Hedges of Interest Rate Risk

Interest rate swaps designated as fair value hedges involve the payment of fixed amounts to a counterparty in exchange for the Company receiving variable payments over the life of the agreements without the exchange of the underlying notional amount. As of December 31, 2022, the Company has 14 interest rate swaps with an aggregate notional amount of \$207.2 million that were designated as fair value hedges primarily associated with fixed rate commercial and industrial and commercial real estate loans as well as life insurance premium finance receivables.

For derivatives designated and that qualify as fair value hedges, the net gain or loss from the entire change in the fair value of the derivative instrument is recognized in the same income statement line item as the earnings effect, including the net gain or loss, of the hedged item (interest income earned on fixed rate loans) when the hedged item affects earnings.

The following table presents the carrying amount of the hedged assets/(liabilities) and the cumulative amount of fair value hedging adjustment included in the carrying amount of the hedged assets/(liabilities) that are designated as a fair value hedge accounting relationship as of December 31, 2022:

(In thousands)		December 31, 2022		
		Carrying Amount of the Hedged Assets/(Liabilities)	Cumulative Amount of Fair Value Hedging Adjustment Included in the Carrying Amount of the Hedged Assets/(Liabilities)	Cumulative Amount of Fair Value Hedging Adjustment Remaining for any Hedged Assets (Liabilities) for which Hedge Accounting has been Discontinued
Derivatives in Fair Value Hedging Relationships	Location in the Statement of Condition			
Interest rate swaps	Loans, net of unearned income	\$ 189,587	\$ (16,719)	\$ (107)
	Available-for-sale debt securities	923	(23)	—

The following table presents the gain or loss recognized related to derivative instruments that are designated as fair value hedges for the respective period:

(In thousands)	Location of Gain or (Loss) Recognized in Income on Derivative	Year Ended December 31,	
		2022	
Derivatives in Fair Value Hedging Relationships			
Interest rate swaps	Interest and fees on loans	\$	10
	Interest income - investment securities		—

Non-Designated Hedges

The Company does not use derivatives for speculative purposes. Derivatives not designated as accounting hedges are used to manage the Company's economic exposure to interest rate movements and other identified risks but do not meet the strict hedge accounting requirements of ASC 815. Changes in the fair value of derivatives not designated in hedging relationships are recorded directly in earnings.

Interest Rate Derivatives—Periodically, the Company may purchase interest rate cap derivatives designed to act as an economic hedge of the risk of the negative impact on its fixed-rate loan portfolios from rising interest rates, most recently related to the LIBOR index. As of December 31, 2022, there were no interest rate caps outstanding that were designed to act as an economic hedge. During 2022, the Company terminated an interest rate cap derivative contract related to LIBOR that was not designated as an accounting hedge with a total notional value of \$1.0 billion.

Additionally, the Company has interest rate derivatives, including swaps and option products, resulting from a service the Company provides to certain qualified borrowers. The Company's banking subsidiaries execute certain derivative products (typically interest rate swaps) directly with qualified commercial borrowers to facilitate their respective risk management strategies. For example, these arrangements allow the Company's commercial borrowers to effectively convert a variable rate loan to a fixed rate. In order to minimize the Company's exposure on these transactions, the Company simultaneously executes offsetting derivatives with third parties. In most cases, the offsetting derivatives have mirror-image terms, which result in the positions' changes in fair value substantially offsetting through earnings each period. However, to the extent that the derivatives are not a mirror-image and because of differences in counterparty credit risk, changes in fair value will not completely offset resulting in some earnings impact each period. Changes in the fair value of these derivatives are included in other non-interest income. At December 31, 2022, the Company had interest rate derivative transactions with an aggregate notional amount of approximately \$9.6 billion (all interest rate swaps and caps with customers and third parties) related to this program. These interest rate derivatives had maturity dates ranging from January 2023 to January 2037.

Mortgage Banking Derivatives—These derivatives include interest rate lock commitments provided to customers to fund certain mortgage loans to be sold into the secondary market and forward commitments for the future delivery of such loans. It is the Company's practice to enter into forward commitments for the future delivery of a portion of our residential mortgage loan production when interest rate lock commitments are entered into in order to economically hedge the effect of future changes in interest rates on its commitments to fund the loans as well as on its portfolio of mortgage loans held-for-sale. The Company's

mortgage banking derivatives have not been designated as being in hedge relationships. At December 31, 2022, the Company had interest rate lock commitments with an aggregate notional amount of approximately \$121.6 million and forward commitments to sell mortgage loans with an aggregate notional amount of approximately \$321.0 million. The fair values of these derivatives were estimated based on changes in mortgage rates from the dates of the commitments. Changes in the fair value of these mortgage banking derivatives are included in mortgage banking revenue.

Commodity Derivatives—The Company has commodity forward contracts resulting from a service the Company provides to certain qualified borrowers. The Company's banking subsidiaries execute certain derivative products directly with qualified commercial borrowers to facilitate their respective risk management strategies. For example, these arrangements allow the Company's commercial borrowers to effectively purchase or sell a given commodity at an agreed-upon price on an agreed-upon settlement date. In order to minimize the Company's exposure on these transactions, the Company simultaneously executes offsetting derivatives with third parties. In most cases, the offsetting derivatives have mirror-image terms, which result in the positions' changes in fair value substantially offsetting through earnings each period. However, to the extent that the derivatives are not a mirror-image and because of differences in counterparty credit risk, changes in fair value will not completely offset resulting in some earnings impact each period. Changes in the fair value of these derivatives are included in other non-interest income. At December 31, 2022, the Company had commodity derivative transactions with an aggregate notional amount of approximately \$3.6 million (all forward contracts with customers and third parties) related to this program. These commodity derivatives had maturity dates ranging from January 2023 to December 2023. There were no commodity derivatives outstanding as of December 31, 2021.

Foreign Currency Derivatives—The Company has foreign currency derivative contracts resulting from a service the Company provides to certain qualified customers. The Company's banking subsidiaries execute certain derivative products directly with qualified customers to facilitate their respective risk management strategies related to foreign currency fluctuations. For example, these arrangements allow the Company's customers to effectively exchange the currency of one country for the currency of another country at an agreed-upon price on an agreed-upon settlement date. In order to minimize the Company's exposure on these transactions, the Company simultaneously executes offsetting derivatives with third parties. In most cases, the offsetting derivatives have mirror-image terms, which result in the positions' changes in fair value substantially offsetting through earnings each period. However, to the extent that the derivatives are not a mirror-image and because of differences in counterparty credit risk, changes in fair value will not completely offset resulting in some earnings impact each period. Changes in the fair value of these derivatives are included in other non-interest income. As of December 31, 2022, the Company held foreign currency derivatives with an aggregate notional amount of approximately \$226.2 million.

Other Derivatives—Periodically, the Company will sell options to a bank or dealer for the right to purchase certain securities held within the banks' investment portfolios (covered call options). These option transactions are designed to increase the total return associated with the investment securities portfolio. These options do not qualify as accounting hedges pursuant to ASC 815 and, accordingly, changes in fair value of these contracts are recognized as other non-interest income. There were no covered call options outstanding as of December 31, 2022 or December 31, 2021.

Periodically, the Company will purchase options for the right to purchase securities not currently held within the banks' investment portfolios or enter into interest rate swaps in which the Company elects to not designate such derivatives as hedging instruments. These option and swap transactions are designed primarily to economically hedge a portion of the fair value adjustments related to the Company's mortgage servicing rights portfolio. The gain or loss associated with these derivative contracts are included in mortgage banking revenue. As of December 31, 2022, the Company held three interest rate derivatives with an aggregate notional value of \$190.0 million for such purpose of economically hedging a portion of the fair value adjustment related to its mortgage servicing rights portfolio. There were no such options or swaps outstanding as of December 31, 2021.

Amounts included in the Consolidated Statements of Income related to derivative instruments not designated in hedge relationships were as follows:

(In thousands)	Derivative	Location in income statement	Years Ended December 31,	
			2022	2021
	Interest rate swaps and caps	Trading gains (losses), net	\$ 3,603	\$ 139
	Mortgage banking derivatives	Mortgage banking revenue	(23,470)	(42,652)
	Commodity contracts	Trading gains (losses), net	95	—
	Foreign exchange contracts	Trading gains (losses), net	85	(10)
	Covered call options	Fees from covered call options	14,133	3,673
	Derivative contract held as economic hedge on MSRs	Mortgage banking revenue	(2,165)	—

Credit Risk

Derivative instruments have inherent risks, primarily market risk and credit risk. Market risk is associated with changes in interest rates and credit risk relates to the risk that the counterparty will fail to perform according to the terms of the agreement. The amounts potentially subject to market and credit risks are the streams of interest payments under the contracts and the market value of the derivative instrument and not the notional principal amounts used to express the volume of the transactions. Market and credit risks are managed and monitored as part of the Company's overall asset-liability management process, except that the credit risk related to derivatives entered into with certain qualified borrowers is managed through the Company's standard loan underwriting process since these derivatives are secured through collateral provided by the loan agreements. Actual exposures are monitored against various types of credit limits established to contain risk within parameters. When deemed necessary, appropriate types and amounts of collateral are obtained to minimize credit exposure.

The Company has agreements with certain of its interest rate derivative counterparties that contain cross-default provisions, which provide that if the Company defaults on any of its indebtedness, including default where repayment of the indebtedness has not been accelerated by the lender, then the Company could also be declared in default on its derivative obligations. The Company also has agreements with certain of its derivative counterparties that contain a provision allowing the counterparty to terminate the derivative positions if the Company fails to maintain its status as a well or adequately capitalized institution, which would require the Company to settle its obligations under the agreements. As of December 31, 2022, there were no interest rate derivatives in a net liability position that were subject to such agreements. The fair value of such derivatives includes accrued interest related to these agreements.

The Company is also exposed to the credit risk of its commercial borrowers who are counterparties to interest rate derivatives with the banks. This counterparty risk related to the commercial borrowers is managed and monitored through the banks' standard underwriting process applicable to loans since these derivatives are secured through collateral provided by the loan agreement. The counterparty risk associated with the mirror-image swaps executed with third parties is monitored and managed in connection with the Company's overall asset liability management process.

The Company records interest rate derivatives subject to master netting agreements at their gross value and does not offset derivative assets and liabilities on the Consolidated Statements of Condition. The table below summarizes the Company's interest rate derivatives and offsetting positions as of the dates shown.

(In thousands)	Derivative Assets		Derivative Liabilities	
	Fair Value		Fair Value	
	December 31, 2022	December 31, 2021	December 31, 2022	December 31, 2021
Gross Amounts Recognized	\$ 286,438	\$ 152,493	\$ 329,307	\$ 119,907
Less: Amounts offset in the Statements of Condition	—	—	—	—
Net amount presented in the Statements of Condition	\$ 286,438	\$ 152,493	\$ 329,307	\$ 119,907
Gross amounts not offset in the Statements of Condition				
Offsetting Derivative Positions	\$ (64,100)	\$ (52,832)	\$ (64,100)	\$ (52,832)
Collateral Posted	(194,666)	(3,530)	—	(55,201)
Net Credit Exposure	\$ 27,672	\$ 96,131	\$ 265,207	\$ 11,874

(22) Fair Value of Assets and Liabilities

The Company measures, monitors and discloses certain of its assets and liabilities on a fair value basis. These financial assets and financial liabilities are measured at fair value in three levels, based on the markets in which the assets and liabilities are traded and the observability of the inputs used to determine fair value. These levels are:

- Level 1 — unadjusted quoted prices in active markets for identical assets or liabilities.
- Level 2 — inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly. These include quoted prices for similar assets or liabilities in active markets, quoted prices for identical or similar assets or liabilities in markets that are not active, inputs other than quoted prices that are observable for the asset or liability or inputs that are derived principally from or corroborated by observable market data by correlation or other means.
- Level 3 — significant unobservable inputs that reflect the Company's own assumptions that market participants would use in pricing the assets or liabilities. Level 3 assets and liabilities include financial instruments whose value is determined using pricing models, discounted cash flow methodologies, or similar techniques, as well as instruments for which the determination of fair value requires significant management judgment or estimation.

A financial instrument's categorization within the above valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement. The Company's assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment, and considers factors specific to the assets or liabilities. The following is a description of the valuation methodologies used for the Company's assets and liabilities measured at fair value on a recurring basis.

Available-for-sale debt securities, trading account securities and equity securities with readily determinable fair value — Fair values for available-for-sale debt securities, trading account securities and equity securities with readily determinable fair value are typically based on prices obtained from independent pricing vendors. Securities measured with these valuation techniques are generally classified as Level 2 of the fair value hierarchy. Typically, standard inputs such as benchmark yields, reported trades for similar securities, issuer spreads, benchmark securities, bids, offers and reference data including market research publications are used to determine the fair value these securities. When these inputs are not available, broker/dealer quotes may be obtained by the vendor to determine the fair value of the security. We review the vendor's pricing methodologies to determine if observable market information is being used, versus unobservable inputs. Fair value measurements using significant inputs that are unobservable in the market due to limited activity or a less liquid market are classified as Level 3 in the fair value hierarchy. The fair value of U.S. Treasury securities and certain equity securities with readily determinable fair value are based on unadjusted quoted prices in active markets for identical securities. As such, these securities are classified as Level 1 in the fair value hierarchy.

The Company's Investment Operations Department is responsible for the valuation of Level 3 available-for-sale debt securities. The methodology and variables used as inputs in pricing Level 3 securities are derived from a combination of observable and unobservable inputs. The unobservable inputs are determined through internal assumptions that may vary from period to period due to external factors, such as market movement and credit rating adjustments.

At December 31, 2022, the Company classified \$117.5 million of municipal securities as Level 3. These municipal securities are bond issues for various municipal government entities primarily located in the Chicago metropolitan area and southern Wisconsin and are privately placed, non-rated bonds without CUSIP numbers. The Company's methodology for pricing these securities focuses on three distinct inputs: equivalent rating, yield and other pricing terms. To determine the rating for a given non-rated investment debt security, the Investment Operations Department references a rated, publicly issued bond by the same issuer if available. A reduction is then applied to the rating obtained from the comparable bond, as the Company believes if liquidated, a non-rated bond would be valued less than a similar bond with a verifiable rating. The reduction applied by the Company is one complete rating grade (i.e., a "AA" rating for a comparable bond would be reduced to "A" for the Company's valuation). For bond issues without comparable bond proxies, a rating of "BBB" was assigned. For the year ended December 31, 2022, all of the ratings derived by the Investment Operations Department using the above process were "BBB" or better. The fair value measurement noted above is sensitive to the rating input, as a higher rating typically results in an increased valuation. The remaining pricing inputs used in the bond valuation are observable. Based on the rating determined in the above process, Investment Operations obtains a corresponding current market yield curve available to market participants. Other terms including coupon, maturity date, redemption price, number of coupon payments per year, and accrual method are obtained from the individual bond term sheets. Certain municipal bonds held by the Company at December 31, 2022 are

continuously callable. When valuing these bonds, the fair value is capped at par value as the Company assumes a market participant would not pay more than par for a continuously callable bond.

Mortgage loans held-for-sale — The fair value of mortgage loans held-for-sale is typically determined by reference to investor price sheets for loan products with similar characteristics. Loans measured with this valuation technique are classified as Level 2 in the fair value hierarchy.

At December 31, 2022, the Company classified \$48.7 million of certain delinquent mortgage loans held-for-sale as Level 3. For such delinquent loans in which investor interest may be limited, the Company estimates fair value by discounting future scheduled cash flows for the specific loan through its life, adjusted for estimated credit losses. The Company uses a discount rate based on prevailing market coupon rates on loans with similar characteristics. The assumed weighted average discount rate used as an input to value these loans at December 31, 2022 was 6.21%. The higher the rate utilized to discount estimated future cash flows, the lower the fair value measurement. Additionally, the weighted average credit discount used as an input to value the specific loans was 0.33% with a credit loss discount ranging from 0% to 12% at December 31, 2022.

Loans held-for-investment — The fair value for certain loans in which the Company previously elected the fair value option is estimated by discounting future scheduled cash flows for the specific loan through maturity, adjusted for estimated credit losses and prepayment or life assumptions. These loans primarily consist of early buyout loans guaranteed by U.S. government agencies that are delinquent and, as a result, investor interest may be limited. The Company uses a discount rate based on the actual coupon rate of the underlying loan. At December 31, 2022, the Company classified \$84.2 million of loans held-for-investment carried at fair value as Level 3. The assumed weighted average discount rate used as an input to value these loans at December 31, 2022 was 6.26%. The higher the rate utilized to discount estimated future cash flows, the lower the fair value measurement. As noted above, the fair value estimate also includes assumptions of prepayment speeds and average life as well as credit losses. The weighted average prepayments speed used as an input to value current loans was 6.62% at December 31, 2022. Prepayment speeds are inversely related to the fair value of these loans as an increase in prepayment speeds results in a decreased valuation. For delinquent loans in which performance is not assumed and there is a higher probability of resolution of the loan ending in foreclosure, the weighted average life of such loans was 5.8 years. Average life is inversely related to the fair value of these loans as an increase in estimated life results in a decreased valuation. Additionally, the weighted average credit discount used as an input to value the specific loans was 0.77% with credit loss discounts ranging from 0% to 12% at December 31, 2022.

MSRs — Fair value for MSRs is determined utilizing a valuation model which calculates the fair value of each servicing right based on the present value of estimated future cash flows. The Company uses a discount rate commensurate with the risk associated with each servicing right, given current market conditions. At December 31, 2022, the Company classified \$230.2 million of MSRs as Level 3. The weighted average discount rate used as an input to value the pool of MSRs at December 31, 2022 was 10.30% with discount rates applied ranging from 7% to 24%. The higher the rate utilized to discount estimated future cash flows, the lower the fair value measurement. The fair value of MSRs was also estimated based on other assumptions including prepayment speeds and the cost to service. Prepayment speeds ranged from 0% to 100% or a weighted average prepayment speed of 6.62%. Further, for current and delinquent loans, the Company assumed a weighted average cost of servicing of \$75 and \$343, respectively, per loan. Prepayment speeds and the cost to service are both inversely related to the fair value of MSRs as an increase in prepayment speeds or the cost to service results in a decreased valuation. See Note (6) “Mortgage Servicing Rights (“MSRs”)” for further discussion of MSRs.

Derivative instruments — The Company’s derivative instruments include interest rate swaps, caps and collars, commitments to fund mortgages for sale into the secondary market (interest rate locks), forward commitments to end investors for the sale of mortgage loans, commodity future contracts and foreign currency contracts. Interest rate swaps, caps and collars and commodity future contracts are valued by a third party, using models that primarily use market observable inputs, such as yield curves and commodity prices prevailing at the measurement date, and are classified as Level 2 in the fair value hierarchy. The credit risk associated with derivative financial instruments that are subject to master netting agreements is measured on a net basis by counterparty portfolio. The fair value for mortgage-related derivatives is based on changes in mortgage rates from the date of the commitments. The fair value of foreign currency derivatives is computed based on change in foreign currency rates stated in the contract compared to those prevailing at the measurement date.

At December 31, 2022, the Company classified \$1.7 million of derivative assets related to interest rate locks as Level 3. The fair value of interest rate locks is based on prices obtained for loans with similar characteristics from third parties, adjusted for the pull-through rate, which represents the Company’s best estimate of the likelihood that a committed loan will ultimately fund. The weighted-average pull-through rate at December 31, 2022 was 86.12% with pull-through rates applied ranging from 35% to 100%. Pull-through rates are directly related to the fair value of interest rate locks as an increase in the pull-through rate results in an increased valuation.

Nonqualified deferred compensation assets — The underlying assets relating to the nonqualified deferred compensation plan are included in a trust and primarily consist of non-exchange traded institutional funds which are priced based by an independent third party service. These assets are classified as Level 2 in the fair value hierarchy.

The following tables present the balances of assets and liabilities measured at fair value on a recurring basis for the periods presented:

(In thousands)	December 31, 2022			
	Total	Level 1	Level 2	Level 3
Available-for-sale securities				
U.S. Treasury	\$ 14,948	\$ 14,948	\$ —	\$ —
U.S. government agencies	74,222	—	74,222	—
Municipal	168,655	—	51,118	117,537
Corporate notes	85,705	—	85,705	—
Mortgage-backed	2,899,487	—	2,899,487	—
Trading account securities	1,127	—	1,127	—
Equity securities with readily determinable fair value	110,365	102,299	8,066	—
Mortgage loans held-for-sale	299,935	—	251,280	48,655
Loans held-for-investment	179,932	—	95,767	84,165
MSRs	230,225	—	—	230,225
Nonqualified deferred compensations assets	13,899	—	13,899	—
Derivative assets	296,848	—	295,137	1,711
Total	\$ 4,375,348	\$ 117,247	\$ 3,775,808	\$ 482,293
Derivative liabilities	\$ 338,078	\$ —	\$ 338,078	\$ —

(In thousands)	December 31, 2021			
	Total	Level 1	Level 2	Level 3
Available-for-sale securities				
U.S. Treasury	\$ —	\$ —	\$ —	\$ —
U.S. government agencies	52,507	—	52,507	—
Municipal	165,594	—	59,907	105,687
Corporate notes	95,704	—	95,704	—
Mortgage-backed	2,013,988	—	2,013,988	—
Trading account securities	1,061	—	1,061	—
Equity securities with readily determinable fair value	90,511	82,445	8,066	—
Mortgage loans held-for-sale	817,912	—	817,912	—
Loans held-for-investment	38,598	—	22,707	15,891
MSRs	147,571	—	—	147,571
Nonqualified deferred compensations assets	16,240	—	16,240	—
Derivative assets	165,008	—	154,448	10,560
Total	\$ 3,604,694	\$ 82,445	\$ 3,242,540	\$ 279,709
Derivative liabilities	\$ 123,000	\$ —	\$ 123,000	\$ —

The aggregate remaining contractual principal balance outstanding as of December 31, 2022 and 2021 for mortgage loans held-for-sale measured at fair value under ASC 825 was \$308.9 million and \$801.6 million, respectively, while the aggregate fair value of mortgage loans held-for-sale was \$299.9 million and \$817.9 million, respectively, as shown in the above tables. At December 31, 2022, \$5.8 million of mortgage loans held-for-sale were classified as nonaccrual. Additionally, there were \$44.0 million of loans past due greater than 90 days and still accruing interest within the mortgage loans held-for-sale portfolio as of December 31, 2022 compared to \$125.5 million as of December 31, 2021. All of the nonaccrual loans and loans past due greater than 90 days and still accruing within the mortgage loans held-for-sale portfolio as of December 31, 2022 were individual delinquent mortgage loans bought back from GNMA at the unconditional option of the Company as servicer for those loans. The aggregate remaining contractual principal balance outstanding as of December 31, 2022 and 2021 for

mortgage loans held- for-investment measured at fair value under ASC 825 was \$184.0 million and \$38.4 million, respectively, while the aggregate fair value of mortgage loans held-for-investment was \$179.9 million and \$38.6 million million, respectively, as shown in the above tables.

The changes in Level 3 assets measured at fair value on a recurring basis during the years ended December 31, 2022 and 2021 are summarized as follows:

(In thousands)	Municipal	Mortgage loans held-for-sale	U.S. government agencies	Loans held-for-investment	MSRs	Derivative assets
Balance at January 1, 2022	\$ 105,687	\$ —	\$ —	\$ 15,891	\$ 147,571	\$ 10,560
Total net gains (losses) included in:						
Net income ⁽¹⁾	—	(2,749)	—	(4,177)	82,654	(8,849)
Other comprehensive income or loss	(8,766)	—	—	—	—	—
Purchases	60,546	—	—	—	—	—
Issuances	—	—	—	—	—	—
Sales	—	—	—	—	—	—
Settlements	(39,930)	(43,434)	—	(38,319)	—	—
Net transfers into/(out of) Level 3	—	94,838	—	110,770	—	—
Balance at December 31, 2022	\$ 117,537	\$ 48,655	\$ —	\$ 84,165	\$ 230,225	\$ 1,711

(In thousands)	Municipal	Mortgage loans held-for-sale	U.S. government agencies	Loans held-for-investment	MSRs	Derivative assets
Balance at January 1, 2021	\$ 109,876	\$ —	\$ 1,966	\$ 10,280	\$ 92,081	\$ 48,091
Total net gains (losses) included in:						
Net income ⁽¹⁾	—	—	(4)	(293)	55,490	(37,531)
Other comprehensive income or loss	(4,830)	—	(24)	—	—	—
Purchases	38,727	—	—	—	—	—
Issuances	—	—	—	—	—	—
Sales	—	—	—	—	—	—
Settlements	(38,086)	—	(1,938)	(4,653)	—	—
Net transfers into/(out of) Level 3	—	—	—	10,557	—	—
Balance at December 31, 2021	\$ 105,687	\$ —	\$ —	\$ 15,891	\$ 147,571	\$ 10,560

(1) Changes in the balance of mortgage loans held-for-sale, MSRs and derivative assets related to fair value adjustments are recorded as a component of mortgage banking revenue. Changes in the balance of loans held-for-investment related to fair value adjustments are recorded as other non-interest income.

Also, the Company may be required, from time to time, to measure certain other assets at fair value on a non-recurring basis in accordance with GAAP. These adjustments to fair value usually result from impairment charges on individual assets. For assets measured at fair value on a non-recurring basis that were still held in the balance sheet at the end of the period, the following table provides the carrying value of the related individual assets or portfolios at December 31, 2022.

(In thousands)	December 31, 2022				Year Ended December 31, 2022 Fair Value Losses Recognized, net
	Total	Level 1	Level 2	Level 3	
Individually assessed loans - foreclosure probable and collateral-dependent	\$ 69,019	\$ —	\$ —	\$ 69,019	\$ 16,595
Other real estate owned ⁽¹⁾	9,900	—	—	9,900	435
Total	\$ 78,919	\$ —	\$ —	\$ 78,919	\$ 17,030

(1) Fair value losses recognized, net on other real estate owned include valuation adjustments and charge-offs during the respective period.

Individually assessed loans — In accordance with ASC 326, the allowance for credit losses for loans and other financial assets held at amortized cost should be measured on a collective or pooled basis when such assets exhibit similar risk characteristics. In instances in which a financial asset does not exhibit similar risk characteristics to a pool, the Company is required to measure such allowance for credit losses on an individual asset basis. For the Company’s loan portfolio, nonaccrual loans and TDRs are considered to not exhibit similar risk characteristics as pools and thus are individually assessed. Credit losses are measured by estimating the fair value of the loan based on the present value of expected cash flows, the market price of the loan, or the fair value of the underlying collateral. Individually assessed loans are considered a fair value measurement where an allowance for credit loss is established based on the fair value of collateral. Appraised values on relevant real estate properties, which may require adjustments to market-based valuation inputs, are generally used on foreclosure probable and collateral-dependent loans within the real estate portfolios.

The Company’s Managed Assets Division is primarily responsible for the valuation of Level 3 inputs of individually assessed loans. For more information on individually assessed loans refer to Note (5) “Allowance for Credit Losses”. At December 31, 2022, the Company had \$90.2 million of individually assessed loans classified as Level 3. Of the \$90.2 million of individually assessed loans, \$69.0 million were measured at fair value based on the underlying collateral of the loan as shown in the table above. The remaining \$21.2 million were valued based on discounted cash flows in accordance with ASC 310.

Other real estate owned — Other real estate owned is comprised of real estate acquired in partial or full satisfaction of loans and is included in other assets. Other real estate owned is recorded at its estimated fair value less estimated selling costs at the date of transfer, with any excess of the related loan balance over the fair value less expected selling costs charged to the allowance for loan losses. Subsequent changes in value are reported as adjustments to the carrying amount and are recorded in other non-interest expense. Gains and losses upon sale, if any, are also charged to other non-interest expense. Fair value is generally based on third party appraisals and internal estimates that are adjusted by a discount representing the estimated cost of sale and is therefore considered a Level 3 valuation.

The Company’s Managed Assets Division is primarily responsible for the valuation of Level 3 inputs for other real estate owned. At December 31, 2022, the Company had \$9.9 million of other real estate owned classified as Level 3. The unobservable input applied to other real estate owned relates to the 10% reduction to the appraisal value representing the estimated cost of sale of the foreclosed property. A higher discount for the estimated cost of sale results in a decreased carrying value.

The valuation techniques and significant unobservable inputs used to measure both recurring and non-recurring Level 3 fair value measurements at December 31, 2022 were as follows:

(Dollars in thousands)	Fair Value	Valuation Methodology	Significant Unobservable Input	Range of Inputs	Weighted Average of Inputs	Impact to valuation from an increased or higher input value
Measured at fair value on a recurring basis:						
Municipal securities	\$ 117,537	Bond pricing	Equivalent rating	BBB-AA+	N/A	Increase
Mortgage loans held-for-sale	48,655	Discounted cash flows	Discount rate	6.21 %	6.21 %	Decrease
			Credit discount	0% - 12%	0.33 %	Decrease
Loans held-for-investment	84,165	Discounted cash flows	Discount rate	6.21% - 6.75%	6.26 %	Decrease
			Credit discount	0% - 12%	0.77 %	Decrease
			Constant prepayment rate (CPR) - current loans	6.62 %	6.62 %	Decrease
			Average life - delinquent loans (in years)	1.4 years - 10.0 years	5.8 years	Decrease
MSRs	230,225	Discounted cash flows	Discount rate	7% - 24%	10.30 %	Decrease
			Constant prepayment rate (CPR)	0% - 100%	6.62 %	Decrease
			Cost of servicing	\$70 - \$200	\$ 75	Decrease
			Cost of servicing - delinquent	\$200 - \$1,000	\$ 343	Decrease
Derivatives	1,711	Discounted cash flows	Pull-through rate	35% - 100%	86.12 %	Increase
Measured at fair value on a non-recurring basis:						
Individually assessed loans - foreclosure probable and collateral-dependent	69,019	Appraisal value	Appraisal adjustment - cost of sale	10 %	10.00 %	Decrease
Other real estate owned	9,900	Appraisal value	Appraisal adjustment - cost of sale	10 %	10.00 %	Decrease

The Company is required under applicable accounting guidance to report the fair value of all financial instruments on the Consolidated Statements of Condition, including those financial instruments carried at cost. The table below presents the carrying amounts and estimated fair values of the Company's financial instruments as of the dates shown:

(In thousands)	December 31, 2022		December 31, 2021	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Financial Assets:				
Cash and cash equivalents	\$ 490,966	\$ 490,966	\$ 411,205	\$ 411,205
Securities sold under agreements to repurchase with original maturities exceeding three months	—	—	700,000	700,000
Interest-bearing deposits with banks	1,988,719	1,988,719	5,372,603	5,372,603
Available-for-sale securities	3,243,017	3,243,017	2,327,793	2,327,793
Held-to-maturity securities	3,640,567	2,949,821	2,942,285	2,900,694
Trading account securities	1,127	1,127	1,061	1,061
Equity securities with readily determinable fair value	110,365	110,365	90,511	90,511
FHLB and FRB stock, at cost	224,759	224,759	135,378	135,378
Brokerage customer receivables	16,387	16,387	26,068	26,068
Mortgage loans held-for-sale, at fair value	299,935	299,935	817,912	817,912
Loans held-for-investment, at fair value	179,932	179,932	38,598	38,598
Loans held-for-investment, at amortized cost	39,016,553	38,018,678	34,750,506	35,297,878
Nonqualified deferred compensation assets	13,899	13,899	16,240	16,240
Derivative assets	296,848	296,848	165,008	165,008
Accrued interest receivable and other	379,719	379,719	268,921	268,921
Total financial assets	\$ 49,902,793	\$ 48,214,172	\$ 48,064,089	\$ 48,569,870
Financial Liabilities:				
Non-maturity deposits	\$ 38,167,409	\$ 38,167,409	\$ 38,126,796	\$ 38,126,796
Deposits with stated maturities	4,735,135	4,085,058	3,968,789	3,965,372
FHLB advances	2,316,071	2,219,983	1,241,071	1,186,280
Other borrowings	596,614	569,342	494,136	494,670
Subordinated notes	437,392	409,395	436,938	472,684
Junior subordinated debentures	253,566	253,405	253,566	212,226
Derivative liabilities	338,078	338,078	123,000	123,000
Accrued interest payable	22,176	22,176	9,304	9,304
Total financial liabilities	\$ 46,866,441	\$ 46,064,846	\$ 44,653,600	\$ 44,590,332

Not all the financial instruments listed in the table above are subject to the disclosure provisions of ASC Topic 820, as certain assets and liabilities result in their carrying value approximating fair value. These include cash and cash equivalents, interest bearing deposits with banks, brokerage customer receivables, FHLB and FRB stock, accrued interest receivable and accrued interest payable and non-maturity deposits.

The following methods and assumptions were used by the Company in estimating fair values of financial instruments that were not previously disclosed.

Held-to-maturity securities — Held-to-maturity securities include U.S. Government-sponsored agency securities, municipal bonds issued by various municipal government entities primarily located in the Chicago metropolitan area and southern Wisconsin and mortgage-backed securities. Fair values for held-to-maturity securities are typically based on prices obtained from independent pricing vendors. In accordance with ASC 820, the Company has generally categorized these held-to-maturity securities as a Level 2 fair value measurement. Fair values for certain other held-to-maturity securities are based on the bond pricing methodology discussed previously related to certain available-for-sale securities. In accordance with ASC 820, the Company has categorized these held-to-maturity securities as a Level 3 fair value measurement.

Loans held-for-investment, at amortized cost — Fair values are estimated for portfolios of loans with similar financial characteristics. Loans are analyzed by type such as commercial, residential real estate, etc. Each category is further segmented by interest rate type (fixed and variable) and term. For variable-rate loans that reprice frequently, estimated fair values are based

on carrying values. The fair value of residential loans is based on secondary market sources for securities backed by similar loans, adjusted for differences in loan characteristics. The fair value for other fixed rate loans is estimated by discounting scheduled cash flows through the estimated maturity using estimated market discount rates that reflect credit and interest rate risks inherent in the loan. In accordance with ASC 820, the Company has categorized loans as a Level 3 fair value measurement.

Deposits with stated maturities — The fair value of certificates of deposit is based on the discounted value of contractual cash flows. The discount rate is estimated using the rates currently in effect for deposits of similar remaining maturities. In accordance with ASC 820, the Company has categorized deposits with stated maturities as a Level 3 fair value measurement.

FHLB advances — The fair value of FHLB advances is obtained from the FHLB, which uses a discounted cash flow analysis based on current market rates of similar maturity debt securities to discount cash flows. In accordance with ASC 820, the Company has categorized FHLB advances as a Level 3 fair value measurement.

Subordinated notes — The fair value of the subordinated notes is based on a market price obtained from an independent pricing vendor. In accordance with ASC 820, the Company has categorized subordinated notes as a Level 2 fair value measurement.

Junior subordinated debentures — The fair value of the junior subordinated debentures is based on the discounted value of contractual cash flows. In accordance with ASC 820, the Company has categorized junior subordinated debentures as a Level 3 fair value measurement.

(23) Shareholders' Equity

A summary of the Company's common and preferred stock at December 31, 2022 and 2021 is as follows:

	2022	2021
Common Stock:		
Shares authorized	100,000,000	100,000,000
Shares issued	60,797,270	58,891,780
Shares outstanding	60,794,008	57,054,091
Cash dividend per share	\$ 1.36	\$ 1.24
Preferred Stock:		
Shares authorized	20,000,000	20,000,000
Shares issued	5,011,500	5,011,500
Shares outstanding	5,011,500	5,011,500

The Company reserves shares of its authorized common stock specifically for the 2022 Plan, the ESPP and the DDFS. The reserved shares and these plans are detailed in Note (18) "Stock Compensation Plans and Other Employee Benefit Plans".

Common Stock Offering

In June 2022, the Company sold a total of 3,450,000 shares of its common stock through a public offering. Net proceeds to the Company totaled approximately \$285.7 million, net of estimated issuance costs.

Series D Preferred Stock

In June 2015, the Company issued and sold 5,000,000 shares of fixed-to-floating non-cumulative perpetual preferred stock, Series D, liquidation preference \$25 per share (the "Series D Preferred Stock") for \$125.0 million in a public offering. When, as and if declared, dividends on the Series D Preferred Stock are payable quarterly in arrears at a fixed rate of 6.50% per annum from the original issuance date to, but excluding, July 15, 2025, and from (and including) that date (as currently specified in the certificate of designations and subject to the below) at a floating rate equal to three-month LIBOR plus a spread of 4.06% per annum. Under the Adjustable Interest Rate (LIBOR) Act ("AIRLA") and Part 253 of Regulation ZZ (Rule 253), the dividend rate on the Series D Preferred Stock will, by operation of law, change from 3-month USD LIBOR to 3-month CME Term SOFR plus a statutory tenor spread adjustment of 0.26161%. Consequently, for each floating rate period, commencing on July 15, 2025, any dividends will be paid at a rate of the then-current 3-month CME Term SOFR plus 0.26161%, plus the spread of 4.06% per annum. The calculation agent for the Series D Preferred Stock may also make additional administrative conforming changes to the terms of the Series D Preferred Stock under AIRLA and Rule 253.

Series E Preferred Stock

In May 2020, the Company issued 11,500 shares of fixed-rate reset non-cumulative perpetual preferred stock, Series E, liquidation preference \$25,000 per share (the “Series E Preferred Stock”) as part of a \$287.5 million public offering of 11,500,000 depository shares, each representing a 1/1,000th interest in a share of Series E Preferred Stock. When, as and if declared, dividends on the Series E Preferred Stock are payable quarterly in arrears at a fixed rate of 6.875% per annum from October 15, 2020 to, but excluding, July 15, 2025, and from (and including) July 15, 2025 at a floating rate equal to the Five-Year Treasury Rate (as defined in the certificate of designations for the Series E Preferred Stock) plus 6.507%.

Other

At the January 2023 Board of Directors meeting, a quarterly cash dividend of \$0.40 per share of common stock (\$1.60 on an annualized basis) was declared. It was paid on February 23, 2023 to shareholders of record as of February 9, 2023.

Accumulated Other Comprehensive Income or Loss

The following tables summarize the components of other comprehensive income or loss, including the related income tax effects, and the related amount reclassified to net income for the years ended December 31, 2022, 2021 and 2020:

(In thousands)	Accumulated Unrealized Gains (Losses) on Securities	Accumulated Unrealized Gains (Losses) on Derivative Instruments	Accumulated Foreign Currency Translation Adjustments	Total Accumulated Other Comprehensive Income (Loss)
Balance at January 1, 2022	\$ 8,724	\$ 27,111	\$ (31,743)	\$ 4,092
Other comprehensive loss during the period, net of tax, before reclassifications	(394,332)	(17,295)	(17,217)	(428,844)
Amount reclassified from accumulated other comprehensive income or loss into net income, net of tax	(321)	(2,435)	—	(2,756)
Amount reclassified from accumulated other comprehensive income or loss related to amortization of unrealized gains on investment securities transferred to held-to-maturity from available-for-sale, net of tax	(128)	—	—	(128)
Net other comprehensive loss during the period, net of tax	\$ (394,781)	\$ (19,730)	\$ (17,217)	\$ (431,728)
Balance at December 31, 2022	\$ (386,057)	\$ 7,381	\$ (48,960)	\$ (427,636)
Balance at January 1, 2021	\$ 70,737	\$ (23,090)	\$ (32,265)	\$ 15,382
Other comprehensive (loss) income during the period, net of tax, before reclassifications	(61,047)	30,482	522	(30,043)
Amount reclassified from accumulated other comprehensive income or loss into net income, net of tax	(789)	19,719	—	18,930
Amount reclassified from accumulated other comprehensive income or loss related to amortization of unrealized gains on investment securities transferred to held-to-maturity from available-for-sale, net of tax	(177)	—	—	(177)
Net other comprehensive (loss) income during the period, net of tax	\$ (62,013)	\$ 50,201	\$ 522	\$ (11,290)
Balance at December 31, 2021	\$ 8,724	\$ 27,111	\$ (31,743)	\$ 4,092
Balance at January 1, 2020	\$ 14,982	\$ (13,141)	\$ (36,519)	\$ (34,678)
Other comprehensive income (loss) during the period, net of tax, before reclassifications	56,086	(23,497)	4,254	36,843
Amount reclassified from accumulated other comprehensive income or loss into net income, net of tax	(162)	13,548	—	13,386
Amount reclassified from accumulated other comprehensive income or loss related to amortization of unrealized gains on investment securities transferred to held-to-maturity from available-for-sale, net of tax	(169)	—	—	(169)
Net other comprehensive income (loss) during the period, net of tax	\$ 55,755	\$ (9,949)	\$ 4,254	\$ 50,060
Balance at December 31, 2020	\$ 70,737	\$ (23,090)	\$ (32,265)	\$ 15,382

Details Regarding the Component of Accumulated Other Comprehensive Income (Loss)	Amount Reclassified from Accumulated Other Comprehensive Income (Loss) for the Years Ended,		Impacted Line on the Consolidated Statements of Income
	December 31,		
	2022	2021	
	(In thousands)		
Accumulated unrealized gains on available-for-sale securities			
Gains included in net income	\$ 439	\$ 1,079	Gains (losses) on investment securities, net
	439	1,079	Income before taxes
Tax effect	(118)	(290)	Income tax expense
Net of tax	\$ 321	\$ 789	Net income
Accumulated unrealized gains (losses) on derivative instruments			
Amount reclassified to interest income on loans	\$ 1,443	\$ —	Interest on loans
Amount reclassified to interest expense on deposits	(5,675)	19,640	Interest on deposits
Amount reclassified to interest expense on other borrowings	913	2,560	Interest on other borrowings
Amount reclassified to interest expense on junior subordinated debentures	—	4,683	Interest on junior subordinated debentures
	3,319	(26,883)	Income before taxes
Tax effect	(884)	7,164	Income tax expense
Net of tax	\$ 2,435	\$ (19,719)	Net income

(24) Segment Information

The Company's operations consist of three primary segments: community banking, specialty finance and wealth management.

The three reportable segments are strategic business units that are separately managed as they offer different products and services and have different marketing strategies. In addition, each segment's customer base has varying characteristics and each segment has a different regulatory environment. While the Company's management monitors each of the fifteen bank subsidiaries' operations and profitability separately, these subsidiaries have been aggregated into one reportable operating segment due to the similarities in products and services, customer base, operations, profitability measures and economic characteristics.

For purposes of internal segment profitability, management allocates certain intersegment and parent company balances. Management allocates a portion of revenues to the specialty finance segment related to loans and leases originated by the specialty finance segment and sold or assigned to the community banking segment. Similarly, for purposes of analyzing the contribution from the wealth management segment, management allocates a portion of the net interest income earned by the community banking segment on deposit balances of customers of the wealth management segment to the wealth management segment. See Note (10) "Deposits" for more information on these deposits. Finally, expenses incurred at the Wintrust parent company are allocated to each segment based on each segment's risk-weighted assets.

The segment financial information provided in the following tables has been derived from the internal profitability reporting system used by management to monitor and manage the financial performance of the Company. The accounting policies of the segments are substantially similar to those described in Note (1) "Summary of Significant Accounting Policies". The Company evaluates segment performance based on after-tax profit or loss and other appropriate profitability measures common to each segment.

The following is a summary of certain operating information for reportable segments:

(In thousands)	Community Banking	Specialty Finance	Wealth Management	Total Operating Segments	Intersegment Eliminations	Consolidated
2022						
Net interest income	\$ 1,180,198	\$ 246,681	\$ 38,304	\$ 1,465,183	\$ 30,179	\$ 1,495,362
Provision for credit losses	74,184	4,405	—	78,589	—	78,589
Non-interest income	298,572	97,701	124,609	520,882	(59,829)	461,053
Non-interest expense	926,298	172,784	107,839	1,206,921	(29,650)	1,177,271
Income tax expense	128,939	46,286	15,648	190,873	—	190,873
Net income	<u>\$ 349,349</u>	<u>\$ 120,907</u>	<u>\$ 39,426</u>	<u>\$ 509,682</u>	<u>\$ —</u>	<u>\$ 509,682</u>
Total assets at end of year	<u>\$41,368,200</u>	<u>\$ 9,826,254</u>	<u>\$1,755,195</u>	<u>\$52,949,649</u>	<u>\$ —</u>	<u>\$52,949,649</u>
2021						
Net interest income	\$ 868,477	\$ 197,958	\$ 31,939	\$ 1,098,374	\$ 26,583	\$ 1,124,957
Provision for credit losses	(60,309)	1,046	—	(59,263)	—	(59,263)
Non-interest income	422,698	95,822	128,951	647,471	(61,351)	586,120
Non-interest expense	912,296	143,526	111,490	1,167,312	(34,768)	1,132,544
Income tax expense	120,092	40,040	11,513	171,645	—	171,645
Net income	<u>\$ 319,096</u>	<u>\$ 109,168</u>	<u>\$ 37,887</u>	<u>\$ 466,151</u>	<u>\$ —</u>	<u>\$ 466,151</u>
Total assets at end of year	<u>\$40,253,818</u>	<u>\$ 8,382,722</u>	<u>\$1,505,603</u>	<u>\$50,142,143</u>	<u>\$ —</u>	<u>\$50,142,143</u>
2020						
Net interest income	\$ 808,443	\$ 177,025	\$ 30,612	\$ 1,016,080	\$ 23,827	\$ 1,039,907
Provision for credit losses	206,774	7,446	—	214,220	—	214,220
Non-interest income	469,187	86,268	103,438	658,893	(54,704)	604,189
Non-interest expense	855,797	118,560	96,615	1,070,972	(30,877)	1,040,095
Income tax expense	51,439	36,956	8,396	96,791	—	96,791
Net income	<u>\$ 163,620</u>	<u>\$ 100,331</u>	<u>\$ 29,039</u>	<u>\$ 292,990</u>	<u>\$ —</u>	<u>\$ 292,990</u>
Total assets at end of year	<u>\$36,769,640</u>	<u>\$ 7,015,590</u>	<u>\$1,295,538</u>	<u>\$45,080,768</u>	<u>\$ —</u>	<u>\$45,080,768</u>

(25) Condensed Parent Company Financial Statements

Condensed parent company only financial statements of Wintrust follow:

Statements of Financial Condition

<i>(In thousands)</i>	December 31,	
	2022	2021
Assets		
Cash	\$ 266,350	\$ 181,157
Available-for-sale debt securities and equity securities with readily determinable fair value	14,771	17,089
Investment in and receivable from subsidiaries	5,282,530	4,966,720
Goodwill	8,371	8,371
Other assets	360,309	354,148
Total assets	\$ 5,932,331	\$ 5,527,485
Liabilities and Shareholders' Equity		
Other liabilities	\$ 183,475	\$ 194,681
Subordinated notes	437,392	436,938
Other borrowings	261,060	143,612
Junior subordinated debentures	253,566	253,566
Shareholders' equity	4,796,838	4,498,688
Total liabilities and shareholders' equity	\$ 5,932,331	\$ 5,527,485

Statements of Income

<i>(In thousands)</i>	Years Ended December 31,		
	2022	2021	2020
Income			
Dividends and other revenue from subsidiaries	\$ 120,151	\$ 211,774	\$ 317,839
Other (losses) income	(12,969)	2,763	(1,890)
Total income	\$ 107,182	\$ 214,537	\$ 315,949
Expenses			
Interest expense	\$ 36,522	\$ 38,293	\$ 39,581
Salaries and employee benefits	138,466	109,142	75,179
Other expenses	155,744	139,816	113,886
Total expenses	\$ 330,732	\$ 287,251	\$ 228,646
(Loss) income before income taxes and equity in undistributed income of subsidiaries	\$ (223,550)	\$ (72,714)	\$ 87,303
Income tax benefit	70,490	56,529	42,745
(Loss) income before equity in undistributed net income of subsidiaries	\$ (153,060)	\$ (16,185)	\$ 130,048
Equity in undistributed net income of subsidiaries	662,742	482,336	162,942
Net income	\$ 509,682	\$ 466,151	\$ 292,990

Statements of Cash Flows

<i>(In thousands)</i>	Years Ended December 31,		
	2022	2021	2020
Operating Activities:			
Net income	\$ 509,682	\$ 466,151	\$ 292,990
Adjustments to reconcile net income to net cash provided by operating activities			
Losses (gains) on available-for-sale debt securities and equity securities with readily determinable fair value, net	7,018	(1,794)	(192)
Depreciation and amortization	27,642	28,783	22,224
Deferred income tax (benefit) expense	(2,773)	(5,350)	11,336
Stock-based compensation expense	13,632	6,769	(2,813)
(Increase) decrease in other assets	(7,116)	6,598	4,838
(Decrease) increase in other liabilities	(6,107)	1,225	2,388
Equity in undistributed net income of subsidiaries	(662,742)	(482,336)	(162,942)
Net Cash (Used for) Provided by Operating Activities	\$ (120,764)	\$ 20,046	\$ 167,829
Investing Activities:			
Capital contributions to subsidiaries, net	\$ (69,000)	\$ (27,000)	\$ (12,000)
Other investing activity, net	(30,872)	(22,877)	(40,127)
Net Cash Used for Investing Activities	\$ (99,872)	\$ (49,877)	\$ (52,127)
Financing Activities:			
Increase (decrease) in subordinated notes, other borrowings and junior subordinated debentures, net	\$ 117,381	\$ (23,274)	\$ (2,690)
Proceeds from the issuance of common stock, net	285,729	—	—
Proceeds from issuance of Series E Preferred Stock, net	—	—	277,613
Issuance of common shares resulting from exercise of stock options and employee stock purchase plan	11,233	19,824	15,059
Dividends paid	(108,210)	(98,629)	(85,890)
Common stock repurchases under authorized program	—	(9,540)	(92,055)
Common stock repurchases for tax withholdings related to stock-based compensation	(304)	—	(1,377)
Net Cash Provided by (Used for) Financing Activities	\$ 305,829	\$ (111,619)	\$ 110,660
Net Increase (Decrease) in Cash and Cash Equivalents	\$ 85,193	\$ (141,450)	\$ 226,362
Cash and Cash Equivalents at Beginning of Year	181,157	322,607	96,245
Cash and Cash Equivalents at End of Year	\$ 266,350	\$ 181,157	\$ 322,607

(26) Earnings Per Share

The following table sets forth the computation of basic and diluted earnings per common share for 2022, 2021 and 2020:

(In thousands, except per share data)		2022	2021	2020
Net income		\$ 509,682	\$ 466,151	\$ 292,990
Less: Preferred stock dividends		27,964	27,964	21,377
Net income applicable to common shares	(A)	\$ 481,718	\$ 438,187	\$ 271,613
Weighted average common shares outstanding	(B)	59,205	56,994	57,523
Effect of dilutive potential common shares:				
Common stock equivalents		886	792	496
Weighted average common shares and effect of dilutive potential common shares	(C)	60,091	57,786	58,019
Net income per common share:				
Basic	(A/B)	\$ 8.14	\$ 7.69	\$ 4.72
Diluted	(A/C)	8.02	7.58	4.68

Potentially dilutive common shares can result from stock options, restricted stock unit awards and shares to be issued under the ESPP and the DDFS Plan, being treated as if they had been either exercised or issued, computed by application of the treasury stock method. While potentially dilutive common shares are typically included in the computation of diluted earnings per share, potentially dilutive common shares are excluded from this computation in periods in which the effect would reduce the loss per share or increase the income per share.

ITEM 9. CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURE

The Company made no changes in and had no disagreements with its independent accountants during the two most recent fiscal years or any subsequent interim period.

ITEM 9A. CONTROLS AND PROCEDURES

Disclosure Controls and Procedures

As of the end of the period covered by this Annual Report on Form 10-K, management of the Company, under the supervision and with the participation of the Chief Executive Officer and Chief Financial Officer, carried out an evaluation of the effectiveness of the design and operation of the Company's disclosure controls and procedures as defined under Rules 13a-15(e) and 15d-15(e) of the Exchange Act. Based upon, and as of the date of that evaluation, the Chief Executive Officer and Chief Financial Officer concluded that the Company's disclosure controls and procedures were effective, in ensuring the information relating to the Company (and its consolidated subsidiaries) required to be disclosed by the Company in the reports it files or submits under the Exchange Act was recorded, processed, summarized and reported in a timely manner.

Changes in Internal Control Over Financial Reporting

There were no changes in the Company's internal control over financial reporting that occurred during the quarter ended December 31, 2022 that have materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.

Report on Management's Assessment of Internal Control Over Financial Reporting

Wintrust Financial Corporation is responsible for the preparation, integrity, and fair presentation of the consolidated financial statements included in this Annual Report on Form 10-K. The consolidated financial statements and notes included in this Annual Report on Form 10-K have been prepared in conformity with generally accepted accounting principles in the United States and necessarily include some amounts that are based on management's best estimates and judgments.

We, as management of Wintrust Financial Corporation, are responsible for establishing and maintaining adequate internal control over financial reporting that is designed to produce reliable financial statements in conformity with generally accepted accounting principles in the United States. The system of internal control over financial reporting as it relates to the financial statements is evaluated for effectiveness by management and tested for reliability through a program of internal audits. Actions are taken to correct potential deficiencies as they are identified. Any system of internal control, no matter how well designed, has inherent limitations, including the possibility that a control can be circumvented or overridden and misstatements due to error or fraud may occur and not be detected. Also, because of changes in conditions, internal control effectiveness may vary over time. Accordingly, even an effective system of internal control will provide only reasonable assurance with respect to financial statement preparation.

Management assessed the Company's system of internal control over financial reporting as of December 31, 2022, in relation to criteria for the effective internal control over financial reporting as described in Internal Control-Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (2013 framework) (COSO Criteria). Based on this assessment, management concluded that, as of December 31, 2022, the Company's system of internal control over financial reporting is effective and meets the criteria of the COSO Criteria. Ernst & Young LLP (PCAOB ID 42), the independent registered public accounting firm that audited the Company's financial statements included in this Annual Report on Form 10-K, has issued an attestation report on management's assessment of the Corporation's internal control over financial reporting. Their report expresses an unqualified opinion on the effectiveness of the Company's internal control over financial reporting as of December 31, 2022.

/s/ Edward J. Wehmer
Edward J. Wehmer
Founder and
Chief Executive Officer

/s/ David L. Stoehr
David L. Stoehr
Executive Vice President &
Chief Financial Officer

Rosemont, Illinois
February 28, 2023

Report of Independent Registered Public Accounting Firm

To the Shareholders and the Board of Directors of Wintrust Financial Corporation

Opinion on Internal Control over Financial Reporting

We have audited Wintrust Financial Corporation and subsidiaries' internal control over financial reporting as of December 31, 2022, based on criteria established in Internal Control—Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission (2013 framework) (the COSO criteria). In our opinion, Wintrust Financial Corporation and subsidiaries (the Company) maintained, in all material respects, effective internal control over financial reporting as of December 31, 2022, based on the COSO criteria.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the consolidated statements of condition of the Company as of December 31, 2022 and 2021, the related consolidated statements of income, comprehensive income, changes in shareholders' equity and cash flows for each of the three years in the period ended December 31, 2022, and the related notes and our report dated February 28, 2023 expressed an unqualified opinion thereon.

Basis for Opinion

The Company's management is responsible for maintaining effective internal control over financial reporting and for its assessment of the effectiveness of internal control over financial reporting included in the accompanying Report on Management's Assessment of Internal Control Over Financial Reporting. Our responsibility is to express an opinion on the Company's internal control over financial reporting based on our audit. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audit in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether effective internal control over financial reporting was maintained in all material respects.

Our audit included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, testing and evaluating the design and operating effectiveness of internal control based on the assessed risk, and performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion.

Definition and Limitation of Internal Control Over Financial Reporting

A company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

/s/ Ernst & Young LLP

Chicago, Illinois
February 28, 2023

ITEM 9B. OTHER INFORMATION

None.

ITEM 9C. DISCLOSURE REGARDING FOREIGN JURISDICTIONS THAT PREVENT INSPECTIONS

Not applicable.

PART III

ITEM 10. DIRECTORS, EXECUTIVE OFFICERS AND CORPORATE GOVERNANCE

The information required in response to this item will be contained in the Company's Proxy Statement for its Annual Meeting of Shareholders to be held May 25, 2023 (the "Proxy Statement") under the captions "Proposal No. 1 - Election of Directors," "Executive Officers of the Company," "Board of Directors, Committees and Governance" and "Delinquent Section 16(a) Reports" and is incorporated herein by reference.

The Company has adopted a Corporate Code of Ethics which complies with the rules of the SEC and the listing standards of the NASDAQ Global Select Market. The code applies to all of the Company's directors, officers and employees and is posted on the Company's website (www.wintrust.com), under the "Corporate Governance" section of the "Investor Relations" tab. The Company will post on its website any amendments to, or waivers from, its Corporate Code of Ethics as the code applies to its directors or executive officers.

ITEM 11. EXECUTIVE COMPENSATION

The information required in response to this item will be contained in the Company's Proxy Statement under the captions "Executive Compensation - Compensation Discussion & Analysis," "Director Compensation" "Compensation Committee Interlocks and Insider Participation" "CEO Pay Ratio Disclosure" and "Compensation Committee Report" and is incorporated herein by reference. The information included under the heading "Compensation Committee Report" in the Proxy Statement shall not be deemed "soliciting" materials or to be "filed" with the SEC or subject to Regulation 14A or 14C, or to the liabilities of Section 18 of the Securities Exchange Act of 1934, as amended.

ITEM 12. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT AND RELATED STOCKHOLDER MATTERS

Information with respect to security ownership of certain beneficial owners and management is incorporated by reference to the materials under the caption “Security Ownership of Certain Beneficial Owners, Directors and Management” that will be included in the Company’s Proxy Statement.

The following table summarizes information as of December 31, 2022, relating to the Company’s equity compensation plans pursuant to which common stock is authorized for issuance:

EQUITY COMPENSATION PLAN INFORMATION

Plan Category	Number of securities to be issued upon exercise of outstanding options, warrants and rights (a)	Weighted-average exercise price of outstanding options, warrants and rights (b)	Number of securities remaining available for future issuance under equity compensation plans (excluding securities reflected in column (a)) (c)
Equity compensation plans approved by security holders			
WTFC 1997 Stock Incentive Plan, as amended	85,000	—	—
WTFC 2007 Stock Incentive Plan	24,054	—	—
WTFC 2015 Stock Incentive Plan	1,333,630	\$1.66	—
WTFC 2022 Stock Incentive Plan	21,910	—	1,600,800
WTFC Employee Stock Purchase Plan	—	—	221,110
WTFC Directors Deferred Fee and Stock Plan	—	—	434,528
	1,464,594	\$1.51	2,256,438
Equity compensation plans not approved by security holders ⁽¹⁾			
N/A	—	—	—
Total	1,464,594	\$1.51	2,256,438

(1) Excludes 13,875 shares of the Company’s common stock issuable pursuant to the exercise of options granted under the plan of STC Bancshares Corporation. The weighted average exercise price of these options is \$42.18. No additional awards will be made under this plan.

ITEM 13. CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS, AND DIRECTOR INDEPENDENCE

The information required in response to this item will be contained in the Company’s Proxy Statement under the caption “Related Party Transactions” and is incorporated herein by reference.

ITEM 14. PRINCIPAL ACCOUNTANT FEES AND SERVICES

The information required in response to this item will be contained in the Company’s Proxy Statement under the caption “Audit and Non-Audit Fees Paid” and is incorporated herein by reference.

PART IV

ITEM 15. EXHIBITS AND FINANCIAL STATEMENT SCHEDULES

(a) Documents filed as part of this Annual Report on Form 10-K.

1 Financial Statements

The following financial statements of Wintrust Financial Corporation, incorporated herein by reference to Item 8, Financial Statements and Supplementary Data:

- Consolidated Statements of Condition as of December 31, 2022 and 2021
- Consolidated Statements of Income for the Years Ended December 31, 2022, 2021 and 2020
- Consolidated Statements of Comprehensive Income for the Years Ended December 31, 2022, 2021 and 2020
- Consolidated Statements of Changes in Shareholders' Equity for the Years Ended December 31, 2022, 2021 and 2020
- Consolidated Statements of Cash Flows for the Years Ended December 31, 2022, 2021 and 2020
- Notes to Consolidated Financial Statements
- Report of Independent Registered Public Accounting Firm

2 Financial Statement Schedules

Financial statement schedules have been omitted as they are not applicable or the required information is shown in the Consolidated Financial Statements or notes thereto.

3 Exhibits (Exhibits marked with a "*" denote management contracts or compensatory plans or arrangements)

Exhibit
No.

Exhibit Description

- [3.1](#) Amended and Restated Articles of Incorporation of the Company, as amended (incorporated by reference to Exhibit 3.1 of the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2006, Exhibits 3.1 and 3.2 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on July 29, 2011 and Exhibit 3.1 of the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2012).
- [3.2](#) Certificate of Designations of the Company filed on June 24, 2015 with the Secretary of State of the State of Illinois designating the preferences, limitations, voting powers and relative rights of the Series D Preferred Stock (incorporated by reference to Exhibit 3.1 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on June 25, 2015).
- [3.3](#) Certificate of Designations of the Company filed on May 7, 2020 with the Secretary of State of the State of Illinois designating the preferences, limitations, voting powers and relative rights of the Series E Preferred Stock (incorporated by reference to Exhibit 3.1 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on May 8, 2020).
- [3.4](#) Amended and Restated By-laws of the Company, as amended (incorporated by reference to Exhibit 3.2 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on January 30, 2023).
- [4.1](#) Description of the Company's Securities Registered Pursuant to Section 12 of the Securities Exchange Act of 1934.
- [4.2](#) Certain instruments defining the rights of the holders of long-term debt of the Company and certain of its subsidiaries, none of which authorize a total amount of indebtedness in excess of 10% of the total assets of the Company and its subsidiaries on a consolidated basis, have not been filed as Exhibits. The Company hereby agrees to furnish a copy of any of these agreements to the Securities and Exchange Commission upon request.
- [4.3](#) Form of Subordinated Indenture between the Company and U.S. Bank National Association, as trustee (incorporated by reference to Exhibit 4.5 of the Company's Registration Statement on Form S-3 filed with the Securities and Exchange Commission on May 6, 2020).
- [4.4](#) Form of Depositary Receipt (incorporated by reference as Exhibit A to Exhibit 4.2 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on May 15, 2020).

- [4.5](#) Deposit Agreement, dated as of May 15, 2020, among Wintrust Financial Corporation, U.S. Bank National Association, as Depositary, and the holders from time to time of the Depositary Receipts issued thereunder (incorporated by reference to Exhibit 4.2 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on May 15, 2020).
- [4.6](#) Subordinated Indenture, dated June 13, 2014, between the Company and U.S. Bank National Association, as trustee (incorporated by reference to Exhibit 4.1 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on June 13, 2014).
- [4.7](#) First Supplemental Indenture, dated June 13, 2014 between the Company and U.S. Bank National Association, as trustee (incorporated by reference to Exhibit 4.2 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on June 13, 2014).
- [4.8](#) Form of 5.000% Subordinated Note due 2024 (incorporated by reference to Exhibit A in Exhibit 4.2 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on June 13, 2014).
- [4.9](#) Second Supplemental Indenture, dated June 6, 2019 between the Company and U.S. Bank National Association, as trustee (incorporated by reference to Exhibit 4.2 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on June 6, 2019).
- [4.10](#) Form of 4.850% Subordinated Notes due 2029 (incorporated by reference to Exhibit A in Exhibit 4.2 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on June 6, 2019).
- [4.11](#) Form of Subordinated Indenture (incorporated by reference to Exhibit 4.5 of the Company's Registration Statement on Form S-3 filed with the Securities and Exchange Commission on May 6, 2020).
- [10.1](#) Credit Agreement, dated as of September 18, 2018, among the Company, the lenders named therein, and Wells Fargo Bank, National Association, as administrative agent and sole lead arranger (incorporated by reference to Exhibit 10.1 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on September 19, 2018).
- [10.2](#) First Amendment, dated as of September 17, 2019, to the Credit Agreement dated as of September 18, 2018, as amended, among Wintrust Financial Corporation, the lenders named therein, and Wells Fargo Bank, National Association, as administrative agent (incorporated by reference to Exhibit 10.1 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on September 19, 2019).
- [10.3](#) Second Amendment, dated as of September 15, 2020, to the Credit Agreement dated as of September 18, 2018, as amended, among Wintrust Financial Corporation, the lenders named therein, and Wells Fargo Bank, National Association, as administrative agent (incorporated by reference to Exhibit 10.1 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on September 17, 2020).
- [10.4](#) Third Amendment, dated as of September 14, 2021, to the Credit Agreement dated as of September 18, 2018, as amended, among Wintrust Financial Corporation, the lenders named therein, and Wells Fargo Bank, National Association, as administrative agent (incorporated by reference to Exhibit 10.1 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on September 14, 2021).
- [10.5](#) Fourth Amendment, dated as of December 23, 2021, to the Credit Agreement dated as of September 18, 2018, as amended, among Wintrust Financial Corporation, the lenders named therein, and Wells Fargo Bank, National Association, as administrative agent (incorporated by reference to Exhibit 10.1 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on December 28, 2021).
- [10.6](#) Fifth Amendment, dated as of September 13, 2022, to the Credit Agreement dated as of September 18, 2018, as amended, among Wintrust Financial Corporation, the lenders named therein, and Wells Fargo Bank, National Association, as administrative agent (incorporated by reference to Exhibit 10.1 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on September 15, 2022).
- [10.7](#) Amended and Restated Credit Agreement, dated as of December 12, 2022, by and among Wintrust Financial Corporation, as Borrower, the lenders who are party to the Agreement and the lenders who may become a party to the Agreement pursuant to terms hereof, as Lenders, and Wells Fargo Bank, National Association, a national banking association, as Administrative Agent for the Lenders (incorporated by reference to Exhibit 10.1 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on December 15, 2022).

- [10.8](#) Receivables Purchase Agreement, dated as of December 16, 2014, by and among First Insurance Funding of Canada Inc. and CIBC Mellon Trust Company, in its capacity as Trustee of PLAZA Trust, by its Financial Service Agent, Royal Bank of Canada (incorporated by reference to Exhibit 10.2 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on December 19, 2014).
- [10.9](#) First Amending Agreement to the Receivables Purchase Agreement, dated December 15, 2015, by and among First Insurance Funding of Canada Inc. and CIBC Mellon Trust Company, in its capacity as Trustee of PLAZA Trust, by its Financial Service Agent, Royal Bank of Canada (incorporated by reference to Exhibit 10.5 of the Company's Annual Report on Form 10-K filed with the Securities and Exchange Commission on February 29, 2016).
- [10.10](#) Second Amending Agreement to the Receivables Purchase Agreement, dated September 9, 2016, by and among First Insurance Funding of Canada, Inc. and CIBC Mellon Trust Company, in its capacity as Trustee of PLAZA Trust, by its Financial Service Agent, Royal Bank of Canada (incorporated by reference to Exhibit 10.9 of the Company's Annual Report on Form 10-K filed with the Securities and Exchange Commission on February 28, 2018).
- [10.11](#) Third Amending Agreement to the Receivables Purchase Agreement, dated December 15, 2017, by and among First Insurance Funding of Canada Inc. and CIBC Mellon Trust Company, in its capacity as Trustee of PLAZA Trust, by its Financial Service Agent, Royal Bank of Canada (incorporated by reference to Exhibit 10.1 of the Company's Annual Report on Form 8-K filed with the Securities and Exchange Commission on December 18, 2017).
- [10.12](#) Fourth Amending Agreement to the Receivables Purchase Agreement, dated June 29, 2018, by and among First Insurance Funding of Canada Inc. and CIBC Mellon Trust Company, in its capacity as Trustee of PLAZA Trust, by its Financial Service Agent, Royal Bank of Canada (incorporated by reference to Exhibit 10.1 of the Company's Annual Report on Form 8-K filed with the Securities and Exchange Commission on July 3, 2018).
- [10.13](#) Fifth Amending Agreement to the Receivables Purchase Agreement, dated as of February 15, 2019 by and between First Insurance Funding of Canada Inc. and CIBC Mellon Trust, in its capacity as trustee of PLAZA Trust, by its Financial Service Agent, Royal Bank of Canada (incorporated by reference to Exhibit 10.1 of the Company's Annual Report on Form 8-K filed with the Securities and Exchange Commission on February 22, 2019).
- [10.14](#) Sixth Amending Agreement to the Receivables Purchase Agreement, dated as of May 27, 2019 by and between First Insurance Funding of Canada Inc. and CIBC Mellon Trust, in its capacity as trustee of PLAZA Trust, by its Financial Service Agent, Royal Bank of Canada (incorporated by reference to Exhibit 10.1 of the Company's Annual Report on Form 8-K filed with the Securities and Exchange Commission on May 30, 2019).
- [10.15](#) Seventh Amending Agreement to the Receivables Purchase Agreement, date as of January 15, 2020 by and between First Insurance Funding of Canada Inc. and CIBC Mellon Trust, in its capacity as trustee of PLAZA Trust, by its Financial Service Agent, Royal Bank of Canada (incorporated by reference to Exhibit 10.1 of the Company's Annual Report on Form 8-K filed with the Securities and Exchange Commission on January 17, 2020).
- [10.16](#) Eighth Amending Agreement to the Receivables Purchase Agreement, dated May 20, 2020, by and between First Insurance Funding of Canada Inc. and CIBC Mellon Trust, in its capacity as trustee of the PLAZA Trust, by its Financial Service Agent, Royal Bank of Canada (incorporated by reference to Exhibit 10.1 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on May 26, 2020).
- [10.17](#) Ninth Amending Agreement to the Receivables Purchase Agreement, dated January 15, 2021, by and between First Insurance Funding of Canada Inc. and CIBC Mellon Trust, in its capacity as trustee of the PLAZA Trust, by its Financial Service Agent, Royal Bank of Canada (incorporated by reference to Exhibit 10.1 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on January 20, 2021).
- [10.18](#) Tenth Amending Agreement to the Receivables Purchase Agreement, dated as of May 2, 2022, by and between First Insurance Funding of Canada Inc. and CIBC Mellon Trust Company, in its capacity as trustee of PLAZA Trust, by its Financial Service Agent, Royal Bank of Canada (incorporated by reference to Exhibit 10.1 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on May 3, 2022).
- [10.19](#) Performance Guarantee, made as of December 16, 2014, by the Company in favor of CIBC Mellon Trust Company, in its capacity as trustee of PLAZA Trust (incorporated by reference to Exhibit 10.3 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on December 19, 2014).
- [10.20](#) Performance Guarantee Confirmation, made as of December 15, 2017, by the Company in favor of CIBC Mellon Trust Company, in its capacity as trustee of PLAZA Trust (incorporated by reference to Exhibit 10.2 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on December 18, 2017).

- [10.21](#) Performance Guarantee Confirmation, dated as of June 28, 2018, by the Company in favor of CIBC Mellon Trust Company, in its capacity as trustee of PLAZA Trust (incorporated by reference to Exhibit 10.2 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on July 3, 2018).
- [10.22](#) Performance Guarantee Confirmation, dated as of February 15, 2019, by the Company in favor of CIBC Mellon Trust Company, in its capacity as trustee of PLAZA Trust (incorporated by reference to Exhibit 10.2 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on February 22, 2019).
- [10.23](#) Performance Guarantee Confirmation, dated as of May 27, 2019, by the Company in favor of CIBC Mellon Trust Company, in its capacity as trustee of PLAZA Trust (incorporated by reference to Exhibit 10.2 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on May 30, 2019).
- [10.24](#) Performance Guarantee Confirmation, dated as of January 15, 2020, by the Company in favor of CIBC Mellon Trust Company, in its capacity as trustee of PLAZA Trust (incorporated by reference to Exhibit 10.2 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on January 17, 2020).
- [10.25](#) Performance Guarantee Confirmation, dated as of May 20, 2020, by the Company in favor of CIBC Mellon Trust Company, in its capacity as trustee of PLAZA Trust (incorporated by reference to Exhibit 10.2 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on May 26, 2020).
- [10.26](#) Performance Guarantee Confirmation, dated as of January 15, 2021, by the Company in favor of CIBC Mellon Trust Company, in its capacity as trustee of PLAZA Trust (incorporated by reference to Exhibit 10.2 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on January 20, 2021).
- [10.27](#) Performance Guarantee Confirmation, dated as of May 2, 2022, by the Company in favor of CIBC Mellon Trust Company, in its capacity as trustee of PLAZA Trust (incorporated by reference to Exhibit 10.2 of the Company's Current Report on Form 8-K Filed with the Securities and Exchange Commission on May 3, 2022).
- [10.28](#) Fee Letter, dated as of May 2, 2022, between First Insurance Funding of Canada Inc. and CIBC Mellon Trust Company, in its capacity as trustee of PLAZA Trust, by its Financial Service Agent, Royal Bank of Canada and acknowledged by First Insurance Funding of Canada Inc. (incorporated by reference to Exhibit 10.3 of the Company's Current Report on Form 8-K Filed with the Securities and Exchange Commission on May 3, 2022).
- [10.29](#) Junior Subordinated Indenture, dated as of August 2, 2005, between the Company and Wilmington Trust Company, as trustee (incorporated by reference to Exhibit 10.1 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on August 4, 2005).
- [10.30](#) Amended and Restated Trust Agreement, dated as of August 2, 2005, among the Company, as depositor, Wilmington Trust Company, as property trustee and Delaware trustee, and the Administrative Trustees listed therein (incorporated by reference to Exhibit 10.2 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on August 4, 2005).
- [10.31](#) Guarantee Agreement, dated as of August 2, 2005, between the Company, as Guarantor, and Wilmington Trust Company, as trustee (incorporated by reference to Exhibit 10.3 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on August 4, 2005).
- [10.32](#) Indenture, dated as of September 1, 2006, between the Company and LaSalle Bank National Association, as trustee (incorporated by reference to Exhibit 10.1 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on September 6, 2006).
- [10.33](#) Amended and Restated Declaration of Trust, dated as of September 1, 2006, among the Company, as depositor, LaSalle Bank National Association, as institutional trustee, Christiana Bank & Trust Company, as Delaware trustee, and the Administrators listed therein (incorporated by reference to Exhibit 10.2 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on September 6, 2006).
- [10.34](#) Guarantee Agreement, dated as of September 1, 2006, between the Company, as Guarantor, and LaSalle Bank National Association, as trustee (incorporated by reference to Exhibit 10.3 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on September 6, 2006).
- [10.35](#) Amended and Restated Employment Agreement, dated December 19, 2008, between the Company and Edward J. Wehmer, President and Chief Executive Officer (incorporated by reference to Exhibit 10.4 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on December 24, 2008).*

- [10.36](#) Amended and Restated Employment Agreement, dated as of January 26, 2023, between the Company and Edward J. Wehmer (incorporated by reference to Exhibit 10.2 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on January 30, 2023).*
- [10.37](#) Amended and Restated Employment Agreement, dated December 19, 2008, between the Company and David A. Dykstra, Senior Executive Vice President and Chief Operating Officer (incorporated by reference to Exhibit 10.5 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on December 24, 2008).*
- [10.38](#) Amended and Restated Employment Agreement, dated December 19, 2008, between the Company and Richard B. Murphy, Executive Vice President and Chief Credit Officer (incorporated by reference to Exhibit 10.7 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on December 24, 2008).*
- [10.39](#) Amended and Restated Employment Agreement, dated December 19, 2008, between the Company and David L. Stoehr, Executive Vice President and Chief Financial Officer (incorporated by reference to Exhibit 10.6 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on December 24, 2008).*
- [10.40](#) Employment Agreement, dated August 11, 2008, between the Company and Timothy S. Crane (incorporated by reference to Exhibit 10.18 of the Company's Annual Report on Form 10-K filed with the Securities and Exchange Commission on February 29, 2016).*
- [10.41](#) First Amendment to Employment Agreement, dated November 30, 2010, between the Company and Timothy S. Crane (incorporated by reference to Exhibit 10.19 of the Company's Annual Report on Form 10-K filed with the Securities and Exchange Commission on February 29, 2016).*
- [10.42](#) Amended and Restated Employment Agreement, dated as of January 26, 2023, between the Company and Timothy S. Crane (incorporated by reference to Exhibit 10.1 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on January 30, 2023).*
- [10.43](#) Wintrust Financial Corporation 1997 Stock Incentive Plan (incorporated by reference to Appendix A of the Proxy Statement relating to the May 22, 1997 Annual Meeting of Shareholders of the Company).*
- [10.44](#) First Amendment to Wintrust Financial Corporation 1997 Stock Incentive Plan (incorporated by reference to Exhibit 10.1 of the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2000).*
- [10.45](#) Second Amendment to Wintrust Financial Corporation 1997 Stock Incentive Plan adopted by the Board of Directors on January 24, 2002 (incorporated by reference to Exhibit 99.3 of the Company's Registration Statement on Form S-8 filed with the Securities and Exchange Commission on July 1, 2004).*
- [10.46](#) Third Amendment to Wintrust Financial Corporation 1997 Stock Incentive Plan adopted by the Board of Directors on May 27, 2004 (incorporated by reference to Exhibit 99.4 of the Company's Registration Statement on Form S-8 filed with the Securities and Exchange Commission on July 1, 2004).*
- [10.47](#) Wintrust Financial Corporation 2007 Stock Incentive Plan, as amended (incorporated by reference to Exhibit 4.6 to the Company's Registration Statement on Form S-8, filed with the Securities and Exchange Commission on November 8, 2011).*
- [10.48](#) Wintrust Financial Corporation 2015 Stock Incentive Plan (incorporated by reference to Exhibit 10.1 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on June 1, 2015).*
- [10.49](#) Wintrust Financial Corporation 2022 Stock Incentive Plan (incorporated by reference to Exhibit 10.1 of the Company's Current Report on Form 8-K Filed with the Securities and Exchange Commission on May 27, 2022).*
- [10.50](#) Form of Nonqualified Stock Option Agreement under the Company's 2007 Stock Incentive Plan (incorporated by reference to Exhibit 10.31 of the Company's Annual Report on Form 10-K for the year ended December 31, 2006).*
- [10.51](#) Form of Nonqualified Stock Option Agreement under the Company's 2015 Stock Incentive Plan (incorporated by reference to Exhibit 10.2 of the Company's Quarter Report on Form 10-Q for the quarter ended March 31, 2016).*
- [10.52](#) Form of Restricted Stock Unit Award, Agreement under Company's 2015 Stock Incentive Plan (incorporated by reference to Exhibit 10.4 of the Company's Quarterly Report on Form 10-Q for the quarter ended March 31, 2021).

- [10.53](#) Form of Performance Share Unit Award - Stock Settled under the Company's 2007 Stock Incentive Plan (incorporated by reference to Exhibit 10.1 of the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2013).*
- [10.54](#) Form of Performance Award Agreement - Share Settled under the Company's 2015 Stock Incentive Plan (incorporated by reference to Exhibit 10.3 of the Company's Quarterly Report on Form 10-Q for the quarter ended March 31, 2016).*
- [10.55](#) Form of Performance Share Unit Award - Cash Settled under the Company's 2007 Stock Incentive Plan (incorporated by reference to Exhibit 10.2 of the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2013).*
- [10.56](#) Form of Performance Share Unit Award - Cash Settled under the Company's 2015 Stock Incentive Plan (incorporated by reference to Exhibit 10.1 of the Company's Quarterly Report on Form 10-Q for the quarter ended March 31, 2016).*
- [10.57](#) Form of Performance Share Unit Agreement - Shares Settled under the Company's 2007 Stock Incentive Plan (incorporated by reference to Exhibit 10.25 of the Company's Annual Report on Form 10-K filed with the Securities and Exchange Commission on February 27, 2015).
- [10.58](#) Form of Performance Share Unit Award - Shares Settled - Deferral Option under the Company's 2007 Stock Incentive Plan (incorporated by reference to Exhibit 10.30 of the Company's Annual Report on Form 10-K filed with the Securities and Exchange Commission on February 29, 2016).*
- [10.59](#) Form of Performance Award Agreement - Shares Settled under Company's 2015 Stock Incentive Plan (incorporated by reference to Exhibit 10.5 of the Company's Quarterly Report on Form 10-Q for the quarter ended March 31, 2021).
- [10.60](#) Form of Performance Share Unit Award - Cash Settled - Deferral Option under the Company's 2007 Stock Incentive Plan (incorporated by reference to Exhibit 10.31 the Company's Annual Report on Form 10-K filed with the Securities and Exchange Commission on February 29, 2016).*
- [10.61](#) Form of Performance Share Unit Agreement - Cash Settled under the Company's 2007 Stock Incentive Plan (incorporated by reference to Exhibit 10.26 of the Company's Annual Report on Form 10-K filed with the Securities and Exchange Commission on February 27, 2015).
- [10.62](#) Wintrust Financial Corporation Employee Stock Purchase Plan, as amended (incorporated by reference to Annex A of the Company's definitive Proxy Statement filed with the Securities and Exchange Commission on April 24, 2012).*
- [10.63](#) Amended and Restated Wintrust Financial Corporation Employee Stock Purchase Plan, (incorporated by reference to Exhibit 10.1 of the Company's Current Report on Form 8-K filed with the Securities and Exchange Commission on May 25, 2018).*
- [10.64](#) Second Amended and Restated Wintrust Financial Corporation Employee Stock Purchase Plan, (incorporated by reference to Annex A to the Company's Definitive Proxy Statement on Schedule 14A, filed with the Securities and Exchange Commission on April 8, 2021).*
- [10.65](#) Wintrust Financial Corporation Directors Deferred Fee and Stock Plan (incorporated by reference to Appendix B of the Proxy Statement relating to the May 24, 2001 Annual Meeting of Shareholders of the Company).*
- [10.66](#) Wintrust Financial Corporation 2005 Directors Deferred Fee and Stock Plan, as amended and restated (incorporated by reference to Exhibit 99.1 of the Company's Current Report on Form 8-K, filed with the Securities and Exchange Commission on July 29, 2014).*
- [10.67](#) Form of Cash Incentive and Retention Award Agreement under the Company's 2008 Long-Term Cash and Incentive Retention Plan with no Minimum Payout (incorporated by reference to Exhibit 10.3 of the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2008).*
- [10.68](#) Form of Director Indemnification Agreement (incorporated by reference to Exhibit 10.2 of the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2009).
- [10.69](#) Form of Officer Indemnification Agreement (incorporated by reference to Exhibit 10.3 of the Company's Quarterly Report on Form 10-Q for the quarter ended June 30, 2009).

- [21.1](#) Subsidiaries of the Registrant.
- [23.1](#) Consent of Independent Registered Public Accounting Firm.
- [31.1](#) Certification of Chief Executive Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
- [31.2](#) Certification of the Chief Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
- [32.1](#) Certification of Chief Executive Officer and Chief Financial Officer pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

- 101.INS Inline XBRL Instance Document (1)
- 101.SCH Inline XBRL Taxonomy Extension Schema Document
- 101.CAL Inline XBRL Taxonomy Extension Calculation Linkbase Document
- 101.LAB Inline XBRL Taxonomy Extension Label Linkbase Document
- 101.PRE Inline XBRL Taxonomy Extension Presentation Linkbase Document
- 101.DEF Inline XBRL Taxonomy Extension Definition Linkbase Document

- 104 Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101)

- (1) Includes the following financial information included in the Company’s Annual Report on Form 10-K for the year ended December 31, 2022, formatted in XBRL (eXtensible Business Reporting Language): (i) the Consolidated Statements of Condition, (ii) the Consolidated Statements of Income, (iii) the Consolidated Statements of Comprehensive Income, (iv) the Consolidated Statements of Changes in Shareholders’ Equity, (v) the Consolidated Statements of Cash Flows, and (vi) Notes to Consolidated Financial Statements.

ITEM 16. FORM 10-K SUMMARY

None.

**DESCRIPTION OF THE REGISTRANT'S SECURITIES
REGISTERED PURSUANT TO SECTION 12 OF
THE SECURITIES EXCHANGE ACT OF 1934**

Introduction

Wintrust Financial Corporation (the “Company,” “we,” “us” or “our”) has three securities registered pursuant to Section 12 of the Securities Exchange Act of 1934: (i) our common stock, (ii) our Fixed-to-Floating Non-Cumulative Perpetual Preferred Stock, Series D, which we refer to as series D preferred, and (iii) depository shares, each representing a 1/1,000th interest in a share of our 6.875% Fixed-Rate Reset Non-Cumulative Perpetual Preferred Stock, Series E, which we refer to as series E preferred. Our common stock is listed on the NASDAQ Global Select Market under the symbol “WTFC.” Our series D preferred is listed on the NASDAQ Global Select Market under the symbol “WTFCM.” Depository shares, each representing a 1/1,000th interest in a share of series E preferred, are listed on the NASDAQ Global Select Market under the symbol “WTFCP.”

The summaries and descriptions below do not purport to be complete and are qualified in all respects by reference to certain provisions of Illinois law, including the Illinois Business Corporation Act (the “IBCA”), as well as our amended and restated articles of incorporation, our by-laws and the certificate of designations for the series D preferred and certificate of designations for the series E preferred (in each case, as may be amended from time to time, our “articles of incorporation,” “bylaws,” “series D certificate” and “series E certificate,” respectively), each of which have been filed as exhibits to our Annual Report on Form 10-K filed with the Securities and Exchange Commission and are hereby incorporated by reference.

Authorized Capital Stock

Under our articles of incorporation, we have the authority to issue 100 million shares of common stock, without par value, and 20 million shares of preferred stock, without par value (5,000,000 of which are designated as shares of our series D preferred and 14,000 of which are designated as shares of our series E preferred). We may issue shares of any series of preferred stock that we have designated or that we may designate and issue in the future, which may include, without limitation, shares of our preferred stock that are convertible into other securities of the Company. Under our articles of incorporation, our board of directors has the authority to issue preferred stock in one or more classes or series, and to fix for each class or series the voting powers and the distinctive designations, preferences and relative, participation, optional or other special rights and such qualifications, limitations or restrictions, as may be stated and expressed in the resolution or resolutions adopted by the board of directors providing for the issuance of such class or series as may be permitted by the IBCA, including dividend rates, conversion rights, terms of redemption and liquidation preferences and the number of shares constituting each such class or series, without any further vote or action by our shareholders.

The rights, preferences and privileges of holders of our common stock are subject to, and may be adversely affected by, the rights of the holders of shares of any series of our preferred stock, including the series D preferred and series E preferred, and any series of preferred stock that we may designate and issue in the future.

Description of Common Stock

Voting Rights. Each holder of our common stock is entitled to one vote for each share held on all matters submitted to a vote of shareholders and does not have cumulative voting rights. Accordingly, holders of a majority of the shares of our common stock entitled to vote in any election of directors of the Company may elect all of the directors standing for election.

Dividend Rights. The holders of our common stock are entitled to receive dividends, if and when declared payable by our board of directors from any funds legally available for the payment of dividends, subject to any preferential dividend rights of our outstanding preferred stock, including the series D preferred and series E preferred.

Liquidation Rights. Upon the liquidation, dissolution or winding up of the Company, the holders of our common stock are entitled to share pro rata in our net assets available after the payment of all debts and other liabilities and subject to the prior rights of any outstanding preferred stock of the Company, including the series D preferred and series E preferred.

Absence of Other Rights. Under our articles of incorporation, the holders of our common stock have no preemptive, subscription, redemption or conversion rights.

Description of Series D Preferred

Dividends. Non-cumulative dividends on the series D preferred are payable quarterly in arrears if, when and as declared by our board of directors, at a rate of 6.50% per year from the original issuance date to, but excluding, July 15, 2025, and from (and including) that date (as currently specified in the certificate of designations and subject to the below) at a floating rate equal to three-month LIBOR plus a spread of 4.06% per year on the liquidation preference of \$25 per share. Under the Adjustable Interest Rate (LIBOR) Act (“AIRLA”) and Part 253 of Regulation ZZ (Rule 253), the dividend rate on the series D preferred will, by operation of law, change from 3-month USD LIBOR to 3-month CME Term SOFR plus a statutory tenor spread adjustment of 0.26161%. Consequently, for each floating rate period, commencing on July 15, 2025, any dividends will be paid at a rate of the then-current 3-month CME Term SOFR plus 0.26161%, plus the spread of 4.06% per annum. The calculation agent for the series D preferred, Wintrust Investments, LLC, may also make additional administrative conforming changes to the terms of the series D preferred under AIRLA and Rule 253. With certain limited exceptions, if we do not pay full cash dividends on the series D preferred for the most recently completed dividend period, we may not pay dividends on, repurchase, redeem or make a liquidation payment with respect to, our common stock or other stock ranking junior to the series D preferred.

Redemption. Our series D preferred may be redeemed (i) in whole or in part, from time to time, on any dividend payment date on or after July 15, 2025, or (ii) in whole but not in part, at any time within 90 days following a Regulatory Capital Treatment Event (as defined in the certificate of designations for the series D preferred), in each case at a redemption price equal to \$25 per share, plus any declared and unpaid dividends, without accumulation of any undeclared dividends to, but excluding, the redemption date.

Conversion. Holders of our series D preferred shall not have any rights to convert shares of our series D preferred into, or exchange shares of our series D preferred for, shares of any other class of capital stock of the Company.

Reorganization Events and Fundamental Transactions. If the Company liquidates, dissolves or winds-up, either voluntarily or involuntarily, holders of series D preferred shall be entitled to receive a liquidating distribution of \$25 per share of series D preferred, plus any declared and unpaid dividends thereon (without accumulation of any undeclared dividends) to and including the date of such liquidation, out of assets legally available for distribution to shareholders of the Company, before the Company makes any distribution of assets to the holders of our common stock or any other class or series of shares of junior stock. Distributions will be made pro rata as to our series D preferred and any other parity stock and only to the extent of the Company’s assets, if any, that are available after satisfaction of all liabilities to creditors and subject to the rights of holders of any securities ranking senior to our series D preferred and any other parity stock.

Voting Rights. Holders of our series D preferred generally do not have any voting rights, except as required by law or as may be required by the rules of the NASDAQ Global Select Market. However, we may not amend our articles of incorporation in a manner adverse to the rights of the holders of our series D preferred, issue capital stock ranking senior to the series D preferred or take certain other actions without the approval of the holders of the series D preferred. In addition, holders of series D preferred, together with the holders of other parity securities having similar voting rights, may elect two directors if we have not paid dividends on our series D preferred for six or more quarterly dividend periods, whether or not consecutive. Holders of series D preferred shall have one vote per share on any matter in which holders of series D preferred are entitled to vote.

Ranking on a Parity with Series E Preferred. The series D preferred will rank on a parity with the series E preferred, and each other class or series of capital stock the Company may issue in the future, the terms of which expressly provide that such class or series will rank on a parity with the series D preferred as to dividend rights and rights on liquidation, dissolution or winding-up of the Company.

Description of Series E Preferred

Dividends. Non-cumulative dividends on the series E preferred are payable quarterly in arrears if, when and as declared by our board of directors, at a fixed rate of 6.875% per annum from October 15, 2020 to, but excluding, July 15, 2025, and from (and including) that date at a floating rate equal to the Five-Year Treasury Rate (as defined in the certificate of designations for the series E preferred) plus 6.507%. With certain limited exceptions, if we do not pay full cash dividends on the series E preferred for the most recently completed dividend period, we may not pay dividends on, repurchase, redeem or make a liquidation payment with respect to, our common stock or other stock ranking junior to the series E preferred.

Redemption. Our series E preferred may be redeemed (i) on and after July 15, 2025 at the Company's option at every fifth anniversary of such date, in whole or in part, or (ii) in whole but not in part, at any time within 90 days following a Regulatory Capital Treatment Event (as defined in the certificate of designations for the series E preferred), in each case, at a redemption price equal to \$25,000 per share, plus any declared and unpaid dividends, without accumulation of any undeclared dividends to, but excluding, the redemption date.

Conversion. Holders of our series E preferred shall not have any rights to convert shares of our series E preferred into, or exchange shares of our series E preferred for, shares of any other class of capital stock of the Company.

Reorganization Events and Fundamental Transactions. If the Company liquidates, dissolves or winds-up, either voluntarily or involuntarily, holders of series E preferred shall be entitled to receive a liquidating distribution of \$25,000 per share of series E preferred, plus any declared and unpaid dividends thereon (without accumulation of any undeclared dividends) to and including the date of such liquidation, out of assets legally available for distribution to shareholders of the Company, before the Company makes any distribution of assets to the holders of our common stock or any other class or series of shares of junior stock. Distributions will be made pro rata as to our series E preferred and any other parity stock and only to the extent of the Company's assets, if any, that are available after satisfaction of all liabilities to creditors and subject to the rights of holders of any securities ranking senior to our series E preferred and any other parity stock.

Voting Rights. Holders of our series E preferred generally do not have any voting rights, except as required by law or as may be required by the rules of the NASDAQ Global Select Market. However, we may not amend our articles of incorporation in a manner adverse to the rights of the holders of our series E preferred, issue capital stock ranking senior to the series E preferred or take certain other actions without the approval of the holders of the series E preferred. In addition, holders of series E preferred, together with the holders of other parity securities having similar voting rights, may elect two directors if we have not paid dividends on our series E preferred for six or more quarterly dividend periods, whether or not consecutive. Holders of series E preferred shall have one vote per share on any matter in which holders of series E preferred are entitled to vote.

Ranking on a Parity with Series D Preferred. The series E preferred will rank on a parity with the series D preferred, and each other class or series of capital stock the Company may issue in the future, the terms of which expressly provide that such class or series will rank on a parity with the series E preferred as to dividend rights and rights on liquidation, dissolution or winding-up of the Company.

Description of Depositary Shares, Each Representing a 1/1,000th Interest in a Share of Series E Preferred

Dividends and Other Distributions. The depositary will distribute any cash dividends or other cash distributions received in respect of the deposited series E preferred to the record holders of depositary shares represented thereby in proportion to the number of depositary shares held by the holders. The depositary will distribute any property received by it other than cash to the record holders of depositary shares entitled to those distributions, unless it determines that the distribution cannot be made proportionally among those holders or that it is not feasible to make a distribution (including any requirement that we or the depositary withhold an amount on account of taxes). In that event, the depositary may, with our approval, adopt a method as it deems equitable and practicable for purposes of effecting the distribution, including selling the property (at a public or private sale) and distributing the net proceeds from the sale to the holders of the depositary shares in proportion to the number of depositary shares they hold. Record dates for the payment of dividends and other matters relating to the depositary shares will be the same as the corresponding record dates for the series E preferred.

Redemption. If we redeem the series E preferred represented by the depositary shares, the depositary shares will be redeemed from the proceeds received by the depositary resulting from the redemption of the series E preferred held by the depositary. The redemption price per depositary share will be equal to 1/1,000th of the redemption price per share payable with respect to the series E preferred (or \$25.00 per depositary share), plus any declared and unpaid dividends, without accumulation of any undeclared dividends. Whenever we redeem shares of series E preferred held by the depositary, the depositary will redeem, as of the same redemption date, the number of depositary shares representing shares of series E preferred so redeemed. In case of any redemption of less than all of the outstanding depositary shares, the depositary shares to be redeemed will be selected by the depositary pro rata or by lot. In any such case, the depositary will redeem depositary shares only in increments of 100 shares and any multiple thereof.

Liquidation Preference. In the event that we liquidate, dissolve or wind-up our business and affairs, either voluntarily or involuntarily, each holder of a depositary share will be entitled to receive a liquidation distribution of \$25.00 per depositary share, plus any declared and unpaid dividends, without accumulation of any undeclared dividends, before we make any distribution of assets to the holders of our common stock or any other class or series of stock ranking junior to the series E preferred as to that distribution.

Voting Rights. When the depositary receives notice of any meeting at which the holders of the series E preferred are entitled to vote, the depositary will mail (or otherwise transmit by an authorized method) the information contained in the notice to the record holders of the depositary shares representing the series E preferred. Each record holder of the depositary shares on the record date, which will be the same date as the record date for the series E preferred, may instruct the depositary to vote the amount of the series E preferred represented by the holder's depositary shares. To the extent possible, the depositary will vote the amount of the series E preferred represented by depositary shares in accordance with the instructions it receives. We will agree to take all reasonable actions that the depositary determines are necessary to enable the depositary to vote as instructed. If the depositary does not receive specific instructions from the holders of any depositary shares representing the series E preferred, it will vote all depositary shares of that series held by it proportionately with instructions received.

Certain Provisions of Our Articles of Incorporation, By-Laws, Illinois Law and Certain Applicable Banking Regulations That May Have an Anti-Takeover Effect

Certain provisions of our articles of incorporation, our by-laws, Illinois law and certain applicable banking regulations may have the effect of impeding the acquisition of control of the Company by means of a tender offer, a proxy fight, open-market purchases or otherwise in a transaction not approved by our board of directors.

These provisions may have the effect of discouraging a future takeover attempt that is not approved by our board of directors but which our individual shareholders may deem to be in their best interests or in which our shareholders may receive a substantial premium for their shares over then-current market prices. As a result, shareholders who might desire to participate in such a transaction may not have an opportunity to do so. Such provisions will also render the removal of our current board of directors or management more difficult.

These provisions of our articles of incorporation and our by-laws include the following:

- our board of directors may issue additional authorized shares of our capital stock to deter future attempts to gain control of the Company, including the authority to determine the terms of any one or more series of preferred stock, such as voting rights, conversion rates and liquidation preferences. As a result of the ability to fix voting rights for a series of preferred stock, our board has the power, to the extent consistent with its fiduciary duty, to issue a series of preferred stock to persons friendly to management in order to attempt to block a merger or other transaction by which a third party seeks control, and thereby assist the incumbent board of directors and management to retain their respective positions;
- our articles of incorporation do not provide for cumulative voting for any purpose, and our articles of incorporation and by-laws also provide that any action required or permitted to be taken by shareholders may be taken only at an annual or special meeting and prohibit shareholder action by written consent in lieu of a meeting;

- our articles of incorporation expressly elect to be governed by the provisions of Section 7.85 of the IBCA. Section 7.85 prohibits a publicly held Illinois corporation from engaging in a business combination unless, in addition to any affirmative vote required by law or the articles of incorporation of the company, the proposed business combination;
 - receives the affirmative vote of the holders of at least 80% of the combined voting power of the then outstanding shares of all classes and series of the corporation entitled to vote generally in the election of directors voting together as a single class (the voting shares), and the affirmative vote of a majority of the voting shares held by disinterested shareholders; and
 - is approved by at least two-thirds of the disinterested directors; or
 - provides for consideration offered to shareholders that meets certain fair price standards and satisfies certain procedural requirements.

Such fair price standards require that the fair market value per share of the consideration offered be equal to or greater than the higher of:

- the highest per share price paid by the interested shareholder during the two-year period immediately prior to the first public announcement of the proposed business combination or in the transaction by which the interested shareholder became an interested shareholder; and
- the fair market value per share of common stock on the first trading date after the first public announcement of the proposed business combination or on the first trading date after the date of the first public announcement that the interested shareholder has become an interested shareholder.

For purposes of Section 7.85, disinterested director means any member of the board of directors of the corporation who:

- is neither the interested shareholder nor an affiliate or associate of the interested shareholder;
- was a member of the board of directors prior to the time that the interested shareholder became an interested shareholder or was a director of the corporation before January 1, 1997, or was recommended to succeed a disinterested director by a majority of the disinterested directors then in office; and
- was not nominated for election as a director by the interested shareholder or any affiliate or associate of the interested shareholder.

The amendment of our articles of incorporation must be approved by a majority vote of the board of directors and also by a two-thirds vote of the outstanding shares of our common stock; *provided, however*, that an affirmative vote of at least 85% of the outstanding voting stock entitled to vote is required to amend or repeal certain provisions of the articles of incorporation, including provisions (a) prohibiting cumulative voting rights, (b) relating to certain business combinations, (c) limiting the shareholders' ability to act by written consent, (d) regarding the minimum number of directors, (e) regarding indemnification of directors and officers by the Company and limitation of liability for directors and (f) regarding amendment of the foregoing supermajority provisions of our articles of incorporation. Our by-laws provide that the power to make, alter, amend, or repeal the by-laws shall be vested in the shareholders or the board of directors by a resolution adopted by a majority of the board of directors.

The provisions described above are intended to reduce our vulnerability to takeover attempts and certain other transactions that have not been negotiated with and approved by members of our board of directors.

The ability of a third party to acquire the Company is also limited under applicable banking regulations. The Bank Holding Company Act of 1956, or the Bank Holding Company Act, requires any “bank holding company” (as defined in such Act) to obtain the approval of the Federal Reserve prior to acquiring more than 5% of our outstanding common stock. Any person other than a bank holding company is required to obtain prior approval of the Federal Reserve to acquire 10% or more of our outstanding common stock under the Change in Bank Control Act of 1978. Any holder of 25% or more of our outstanding common stock, other than an individual, is subject to regulation as a bank holding company under the Bank Holding Company Act. For purposes of calculating ownership thresholds under these banking regulations, bank regulators would likely at least take the position that the minimum number of shares, and could take the position that the maximum number of shares, of our common stock that a holder is entitled to receive pursuant to securities convertible into or settled in our common stock, including pursuant to our warrants to purchase common stock held by such holder, must be taken into account in calculating a shareholder's aggregate holdings of our common stock.

Exhibit 21.1

Subsidiaries of the Registrant December 31, 2022

<u>Subsidiary</u>	<u>Jurisdiction</u>
Barrington Bank & Trust Company, N.A.	United States
Beverly Bank & Trust Company, N.A.	United States
Crystal Lake Bank & Trust Company, N.A.	United States
Chicago Deferred Exchange Company, LLC	Delaware
Elektra Holding Company, LLC	Delaware
First Insurance Funding of Canada, Inc.	Canada
FIFC Edge International Corporation	United States
Great Lakes Advisors, LLC	Delaware
Hinsdale Bank & Trust Company, N.A.	United States
Hyde Park Facilities, Inc.	Illinois
Lake Forest Bank & Trust Company, N.A.	United States
Libertyville Bank & Trust Company, N.A.	United States
Northbrook Bank & Trust Company, N.A.	United States
Old Plank Trail Community Bank, N.A.	United States
Schaumburg Bank & Trust Company, N.A.	United States
St. Charles Bank & Trust Company, N.A.	United States
State Bank of the Lakes, N.A.	United States
The Chicago Trust Company, N.A.	United States
Town Bank, N.A.	United States
Tricom, Inc. of Milwaukee	Wisconsin
Village Bank & Trust, N.A.	United States
Wintrust Investments, L.L.C.	Delaware
WHAMCO Holding Company	Illinois
Wheaton Bank and Trust Company, N.A.	United States
Wintrust Asset Finance Inc.	Delaware
Wintrust Bank, N.A.	United States
Community Financial Shares Statutory Trust II	Delaware
First Northwest Capital Trust I	Delaware
Northview Capital Trust I	Delaware
Suburban Illinois Capital Trust II	Delaware
Town Bankshares Capital Trust I	Delaware
Wintrust Capital Trust III	Delaware
Wintrust Statutory Trust IV	Connecticut
Wintrust Statutory Trust V	Connecticut
Wintrust Capital Trust VII	Delaware
Wintrust Capital Trust VIII	Delaware
Wintrust Capital Trust IX	Delaware

Consent of Independent Registered Public Accounting Firm

We consent to the incorporation by reference in the following Registration Statements:

- (1) Registration Statements (Form S-8 Nos. 333-265299, 333-256547, 333-249951, 333-234120, 333-226000, 333-204768, 333-204767, 333-200149, 333-183234, 333-177809, 333-177808, 333-175899, 333-140141, 333-136964, 333-61678, 333-33459, 333-52650, 333-96983, 333-124433, 333-111277, 333-119979, 333-119976 and 333-117044) of Wintrust Financial Corporation; and
- (2) Registration Statements (Form S-3 Nos. 333-238023, 333-175467, 333-84188, 333-103134, and 333-115898) of Wintrust Financial Corporation;

of our reports dated February 28, 2023, with respect to the consolidated financial statements and the effectiveness of internal control over financial reporting of Wintrust Financial Corporation and subsidiaries included in this Annual Report (Form 10-K) of Wintrust Financial Corporation for the year ended December 31, 2022.

/s/ Ernst & Young LLP

Chicago, Illinois
February 28, 2023

Exhibit 31.1

CERTIFICATION

I, Edward J. Wehmer, certify that:

1. I have reviewed this annual report on Form 10-K of Wintrust Financial Corporation;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f), for the registrant and have:
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent functions):
 - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February 28, 2023

/s/ EDWARD J. WEHMER

Name: Edward J. Wehmer

Title: Founder and Chief Executive Officer

Exhibit 31.2

CERTIFICATION

I, David L. Stoehr, certify that:

1. I have reviewed this annual report on Form 10-K of Wintrust Financial Corporation;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f), for the registrant and have:
 - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
 - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
 - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
 - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of registrant's board of directors (or persons performing the equivalent functions):
 - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
 - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: February 28, 2023

/s/ DAVID L. STOEHR

Name: David L. Stoehr

Title: Executive Vice President and Chief Financial Officer

Exhibit 32.1

CERTIFICATIONS
SARBANES-OXLEY ACT SECTION 906

Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, 18 U.S.C. Section 1350, the undersigned Chief Executive Officer and Chief Financial Officer of Wintrust Financial Corporation (“the Company”) certify, on the basis of such officers’ knowledge and belief that:

- (1) The Annual Report of the Company on Form 10-K for the year ended December 31, 2022, as filed with the Securities and Exchange Commission on February 28, 2023, (the “Report”) fully complies with the requirements of Section 13(a) or 15(d), as applicable, of the Securities Exchange Act of 1934, as amended; and
- (2) The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

/s/ EDWARD J. WEHMER

Name: Edward J. Wehmer

Title: Founder and Chief Executive Officer

Date: February 28, 2023

/s/ DAVID L. STOEHR

Name: David L. Stoehr

Title: Executive Vice President and
Chief Financial Officer

Date: February 28, 2023

A signed original of this written statement required by Section 906 has been provided to the Company and will be retained by the Company and furnished to the Securities and Exchange Commission upon request. This certification accompanies the Report and shall not be treated as having been filed as part of this Report.

Federal Financial Institutions Examination Council



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

Institution Name	WINTRUST BANK, NATIONAL ASSOCIATION
City	CHICAGO
State	IL
Zip Code	60604
Call Report Report Date	6/30/2023
Report Type	041
RSSD-ID	2239288
FDIC Certificate Number	33935
OCC Charter Number	25196
ABA Routing Number	71925444
Last updated on	9/19/2023



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

Report at the close of business June 30, 2023

(20230630)
(RCON 9999)

This report is required by law: 12 U.S.C. §324 (State member banks); 12 U.S.C. §1817 (State non member banks); 12 U.S.C. §161 (National banks); and 12 U.S.C. §1464 (Savings associations).

Unless the context indicates otherwise, the term "bank" in this report form refers to both banks and savings associations.

NOTE: Each bank's board of directors and senior management are responsible for establishing and maintaining an effective system of internal control, including controls over the Reports of Condition and Income. The Reports of Condition and Income are to be prepared in accordance with federal regulatory authority instructions. The Reports of Condition and Income must be signed by the Chief Financial Officer (CFO) of the reporting bank (or by the individual performing an equivalent function) and attested to by not less than two directors (trustees) for state non member banks and three directors for state member banks, national banks, and savings associations.

schedules) for this report date have been prepared in conformance with the instructions issued by the appropriate Federal regulatory authority and are true and correct to the best of my knowledge and belief.

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

I, the undersigned CFO (or equivalent) of the named bank, attest that the Reports of Condition and Income (including the supporting

Signature of Chief Financial Officer (or Equivalent)

Director (Trustee)

Date of Signature

Director (Trustee)

Director (Trustee)

Submission of Reports

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

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

FDIC Certificate Number **33935** (RSSD 9050)

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

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

For technical assistance with submissions to the CDR, please contact the CDR Help Desk by telephone at (888) CDR-3111, by fax at (703) 774-3946, or by e-mail at CDR.Help@cdr.ffiec.gov.

WINTRUST BANK, NATIONAL ASSOCIATION

Legal Title of Bank (RSSD 9017)

CHICAGO

City (RSSD 9130)

IL

State Abbreviation (RSSD 9200)

60604

Zip Code (RSSD 9220)

The estimated average burden associated with this information collection is 50.4 hours per respondent and is estimated to vary from 20 to 775 hours per response, depending on individual circumstances. Burden estimates include the time for reviewing instructions, gathering and maintaining data in the required form, and completing the information collection, but exclude the time for compiling and maintaining business records in the normal course of a respondent's activities. A Federal agency 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. Comments concerning the accuracy of this burden estimate and suggestions for reducing this burden should be directed to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503, and to one of the following: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551; Legislative and Regulatory Analysis Division, Office of the Comptroller of the Currency, Washington, DC 20219; Assistant Executive Secretary, Federal Deposit Insurance Corporation, Washington, DC 20429.

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

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For information or assistance, national banks, state nonmember banks, and savings associations should contact the FDIC's Data Collection and Analysis Section, 550 17th Street, NW, Washington, DC 20429, toll free on (800) 688-FDIC(3342), Monday through Friday between 8:00 a.m. and 5:00 p.m., Eastern Time. State member banks should contact their Federal Reserve District Bank.

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For information or assistance, national banks, state nonmember banks, and savings associations should contact the FDIC's Data Collection and Analysis Section, 550 17th Street, NW, Washington, DC 20429, toll free on (800) 688-FDIC(3342), Monday through Friday between 8:00 a.m. and 5:00 p.m., Eastern Time. State member banks should contact their Federal Reserve District Bank.

Board of Governors of the Federal Reserve System, Federal Deposit Insurance Corporation, Office of the Comptroller of the Currency
Legend: NR - Not Reported, CONF - Confidential

Contact Information for the Reports of Condition and Income

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

Chief Financial Officer (or Equivalent) Signing the Reports

CONF
Name (TEXT C490)

CONF
Title (TEXT C491)

CONF
E-mail Address (TEXT C492)

CONF
Area Code / Phone Number / Extension (TEXT C493)

CONF
Area Code / FAX Number (TEXT C494)

Other Person to Whom Questions about the Reports Should be Directed

CONF
Name (TEXT C495)

CONF
Title (TEXT C496)

CONF
E-mail Address (TEXT 4086)

CONF
Area Code / Phone Number / Extension (TEXT 8902)

CONF
Area Code / FAX Number (TEXT 9116)

Primary Contact

CONF
Name (TEXT C366)

CONF
Title (TEXT C367)

CONF
E-mail Address (TEXT C368)

CONF
Area Code / Phone Number / Extension (TEXT C369)

CONF
Area Code / FAX Number (TEXT C370)

Secondary Contact

CONF
Name (TEXT C371)

CONF
Title (TEXT C372)

CONF
E-mail Address (TEXT C373)

CONF
Area Code / Phone Number / Extension (TEXT C374)

CONF
Area Code / FAX Number (TEXT C375)

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

Contact Information

This information is being requested to identify points-of-contact who are in charge of your bank's USA PATRIOT Act Section 314(a) information requests. Bank personnel listed could be contacted by law enforcement officers or the Financial Crimes Enforcement Network (FinCEN) for additional information related to specific Section 314(a) search requests or other anti-terrorist financing and anti- money laundering matters. Communications sent by FinCEN to the bank for purposes other than Section 314(a) notifications will state the intended purpose and should be directed to the appropriate bank personnel for review. Any disclosure of customer records to law enforcement officers or FinCEN must be done in compliance with applicable law, including the Right to Financial Privacy Act (12 U.S.C. 3401 et seq.).

Please provide information for a primary and secondary contact. Information for a third and fourth contact may be provided at the bank's option. Enter "none" for the contact's e-mail address if not available. This contact information is for the confidential use of the Agencies, FinCEN, and law enforcement officers and will not be released to the public.

Primary Contact

CONF
Name (TEXT C437)

CONF
Title (TEXT C438)

CONF
E-mail Address (TEXT C439)

CONF
Area Code / Phone Number / Extension (TEXT C440)

Secondary Contact

CONF
Name (TEXT C442)

CONF
Title (TEXT C443)

CONF
E-mail Address (TEXT C444)

CONF
Area Code / Phone Number / Extension (TEXT 8902)

Third Contact

CONF
Name (TEXT C870)

CONF
Title (TEXT C871)

CONF
E-mail Address (TEXT C368)

CONF
Area Code / Phone Number / Extension (TEXT C873)

Fourth Contact

CONF
Name (TEXT C875)

CONF
Title (TEXT C876)

CONF
E-mail Address (TEXT C877)

CONF
Area Code / Phone Number / Extension (TEXT C878)

Contact Information(Form Type - 041)

Dollar amounts in thousands

1. Contact Information for the Reports of Condition and Income			1.
a. Chief Financial Officer (or Equivalent) Signing the Reports			1.a.
1. Name.....	TEXTC490	CONF	1.a.1.
2. Title.....	TEXTC491	CONF	1.a.2.
3. E-mail Address.....	TEXTC492	CONF	1.a.3.
4. Telephone.....	TEXTC493	CONF	1.a.4.
5. FAX.....	TEXTC494	CONF	1.a.5.
b. Other Person to Whom Questions about the Reports Should be Directed			1.b.
1. Name.....	TEXTC495	CONF	1.b.1.
2. Title.....	TEXTC496	CONF	1.b.2.
3. E-mail Address.....	TEXT4086	CONF	1.b.3.
4. Telephone.....	TEXT8902	CONF	1.b.4.
5. FAX.....	TEXT9116	CONF	1.b.5.
2. Person to whom questions about Schedule RC-T - Fiduciary and Related Services should be directed			2.
a. Name and Title.....	TEXTB962	CONF	2.a.
b. E-mail Address.....	TEXTB926	CONF	2.b.
c. Telephone.....	TEXTB963	CONF	2.c.
d. FAX.....	TEXTB964	CONF	2.d.
3. Emergency Contact Information			3.
a. Primary Contact			3.a.
1. Name.....	TEXTC366	CONF	3.a.1.
2. Title.....	TEXTC367	CONF	3.a.2.
3. E-mail Address.....	TEXTC368	CONF	3.a.3.
4. Telephone.....	TEXTC369	CONF	3.a.4.
5. FAX.....	TEXTC370	CONF	3.a.5.
b. Secondary Contact			3.b.
1. Name.....	TEXTC371	CONF	3.b.1.
2. Title.....	TEXTC372	CONF	3.b.2.
3. E-mail Address.....	TEXTC373	CONF	3.b.3.
4. Telephone.....	TEXTC374	CONF	3.b.4.
5. FAX.....	TEXTC375	CONF	3.b.5.
4. USA PATRIOT Act Section 314(a) Anti-Money Laundering Contact Information			4.
a. Primary Contact			4.a.
1. Name.....	TEXTC437	CONF	4.a.1.
2. Title.....	TEXTC438	CONF	4.a.2.
3. E-mail Address.....	TEXTC439	CONF	4.a.3.
4. Telephone.....	TEXTC440	CONF	4.a.4.
b. Secondary Contact			4.b.
1. Name.....	TEXTC442	CONF	4.b.1.
2. Title.....	TEXTC443	CONF	4.b.2.
3. E-mail Address.....	TEXTC444	CONF	4.b.3.
4. Telephone.....	TEXTC445	CONF	4.b.4.
c. Third Contact			4.c.
1. Name.....	TEXTC870	CONF	4.c.1.
2. Title.....	TEXTC871	CONF	4.c.2.
3. E-mail Address.....	TEXTC872	CONF	4.c.3.
4. Telephone.....	TEXTC873	CONF	4.c.4.
d. Fourth Contact			4.d.
1. Name.....	TEXTC875	CONF	4.d.1.

Dollar amounts in thousands

2. Title.....	TEXTC876	CONF	4.d.2.
3. E-mail Address.....	TEXTC877	CONF	4.d.3.
4. Telephone.....	TEXTC878	CONF	4.d.4.
5. Chief Executive Officer Contact Information			5.
a. Chief Executive Officer			5.a.
1. Name.....	TEXTFT42	CONF	5.a.1.
2. E-mail Address.....	TEXTFT44	CONF	5.a.2.
3. Telephone.....	TEXTFT43	CONF	5.a.3.
4. FAX.....	TEXTFT45	CONF	5.a.4.

Schedule RI - Income Statement(Form Type - 041)

Dollar amounts in thousands

1. Interest income:			1.
a. Interest and fee income on loans:			1.a.
1. Loans secured by real estate:			1.a.1.
a. Loans secured by 1-4 family residential properties.....	RIAD4435	9,770	1.a.1.a.
b. All other loans secured by real estate.....	RIAD4436	94,318	1.a.1.b.
2. Commercial and industrial loans.....	RIAD4012	97,700	1.a.2.
3. Loans to individuals for household, family, and other personal expenditures:			1.a.3.
a. Credit cards.....	RIADB485	0	1.a.3.a.
b. Other (includes revolving credit plans other than credit cards, automobile loans, and other consumer loans).....	RIADB486	18,659	1.a.3.b.
4. Not applicable			1.a.4.
5. All other loans ¹	RIAD4058	7,479	1.a.5.
6. Total interest and fee income on loans (sum of items 1.a.(1)(a) through 1.a.(5)).....	RIAD4010	227,926	1.a.6.
b. Income from lease financing receivables.....	RIAD4065	3,395	1.b.
c. Interest income on balances due from depository institutions ²	RIAD4115	4,782	1.c.
d. Interest and dividend income on securities:			1.d.
1. U.S. Treasury securities and U.S. Government agency obligations (excluding mortgage-backed securities).....	RIADB488	781	1.d.1.
2. Mortgage-backed securities.....	RIADB489	6,576	1.d.2.
3. All other securities (includes securities issued by states and political subdivisions in the U.S.).....	RIAD4060	1,670	1.d.3.
e. Not applicable			1.e.
f. Interest income on federal funds sold and securities purchased under agreements to resell.....	RIAD4020	2,306	1.f.
g. Other interest income.....	RIAD4518	733	1.g.
h. Total interest income (sum of items 1.a.(6) through 1.g.).....	RIAD4107	248,169	1.h.
2. Interest expense:			2.
a. Interest on deposits:			2.a.
1. Transaction accounts (interest-bearing demand deposits, NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts).....	RIAD4508	6,239	2.a.1.
2. Nontransaction accounts:			2.a.2.
a. Savings deposits (includes MMDAs).....	RIAD0093	41,619	2.a.2.a.
b. Time deposits of \$250,000 or less.....	RIADHK03	7,981	2.a.2.b.
c. Time deposits of more than \$250,000.....	RIADHK04	3,426	2.a.2.c.
b. Expense of federal funds purchased and securities sold under agreements to repurchase.....	RIAD4180	598	2.b.
c. Interest on trading liabilities and other borrowed money.....	RIAD4185	2,344	2.c.
d. Interest on subordinated notes and debentures.....	RIAD4200	0	2.d.
e. Total interest expense (sum of items 2.a through 2.d.).....	RIAD4073	62,207	2.e.
3. Net interest income (item 1.h minus 2.e.).....	RIAD4074	185,962	3.
4. Provision for loan and lease losses ³	RIADJJ33	18,597	4.
5. Noninterest income:			5.
a. Income from fiduciary activities ²	RIAD4070	0	5.a.
b. Service charges on deposit accounts.....	RIAD4080	7,402	5.b.
c. Trading revenue.....	RIADA220	3,715	5.c.
d. Income from securities-related and insurance activities:			5.d.
1. Fees and commissions from securities brokerage.....	RIADC886	5,875	5.d.1.
2. Investment banking, advisory, and underwriting fees and commissions.....	RIADC888	18,225	5.d.2.

1. Includes interest and fee income on "Loans to depository institutions and acceptances of other banks," "Loans to finance agricultural production and other loans to farmers," "Obligations (other than securities and leases) of states and political subdivisions in the U.S.," and "Other loans."
 2. Includes interest income on time certificates of deposit not held for trading.
 3. Institutions that have adopted ASU 2016-13 should report in item 4 the provisions for credit losses for all financial assets and off-balance-sheet credit exposures that fall within the scope of the standard.
 2. For banks required to complete Schedule RC-T, items 14 through 22, income from fiduciary activities reported in Schedule RI, item 5.a, must equal the amount reported in Schedule RC-T, item 22.

Dollar amounts in thousands

3. Fees and commissions from annuity sales.....	RIADC887	0	5.d.3.
4. Underwriting income from insurance and reinsurance activities.....	RIADC386	0	5.d.4.
5. Income from other insurance activities.....	RIADC387	1,468	5.d.5.
e. Venture capital revenue.....	RIADB491	0	5.e.
f. Net servicing fees.....	RIADB492	38	5.f.
g. Net securitization income.....	RIADB493	0	5.g.
h. Not applicable			5.h.
i. Net gains (losses) on sales of loans and leases.....	RIAD5416	410	5.i.
j. Net gains (losses) on sales of other real estate owned.....	RIAD5415	0	5.j.
k. Net gains (losses) on sales of other assets ³	RIADB496	-535	5.k.
l. Other noninterest income [*]	RIADB497	21,189	5.l.
m. Total noninterest income (sum of items 5.a through 5.l.).....	RIAD4079	57,787	5.m.
6. Not available			6.
a. Realized gains (losses) on held-to-maturity securities.....	RIAD3521	0	6.a.
b. Realized gains (losses) on available-for-sale debt securities.....	RIAD3196	0	6.b.
7. Noninterest expense:			7.
a. Salaries and employee benefits.....	RIAD4135	56,043	7.a.
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest).....	RIAD4217	8,786	7.b.
c. Not available			7.c.
1. Goodwill impairment losses.....	RIADC216	0	7.c.1.
2. Amortization expense and impairment losses for other intangible assets.....	RIADC232	592	7.c.2.
d. Other noninterest expense [*]	RIAD4092	38,370	7.d.
e. Total noninterest expense (sum of items 7.a through 7.d.).....	RIAD4093	103,791	7.e.
8. Not available			8.
a. Income (loss) before change in net unrealized holding gains (losses) on equity securities not held for trading, applicable income taxes, and discontinued operations (item 3 plus or minus items 4, 5.m, 6.a, 6.b, and 7.e.).....	RIADHT69	121,361	8.a.
b. Change in net unrealized holding gains (losses) on equity securities not held for trading ⁴	RIADHT70	-3	8.b.
c. Income (loss) before applicable income taxes and discontinued operations (sum of items 8.a and 8.b.).....	RIAD4301	121,358	8.c.
9. Applicable income taxes (on item 8.c.).....	RIAD4302	30,856	9.
10. Income (loss) before discontinued operations (item 8.c minus item 9.).....	RIAD4300	90,502	10.
11. Discontinued operations, net of applicable income taxes (Describe on Schedule RI-E - Explanations) [*]	RIADFT28	0	11.
12. Net income (loss) attributable to bank and noncontrolling (minority) interests (sum of items 10 and 11.).....	RIADG104	90,502	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).....	RIADG103	0	13.
14. Net income (loss) attributable to bank (item 12 minus item 13).....	RIAD4340	90,502	14.
1. Interest expense incurred to carry tax-exempt securities, loans, and leases acquired after August 7, 1986, that is not deductible for federal income tax purposes.....	RIAD4513	2,127	M.1.
<i>Memorandum item 2 is to be completed by banks with \$1 billion or more in total assets</i>			
2. Income from the sale and servicing of mutual funds and annuities (included in Schedule RI, item 8) ¹	RIAD8431	3,951	M.2.
3. Income on tax-exempt loans and leases to states and political subdivisions in the U.S. (included in Schedule RI, items 1.a and 1.b.).....	RIAD4313	7,010	M.3.
4. Income on tax-exempt securities issued by states and political subdivisions in the U.S. (included in Schedule RI, item 1.d.(3)).....	RIAD4507	513	M.4.
5. Number of full-time equivalent employees at end of current period (round to nearest whole number).....	RIAD4150	617	M.5.
<i>Memorandum item 6 is to be completed by:</i> <i>* banks with \$300 million or more in total assets, and</i> <i>* banks with less than \$300 million in total assets that have loans to finance agricultural product and other loans to farmers (Schedule RC-C, Part I, item 3) exceeding 5 percent of total loans</i>			
6. Interest and fee income on loans to finance agricultural production and other loans to farmers (included in Schedule RI, item 1.a.(5)) ¹	RIAD4024	18	M.6.

3. Exclude net gains (losses) on sales of trading assets and held-to-maturity and available-for-sale debt securities.
 *. Describe on Schedule RI-E-Explanations
 *. Describe on Schedule RI-E - Explanations.
 4. Item 8.b is to be completed by all institutions. See the instructions for this item and the Glossary entry for "Securities Activities" for further detail on accounting for investments in equity securities.
 1. The asset size tests and the 5 percent of total loans test are based on the total assets and total loans reported in the June 30, 2022, Report of Condition.
 1. The asset size tests and the 5 percent of total loans test are based on the total assets and total loans reported in the June 30, 2022, Report of Condition.

Dollar amounts in thousands

7. If the reporting institution has applied pushdown accounting this calendar year, report the date of the institution's acquisition (see instructions) ²	RIAD9106	0000000	M.7.
8. Not applicable			M.8.
<i>Memorandum items 9.a and 9.b are to be completed by banks with \$10 billion or more in total assets.</i>			
9. Net gains (losses) recognized in earnings on credit derivatives that economically hedge credit exposures held outside the trading account: ¹			M.9.
a. Net gains (losses) on credit derivatives held for trading.....	RIADC889	NR	M.9.a.
b. Net gains (losses) on credit derivatives held for purposes other than trading.....	RIADC890	NR	M.9.b.
<i>Memorandum item 10 is to be completed by banks with \$300 million or more in total assets.</i>			
10. Credit losses on derivatives (see instructions) ¹	RIADA251	0	M.10.
11. Does the reporting bank have a Subchapter S election in effect for federal income tax purposes for the current tax year?.....	RIADA530	No	M.11.
<i>Memorandum item 12 is to be completed by banks that are required to complete Schedule RC-C, Part I, Memorandum items 8.b and 8.c and is to be completed semiannually in the June and December reports only.</i>			
12. Noncash income from negative amortization on closed-end loans secured by 1-4 family residential properties (included in Schedule RI, item 1.a.(1)(a)).....	RIADF228	NR	M.12.
<i>Memorandum item 13 is to be completed by banks that have elected to account for assets and liabilities under a fair value option.</i>			
13. Net gains (losses) recognized in earnings on assets and liabilities that are reported at fair value under a fair value option:			M.13.
a. Net gains (losses) on assets.....	RIADF551	NR	M.13.a.
1. Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk.....	RIADF552	NR	M.13.a.1.
b. Net gains (losses) on liabilities.....	RIADF553	NR	M.13.b.
1. Estimated net gains (losses) on liabilities attributable to changes in instrument-specific credit risk.....	RIADF554	NR	M.13.b.1.
14. Other-than-temporary impairment losses on held-to-maturity and available-for-sale debt securities recognized in earnings (included in Schedule RI, items 6.a and 6.b) ²	RIADJ321	NR	M.14.
<i>Memorandum item 15 is to be completed by institutions with \$1 billion or more in total assets that answered "Yes" to Schedule RC-E, Memorandum item 5.</i>			
15. Components of service charges on deposit accounts in domestic offices (sum of Memorandum items 15.a through 15.d must equal Schedule RI, item 5.b): ¹			M.15.
a. Consumer overdraft-related service charges levied on those transaction account and nontransaction savings account deposit products intended primarily for individuals for personal, household, or family use.....	RIADH032	107	M.15.a.
b. Consumer account periodic maintenance charges levied on those transaction account and nontransaction savings account deposit products intended primarily for individuals for personal, household, or family use.....	RIADH033	104	M.15.b.
c. Consumer customer automated teller machine (ATM) fees levied on those transaction account and nontransaction savings account deposit products intended primarily for individuals for personal, household, or family use.....	RIADH034	0	M.15.c.
d. All other service charges on deposit accounts.....	RIADH035	7,191	M.15.d.

2. Report the date in YYYYMMDD format. For example, a bank acquired on March 1, 2023, would report 20230301.
 1. The asset size tests and the 5 percent of total loans test are based on the total assets and total loans reported in the June 30, 2022, Report of Condition.
 1. The asset size tests and the 5 percent of total loans test are based on the total assets and total loans reported in the June 30, 2022, Report of Condition.
 2. Memorandum item 14 is to be completed only by institutions that have not adopted ASU 2016-13.
 1. The \$1 billion asset-size test is based on the total assets reported on the June 30, 2022, Report of Condition.

Schedule RI-A - Changes in Bank Equity Capital(Form Type - 041)

Dollar amounts in thousands

1. Total bank equity capital most recently reported for the December 31, 2022, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income).....	RIAD3217	1,010,525	1.
2. Cumulative effect of changes in accounting principles and corrections of material accounting errors *	RIADB507	-41	2.
3. Balance end of previous calendar year as restated (sum of items 1 and 2).....	RIADB508	1,010,484	3.
4. Net income (loss) attributable to bank (must equal Schedule RI, item 14).....	RIAD4340	90,502	4.
5. Sale, conversion, acquisition, or retirement of capital stock, net (excluding treasury stock transactions).....	RIADB509	2,307	5.
6. Treasury stock transactions, net.....	RIADB510	0	6.
7. Changes incident to business combinations, net.....	RIAD4356	0	7.
8. LESS: Cash dividends declared on preferred stock.....	RIAD4470	0	8.
9. LESS: Cash dividends declared on common stock.....	RIAD4460	65,000	9.
10. Other comprehensive income ¹	RIADB511	-17,056	10.
11. Other transactions with stockholders (including a parent holding company) (not included in items 5, 6, 8, or 9 above) *	RIAD4415	0	11.
12. Total bank equity capital end of current period (sum of items 3 through 11) (must equal Schedule RC, item 27.a)..	RIAD3210	1,021,237	12.

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

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

Schedule RI-B Part I - Charge-offs and Recoveries on Loans and Leases (Form Type - 041)

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

Dollar amounts in thousands		(Column A) Charge-offs Calendar year-to-date		(Column B) Recoveries Calendar year-to-date		
1. Loans secured by real estate:						1.
a. Construction, land development, and other land loans:						1.a.
1. 1-4 family residential construction loans.....	RIADC891	0	RIADC892	0		1.a.1.
2. Other construction loans and all land development and other land loans.....	RIADC893	0	RIADC894	0		1.a.2.
b. Secured by farmland.....	RIAD3584	0	RIAD3585	0		1.b.
c. Secured by 1-4 family residential properties:						1.c.
1. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....	RIAD5411	0	RIAD5412	22		1.c.1.
2. Closed-end loans secured by 1-4 family residential properties:						1.c.2.
a. Secured by first liens.....	RIADC234	0	RIADC217	2		1.c.2.a.
b. Secured by junior liens.....	RIADC235	0	RIADC218	0		1.c.2.b.
d. Secured by multifamily (5 or more) residential properties.....	RIAD3588	0	RIAD3589	0		1.d.
e. Secured by nonfarm nonresidential properties:						1.e.
1. Loans secured by owner-occupied nonfarm nonresidential properties.....	RIADC895	50	RIADC896	0		1.e.1.
2. Loans secured by other nonfarm nonresidential properties.....	RIADC897	7,565	RIADC898	0		1.e.2.
2. Not applicable						2.
3. Not applicable						3.
4. Commercial and industrial loans.....	RIAD4638	3,901	RIAD4608	666		4.
5. Loans to individuals for household, family, and other personal expenditures:						5.
a. Credit cards.....	RIADB514	0	RIADB515	0		5.a.
b. Automobile loans.....	RIADK129	0	RIADK133	0		5.b.
c. Other (includes revolving credit plans other than credit cards and other consumer loans).....	RIADK205	10	RIADK206	26		5.c.
6. Not applicable						6.
7. All other loans ²	RIAD4644	70	RIAD4628	5		7.
8. Lease financing receivables.....	RIAD4266	0	RIAD4267	0		8.
9. Total (sum of items 1 through 8).....	RIAD4635	11,596	RIAD4605	721		9.
1. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RI-B, part I, items 4 and 7, above.....	RIAD5409	0	RIAD5410	0		M.1.
2. Not available						M.2.
<i>Memorandum items 2.a. through 2.d. are to be completed by banks with \$300 million or more in total assets:</i>						
a. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RI-B, part I, item 1, above) ²	RIAD4652	0	RIAD4662	0		M.2.a.
b. Not applicable						M.2.b.
c. Commercial and industrial loans to non-U.S. addressees (domicile) (included in Schedule RI-B, part I, item 4, above).....	RIAD4646	0	RIAD4618	0		M.2.c.
d. Leases to individuals for household, family, and other personal expenditures (included in Schedule RI-B, part I, item 8, above).....	RIADF185	0	RIADF187	0		M.2.d.
<i>Memorandum item 3 are to be completed by:</i>						
<i>* banks with \$300 million or more in total assets, and</i>						
<i>* banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, Part I, item 3) exceeding 5 percent of total loans:</i>						
3. Loans to finance agricultural production and other loans to farmers (included in Schedule RI-B, part I, item 7, above) ²	RIAD4655	0	RIAD4665	0		M.3.

Dollar amounts in thousands

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

4. Uncollectible retail credit card fees and finance charges reversed against income (i.e., not included in charge-offs against the allowance for loan and lease losses)³.....

RIADC388	NR	M.4.
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Schedule RI-B Part II - Changes in Allowances for Credit Losses(Form Type - 041)

Dollar amounts in thousands	(Column A) Loans and Leases Held for Investment		(Column B) Held-to-maturity Debt Securities		(Column C) Available-for-sale Debt Securities	
1. Balance most recently reported for the December 31, 2022, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income).....	RIADB522	69,370	RIADJH88	82	RIADJH94	0
2. Recoveries (column A must equal Part I, item 9, column B, above).....	RIAD4605	721	RIADJH89	0	RIADJH95	0
3. LESS: Charge-offs (column A must equal Part I, item 9, column A, above less Schedule RI-B, Part II, item 4, column A).....	RIADC079	11,596	RIADJH92	0	RIADJH98	0
4. LESS: Write-downs arising from transfers of financial assets ³	RIAD5523	0	RIADJJ00	0	RIADJJ01	0
5. Provisions for credit losses ⁴	RIAD4230	17,243	RIADJH90	-6	RIADJH96	0
6. Adjustments (see instructions for this schedule)*.....	RIADC233	56	RIADJH91	0	RIADJH97	0
7. Balance end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (column A must equal Schedule RC, item 4.c).....	RIAD3123	75,794	RIADJH93	76	RIADJH99	0

Dollar amounts in thousands		
1. Allocated transfer risk reserve included in Schedule RI-8, Part II, item 7, column A, above.....	RIADC435	NR
<i>Memorandum items 2 and 3 are to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date, or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.</i>	RIADC389	NR
2. Separate valuation allowance for uncollectible retail credit card fees and finance charges.....	RIADC390	NR
3. Amount of allowance for loan and lease losses attributable to retail credit card fees and finance charges ¹	RIADC781	NR
4. Amount of allowance for post-acquisition credit losses on purchased credit-impaired loans accounted for in accordance with FASB ASC 310-30 (former AICPA Statement of Position 03-3) (included in Schedule RI-B, Part II, item 7, column A, above) ²	RIADJJ02	0
5. Provisions for credit losses on other financial assets measured at amortized cost (not included in item 5, above) ³ ...	RCONJJ03	0
6. Allowance for credit losses on other financial assets measured at amortized cost (not included in item 7, above) ³ ...	RIADMG93	1,360
7. Provisions for credit losses on off-balance-sheet credit exposures ³	RIADMG94	0
8. Estimated amount of expected recoveries of amounts previously written off included within the allowance for credit losses on loans and leases held for investment (included in item 7, column A, "Balance end of current period," above) ³		

2. Includes charge-offs and recoveries on "Loans to finance agricultural production and other loans to farmers," "Obligations (other than securities and leases) of states and political subdivisions in the U.S.," and "Loans to nondepository financial institutions and other loans."

2. The \$300 million asset size test and the 5 percent of total loans test are based on the total assets and total loans reported on the June 30, 2022, Report of Condition.

2. The \$300 million asset size test and the 5 percent of total loans test are based on the total assets and total loans reported on the June 30, 2022, Report of Condition.

3. Institutions that have adopted ASU 2016-13 should report in Memorandum item 4 uncollectible retail credit card fees and finance charges reversed against income (i.e. not included in charge-offs against the allowance for credit losses on loans and leases).

3. Institutions that have not yet adopted ASU 2016-13 should report write-downs arising from transfers of loans to a held-for-sale account in item 4, column A.

4. Institutions that have not yet adopted ASU 2016-13 should report the provision for loan and lease losses in item 5, column A and the amount reported must equal Schedule RI, item 4.

*. Describe on Schedule RI-E - Explanations.

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

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

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

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

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

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

Schedule RI-C Part I - Disaggregated Data on the Allowance for Loan and Lease Losses(Form Type - 041)

Schedule RI-C is to be completed by institutions with \$1 billion or more in total assets

Dollar amounts in thousands		(Column A) Recorded Investment: Individually Evaluated for Impairment and Determined to be Impaired (ASC 310-10-35)	(Column B) Allowance Balance: Individually Evaluated for Impairment and Determined to be Impaired (ASC 310-10-35)	(Column C) Recorded Investment: Collectively Evaluated for Impairment (ASC 450-20)	(Column D) Allowance Balance: Collectively Evaluated for Impairment (ASC 450-20)	(Column E) Recorded Investment: Purchased Credit-Impaired Loans (ASC 310-30)	(Column F) Allowance Balance: Purchased Credit-Impaired Loans (ASC 310-30)	
1. Real estate loans:								1.
a. Construction loans.....	RCONM708 NR	RCONM709 NR	RCONM710 NR	RCONM711 NR	RCONM712 NR	RCONM713 NR		1.a.
b. Commercial real estate loans.....	RCONM714 NR	RCONM715 NR	RCONM716 NR	RCONM717 NR	RCONM719 NR	RCONM720 NR		1.b.
c. Residential real estate loans.....	RCONM721 NR	RCONM722 NR	RCONM723 NR	RCONM724 NR	RCONM725 NR	RCONM726 NR		1.c.
2. Commercial loans ³	RCONM727 NR	RCONM728 NR	RCONM729 NR	RCONM730 NR	RCONM731 NR	RCONM732 NR		2.
3. Credit cards.....	RCONM733 NR	RCONM734 NR	RCONM735 NR	RCONM736 NR	RCONM737 NR	RCONM738 NR		3.
4. Other consumer loans.....	RCONM739 NR	RCONM740 NR	RCONM741 NR	RCONM742 NR	RCONM743 NR	RCONM744 NR		4.
5. Unallocated, if any.....				RCONM745 NR				5.
6. Total (for each column, sum of items 1.a through 5) ⁴	RCONM746 NR	RCONM747 NR	RCONM748 NR	RCONM749 NR	RCONM750 NR	RCONM751 NR		6.

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

4. The sum of item 6, columns B, D, and F, must equal Schedule RC, item 4.c. Item 6, column E, must equal Schedule RC-C, Part I, Memorandum item 7.b. Item 6, column F, must equal Schedule RI-B, Part II, Memorandum item 4.

Schedule RI-C Part II - Disaggregated Data on the Allowances for Credit Losses (Form Type - 041)

Dollar amounts in thousands		(Column A) Amortized Cost	(Column B) Allowance Balance		
1. Real estate loans:				1.	
a. Construction loans.....	RCONJJ04	476,266	RCONJJ12	13,286	1.a.
b. Commercial real estate loans.....	RCONJJ05	1,655,938	RCONJJ13	24,609	1.b.
c. Residential real estate loans.....	RCONJJ06	1,258,152	RCONJJ14	9,708	1.c.
2. Commercial loans ³	RCONJJ07	3,514,042	RCONJJ15	23,695	2.
3. Credit cards.....	RCONJJ08	0	RCONJJ16	0	3.
4. Other consumer loans.....	RCONJJ09	728,066	RCONJJ17	4,496	4.
5. Unallocated, if any.....			RCONJJ18	0	5.
6. Total (sum of items 1.a. through 5).....	RCONJJ11	7,632,464	RCONJJ19	75,794	6.

Dollar amounts in thousands				
7. Securities issued by states and political subdivisions in the U.S.....	RCONJJ20		2	7.
8. Mortgage-backed securities (MBS) (including CMOs, REMICs, and stripped MBS).....	RCONJJ21		0	8.
9. Asset-backed securities and structured financial products.....	RCONJJ23		0	9.
10. Other debt securities.....	RCONJJ24		74	10.
11. Total (sum of items 7 through 10) ⁵	RCONJJ25		76	11.

Schedule RI-E - Explanations (Form Type - 041)

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

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

Dollar amounts in thousands				
1. Other noninterest income (from Schedule RI, item 5.) Itemize and describe amounts greater than \$100,000 that exceed 7 percent of Schedule RI, item 5.1:				1.
a. Income and fees from the printing and sale of checks.....	RIADC013		NR	1.a.
b. Earnings on/increase in value of cash surrender value of life insurance.....	RIADC014		NR	1.b.
c. Income and fees from automated teller machines (ATMs).....	RIADC016		NR	1.c.
d. Rent and other income from other real estate owned.....	RIAD4042		NR	1.d.
e. Safe deposit box rent.....	RIADC015		NR	1.e.
f. Bank card and credit card interchange fees.....	RIADF555		2,486	1.f.
g. Income and fees from wire transfers.....	RIADT047		NR	1.g.
h. Disclose component and the dollar amount of that component:				1.h.
(TEXT4461) Loan Commitment Fees	RIAD4461		2,389	1.h.1.
i. Disclose component and the dollar amount of that component:				1.i.
(TEXT4462) Affiliated Wealth Management Fees	RIAD4462		4,037	1.i.1.
j. Disclose component and the dollar amount of that component:				1.j.
(TEXT4463) Operating & Capital Lease Income	RIAD4463		6,547	1.j.1.
2. Other noninterest expense (from Schedule RI, item 7.d) Itemize and describe amounts greater than \$100,000 that exceed 7 percent of Schedule RI, item 7.d:				2.
a. Data processing expenses.....	RIADC017		7,450	2.a.
b. Advertising and marketing expenses.....	RIAD0497		4,746	2.b.
c. Directors' fees.....	RIAD4136		NR	2.c.
d. Printing, stationery, and supplies.....	RIADC018		NR	2.d.
e. Postage.....	RIAD8403		NR	2.e.

3. Include all loans and leases not reported as real estate loans, credit cards, or other consumer loans in items 1, 3, or 4 of Schedule RI-C, Part II.
 5. Item 11 must equal Schedule RI-B, Part II, item 7, column B.

Dollar amounts in thousands

f. Legal fees and expenses.....	RIAD4141	NR	2.f.
g. FDIC deposit insurance assessments.....	RIAD4146	CONF	2.g.
h. Accounting and auditing expenses.....	RIADF556	NR	2.h.
i. Consulting and advisory expenses.....	RIADF557	NR	2.i.
j. Automated teller machine (ATM) and interchange expenses.....	RIADF558	NR	2.j.
k. Telecommunications expenses.....	RIADF559	NR	2.k.
l. Other real estate owned expenses.....	RIADY923	NR	2.l.
m. Insurance expenses (not included in employee expenses, premises and fixed asset expenses, and other real estate owned expenses).....	RIADY924	NR	2.m.
n. Disclose component and the dollar amount of that component:			2.n.
(TEXT4464) Loan Expenses	RIAD4464	5,662	2.n.1.
o. Disclose component and the dollar amount of that component:			2.o.
(TEXT4467) NR	RIAD4467	NR	2.o.1.
p. Disclose component and the dollar amount of that component:			2.p.
(TEXT4468) NR	RIAD4468	NR	2.p.1.
3. Discontinued operations and applicable income tax effect (from Schedule RI, item 11) (itemize and describe each discontinued operation):			3.
a. Disclose component, the gross dollar amount of that component, and its related income tax:			3.a.
(TEXTFT29) NR	RIADFT29	0	3.a.1.
3. Applicable income tax effect.....	RIADFT30	0	3.a.3.
b. Disclose component, the gross dollar amount of that component, and its related income tax:			3.b.
(TEXTFT31) NR	RIADFT31	0	3.b.1.
3. Applicable income tax effect.....	RIADFT32	0	3.b.3.
4. Cumulative effect of changes in accounting principles and corrections of material accounting errors (from Schedule RI-A, item 2) (itemize and describe all such effects):			4.
a. Effect of adoption of Current Expected Credit Losses Methodology - ASU 2016-13 ¹	RIADJJ26	NR	4.a.
b. Not applicable			4.b.
c. Disclose component and the dollar amount of that component:			4.c.
(TEXTB526) ASU 2022-02	RIADB526	-41	4.c.1.
d. Disclose component and the dollar amount of that component:			4.d.
(TEXTB527) NR	RIADB527	0	4.d.1.
5. Other transactions with stockholders (including a parent holding company) (from Schedule RI-A, item 11) (itemize and describe all such transactions):			5.
a. Disclose component and the dollar amount of that component:			5.a.
(TEXT4498) NR	RIAD4498	0	5.a.1.
b. Disclose component and the dollar amount of that component:			5.b.
(TEXT4499) NR	RIAD4499	0	5.b.1.
6. Adjustments to allowance for loan and lease losses (from Schedule RI-B, part II, item 6) (itemize and describe all adjustments):			6.
a. Initial allowances for credit losses recognized upon the acquisition of purchased credit-deteriorated assets on or after the effective date of ASU 2016-13 ¹	RIADJJ27	0	6.a.
b. Effect of adoption of current expected credit losses methodology on allowances for credit losses ¹	RIADJJ28	NR	6.b.
c. Disclose component and the dollar amount of that component:			6.c.
(TEXT4521) ASU 2022-02	RIAD4521	56	6.c.1.
d. Disclose component and the dollar amount of that component:			6.d.
(TEXT4522) NR	RIAD4522	0	6.d.1.
7. Other explanations (the space below is provided for the bank to briefly describe, at its option, any other significant items affecting the Report of Income):			7.
a. Comments?.....	RIAD4769	Yes	7.a.
b. Other explanations.....	TEXT4769	Click here for value	7.b.

1. Only institutions that have adopted ASU 2016-13 should report amounts in items 4.a, 6.a and 6.b, if applicable.
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 1. Only institutions that have adopted ASU 2016-13 should report amounts in items 4.a, 6.a and 6.b, if applicable.

(TEXT4769) 1.I. Miscellaneous Banking Fees \$1,692

Schedule RC - Balance Sheet(Form Type - 041)

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

Dollar amounts in thousands

1. Cash and balances due from depository institutions (from Schedule RC-A):			1.
a. Noninterest-bearing balances and currency and coin ¹	RCON0081	65,961	1.a.
b. Interest-bearing balances ²	RCON0071	292,570	1.b.
2. Securities:			2.
a. Held-to-maturity securities (from Schedule RC-B, column A) ³	RCONJJ34	210,026	2.a.
b. Available-for-sale debt securities (from Schedule RC-B, column D).....	RCON1773	357,876	2.b.
c. Equity securities with readily determinable fair values not held for trading ⁴	RCONJA22	39,098	2.c.
3. Federal funds sold and securities purchased under agreements to resell:			3.
a. Federal funds sold.....	RCONB987	60,004	3.a.
b. Securities purchased under agreements to resell ⁵	RCONB989	0	3.b.
4. Loans and lease financing receivables (from Schedule RC-C):			4.
a. Loans and leases held for sale.....	RCON5369	4,000	4.a.
b. Loans and leases held for investment.....	RCONB528	7,632,464	4.b.
c. LESS: Allowance for loan and lease losses.....	RCON3123	75,794	4.c.
d. Loans and leases held for investment, net of allowance (item 4.b minus 4.c) ⁷	RCONB529	7,556,670	4.d.
5. Trading assets (from Schedule RC-D).....	RCON3545	93,003	5.
6. Premises and fixed assets (including capitalized leases).....	RCON2145	114,534	6.
7. Other real estate owned (from Schedule RC-M).....	RCON2150	549	7.
8. Investments in unconsolidated subsidiaries and associated companies.....	RCON2130	0	8.
9. Direct and indirect investments in real estate ventures.....	RCON3656	0	9.
10. Intangible assets (from Schedule RC-M).....	RCON2143	60,773	10.
11. Other assets (from Schedule RC-F) ⁶	RCON2160	305,080	11.
12. Total assets (sum of items 1 through 11).....	RCON2170	9,160,144	12.
13. Deposits:			13.
a. In domestic offices (sum of totals of columns A and C from Schedule RC-E).....	RCON2200	7,821,185	13.a.
1. Noninterest-bearing ⁸	RCON6631	2,410,481	13.a.1.
2. Interest-bearing.....	RCON6636	5,410,704	13.a.2.
b. Not applicable			13.b.
14. Federal funds purchased and securities sold under agreements to repurchase:			14.
a. Federal funds purchased ⁹	RCONB993	100	14.a.
b. Securities sold under agreements to repurchase ¹⁰	RCONB995	16,273	14.b.
15. Trading liabilities (from Schedule RC-D).....	RCON3548	85,578	15.
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule RC-M).....	RCON3190	55,854	16.
17. Not applicable			17.
18. Not applicable			18.
19. Subordinated notes and debentures ⁸	RCON3200	0	19.
20. Other liabilities (from Schedule RC-G).....	RCON2930	159,917	20.
21. Total liabilities (sum of items 13 through 20).....	RCON2948	8,138,907	21.

1. Includes cash items in process of collection and unposted debits.
2. Includes time certificates of deposit not held for trading.
3. Institutions that have adopted ASU 2016-13 should report in item 2.a, amounts net of any applicable allowance for credit losses, and should equal to Schedule RC-B, item 8, column A less Schedule RI-B, Part II, item 7, column B.
4. Item 2.c is to be completed by all institutions. See the instructions for this item and the Glossary entry for "Securities Activities" for further detail on accounting for investments in equity securities.
5. Includes all securities resale agreements, regardless of maturity.
7. Institutions that have adopted ASU 2016-13 should report in item 4.c the allowance for credit losses on loans and leases.
6. Institutions that have adopted ASU 2016-13 should report in items 3.b and 11 amounts net of any applicable allowance for credit losses.
8. Includes noninterest-bearing demand, time, and savings deposits.
9. Report overnight Federal Home Loan Bank advances in Schedule RC, item 16, "Other borrowed money."
10. Includes all securities repurchase agreements, regardless of maturity.
8. Includes limited-life preferred stock and related surplus.

Dollar amounts in thousands

22. Not applicable			22.
23. Perpetual preferred stock and related surplus.....	RCON3838	0	23.
24. Common stock.....	RCON3230	2,850	24.
25. Surplus (exclude all surplus related to preferred stock).....	RCON3839	384,752	25.
26. Not available			26.
a. Retained earnings.....	RCON3632	690,893	26.a.
b. Accumulated other comprehensive income ¹	RCONB530	-57,258	26.b.
c. Other equity capital components ²	RCONA130	0	26.c.
27. Not available			27.
a. Total bank equity capital (sum of items 23 through 26.c).....	RCON3210	1,021,237	27.a.
b. Noncontrolling (minority) interests in consolidated subsidiaries.....	RCON3000	0	27.b.
28. Total equity capital (sum of items 27.a and 27.b).....	RCONG105	1,021,237	28.
29. Total liabilities and equity capital (sum of items 21 and 28).....	RCON3300	9,160,144	29.
1. Indicate in the box at the right the number of the statement below that best describes the most comprehensive level of auditing work performed for the bank by independent external auditors as of any date during 2022.....	RCON6724	NR	M.1.
2. Bank's fiscal year-end date (report the date in MMDD format).....	RCON8678	NR	M.2.

Schedule RC-A - Cash and Balances Due From Depository Institutions(Form Type - 041)

Schedule RC-A is to be completed only by banks with \$300 million or more in total assets.
 Exclude assets held for trading.

Dollar amounts in thousands

1. Cash items in process of collection, unposted debits, and currency and coin:			1.
a. Cash items in process of collection and unposted debits.....	RCON0020	34,545	1.a.
b. Currency and coin.....	RCON0080	19,077	1.b.
2. Balances due from depository institutions in the U.S.....	RCON0082	14,012	2.
3. Balances due from banks in foreign countries and foreign central banks.....	RCON0070	248	3.
4. Balances due from Federal Reserve Banks.....	RCON0090	290,649	4.
5. Total.....	RCON0010	358,531	5.

1. Includes, but is not limited to, net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses) on cash flow hedges, and accumulated defined benefit pension and other postretirement plan adjustments.
 2. Includes treasury stock and unearned Employee Stock Ownership Plan shares.

Schedule RC-B - Securities(Form Type - 041)

Exclude assets held for trading.

Dollar amounts in thousands	(Column A) Held-to-maturity Amortized Cost		(Column B) Held-to-maturity Fair Value		(Column C) Available-for-sale Amortized Cost		(Column D) Available-for-sale Fair Value		
1. U.S. Treasury securities.....	RCON0211	0	RCON0213	0	RCON1286	0	RCON1287	0	1.
2. U.S. Government agency and sponsored agency obligations (exclude mortgage-backed securities) ¹	RCONHT50	30,000	RCONHT51	25,569	RCONHT52	10,000	RCONHT53	9,228	2.
3. Securities issued by states and political subdivisions in the U.S.....	RCON8496	23,733	RCON8497	23,455	RCON8498	12,989	RCON8499	12,285	3.
4. Mortgage-backed securities (MBS):									4.
a. Residential mortgage pass-through securities:									4.a.
1. Guaranteed by GNMA.....	RCONG300	0	RCONG301	0	RCONG302	0	RCONG303	0	4.a.1.
2. Issued by FNMA and FHLMC.....	RCONG304	128,641	RCONG305	101,342	RCONG306	380,257	RCONG307	328,512	4.a.2.
3. Other pass-through securities.....	RCONG308	0	RCONG309	0	RCONG310	0	RCONG311	0	4.a.3.
b. Other residential mortgage-backed securities (include CMOs, REMICs, and stripped MBS):									4.b.
1. Issued or guaranteed by U.S. Government agencies or sponsored agencies ¹	RCONG312	0	RCONG313	0	RCONG314	0	RCONG315	0	4.b.1.
2. Collateralized by MBS issued or guaranteed by U.S. Government agencies or sponsored agencies ¹	RCONG316	0	RCONG317	0	RCONG318	0	RCONG319	0	4.b.2.
3. All other residential MBS.....	RCONG320	21,545	RCONG321	18,727	RCONG322	0	RCONG323	0	4.b.3.
c. Commercial MBS:									4.c.
1. Commercial mortgage pass-through securities:									4.c.1.
a. Issued or guaranteed by FNMA, FHLMC, or GNMA.....	RCONK142	0	RCONK143	0	RCONK144	0	RCONK145	0	4.c.1a.
b. Other pass-through securities.....	RCONK146	0	RCONK147	0	RCONK148	0	RCONK149	0	4.c.1b.
2. Other commercial MBS:									4.c.2.
a. Issued or guaranteed by U.S. Government agencies or sponsored agencies ¹	RCONK150	0	RCONK151	0	RCONK152	0	RCONK153	0	4.c.2a.
b. All other commercial MBS.....	RCONK154	0	RCONK155	0	RCONK156	0	RCONK157	0	4.c.2b.
5. Asset-backed securities and structured financial products:									5.
a. Asset-backed securities (ABS).....	RCONC026	0	RCONC988	0	RCONC989	0	RCONC027	0	5.a.
b. Structured financial products.....	RCONHT58	0	RCONHT59	0	RCONHT60	0	RCONHT61	0	5.b.
6. Other debt securities:									6.
a. Other domestic debt securities.....	RCON1737	6,183	RCON1738	5,811	RCON1739	9,499	RCON1741	7,851	6.a.
b. Other foreign debt securities.....	RCON1742	0	RCON1743	0	RCON1744	0	RCON1746	0	6.b.
7. Unallocated portfolio layer fair value hedge basis adjustments...					RCONMG95	NR			7.
8. Total (sum of items 1 through 7) ²	RCON1754	210,102	RCON1771	174,904	RCON1772	412,745	RCON1773	357,876	8.

Dollar amounts in thousands

1. Pledged securities ¹	RCON0416	522,955	M.1.
2. Maturity and repricing data for debt securities (excluding those in nonaccrual status): ¹			M.2.
a. Securities issued by the U.S. Treasury, U.S. Government agencies, and states and political subdivisions in the U.S.; other non-mortgage debt securities; and mortgage pass-through securities other than those backed by closed-end first lien 1-4 family residential mortgages with a remaining maturity or next repricing date of: ²			M.2.a.
1. Three months or less.....	RCONA549	7,851	M.2.a.1.
2. Over three months through 12 months.....	RCONA550	6,162	M.2.a.2.
3. Over one year through three years.....	RCONA551	6,048	M.2.a.3.
4. Over three years through five years.....	RCONA552	5,167	M.2.a.4.
5. Over five years through 15 years.....	RCONA553	53,371	M.2.a.5.
6. Over 15 years.....	RCONA554	10,679	M.2.a.6.
b. Mortgage pass-through securities backed by closed-end first lien 1-4 family residential mortgages with a remaining maturity or next repricing date of: ²			M.2.b.
1. Three months or less.....	RCONA555	0	M.2.b.1.
2. Over three months through 12 months.....	RCONA556	0	M.2.b.2.
3. Over one year through three years.....	RCONA557	2,440	M.2.b.3.
4. Over three years through five years.....	RCONA558	0	M.2.b.4.
5. Over five years through 15 years.....	RCONA559	26,320	M.2.b.5.
6. Over 15 years.....	RCONA560	428,395	M.2.b.6.
c. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS; exclude mortgage pass-through securities) with an expected average life of: ⁵			M.2.c.
1. Three years or less.....	RCONA561	0	M.2.c.1.
2. Over three years.....	RCONA562	21,545	M.2.c.2.
d. Debt securities with a REMAINING MATURITY of one year or less (included in Memorandum items 2.a through 2.c above).....	RCONA248	6,162	M.2.d.
<i>Memorandum item 3 is to be completed semiannually in the June and December reports only.</i>			
3. Amortized cost of held-to-maturity securities sold or transferred to available-for-sale or trading securities during the calendar year-to-date (report the amortized cost at date of sale or transfer).....	RCON1778	0	M.3.
4. Structured notes (included in the held-to-maturity and available-for-sale accounts in Schedule RC-B, items 2, 3, 5, and 6):			M.4.
a. Amortized cost.....	RCON8782	0	M.4.a.
b. Fair value.....	RCON8783	0	M.4.b.

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

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

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

2. For institutions that have adopted ASU 2016-13, the total reported in column A must equal Schedule RC, item 2.a, plus Schedule RI-B, Part II, item 7, column B. For institutions that have not adopted ASU 2016-13, the total reported in column A must equal Schedule RC, item 2.a. For all institutions, the total reported in column D must equal Schedule RC, item 2.b.

Dollar amounts in thousands		(Column A) Held-to-maturity Amortized Cost	(Column B) Held-to-maturity Fair Value	(Column C) Available-for-sale Amortized Cost	(Column D) Available-for-sale Fair Value				
<i>Memorandum items 5.a through 5.f are to be completed by banks with \$10 billion or more in total assets.</i>									
5. Asset-backed securities (ABS) (for each column, sum of Memorandum items 5.a through 5.f must equal Schedule RC-B, item 5.a): ¹									
a. Credit card receivables.....	RCONB838	NR	RCONB839	NR	RCONB840	NR	RCONB841	NR	M5a
b. Home equity lines.....	RCONB842	NR	RCONB843	NR	RCONB844	NR	RCONB845	NR	M5b
c. Automobile loans.....	RCONB846	NR	RCONB847	NR	RCONB848	NR	RCONB849	NR	M5c
d. Other consumer loans.....	RCONB850	NR	RCONB851	NR	RCONB852	NR	RCONB853	NR	M5d
e. Commercial and industrial loans.....	RCONB854	NR	RCONB855	NR	RCONB856	NR	RCONB857	NR	M5e
f. Other.....	RCONB858	NR	RCONB859	NR	RCONB860	NR	RCONB861	NR	M5.f
<i>Memorandum items 6.a through 6.g are to be completed by banks with \$10 billion or more in total assets.</i>									
6. Structured financial products by underlying collateral or reference assets (for each column, sum of Memorandum items 6.a through 6.g must equal Schedule RC-B, item 5.b): ¹									
a. Trust preferred securities issued by financial institutions.....	RCONG348	NR	RCONG349	NR	RCONG350	NR	RCONG351	NR	M6a
b. Trust preferred securities issued by real estate investment trusts.....	RCONG352	NR	RCONG353	NR	RCONG354	NR	RCONG355	NR	M6b
c. Corporate and similar loans.....	RCONG356	NR	RCONG357	NR	RCONG358	NR	RCONG359	NR	M6c
d. 1-4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs).....	RCONG360	NR	RCONG361	NR	RCONG362	NR	RCONG363	NR	M6d
e. 1-4 family residential MBS not issued or guaranteed by GSEs.....	RCONG364	NR	RCONG365	NR	RCONG366	NR	RCONG367	NR	M6e
f. Diversified (mixed) pools of structured financial products.....	RCONG368	NR	RCONG369	NR	RCONG370	NR	RCONG371	NR	M6.f
g. Other collateral or reference assets.....	RCONG372	NR	RCONG373	NR	RCONG374	NR	RCONG375	NR	M6g

1. Includes held-to-maturity securities at amortized cost, available-for-sale debt securities at fair value, and equity securities with readily determinable fair values not held for trading (reported in Schedule RC, item 2.c) at fair value.

1. Includes held-to-maturity securities at amortized cost, available-for-sale debt securities at fair value, and equity securities with readily determinable fair values not held for trading (reported in Schedule RC, item 2.c) at fair value.

2. Report fixed-rate debt securities by remaining maturity and floating-rate debt securities by next repricing date.

2. Report fixed-rate debt securities by remaining maturity and floating-rate debt securities by next repricing date.

5. Sum of Memorandum items 2.c.(1) and 2.c.(2) plus any nonaccrual "Other mortgage-backed securities" included in Schedule RC-N, item 10, column C, must equal Schedule RC-B, sum of items 4.b and 4.c.(2), columns A and D.

1. The \$10 billion asset size test is based on the total assets reported on the June 30, 2022, Report of Condition.

1. The \$10 billion asset size test is based on the total assets reported on the June 30, 2022, Report of Condition.

Schedule RC-C Part I - Loans and Leases(Form Type - 041)

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

Dollar amounts in thousands	(Column A) To Be Completed by Banks with \$300 Million or More in Total Assets		(Column B) To Be Completed by All Banks		
1. Loans secured by real estate:					1.
a. Construction, land development, and other land loans:					1.a.
1. 1-4 family residential construction loans.....		RCONF158	32,159		1.a.1.
2. Other construction loans and all land development and other land loans.....		RCONF159	444,107		1.a.2.
b. Secured by farmland (including farm residential and other improvements).....		RCON1420	0		1.b.
c. Secured by 1-4 family residential properties:					1.c.
1. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....		RCON1797	76,099		1.c.1.
2. Closed-end loans secured by 1-4 family residential properties:					1.c.2.
a. Secured by first liens.....		RCON5367	567,848		1.c.2.a.
b. Secured by junior liens.....		RCON5368	2,274		1.c.2.b.
d. Secured by multifamily (5 or more) residential properties.....		RCON1460	611,931		1.d.
e. Secured by nonfarm nonresidential properties:					1.e.
1. Loans secured by owner-occupied nonfarm nonresidential properties.....		RCONF160	366,899		1.e.1.
2. Loans secured by other nonfarm nonresidential properties.....		RCONF161	1,289,039		1.e.2.
2. Loans to depository institutions and acceptances of other banks.....		RCON1288	10,827		2.
a. To commercial banks in the U.S.....	RCONB531	0			2.a.
b. To other depository institutions in the U.S.....	RCONB534	0			2.b.
c. To banks in foreign countries.....	RCONB535	10,827			2.c.
3. Loans to finance agricultural production and other loans to farmers.....		RCON1590	483		3.
4. Commercial and industrial loans.....		RCON1766	3,236,236		4.
a. To U.S. addressees (domicile).....	RCON1763	3,236,236			4.a.
b. To non-U.S. addressees (domicile).....	RCON1764	0			4.b.
5. Not applicable					5.
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):					6.
a. Credit cards.....		RCONB538	0		6.a.
b. Other revolving credit plans.....		RCONB539	13,158		6.b.
c. Automobile loans.....		RCONK137	40		6.c.
d. Other consumer loans (includes single payment and installment loans other than automobile loans and all student loans).....		RCONK207	714,868		6.d.
7. Not applicable					7.
8. Obligations (other than securities and leases) of states and political subdivisions in the U.S.....		RCON2107	22,338		8.
9. Loans to nondepository financial institutions and other loans:					9.
a. Loans to nondepository financial institutions.....		RCONJ454	65,500		9.a.
b. Other loans.....		RCONJ464	21,347		9.b.
1. Loans for purchasing or carrying securities (secured and unsecured).....	RCON1545	15,722			9.b.1.
2. All other loans (exclude consumer loans).....	RCONJ451	5,625			9.b.2.
10. Lease financing receivables (net of unearned income).....		RCON2165	161,311		10.
a. Leases to individuals for household, family, and other personal expenditures (i.e., consumer leases).....	RCONF162	0			10.a.
b. All other leases.....	RCONF163	161,311			10.b.
11. LESS: Any unearned income on loans reflected in items 1-9 above.....		RCON2123	0		11.
12. Total loans and leases held for investment and held for sale (sum of items 1 through 10 minus item 11) (must equal Schedule RC, sum of items 4.a and 4.b).....		RCON2122	7,636,464		12.

Dollar amounts in thousands

1. Loans restructured in troubled debt restructurings that are in compliance with their modified terms (included in Schedule RC-C, part 1, and not reported as past due or nonaccrual in Schedule RC-N, Memorandum item 1):			M.1.
a. Construction, land development, and other land loans:			M.1.a.
1. 1-4 family residential construction loans.....	RCONK158	0	M.1.a.1.
2. Other construction loans and all land development and other land loans.....	RCONK159	0	M.1.a.2.
b. Loans secured by 1-4 family residential properties.....	RCONF576	1,897	M.1.b.
c. Secured by multifamily (5 or more) residential properties.....	RCONK160	0	M.1.c.
d. Secured by nonfarm nonresidential properties:			M.1.d.
1. Loans secured by owner-occupied nonfarm nonresidential properties.....	RCONK161	2,479	M.1.d.1.
2. Loans secured by other nonfarm nonresidential properties.....	RCONK162	0	M.1.d.2.
e. Commercial and industrial loans.....	RCONK256	7,615	M.1.e.
<i>Memorandum items 1.e.(1) and (2) are to be completed by banks with \$300 million or more in total assets (sum of Memorandum items 1.e(1) and (2) must equal Memorandum item 1.e):</i>			
1. To U.S. addressees (domicile).....	RCONK163	7,615	M.1.e.1.
2. To non-U.S. addressees (domicile).....	RCONK164	0	M.1.e.2.
f. All other loans (include loans to individuals for household, family, and other personal expenditures).....	RCONK165	0	M.1.f.
1. Loans secured by farmland.....	RCONK166	0	M.1.f.1.
2. Not applicable			M.1.f.2.
3. Not applicable			M.1.f.3.
4. Loans to individuals for household, family, and other personal expenditures:			M.1.f.4.
a. Credit cards.....	RCONK098	0	M.1.f.4.a.
b. Automobile loans.....	RCONK203	0	M.1.f.4.b.
c. Other (includes revolving credit plans other than credit cards and other consumer loans).....	RCONK204	0	M.1.f.4.c.
<i>Memorandum item 1.f.(5) is to be completed by:</i>			
* Banks with \$300 million or more in total assets			
* Banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, Part I, item 3) exceeding 5 percent of total loans			
5. Loans to finance agricultural production and other loans to farmers included in Schedule RC-C, part I, Memorandum item 1.f, above ¹	RCONK168	0	M.1.f.5.
g. Total loans restructured in troubled debt restructurings that are in compliance with their modified terms (sum of Memorandum items 1.a.(1) through 1.f.).....	RCONHK25	11,991	M.1.g.
2. Maturity and repricing data for loans and leases (excluding those in nonaccrual status):			M.2.
a. Closed-end loans secured by first liens on 1-4 family residential properties (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B, above) with a remaining maturity or next repricing date of:			M.2.a.
1. Three months or less.....	RCONA564	56,286	M.2.a.1.
2. Over three months through 12 months.....	RCONA565	22,666	M.2.a.2.
3. Over one year through three years.....	RCONA566	44,934	M.2.a.3.
4. Over three years through five years.....	RCONA567	72,795	M.2.a.4.
5. Over five years through 15 years.....	RCONA568	294,644	M.2.a.5.
6. Over 15 years.....	RCONA569	73,245	M.2.a.6.
b. All loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column B, above) EXCLUDING closed-end loans secured by first liens on 1-4 family residential properties (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B, above) with a remaining maturity or next repricing date of:			M.2.b.
1. Three months or less.....	RCONA570	4,684,252	M.2.b.1.
2. Over three months through 12 months.....	RCONA571	961,568	M.2.b.2.
3. Over one year through three years.....	RCONA572	566,257	M.2.b.3.
4. Over three years through five years.....	RCONA573	600,976	M.2.b.4.
5. Over five years through 15 years.....	RCONA574	241,506	M.2.b.5.
6. Over 15 years.....	RCONA575	1,038	M.2.b.6.
c. Loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column B, above) with a REMAINING MATURITY of one year or less (excluding those in nonaccrual status).....	RCONA247	2,708,116	M.2.c.
3. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-C, part I, items 4 and 9, column B ⁶	RCON2746	57,144	M.3.
4. Adjustable rate closed-end loans secured by first liens on 1-4 family residential properties (included in Schedule RC-C, part I, item 1.c.(2)(a), column B).....	RCON5370	416,091	M.4.

1. The \$300 million asset size test and the 5 percent of total loans test are based on the total assets and total loans reported on the June 30, 2022, Report of Condition.
 6. Exclude loans secured by real estate that are included in Schedule RC-C, Part I, items 1.a through 1.e, column B.

Dollar amounts in thousands

<i>To be completed by banks with \$300 million or more in total assets:</i>			
5. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RC-C, Part I, items 1.a through 1.e, column B) ²	RCONB837	0	M.5.
<i>Memorandum item 6 is to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.</i>	RCONC391	NR	M.6.
6. Outstanding credit card fees and finance charges included in Schedule RC-C, part I, item 6.a.....			
<i>Memorandum items 7.a, 7.b, and 8.a are to be completed by all banks semiannually in the June and December reports only.</i>			
7. Purchased credit-impaired loans held for investment accounted for in accordance with FASB ASC 310-30 (former AICPA Statement of Position 03-3) (exclude loans held for sale): ³			M.7.
a. Outstanding balance.....	RCONC779	NR	M.7.a.
b. Amount included in Schedule RC-C, part I, items 1 through 9.....	RCONC780	NR	M.7.b.
8. Closed-end loans with negative amortization features secured by 1-4 family residential properties:			M.8.
a. Total amount of closed-end loans with negative amortization features secured by 1-4 family residential properties (included in Schedule RC-C, part I, items 1.c.(2)(a) and 1.c.(2)(b)).....	RCONF230	0	M.8.a.
<i>Memorandum items 8.b and 8.c are to be completed semiannually in the June and December reports only by banks that had closed-end loans with negative amortization features secured by 1-4 family residential properties (as reported in Schedule RC-C, Part I, Memorandum item 8.a) as of December 31, 2021, that exceeded the lesser of \$100 million or 5 percent of total loans and leases held for investment and held for sale (as reported in Schedule RC-C, Part I, 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.....	RCONF231	NR	M.8.b.
c. Total amount of negative amortization on closed-end loans secured by 1-4 family residential properties included in the amount reported in Memorandum item 8.a above.....	RCONF232	NR	M.8.c.
9. Loans secured by 1-4 family residential properties in process of foreclosure (included in Schedule RC-C, part I, items 1.c.(1), 1.c.(2)(a), and 1.c.(2)(b)).....	RCONF577	433	M.9.
10. Not applicable			M.10.

2. The \$300 million asset size test is based on the total assets reported on the June 30, 2021, Report of Condition.
 3. Memorandum item 7 is to be completed only by institutions that have not yet adopted ASU 2016-13.

Dollar amounts in thousands

11. Not applicable			M.11.
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Dollar amounts in thousands	(Column A) Fair value of acquired loans and leases at acquisition date	(Column B) Gross contractual amounts receivable at acquisition date	(Column C) Best estimate at acquisition date of contractual cash flows not expected to be collected				
<i>Memorandum items 12.a, 12.b, 12.c, and 12.d are to be completed semiannually in the June and December reports only.</i>							
12. Loans (not subject to the requirements of FASB ASC 310-30 (former AICPA Statement of Position 03-3)) and leases held for investment that were acquired in business combinations with acquisition dates in the current calendar year: ¹				M.12.			
a. Loans secured by real estate.....	RCONG091	0	RCONG092	0	RCONG093	0	M12a
b. Commercial and industrial loans.....	RCONG094	0	RCONG095	0	RCONG096	0	M12b
c. Loans to individuals for household, family, and other personal expenditures.....	RCONG097	0	RCONG098	0	RCONG099	0	M12c
d. All other loans and all leases.....	RCONG100	0	RCONG101	0	RCONG102	0	M12d

Dollar amounts in thousands

<i>Memoranda item 13 is to be completed by banks that had construction, land development, and other land loans (as reported in Schedule RC-C, Part I, item 1.a, column B) that exceeded the sum of tier 1 capital (as reported in Schedule RC-R, Part I, item 26) plus the allowance for loan and lease losses or the allowance for credit losses on loans and leases, as applicable (as reported in Schedule RC, item 4.c) as of December 31, 2021.</i>					M.13.	
13. Construction, land development, and other land loans in domestic offices with interest reserves:						
a. Amount of loans that provide for the use of interest reserves (included in Schedule RC-C, part I, item 1.a, column B).....	RCONG376				NR	M.13.a.
b. Amount of interest capitalized from interest reserves on construction, land development, and other land loans that is included in interest and fee income on loans during the quarter (included in Schedule RI, item 1.a.(1)(a)(2)).	RIADG377				NR	M.13.b.
<i>Memorandum item 14 is to be completed by all banks.</i>						
14. Pledged loans and leases.....	RCONG378				3,195,509	M.14.
<i>Memorandum item 15 is to be completed for the December report only.</i>						
15. Reverse mortgages:						
a. Reverse mortgages outstanding that are held for investment (included in Schedule RC-C, item 1.c, above):						
1. Home Equity Conversion Mortgage (HECM) reverse mortgages.....	RCONJ466				NR	M.15.a.1.
2. Proprietary reverse mortgages.....	RCONJ467				NR	M.15.a.2.
b. Estimated number of reverse mortgage loan referrals to other lenders during the year from whom compensation has been received for services performed in connection with the origination of the reverse mortgages:						
1. Home Equity Conversion Mortgage (HECM) reverse mortgages.....	RCONJ468				NR	M.15.b.1.
2. Proprietary reverse mortgages.....	RCONJ469				NR	M.15.b.2.
c. Principal amount of reverse mortgage originations that have been sold during the year:						
1. Home Equity Conversion Mortgage (HECM) reverse mortgages.....	RCONJ470				NR	M.15.c.1.
2. Proprietary reverse mortgages.....	RCONJ471				NR	M.15.c.2.
<i>Memorandum item 16 is to be completed by all banks.</i>						
16. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit that have converted to non-revolving closed-end status (included in item 1.c.(1) above).....	RCONLE75				0	M.16.
<i>Amounts reported in Memorandum items 17.a and 17.b will not be made available to the public on an individual institution basis.</i>						
17. Eligible loan modifications under Section 4013, Temporary Relief from Troubled Debt Restructurings, of the 2020 Coronavirus Aid, Relief, and Economic Security Act:						
a. Number of Section 4013 loans outstanding.....	RCONLG24				CONF	M.17.a.
b. Outstanding balance of Section 4013 loans.....	RCONLG25				CONF	M.17.b.

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

Schedule RC-C Part II - Loans to Small Businesses and Small Farms(Form Type - 041)

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

Dollar amounts in thousands

1. Indicate in the appropriate box at the right whether all or substantially all of the dollar volume of your bank's "Loans secured by nonfarm nonresidential properties" reported in Schedule RC-C, part I, items 1.e.(1) and 1.e.(2), and all or substantially all of the dollar volume of your bank's "Commercial and industrial loans" reported in Schedule RC-C, part I, item 4, have original amounts of \$100,000 or less.....	RCON6999	No	1.
<i>If YES, complete items 2.a and 2.b below, skip items 3 and 4, and go to item 5. If NO and your bank has loans outstanding in either loan category, skip items 2.a and 2.b, complete items 3 and 4 below, and go to item 5. If NO and your bank has no loans outstanding in both loan categories, skip items 2 through 4, and go to item 5</i>			2.
2. Report the total number of loans currently outstanding for each of the following Schedule RC-C, part I, loan categories: a. "Loans secured by nonfarm nonresidential properties" reported in Schedule RC-C, part I, items 1.e.(1) and 1.e.(2).....	RCON5562	NR	2.a.
b. "Commercial and industrial loans" reported in Schedule RC-C, part I, item 4 ¹	RCON5563	NR	2.b.

Dollar amounts in thousands

	(Column A) Number of Loans	(Column B) Amount Currently Outstanding	
3. Number and amount currently outstanding of "Loans secured by nonfarm nonresidential properties" reported in Schedule RC-C, part I, items 1.e.(1) and 1.e.(2):			3.
a. With original amounts of \$100,000 or less.....	RCON5564 13	RCON5565 698	3.a.
b. With original amounts of more than \$100,000 through \$250,000.....	RCON5566 71	RCON5567 10,474	3.b.
c. With original amounts of more than \$250,000 through \$1,000,000.....	RCON5568 276	RCON5569 125,648	3.c.
4. Number and amount currently outstanding of "Commercial and industrial loans" reported in Schedule RC-C, part I, item 4:			4.
a. With original amounts of \$100,000 or less.....	RCON5570 13357	RCON5571 109,324	4.a.
b. With original amounts of more than \$100,000 through \$250,000.....	RCON5572 1060	RCON5573 89,135	4.b.
c. With original amounts of more than \$250,000 through \$1,000,000.....	RCON5574 876	RCON5575 272,353	4.c.

Dollar amounts in thousands

5. Indicate in the appropriate box at the right whether all or substantially all of the dollar volume of your bank's "Loans secured by farmland (including farm residential and other improvements)" reported in Schedule RC-C, part I, item 1.b, and all or substantially all of the dollar volume of your bank's "Loans to finance agricultural production and other loans to farmers" reported in Schedule RC-C, part I, item 3, have original amounts of \$100,000 or less.....	RCON6860	No	5.
<i>If YES, complete items 6.a and 6.b below, and do not complete items 7 and 8. If NO and your bank has loans outstanding in either loan category, skip items 6.a and 6.b and complete items 7 and 8 below. If NO and your bank has no loans outstanding in both loan categories, do not complete items 6 through 8.</i>			6.
6. Report the total number of loans currently outstanding for each of the following Schedule RC-C, part I, loan categories: a. "Loans secured by farmland (including farm residential and other improvements)" reported in Schedule RC-C, part I, item 1.b.....	RCON5576	NR	6.a.
b. "Loans to finance agricultural production and other loans to farmers" reported in Schedule RC-C, part I, item 3.....	RCON5577	NR	6.b.

Dollar amounts in thousands

	(Column A) Number of Loans	(Column B) Amount Currently Outstanding	
7. Number and amount currently outstanding of "Loans secured by farmland (including farm residential and other improvements)" reported in Schedule RC-C, part I, item 1.b:			7.
a. With original amounts of \$100,000 or less.....	RCON5578 0	RCON5579 0	7.a.
b. With original amounts of more than \$100,000 through \$250,000.....	RCON5580 0	RCON5581 0	7.b.
c. With original amounts of more than \$250,000 through \$500,000.....	RCON5582 0	RCON5583 0	7.c.
8. Number and amount currently outstanding of "Loans to finance agricultural production and other loans to farmers" reported in Schedule RC-C, part I, item 3:			8.
a. With original amounts of \$100,000 or less.....	RCON5584 0	RCON5585 0	8.a.
b. With original amounts of more than \$100,000 through \$250,000.....	RCON5586 0	RCON5587 0	8.b.
c. With original amounts of more than \$250,000 through \$500,000.....	RCON5588 1	RCON5589 483	8.c.

Schedule RC-D - Trading Assets and Liabilities(Form Type - 041)

RC-D is to be completed by banks that reported total trading assets of \$10 million or more in any of the four preceding calendar quarters and all banks meeting the FDIC's definition of a large or highly complex institution for deposit insurance assessment purposes.

Dollar amounts in thousands

1. U.S. Treasury securities.....	RCON3531	0	1.
2. U.S. Government agency obligations (exclude mortgage-backed securities).....	RCON3532	0	2.
3. Securities issued by states and political subdivisions in the U.S.....	RCON3533	3,027	3.
4. Mortgage-backed securities (MBS):			4.
a. Residential mortgage pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA.....	RCONG379	0	4.a.
b. Other residential MBS issued or guaranteed by U.S. Government agencies or sponsored agencies (include CMOs, REMICs, and stripped MBS).....	RCONG380	0	4.b.
c. All other residential MBS.....	RCONG381	0	4.c.
d. Commercial MBS issued or guaranteed by U.S. Government agencies or sponsored agencies ¹	RCONK197	0	4.d.
e. All other commercial MBS.....	RCONK198	0	4.e.
5. Other debt securities:			5.
a. Structured financial products.....	RCONHT62	0	5.a.
b. All other debt securities.....	RCONG386	0	5.b.
6. Loans:			6.
a. Loans secured by real estate:			6.a.
1. Loans secured by 1-4 family residential properties.....	RCONHT63	0	6.a.1.
2. All other loans secured by real estate.....	RCONHT64	0	6.a.2.
b. Commercial and industrial loans.....	RCONF614	0	6.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....	RCONHT65	0	6.c.
d. Other loans.....	RCONF618	0	6.d.
7. Not applicable			7.
8. Not applicable			8.
9. Other trading assets.....	RCON3541	0	9.
10. Not applicable			10.
11. Derivatives with a positive fair value.....	RCON3543	89,976	11.
12. Total trading assets (sum of items 1 through 11) (must equal Schedule RC, item 5).....	RCON3545	93,003	12.
13. Not available			13.
a. Liability for short positions	RCON3546	0	13.a.
b. Other trading liabilities.....	RCONF624	0	13.b.
14. Derivatives with a negative fair value.....	RCON3547	85,578	14.
15. Total trading liabilities (sum of items 13.a through 14) (must equal Schedule RC, item 15).....	RCON3548	85,578	15.
1. Unpaid principal balance of loans measured at fair value (reported in Schedule RC-D, items 6.a.(1) through 6.d):			M.1.
a. Loans secured by real estate:			M.1.a.
1. Loans secured by 1-4 family residential properties.....	RCONHT66	0	M.1.a.1.
2. All other loans secured by real estate.....	RCONHT67	0	M.1.a.2.
b. Commercial and industrial loans.....	RCONF632	0	M.1.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....	RCONHT68	0	M.1.c.
d. Other loans.....	RCONF636	0	M.1.d.

1. Banks with \$300 million or more in total assets should provide the requested information for "Commercial and industrial loans" based on the loans reported in Schedule RC-C, Part I, item 4.a, column A, "Commercial and industrial loans to U.S. addressees."
 1. U.S. Government agencies include, but are not limited to, such agencies as the Government National Mortgage Association (GNMA), the Federal Deposit Insurance Corporation (FDIC), and the National Credit Union Administration (NCUA). U.S. Government-sponsored agencies include, but are not limited to, such agencies as the Federal Home Loan Mortgage Corporation (FHLMC) and the Federal National Mortgage Association (FNMA).

Schedule RC-E - Deposit Liabilities(Form Type - 041)

Dollar amounts in thousands		(Column A) Transaction Accounts Total transaction accounts (including total demand deposits)	(Column B) Transaction Accounts Memo: Total demand deposits (included in column A)	(Column C) Nontransaction Accounts Total nontransaction accounts (including MMDAs)
Deposits of:				
1. Individuals, partnerships, and corporations (include all certified and official checks).....	RCONB549	3,051,832		RCONB550 4,413,872 1.
2. U.S. Government.....	RCON2202	1		RCON2520 12,000 2.
3. States and political subdivisions in the U.S.....	RCON2203	138,386		RCON2530 194,665 3.
4. Commercial banks and other depository institutions in the U.S.....	RCONB551	9,932		RCONB552 497 4.
5. Banks in foreign countries.....	RCON2213	0		RCON2236 0 5.
6. Foreign governments and official institutions (including foreign central banks).....	RCON2216	0		RCON2377 0 6.
7. Total (sum of items 1 through 6) (sum of columns A and C must equal Schedule RC, item 13.a).....	RCON2215	3,200,151	RCON2210 3,185,682	RCON2385 4,621,034 7.

Dollar amounts in thousands

1. Selected components of total deposits (i.e., sum of item 7, columns A and C):			M.1.
a. Total Individual Retirement Accounts (IRAs) and Keogh Plan accounts.....	RCON6835	110,114	M.1.a.
b. Total brokered deposits.....	RCON2365	882,488	M.1.b.
c. Brokered deposits of \$250,000 or less (fully insured brokered deposits) ²	RCONHK05	882,488	M.1.c.
d. Maturity data for brokered deposits:			M.1.d.
1. Brokered deposits of \$250,000 or less with a remaining maturity of one year or less (included in Memorandum item 1.c above).....	RCONHK06	876,731	M.1.d.1.
2. Not applicable			M.1.d.2.
3. Brokered deposits of more than \$250,000 with a remaining maturity of one year or less (included in Memorandum item 1.b above).....	RCONK220	0	M.1.d.3.
e. Preferred deposits (uninsured deposits of states and political subdivisions in the U.S. reported in item 3 above which are secured or collateralized as required under state law) (to be completed for the December report only).	RCON5590	NR	M.1.e.
f. Estimated amount of deposits obtained through the use of deposit listing services that are not brokered deposits.....	RCONK223	0	M.1.f.
g. Total reciprocal deposits (as of the report date).....	RCONJH83	837,669	M.1.g.
h. Sweep deposits:			M.1.h.
1. Fully insured, affiliate sweep deposits.....	RCONMT87	3,701	M.1.h.1.
2. Not fully insured, affiliate sweep deposits.....	RCONMT89	33,422	M.1.h.2.
3. Fully insured, non-affiliate sweep deposits.....	RCONMT91	817,679	M.1.h.3.
4. Not fully insured, non-affiliate sweep deposits.....	RCONMT93	0	M.1.h.4.
i. Total sweep deposits that are not brokered deposits.....	RCONMT95	179,295	M.1.i.
2. Components of total nontransaction accounts (sum of Memorandum items 2.a through 2.d must equal item 7, column C above):			M.2.
a. Savings deposits:			M.2.a.
1. Money market deposit accounts (MMDAs).....	RCON6810	2,711,516	M.2.a.1.
2. Other savings deposits (excludes MMDAs).....	RCON0352	847,617	M.2.a.2.
b. Total time deposits of less than \$100,000.....	RCON6648	318,986	M.2.b.
c. Total time deposits of \$100,000 through \$250,000.....	RCONJ473	366,784	M.2.c.
d. Total time deposits of more than \$250,000.....	RCONJ474	376,131	M.2.d.
e. Individual Retirement Accounts (IRAs) and Keogh Plan accounts of \$100,000 or more included in Memorandum items 2.c and 2.d above.....	RCONF233	28,598	M.2.e.
3. Maturity and repricing data for time deposits of \$250,000 or less:			M.3.
a. Time deposits of \$250,000 or less with a remaining maturity or next repricing date of: ^{1, 2}			M.3.a.
1. Three months or less.....	RCONHK07	121,814	M.3.a.1.
2. Over three months through 12 months.....	RCONHK08	473,504	M.3.a.2.
3. Over one year through three years.....	RCONHK09	87,849	M.3.a.3.
4. Over three years.....	RCONHK10	2,603	M.3.a.4.
b. Time deposits of \$250,000 or less with a REMAINING MATURITY of one year or less (included in Memorandum items 3.a.(1) and 3.a.(2) above) ³	RCONHK11	595,318	M.3.b.
4. Maturity and repricing data for time deposits of more than \$250,000:			M.4.
a. Time deposits of more than \$250,000 with a remaining maturity or next repricing date of: ^{1, 4}			M.4.a.
1. Three months or less.....	RCONHK12	94,907	M.4.a.1.
2. Over three months through 12 months.....	RCONHK13	249,091	M.4.a.2.
3. Over one year through three years.....	RCONHK14	30,894	M.4.a.3.
4. Over three years.....	RCONHK15	1,239	M.4.a.4.
b. Time deposits of more than \$250,000 with a REMAINING MATURITY of one year or less (included in Memorandum items 4.a.(1) and 4.a.(2) above) ³	RCONK222	343,998	M.4.b.
5. Does your institution offer one or more consumer deposit account products, i.e., transaction account or nontransaction savings account deposit products intended primarily for individuals for personal, household, or family use?.....	RCONP752	Yes	M.5.

2. The dollar amount used as the basis for reporting in Memorandum item 1.c reflects the deposit insurance limit in effect on the report date.

1, 2. Report fixed-rate time deposits by remaining maturity and floating rate time deposits by next repricing date.

3. Report both fixed-and floating-rate time deposits by remaining maturity. Exclude floating-rate time deposits with a next repricing date of one year or less that have a remaining maturity of over one year.

1, 4. Report fixed-rate time deposits by remaining maturity and floating rate time deposits by next repricing date.

3. Report both fixed-and floating-rate time deposits by remaining maturity. Exclude floating-rate time deposits with a next repricing date of one year or less that have a remaining maturity of over one year.

Dollar amounts in thousands

Memorandum items 6 and 7 are to be completed by institutions with \$1 billion or more in total assets that answered "Yes" to Memorandum item 5 above.

6. Components of total transaction account deposits of individuals, partnerships, and corporations (sum of Memorandum items 6.a and 6.b must be less than or equal to item 1, column A, above):⁵

a. Total deposits in those noninterest-bearing transaction account deposit products intended primarily for individuals for personal, household, or family use.....

			M.6.
RCONP753		370,415	M.6.a.

b. Total deposits in those interest-bearing transaction account deposit products intended primarily for individuals for personal, household, or family use.....

RCONP754		12,084	M.6.b.
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7. Components of total nontransaction account deposits of individuals, partnerships, and corporations (sum of Memorandum items 7.a.(1), 7.a.(2), 7.b.(1), and 7.b.(2) plus all time deposits of individuals, partnerships, and corporations must equal item 1, column C, above):

a. Money market deposit accounts (MMDAs) of individuals, partnerships, and corporations (sum of Memorandum items 7.a.(1) and 7.a.(2) must be less than or equal to Memorandum item 2.a.(1) above):

			M.7.
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1. Total deposits in those MMDA deposit products intended primarily for individuals for personal, household, or family use.....

			M.7.a.
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2. Deposits in all other MMDAs of individuals, partnerships, and corporations.....

RCONP756		495,297	M.7.a.1.
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RCONP757		2,099,883	M.7.a.2.
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b. Other savings deposit accounts of individuals, partnerships, and corporations (sum of Memorandum items 7.b.(1) and 7.b.(2) must be less than or equal to Memorandum item 2.a.(2) above):

			M.7.b.
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1. Total deposits in those other savings deposit account deposit products intended primarily for individuals for personal, household, or family use.....

RCONP758		22,754	M.7.b.1.
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2. Deposits in all other savings deposit accounts of individuals, partnerships, and corporations.....

RCONP759		824,862	M.7.b.2.
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5. The \$1 billion asset size test is based on the total assets reported on the June 30, 2022, Report of Condition.

Schedule RC-F - Other Assets(Form Type - 041)

Dollar amounts in thousands

1. Accrued interest receivable ²	RCONB556	48,514	1.
2. Net deferred tax assets ³	RCON2148	12,348	2.
3. Interest-only strips receivable (not in the form of a security) ⁴	RCONHT80	0	3.
4. Equity investments without readily determinable fair values ⁵	RCON1752	23,149	4.
5. Life insurance assets:			5.
a. General account life insurance assets.....	RCONK201	18,333	5.a.
b. Separate account life insurance assets.....	RCONK202	0	5.b.
c. Hybrid account life insurance assets.....	RCONK270	27,569	5.c.
6. All other assets (itemize and describe amounts greater than \$100,000 that exceed 25% of this item).....	RCON2168	175,167	6.
a. Prepaid expenses.....	RCON2166	NR	6.a.
b. Repossessed personal property (including vehicles).....	RCON1578	NR	6.b.
c. Derivatives with a positive fair value held for purposes other than trading.....	RCONC010	NR	6.c.
d. FDIC loss-sharing indemnification assets.....	RCONJ448	NR	6.d.
e. Computer software.....	RCONFT33	NR	6.e.
f. Accounts receivable.....	RCONFT34	NR	6.f.
g. Receivables from foreclosed government-guaranteed mortgage loans.....	RCONFT35	NR	6.g.
h. Disclose component and the dollar amount of that component:			6.h.
1. Describe component.....	TEXT3549	Click here for value	6.h.1.
2. Amount of component.....	RCON3549	62,955	6.h.2.
i. Disclose component and the dollar amount of that component:			6.i.
1. Describe component.....	TEXT3550	NR	6.i.1.
2. Amount of component.....	RCON3550	NR	6.i.2.
j. Disclose component and the dollar amount of that component:			6.j.
1. Describe component.....	TEXT3551	NR	6.j.1.
2. Amount of component.....	RCON3551	NR	6.j.2.
7. Total (sum of items 1 through 6) (must equal Schedule RC, item 11).....	RCON2160	305,080	7.

(TEXT3549) Operating Lease Equipment

2. Include accrued interest receivable on loans, leases, debt securities, and other interest-bearing assets. Exclude accrued interest receivables on financial assets that are reported elsewhere on the balance sheet.
 3. See discussion of deferred income taxes in Glossary entry on "income taxes."
 4. Report interest-only strips receivable in the form of a security as available-for-sale securities in Schedule RC, item 2.b, or as trading assets in Schedule RC, item 5, as appropriate.
 5. Include Federal Reserve stock, Federal Home Loan Bank stock, and bankers' bank stock.

Schedule RC-G - Other Liabilities(Form Type - 041)

Dollar amounts in thousands

1. Not available			1.
a. Interest accrued and unpaid on deposits ¹	RCON3645	6,700	1.a.
b. Other expenses accrued and unpaid (includes accrued income taxes payable).....	RCON3646	16,690	1.b.
2. Net deferred tax liabilities ²	RCON3049	0	2.
3. Allowance for credit losses on off-balance sheet credit exposures ³	RCONB557	26,522	3.
4. All other liabilities (itemize and describe amounts greater than \$100,000 that exceed 25 percent of this item).....	RCON2938	110,005	4.
a. Accounts payable.....	RCON3066	NR	4.a.
b. Deferred compensation liabilities.....	RCONC011	NR	4.b.
c. Dividends declared but not yet payable.....	RCON2932	NR	4.c.
d. Derivatives with a negative fair value held for purposes other than trading.....	RCONC012	61,069	4.d.
e. Operating lease liabilities.....	RCONLB56	NR	4.e.
f. Disclose component and the dollar amount of that component:			4.f.
1. Describe component.....	TEXT3552	NR	4.f.1.
2. Amount of component.....	RCON3552	NR	4.f.2.
g. Disclose component and the dollar amount of that component:			4.g.
1. Describe component.....	TEXT3553	NR	4.g.1.
2. Amount of component.....	RCON3553	NR	4.g.2.
h. Disclose component and the dollar amount of that component:			4.h.
1. Describe component.....	TEXT3554	NR	4.h.1.
2. Amount of component.....	RCON3554	NR	4.h.2.
5. Total.....	RCON2930	159,917	5.

1. For savings banks, include "dividends" accrued and unpaid on deposits.

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

3. Institutions that have adopted ASU 2016-13 should report in item 3 the allowance for credit losses on those off-balance sheet credit exposures that are not unconditionally cancelable.

Schedule RC-K - Quarterly Averages(Form Type - 041)

Dollar amounts in thousands

1. Interest-bearing balances due from depository institutions.....	RCON3381	193,469	1.
2. U.S. Treasury securities and U.S. Government agency obligations (excluding mortgage-backed securities) ²	RCONB558	40,000	2.
3. Mortgage-backed securities ²	RCONB559	524,423	3.
4. All other debt securities and equity securities with readily determinable fair values not held for trading ²	RCONB560	93,945	4.
5. Federal funds sold and securities purchased under agreements to resell.....	RCON3365	50,268	5.
6. Loans:			6.
a. Total loans.....	RCON3360	7,446,717	6.a.
b. Loans secured by real estate:			6.b.
1. Loans secured by 1-4 family residential properties.....	RCON3465	510,649	6.b.1.
2. All other loans secured by real estate.....	RCON3466	2,799,742	6.b.2.
c. Commercial and industrial loans.....	RCON3387	3,068,389	6.c.
d. Loans to individuals for household, family, and other personal expenditures:			6.d.
1. Credit cards.....	RCONB561	0	6.d.1.
2. Other (includes revolving credit plans other than credit cards, automobile loans, and other consumer loans).....	RCONB562	740,242	6.d.2.
<i>Item 7 is to be completed by banks with total trading assets of \$10 million or more in any of the four preceding calendar quarters and all banks meeting the FDIC's definition of a large or highly complex institution for deposit insurance assessment purposes.</i>	RCON3401	77,043	7.
7. Trading assets.....			
8. Lease financing receivables (net of unearned income).....	RCON3484	172,878	8.
9. Total assets ⁴	RCON3368	9,051,735	9.
10. Interest-bearing transaction accounts (interest-bearing demand deposits, NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts).....	RCON3485	538,524	10.
11. Nontransaction accounts:			11.
a. Savings deposits (includes MMDAs).....	RCONB563	3,538,998	11.a.
b. Time deposits of \$250,000 or less.....	RCONHK16	642,827	11.b.
c. Time deposits of more than \$250,000.....	RCONHK17	266,382	11.c.
12. Federal funds purchased and securities sold under agreements to repurchase.....	RCON3353	60,742	12.
<i>To be completed by banks with \$100 million or more in total assets:</i>			
13. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) ⁵	RCON3355	111,204	13.
<i>Memorandum item 1 is to be completed by: banks with \$300 million or more in total assets, and banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, Part 1, item 3) exceeding 5 percent of total loans.</i>			
1. Loans to finance agricultural production and other loans to farmers ²	RCON3386	485	M.1.

2. Quarterly averages for all debt securities should be based on amortized cost.

2. Quarterly averages for all debt securities should be based on amortized cost.

4. The quarterly average for total assets should reflect securities not held for trading as follows: a) Debt securities at amortized cost, b) Equity securities with readily determinable fair values at fair value, and c) Equity investments without readily determinable fair values, their balance sheet carrying values (i.e., fair value or, if elected, cost minus impairment, if any, plus or minus changes resulting from observable price changes).

5. The \$100 million asset-size test is based on the total assets reported on the June 30, 2021, Report of Condition.

2. The \$300 million asset-size test and the 5 percent of total loans test are based on the total assets and total loans reported on the June 30, 2022, Report of Condition.

Schedule RC-L - Derivatives and Off-Balance Sheet Items(Form Type - 041)

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

Dollar amounts in thousands

1. Unused commitments:					1.
a. Revolving, open-end lines secured by 1-4 family residential properties, i.e., home equity lines.....	RCON3814		112,311		1.a.
<i>Item 1.a.(1) is to be completed for the December report only.</i>					
1. Unused commitments for reverse mortgages outstanding that are held for investment in domestic offices (included in item 1.a. above).....	RCONHT72		NR		1.a.1.
b. Credit card lines (Sum of items 1.b.(1) and 1.b.(2) must equal item 1.b.).....	RCON3815		0		1.b.
<i>Items 1.b.(1) and 1.b.(2) are to be completed semiannually in the June and December reports only by banks with either \$300 million or more in total assets or \$300 million or more in credit card lines (sum of items 1.b.(1) and 1.b.(2) must equal item 1.b.)</i>					
1. Unused consumer credit card lines ¹	RCONJ455		0		1.b.1.
2. Other unused credit card lines.....	RCONJ456		0		1.b.2.
c. Commitments to fund commercial real estate, construction, and land development loans:					1.c.
1. Secured by real estate:					1.c.1.
a. 1-4 family residential construction loan commitments.....	RCONF164		20,468		1.c.1.a.
b. Commercial real estate, other construction loan, and land development loan commitments.....	RCONF165		766,043		1.c.1.b.
2. Not secured by real estate.....	RCON6550		0		1.c.2.
d. Securities underwriting.....	RCON3817		0		1.d.
e. Other unused commitments:					1.e.
1. Commercial and industrial loans.....	RCONJ457		1,521,548		1.e.1.
2. Loans to financial institutions.....	RCONJ458		0		1.e.2.
3. All other unused commitments.....	RCONJ459		102,382		1.e.3.
2. Financial standby letters of credit.....	RCON3819		104,756		2.
<i>Item 2.a is to be completed by banks with \$1 billion or more in total assets.</i>					
a. Amount of financial standby letters of credit conveyed to others ¹	RCON3820		51,782		2.a.
3. Performance standby letters of credit.....	RCON3821		12,859		3.
<i>Item 3.a is to be completed by banks with \$1 billion or more in total assets</i>					
a. Amount of performance standby letters of credit conveyed to others ¹	RCON3822		5,125		3.a.
4. Commercial and similar letters of credit.....	RCON3411		864		4.
5. Not applicable					5.
6. Securities lent and borrowed:					6.
a. Securities lent (including customers' securities lent where the customer is indemnified against loss by the reporting bank).....	RCON3433		0		6.a.
b. Securities borrowed.....	RCON3432		0		6.b.

Dollar amounts in thousands

	(Column A) Sold Protection		(Column B) Purchased Protection		
7. Credit derivatives:					7.
a. Notional amounts:					7.a.
1. Credit default swaps.....	RCONC968	0	RCONC969	0	7.a.1.
2. Total return swaps.....	RCONC970	0	RCONC971	0	7.a.2.
3. Credit options.....	RCONC972	0	RCONC973	0	7.a.3.
4. Other credit derivatives.....	RCONC974	0	RCONC975	0	7.a.4.
b. Gross fair values:					7.b.
1. Gross positive fair value.....	RCONC219	0	RCONC221	0	7.b.1.
2. Gross negative fair value.....	RCONC220	0	RCONC222	0	7.b.2.

Dollar amounts in thousands

c. Notional amounts by regulatory capital treatment: ¹				7.c.
1. Positions covered under the Market Risk Rule:				7.c.1.
a. Sold protection.....	RCONG401		0	7.c.1.a.
b. Purchased protection.....	RCONG402		0	7.c.1.b.
2. All other positions:				7.c.2.
a. Sold protection.....	RCONG403		0	7.c.2.a.
b. Purchased protection that is recognized as a guarantee for regulatory capital purposes.....	RCONG404		0	7.c.2.b.
c. Purchased protection that is not recognized as a guarantee for regulatory capital purposes.....	RCONG405		0	7.c.2.c.

Dollar amounts in thousands

	(Column A) Remaining Maturity of One Year or Less		(Column B) Remaining Maturity of Over One Year Through Five Years		(Column C) Remaining Maturity of Over Five Years		
d. Notional amounts by remaining maturity:							7.d.
1. Sold credit protection: ²							7.d.1.
a. Investment grade.....	RCONG406	0	RCONG407	0	RCONG408	0	7d1a.
b. Subinvestment grade.....	RCONG409	0	RCONG410	0	RCONG411	0	7d1b.
2. Purchased credit protection: ³							7.d.2.
a. Investment grade.....	RCONG412	0	RCONG413	0	RCONG414	0	7d2a.
b. Subinvestment grade.....	RCONG415	0	RCONG416	0	RCONG417	0	7d2b.

1. The asset-size tests and the \$300 million credit card lines test are based on the total assets and credit card lines reported in the June 30, 2022, Report of Condition.
 1. The asset-size tests and the \$300 million credit card lines test are based on the total assets and credit card lines reported in the June 30, 2022, Report of Condition.
 1. The asset-size tests and the \$300 million credit card lines test are based on the total assets and credit card lines reported in the June 30, 2022, Report of Condition.

Dollar amounts in thousands

8. Not applicable			8.
9. All other off-balance sheet liabilities (exclude derivatives) (itemize and describe each component of this item over 25% of Schedule RC, item 27.a, "Total bank equity capital").....	RCON3430	0	9.
a. Not applicable			9.a.
b. Commitments to purchase when-issued securities.....	RCON3434	0	9.b.
c. Standby letters of credit issued by another party (e.g., a Federal Home Loan Bank) on the bank's behalf.....	RCONC978	0	9.c.
d. Disclose component and the dollar amount of that component:			9.d.
1. Describe component.....	TEXT3555	NR	9.d.1.
2. Amount of component.....	RCON3555	0	9.d.2.
e. Disclose component and the dollar amount of that component:			9.e.
1. Describe component.....	TEXT3556	NR	9.e.1.
2. Amount of component.....	RCON3556	0	9.e.2.
f. Disclose component and the dollar amount of that component:			9.f.
(TEXT3557) NR	RCON3557	0	9.f.1.
10. All other off-balance sheet assets (exclude derivatives) (itemize and describe each component of this item over 25% of Schedule RC, item 27.a, "Total bank equity capital").....	RCON5591	0	10.
a. Commitments to sell when-issued securities.....	RCON3435	0	10.a.
b. Disclose component and the dollar amount of that component:			10.b.
1. Describe component.....	TEXT5592	NR	10.b.1.
2. Amount of component.....	RCON5592	0	10.b.2.
c. Disclose component and the dollar amount of that component:			10.c.
1. Describe component.....	TEXT5593	NR	10.c.1.
2. Amount of component.....	RCON5593	0	10.c.2.
d. Disclose component and the dollar amount of that component:			10.d.
1. Describe component.....	TEXT5594	NR	10.d.1.
2. Amount of component.....	RCON5594	0	10.d.2.
e. Disclose component and the dollar amount of that component:			10.e.
1. Describe component.....	TEXT5595	NR	10.e.1.
2. Amount of component.....	RCON5595	0	10.e.2.
<i>Items 11.a and 11.b are to be completed semiannually in the June and December reports only.</i>			11.
11. Year-to-date merchant credit card sales volume:			
a. Sales for which the reporting bank is the acquiring bank.....	RCONC223	0	11.a.
b. Sales for which the reporting bank is the agent bank with risk.....	RCONC224	0	11.b.

1. Sum of items 7.c.(1)(a) and 7.c.(2)(a), must equal sum of items 7.a.(1) through (4), column A. Sum of items 7.c.(1)(b), 7.c.(2)(b), and 7.c.(2)(c) must equal sum of items 7.a.(1) through (4), column B.

2. Sum of items 7.d.(1)(a) and (b), columns A through C, must equal sum of items 7.a.(1) through (4), column A.

3. Sum of items 7.d.(2)(a) and (b), columns A through C, must equal sum of items 7.a.(1) through (4), column B.

Dollar amounts in thousands		(Column A) Interest Rate Contracts	(Column B) Foreign Exchange Contracts	(Column C) Equity Derivative Contracts	(Column D) Commodity and Other Contracts				
12. Gross amounts (e.g., notional amounts):						12.			
a. Futures contracts.....	RCON8693	0	RCON8694	0	RCON8695	0	RCON8696	0	12.a.
b. Forward contracts.....	RCON8697	0	RCON8698	52,269	RCON8699	0	RCON8700	13,105	12.b.
c. Exchange-traded option contracts:									12.c.
1. Written options.....	RCON8701	0	RCON8702	0	RCON8703	0	RCON8704	0	12c1.
2. Purchased options.....	RCON8705	0	RCON8706	0	RCON8707	0	RCON8708	0	12c2.
d. Over-the-counter option contracts:									12.d.
1. Written options.....	RCON8709	0	RCON8710	0	RCON8711	0	RCON8712	0	12d1.
2. Purchased options.....	RCON8713	1,896,695	RCON8714	0	RCON8715	0	RCON8716	0	12d2.
e. Swaps.....	RCON3450	6,911,449	RCON3826	0	RCON8719	0	RCON8720	0	12.e.
13. Total gross notional amount of derivative contracts held for trading.....	RCONA126	3,871,079	RCONA127	52,269	RCON8723	0	RCON8724	13,105	13.
14. Total gross notional amount of derivative contracts held for purposes other than trading.....	RCON8725	4,937,065	RCON8726	0	RCON8727	0	RCON8728	0	14.
a. Interest rate swaps where the bank has agreed to pay a fixed rate.....	RCONA589	3,837,065							14.a.
15. Gross fair values of derivative contracts:									15.
a. Contracts held for trading:									15.a.
1. Gross positive fair value.....	RCON8733	85,253	RCON8734	4,290	RCON8735	0	RCON8736	433	15a1.
2. Gross negative fair value.....	RCON8737	85,288	RCON8738	76	RCON8739	0	RCON8740	214	15a2.
b. Contracts held for purposes other than trading:									15.b.
1. Gross positive fair value.....	RCON8741	31,664	RCON8742	0	RCON8743	0	RCON8744	0	15b1.
2. Gross negative fair value.....	RCON8745	61,069	RCON8746	0	RCON8747	0	RCON8748	0	15b2.

Dollar amounts in thousands		(Column A) Banks and Securities Firms	(Column B)	(Column C) Hedge Funds	(Column D) Sovereign Governments	(Column E) Corporations and All Other Counterparties		
<i>Item 16 is to be completed only by banks with total assets of \$10 billion or more</i>								
16. Over-the counter derivatives: ¹							16.	
a. Net current credit exposure.....	RCONG418	NR				RCONG422	NR	16.a.
b. Fair value of collateral:								16.b.
1. Cash - U.S. dollar.....	RCONG423	NR				RCONG427	NR	16.b.1.
2. Cash - Other currencies.....	RCONG428	NR				RCONG432	NR	16.b.2.
3. U.S. Treasury securities.....	RCONG433	NR				RCONG437	NR	16.b.3.
4. Not applicable								16.b.4.
5. Not applicable								16.b.5.
6. Not applicable								16.b.6.
7. All other collateral.....	RCONG453	NR				RCONG457	NR	16.b.7.
8. Total fair value of collateral (sum of items 16.b.(1) through (7)).....	RCONG458	NR				RCONG462	NR	16.b.8.

1. The \$10 billion asset-size test is based on the total assets reported on the June 30, 2022, Report of Condition.

Schedule RC-M - Memoranda(Form Type - 041)

Dollar amounts in thousands

1. Extensions of credit by the reporting bank to its executive officers, directors, principal shareholders, and their related interests as of the report date:			1.
a. Aggregate amount of all extensions of credit to all executive officers, directors, principal shareholders, and their related interests.....	RCON6164	543	1.a.
b. Number of executive officers, directors, and principal shareholders to whom the amount of all extensions of credit by the reporting bank (including extensions of credit to related interests) equals or exceeds the lesser of \$500,000 or 5 percent of total capital as defined for this purpose in agency regulations.....	RCON6165	0	1.b.
2. Intangible assets:			2.
a. Mortgage servicing assets.....	RCON3164	0	2.a.
1. Estimated fair value of mortgage servicing assets.....	RCONA590	0	2.a.1.
b. Goodwill.....	RCON3163	57,691	2.b.
c. All other intangible assets.....	RCONJF76	3,082	2.c.
d. Total (sum of items 2.a, 2.b, and 2.c) (must equal Schedule RC, item 10).....	RCON2143	60,773	2.d.
3. Other real estate owned:			3.
a. Construction, land development, and other land.....	RCON5508	0	3.a.
b. Farmland.....	RCON5509	0	3.b.
c. 1-4 family residential properties.....	RCON5510	318	3.c.
d. Multifamily (5 or more) residential properties.....	RCON5511	0	3.d.
e. Nonfarm nonresidential properties.....	RCON5512	231	3.e.
f. Total (sum of items 3.a through 3.e) (must equal Schedule RC, item 7).....	RCON2150	549	3.f.
4. Cost of equity securities with readily determinable fair values not held for trading (the fair value of which is reported in Schedule RC, item 2.c) ¹	RCONJA29	NR	4.
5. Other borrowed money:			5.
a. Federal Home Loan Bank advances:			5.a.
1. Advances with a remaining maturity or next repricing date of: ¹			5.a.1.
a. One year or less.....	RCONF055	0	5.a.1.a.
b. Over one year through three years.....	RCONF056	5,000	5.a.1.b.
c. Over three years through five years.....	RCONF057	0	5.a.1.c.
d. Over five years.....	RCONF058	50,000	5.a.1.d.
2. Advances with a remaining maturity of one year or less (included in item 5.a.(1)(a) above) ²	RCON2651	0	5.a.2.
3. Structured advances (included in items 5.a.(1)(a) - (d) above).....	RCONF059	0	5.a.3.
b. Other borrowings:			5.b.
1. Other borrowings with a remaining maturity or next repricing date of: ³			5.b.1.
a. One year or less.....	RCONF060	528	5.b.1.a.
b. Over one year through three years.....	RCONF061	217	5.b.1.b.
c. Over three years through five years.....	RCONF062	109	5.b.1.c.
d. Over five years.....	RCONF063	0	5.b.1.d.
2. Other borrowings with a remaining maturity of one year or less (included in item 5.b.(1)(a) above) ⁴	RCONB571	528	5.b.2.
c. Total (sum of items 5.a.(1)(a)-(d) and items 5.b.(1)(a)-(d)) (must equal Schedule RC, item 16).....	RCON3190	55,854	5.c.
6. Does the reporting bank sell private label or third party mutual funds and annuities?.....	RCONB569	Yes	6.
7. Assets under the reporting bank's management in proprietary mutual funds and annuities.....	RCONB570	0	7.
8. Internet Web site addresses and physical office trade names:			8.
a. Uniform Resource Locator (URL) of the reporting institution's primary Internet Web site (home page), if any (Example: www.examplebank.com):.....	TEXT4087	Click here for value	8.a.

1. Item 4 is to be completed only by insured state banks that have been approved by the FDIC to hold grandfathered equity investments. See instructions for this item and the Glossary entry for "Securities Activities" for further detail on accounting for investments in equity securities

1. Report fixed-rate advances by remaining maturity and floating-rate advances by next repricing date.

2. Report both fixed- and floating-rate advances by remaining maturity. Exclude floating-rate advances with a next repricing date of one year or less that have a remaining maturity of over one year

3. Report fixed-rate other borrowings by remaining maturity and floating-rate other borrowings by next repricing date.

4. Report both fixed- and floating-rate other borrowings by remaining maturity. Exclude floating-rate other borrowings with a next repricing date of one year or less that have a remaining maturity of over one year.

Dollar amounts in thousands

b. URLs of all other public-facing Internet Web sites that the reporting institution uses to accept or solicit deposits from the public, if any (Example: www.examplebank.biz): ¹			8.b.
1. URL 1.....	TE01N528	Click here for value	8.b.1.
2. URL 2.....	TE02N528	Click here for value	8.b.2.
3. URL 3.....	TE03N528	NR	8.b.3.
4. URL 4.....	TE04N528	NR	8.b.4.
5. URL 5.....	TE05N528	NR	8.b.5.
6. URL 6.....	TE06N528	NR	8.b.6.
7. URL 7.....	TE07N528	NR	8.b.7.
8. URL 8.....	TE08N528	NR	8.b.8.
9. URL 9.....	TE09N528	NR	8.b.9.
10. URL 10.....	TE10N528	NR	8.b.10.
c. Trade names other than the reporting institution's legal title used to identify one or more of the institution's physical offices at which deposits are accepted or solicited from the public, if any:			8.c.
1. Trade name 1.....	TE01N529	Click here for value	8.c.1.
2. Trade name 2.....	TE02N529	Click here for value	8.c.2.
3. Trade name 3.....	TE03N529	NR	8.c.3.
4. Trade name 4.....	TE04N529	NR	8.c.4.
5. Trade name 5.....	TE05N529	NR	8.c.5.
6. Trade name 6.....	TE06N529	NR	8.c.6.
9. Do any of the bank's Internet Web sites have transactional capability, i.e., allow the bank's customers to execute transactions on their accounts through the Web site?.....	RCON4088	NR	9.
10. Secured liabilities:			10.
a. Amount of "Federal funds purchased" that are secured (included in Schedule RC, item 14.a).....	RCONF064	0	10.a.
b. Amount of "Other borrowings" that are secured (included in Schedule RC-M, items 5.b.(1)(a) - (d)).....	RCONF065	854	10.b.
11. Does the bank act as trustee or custodian for Individual Retirement Accounts, Health Savings Accounts, and other similar accounts?.....	RCONG463	Yes	11.
12. Does the bank provide custody, safekeeping, or other services involving the acceptance of orders for the sale or purchase of securities?.....	RCONG464	No	12.
13. Assets covered by loss-sharing agreements with the FDIC:			13.
a. Loans and leases (included in Schedule RC, items 4.a and 4.b):			13.a.
1. Loans secured by real estate:			13.a.1.
a. Construction, land development, and other land loans:			13.a.1.a.
1. 1-4 family residential construction loans.....	RCONK169	0	13.a.1.a.1.
2. Other construction loans and all land development and other land loans.....	RCONK170	0	13.a.1.a.2.
b. Secured by farmland.....	RCONK171	0	13.a.1.b.
c. Secured by 1-4 family residential properties:			13.a.1.c.
1. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....	RCONK172	0	13.a.1.c.1.
2. Closed-end loans secured by 1-4 family residential properties:			13.a.1.c.2.
a. Secured by first liens.....	RCONK173	0	13.a.1.c.2a.
b. Secured by junior liens.....	RCONK174	0	13.a.1.c.2b.
d. Secured by multifamily (5 or more) residential properties.....	RCONK175	0	13.a.1.d.
e. Secured by nonfarm nonresidential properties:			13.a.1.e.
1. Loans secured by owner-occupied nonfarm nonresidential properties.....	RCONK176	0	13.a.1.e.1.
2. Loans secured by other nonfarm nonresidential properties.....	RCONK177	0	13.a.1.e.2.
2. Not applicable			13.a.2.
3. Not applicable			13.a.3.
4. Not applicable			13.a.4.
5. All other loans and all leases.....	RCONK183	0	13.a.5.
b. Other real estate owned (included in Schedule RC, item 7):			13.b.

1. Report only highest level URLs (for example, report www.examplebank.biz, but do not also report www.examplebank.biz/checking). Report each top level domain name used (for example, report both www.examplebank.biz and www.examplebank.net).

Dollar amounts in thousands

1. Construction, land development, and other land.....	RCONK187	0	13.b.1.
2. Farmland.....	RCONK188	0	13.b.2.
3. 1-4 family residential properties.....	RCONK189	0	13.b.3.
4. Multifamily (5 or more) residential properties.....	RCONK190	0	13.b.4.
5. Nonfarm nonresidential properties.....	RCONK191	0	13.b.5.
6. Not applicable			13.b.6.
7. Portion of covered other real estate owned included in items 13.b.(1) through (5) above that is protected by FDIC loss-sharing agreements.....	RCONK192	0	13.b.7.
c. Debt securities (included in Schedule RC, items 2.a and 2.b).....	RCONJ461	0	13.c.
d. Other assets (exclude FDIC loss-sharing indemnification assets).....	RCONJ462	0	13.d.
<i>Items 14.a and 14.b are to be completed annually in the December report only.</i>			
14. Captive insurance and reinsurance subsidiaries:			14.
a. Total assets of captive insurance subsidiaries ¹	RCONK193	NR	14.a.
b. Total assets of captive reinsurance subsidiaries ¹	RCONK194	NR	14.b.
<i>Item 15 is to be completed by institutions that are required or have elected to be treated as a Qualified Thrift Lender.</i>			
15. Qualified Thrift Lender (QTL) test:			15.
a. Does the institution use the Home Owners' Loan Act (HOLA) QTL test or the Internal Revenue Service Domestic Building and Loan Association (IRS DBLA) test to determine its QTL compliance? (for the HOLA QTL test, enter 1; for the IRS DBLA test, enter 2).....	RCONL133	NR	15.a.
b. Has the institution been in compliance with the HOLA QTL test as of each month end during the quarter or the IRS DBLA test for its most recent taxable year, as applicable?.....	RCONL135	NR	15.b.
<i>Item 16.a and, if appropriate, items 16.b.(1) through 16.b.(3) are to be completed annually in the December report only.</i>			
16. International remittance transfers offered to consumers: ¹			16.
a. Estimated number of international remittance transfers provided by your institution during the calendar year ending on the report date.....	RCONN523	NR	16.a.
<i>Items 16.b.(1) through 16.b.(3) are to be completed by institutions that reported 501 or more international remittance transfers in item 16.a in either or both of the current report or the most recent prior report in which item 16.a was required to be completed.</i>			
b. Estimated dollar value of remittance transfers provided by your institution and usage of regulatory exceptions during the calendar year ending on the report date:			16.b.
1. Estimated dollar value of international remittance transfers.....	RCONN524	NR	16.b.1.
2. Estimated number of international remittance transfers for which your institution applied the permanent exchange rate exception.....	RCONMM07	NR	16.b.2.
3. Estimated number of international remittance transfers for which your institution applied the permanent covered third-party fee exception.....	RCONMQ52	NR	16.b.3.
17. U.S. Small Business Administration Paycheck Protection Program (PPP) loans and the Federal Reserve PPP Liquidity Facility (PPPLF): ²			17.
a. Number of PPP loans outstanding.....	RCONLG26	25	17.a.
b. Outstanding balance of PPP loans.....	RCONLG27	10,893	17.b.
c. Outstanding balance of PPP loans pledged to the PPPLF.....	RCONLG28	0	17.c.
d. Outstanding balance of borrowings from Federal Reserve Banks under the PPPLF with a remaining maturity of:			17.d.
1. One year or less.....	RCONLL59	0	17.d.1.
2. More than one year.....	RCONLL60	0	17.d.2.
e. Quarterly average amount of PPP loans pledged to the PPPLF and excluded from "Total assets for the leverage ratio" reported in Schedule RC-R, Part I, item 30.....	RCONLL57	0	17.e.
18. Money Market Mutual Fund Liquidity Facility (MMLF):			18.
a. Outstanding balance of assets purchased under the MMLF.....	RCONLL61	0	18.a.
b. Quarterly average amount of assets purchased under the MMLF and excluded from "Total assets for the leverage ratio" reported in Schedule RC-R, Part I, item 30.....	RCONLL58	0	18.b.

(TE01N528) www.nscbank.com

(TE01N529) North Shore Community Bank & Trust Company

- Report total assets before eliminating intercompany transactions between the consolidated insurance or reinsurance subsidiary and other offices or consolidated subsidiaries of the reporting bank.
- Report information about international electronic transfers of funds offered to consumers in the United States that: (a) are "remittance transfers" as defined by subpart B of Regulation E (12 CFR § 1005.30(e)), or (b) would qualify as "remittance transfers" under subpart B of Regulation E (12 CFR § 1005.30(e)) but are excluded from that definition only because the provider is not providing those transfers in the normal course of its business. See 12 CFR § 1005.30(f). For purposes of this item 16, such transfers are excluded from the definition of "remittance transfers" only because the provider is not providing those transfers in the normal course of its business.
- Paycheck Protection Program (PPP) covered loans as defined in sections 7(a)(36) and 7(a)(37) of the Small Business Act (15 U.S.C. 636(a)(36) and (37)).

(TE02N528) bankevanston.com

(TE02N529) Evanston Community Bank & Trust

(TEXT4087) www.wintrustbank.com

Schedule RC-N - Past Due and Nonaccrual Loans Leases and Other Assets(Form Type - 041)

Amounts reported in Schedule RC-N, items 1 through 8, include guaranteed and unguaranteed portions of past due and nonaccrual loans and leases. Report in items 10 and 11 below certain guaranteed loans and leases that have already been included in the amounts reported in items 1 through 8

Dollar amounts in thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
1. Loans secured by real estate:							1.
a. Construction, land development, and other land loans:							1.a.
1. 1-4 family residential construction loans.....	RCONF172	0	RCONF174	0	RCONF176	143	1.a.1.
2. Other construction loans and all land development and other land loans.....	RCONF173	0	RCONF175	0	RCONF177	8,249	1.a.2.
b. Secured by farmland.....	RCON3493	0	RCON3494	0	RCON3495	0	1.b.
c. Secured by 1-4 family residential properties:							1.c.
1. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....	RCON5398	4,500	RCON5399	0	RCON5400	0	1.c.1.
2. Closed-end loans secured by 1-4 family residential properties:							1.c.2.
a. Secured by first liens.....	RCONC236	2,058	RCONC237	0	RCONC229	3,278	1.c.2a.
b. Secured by junior liens.....	RCONC238	0	RCONC239	0	RCONC230	113	1.c.2b.
d. Secured by multifamily (5 or more) residential properties.....	RCON3499	0	RCON3500	0	RCON3501	0	1.d.
e. Secured by nonfarm nonresidential properties:							1.e.
1. Loans secured by owner-occupied nonfarm nonresidential properties.....	RCONF178	2,024	RCONF180	0	RCONF182	73	1.e.1.
2. Loans secured by other nonfarm nonresidential properties.....	RCONF179	961	RCONF181	0	RCONF183	0	1.e.2.
2. Loans to depository institutions and acceptances of other banks.....	RCONB834	0	RCONB835	0	RCONB836	0	2.
3. Not applicable							3.
4. Commercial and industrial loans.....	RCON1606	20,860	RCON1607	908	RCON1608	3,245	4.
5. Loans to individuals for household, family, and other personal expenditures:							5.
a. Credit cards.....	RCONB575	0	RCONB576	0	RCONB577	0	5.a.
b. Automobile loans.....	RCONK213	0	RCONK214	0	RCONK215	0	5.b.
c. Other (includes revolving credit plans other than credit cards and other consumer loans).....	RCONK216	23,495	RCONK217	0	RCONK218	0	5.c.
6. Not applicable							6.
7. All other loans ¹	RCON5459	93	RCON5460	12	RCON5461	0	7.
8. Lease financing receivables.....	RCON1226	3,928	RCON1227	259	RCON1228	1,196	8.
9. Total loans and leases (sum of items 1 through 8).....	RCON1406	57,919	RCON1407	1,179	RCON1403	16,297	9.
10. Debt securities and other assets (exclude other real estate owned and other repossessed assets).....	RCON3505	0	RCON3506	0	RCON3507	0	10.
11. Loans and leases reported in items 1 through 8 above that are wholly or partially guaranteed by the U.S. Government, excluding loans and leases covered by loss-sharing agreements with the FDIC:.....	RCONK036	761	RCONK037	0	RCONK038	169	11.
a. Guaranteed portion of loans and leases included in item 11 above, excluding rebooked "GNMA loans".....	RCONK039	570	RCONK040	0	RCONK041	84	11.a.
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 11 above.....	RCONK042	0	RCONK043	0	RCONK044	0	11.b.
12. Loans and leases reported in items 1 through 8 above that are covered by loss-sharing agreements with the FDIC:							12.
a. Loans secured by real estate:							12.a.
1. Construction, land development, and other land loans:							12.a.1.
a. 1-4 family residential construction loans.....	RCONK045	0	RCONK046	0	RCONK047	0	12a1a.
b. Other construction loans and all land development and other land loans.....	RCONK048	0	RCONK049	0	RCONK050	0	12a1b.
2. Secured by farmland.....	RCONK051	0	RCONK052	0	RCONK053	0	12.a.2.
3. Secured by 1-4 family residential properties:							12.a.3.
a. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....	RCONK054	0	RCONK055	0	RCONK056	0	12a3a.

1. Includes past due and nonaccrual "Loans to finance agricultural productions and other loans to farmers," "Obligations (other than securities and leases) of states and political subdivisions in the U.S.," and "Loans to nondepository financial institutions and other loans."

Dollar amounts in thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
b. Closed-end loans secured by 1-4 family residential properties:							12a.3b
1. Secured by first liens.....	RCONK057	0	RCONK058	0	RCONK059	0	12a.3b.1
2. Secured by junior liens.....	RCONK060	0	RCONK061	0	RCONK062	0	12a.3b.2
4. Secured by multifamily (5 or more) residential properties.....	RCONK063	0	RCONK064	0	RCONK065	0	12a.4.
5. Secured by nonfarm nonresidential properties:							12a.5.
a. Loans secured by owner-occupied nonfarm nonresidential properties.....	RCONK066	0	RCONK067	0	RCONK068	0	12a.5a
b. Loans secured by other nonfarm nonresidential properties.....	RCONK069	0	RCONK070	0	RCONK071	0	12a.5b
b. Not applicable							12.b.
c. Not applicable							12.c.
d. Not applicable							12.d.
e. All other loans and all leases.....	RCONK087	0	RCONK088	0	RCONK089	0	12.e.
f. Portion of covered loans and leases included in items 12.a through 12.e above that is protected by FDIC loss-sharing agreements.....	RCONK102	0	RCONK103	0	RCONK104	0	12.f.
1. Loans restructured in troubled debt restructurings included in Schedule RC-N, items 1 through 7, above (and not reported in Schedule RC-C, Part 1, Memorandum item 1):							M.1.
a. Construction, land development, and other land loans:							M.1.a.
1. 1-4 family residential construction loans.....	RCONK105	0	RCONK106	0	RCONK107	0	M1a.1.
2. Other construction loans and all land development and other land loans.....	RCONK108	0	RCONK109	0	RCONK110	0	M1a.2
b. Loans secured by 1-4 family residential properties.....	RCONF661	0	RCONF662	0	RCONF663	759	M.1.b.
c. Secured by multifamily (5 or more) residential properties.....	RCONK111	0	RCONK112	0	RCONK113	0	M.1.c.
d. Secured by nonfarm nonresidential properties:							M.1.d.
1. Loans secured by owner-occupied nonfarm nonresidential properties.....	RCONK114	0	RCONK115	0	RCONK116	0	M1d.1.
2. Loans secured by other nonfarm nonresidential properties.....	RCONK117	0	RCONK118	0	RCONK119	0	M1d.2
e. Commercial and industrial loans.....	RCONK257	0	RCONK258	0	RCONK259	0	M.1.e.
<i>Memorandum items 1.e.(1) and (2) are to be completed by banks with \$300 million or more in total assets (sum of Memorandum items 1.e.(1) and (2) must equal Memorandum item 1.e.):</i>							
1. To U.S. addressees (domicile) ¹	RCONK120	0	RCONK121	0	RCONK122	0	M1e.1.
2. To non-U.S. addressees (domicile).....	RCONK123	0	RCONK124	0	RCONK125	0	M1e.2
f. All other loans (include loans to individuals for household, family, and other personal expenditures).....	RCONK126	0	RCONK127	0	RCONK128	0	M.1.f.
<i>Itemize loan categories included in Memorandum item 1.f, above that exceed 10 percent of total loans restructured in troubled debt restructurings that are past due 30 days or more or in nonaccrual status (sum of Memorandum items 1.a through 1.e plus 1.f, columns A through C):</i>							
1. Loans secured by farmland.....	RCONK130	0	RCONK131	0	RCONK132	0	M1f.1.
2. Not applicable							M1f.2.
3. Not applicable							M1f.3.
4. Loans to individuals for household, family, and other personal expenditures:							M1f.4.
a. Credit cards.....	RCONK274	0	RCONK275	0	RCONK276	0	M1f.4a
b. Automobile loans.....	RCONK277	0	RCONK278	0	RCONK279	0	M1f.4b
c. Other (includes revolving credit plans other than credit cards and other consumer loans).....	RCONK280	0	RCONK281	0	RCONK282	0	M1f.4c
<i>Memorandum item 1.f.(5) is to be completed by:</i> <i>Banks with \$300 million or more in total assets</i> <i>Banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, Part I, item 3) exceeding 5 percent of total loans</i>							
5. Loans to finance agricultural production and other loans to farmers included in Schedule RC-N, Memorandum item 1.f, above ¹	RCONK138	0	RCONK139	0	RCONK140	0	M1f.5.

1. The \$300 million asset-size test is based on the total assets reported on the June 30, 2022, Report of Condition.
 1. The \$300 million asset-size test and the 5 percent of total loans test are based on the total assets and total loans reported on the June 30, 2022, Report of Condition.

Dollar amounts in thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
g. Total loans restructured in troubled debt restructurings included in Schedule RC-N, items 1 through 7, above and not reported in Schedule RC-C, Part I, Memorandum item 1 (sum of items Memorandum item 1.a.(1) through Memorandum item 1.f). ²	RCONHK26	0	RCONHK27	0	RCONHK28	759	M.1.g.
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-N, items 4 and 7, above.....	RCON6558	761	RCON6559	0	RCON6560	0	M.2.
3. Not available							M.3.
<i>Memorandum items 3.a through 3.d are to be completed by banks with \$300 million or more in total assets:</i>							
a. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RC-N, item 1, above) ¹	RCON1248	0	RCON1249	0	RCON1250	0	M.3.a.
b. Loans to and acceptances of foreign banks (included in Schedule RC-N, item 2, above).....	RCON5380	0	RCON5381	0	RCON5382	0	M.3.b.
c. Commercial and industrial loans to non-U.S. addressees (domicile) (included in Schedule RC-N, item 4, above).....	RCON1254	0	RCON1255	0	RCON1256	0	M.3.c.
d. Leases to individuals for household, family, and other personal expenditures (included in Schedule RC-N, item 8, above).....	RCONF166	0	RCONF167	0	RCONF168	0	M.3.d.
<i>Memorandum item 4 is to be completed by:</i> <i>* banks with \$300 million or more in total assets</i> <i>* banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, Part I, item 3) exceeding 5 percent of total loans:</i>							
4. Loans to finance agricultural production and other loans to farmers (included in Schedule RC-N, item 7, above) ¹	RCON1594	0	RCON1597	0	RCON1583	0	M.4.
5. Loans and leases held for sale (included in Schedule RC-N, items 1 through 8, above).....	RCONC240	0	RCONC241	0	RCONC226	0	M.5.

Dollar amounts in thousands			
6. Not applicable			M.6.

Dollar amounts in thousands			
<i>Memorandum items 7, 8, 9.a, and 9.b are to be completed semiannually in the June and December reports only.</i>			
7. Additions to nonaccrual assets during the previous six months.....	RCONC410	24,974	M.7.
8. Nonaccrual assets sold during the previous six months.....	RCONC411	134	M.8.

Dollar amounts in thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
9. Purchased credit-impaired loans accounted for in accordance with FASB ASC 310-30 (former AICPA Statement of Position 03-3). ²							M.9.
a. Outstanding balance.....	RCONL183	NR	RCONL184	NR	RCONL185	NR	M.9.a.
b. Amount included in Schedule RC-N, items 1 through 7, above.....	RCONL186	NR	RCONL187	NR	RCONL188	NR	M.9.b.

2. Exclude amounts reported in Memorandum items 1.f.(1) through 1.f.(5) when calculating the total in Memorandum item 1.g.
 1. The \$300 million asset-size test and the 5 percent of total loans test are based on the total assets and total loans reported on the June 30, 2022, Report of Condition.
 1. The \$300 million asset-size test and the 5 percent of total loans test are based on the total assets and total loans reported on the June 30, 2022, Report of Condition.
 2. Memorandum items 9.a and 9.b should be completed only by institutions that have not yet adopted ASU 2016-13.

Schedule RC-O - Other Data for Deposit Insurance and FICO Assessments(Form Type - 041)

All FDIC-insured depository institutions must complete items 1 and 2, 4 through 9,10, and 11, Memorandum item 1, and, if applicable, item 9.a, Memorandum items 2, 3, and 6 through 18 each quarter. Unless otherwise indicated, complete items 1 through 11 and Memorandum items 1 through 3 on an "unconsolidated single FDIC certificate number basis" (see instructions) and complete Memorandum items 6 through 18 on a fully consolidated basis.

Dollar amounts in thousands

1. Total deposit liabilities before exclusions (gross) as defined in Section 3(l) of the Federal Deposit Insurance Act and FDIC regulations.....	RCONF236	7,828,998	1.
2. Total allowable exclusions, including interest accrued and unpaid on allowable exclusions.....	RCONF237	0	2.
3. Not applicable			3.
4. Average consolidated total assets for the calendar quarter.....	RCONK652	9,051,735	4.
a. Averaging method used (for daily averaging, enter 1; for weekly averaging, enter 2).....	RCONK653	1	4.a.
5. Average tangible equity for the calendar quarter ¹	RCONK654	1,018,060	5.
6. Holdings of long-term unsecured debt issued by other FDIC-insured depository institutions.....	RCONK655	0	6.
7. Unsecured "Other borrowings" with a remaining maturity of (sum of items 7.a through 7.d must be less than or equal to Schedule RC-M, items 5.b.(1)(a)-(d) minus item 10.b):			7.
a. One year or less.....	RCONG465	0	7.a.
b. Over one year through three years.....	RCONG466	0	7.b.
c. Over three years through five years.....	RCONG467	0	7.c.
d. Over five years.....	RCONG468	0	7.d.
8. Subordinated notes and debentures with a remaining maturity of (sum of items 8.a through 8.d must equal Schedule RC, item 19):			8.
a. One year or less.....	RCONG469	0	8.a.
b. Over one year through three years.....	RCONG470	0	8.b.
c. Over three years through five years.....	RCONG471	0	8.c.
d. Over five years.....	RCONG472	0	8.d.
9. Brokered reciprocal deposits (included in Schedule RC-E, Memorandum item 1.b).....	RCONG803	0	9.
<i>Item 9.a is to be completed on a fully consolidated basis by all institutions that own another insured depository institution.</i>			
a. Fully consolidated brokered reciprocal deposits.....	RCONL190	NR	9.a.
10. Banker's bank certification: Does the reporting institution meet both the statutory definition of a banker's bank and the business conduct test set forth in FDIC regulations? If the answer to item 10 is "YES," complete items 10.a and 10.b.....	RCONK656	No	10.
<i>If the answer to item 10 is "YES," complete items 10.a and 10.b.</i>			
a. Banker's bank deduction.....	RCONK657	NR	10.a.
b. Banker's bank deduction limit.....	RCONK658	NR	10.b.
11. Custodial bank certification: Does the reporting institution meet the definition of a custodial bank set forth in FDIC regulations? If the answer to item 11 is "YES," complete items 11.a and 11.b.....	RCONK659	No	11.
<i>If the answer to item 11 is "YES," complete items 11.a and 11.b.</i>			
a. Custodial bank deduction.....	RCONK660	NR	11.a.
b. Custodial bank deduction limit.....	RCONK661	NR	11.b.
1. Total deposit liabilities of the bank (including related interest accrued and unpaid) less allowable exclusions (including related interest accrued and unpaid) (sum of Memorandum items 1.a.(1), 1.b.(1), 1.c.(1), and 1.d.(1) must equal Schedule RC-O, item 1 less item 2):			M.1.
a. Deposit accounts (excluding retirement accounts) of \$250,000 or less: ¹			M.1.a.
1. Amount of deposit accounts (excluding retirement accounts) of \$250,000 or less.....	RCONF049	3,752,624	M.1.a.1.
2. Number of deposit accounts (excluding retirement accounts) of \$250,000 or less.....	RCONF050	103567	M.1.a.2.
b. Deposit accounts (excluding retirement accounts) of more than \$250,000: ¹			M.1.b.
1. Amount of deposit accounts (excluding retirement accounts) of more than \$250,000.....	RCONF051	3,965,950	M.1.b.1.
2. Number of deposit accounts (excluding retirement accounts) of more than \$250,000.....	RCONF052	3657	M.1.b.2.
c. Retirement deposit accounts of \$250,000 or less: ¹			M.1.c.
1. Amount of retirement deposit accounts of \$250,000 or less.....	RCONF045	101,141	M.1.c.1.
2. Number of retirement deposit accounts of \$250,000 or less.....	RCONF046	2454	M.1.c.2.
d. Retirement deposit accounts of more than \$250,000: ¹			M.1.d.

1. See instructions for averaging methods. For deposit insurance assessment purposes, tangible equity is defined as Tier 1 capital as set forth in the banking agencies' regulatory capital standards and reported in Schedule RC-R, Part I, item 26, except as described in the instructions.
 1. The dollar amounts used as the basis for reporting in Memorandum items 1.a through 1.d reflect the deposit insurance limits in effect on the report date.

Dollar amounts in thousands

1. Amount of retirement deposit accounts of more than \$250,000.....	RCONF047	9,283	M.1.d.1.
2. Number of retirement deposit accounts of more than \$250,000.....	RCONF048	23	M.1.d.2.
<i>Memorandum item 2 is to be completed by banks with \$1 billion or more in total assets.</i>			
2. Estimated amount of uninsured deposits, including related interest accrued and unpaid (see instructions) ³	RCON5597	2,993,085	M.2.
3. Has the reporting institution been consolidated with a parent bank or savings association in that parent bank's or parent savings association's Call Report? If so, report the legal title and FDIC Certificate Number of the parent bank or parent savings association:			M.3.
a. Legal title.....	TEXTA545	NR	M.3.a.
b. FDIC Certificate Number.....	RCONA545	0	M.3.b.
4. Not applicable			M.4.
<i>Memorandum items 5 through 12 are to be completed by "large institutions" and "highly complex institutions" as defined in FDIC regulations.</i>			
5. Applicable portion of the CECL transitional amount or modified CECL transitional amount that has been added to retained earnings for regulatory capital purposes as of the current report date and is attributable to loans and leases held for investment.....	RCONMW53	NR	M.5.
6. Criticized and classified items:			M.6.
a. Special mention.....	RCONK663	CONF	M.6.a.
b. Substandard.....	RCONK664	CONF	M.6.b.
c. Doubtful.....	RCONK665	CONF	M.6.c.
d. Loss.....	RCONK666	CONF	M.6.d.
7. "Nontraditional 1-4 family residential mortgage loans" as defined for assessment purposes only in FDIC regulations:			M.7.
a. Nontraditional 1-4 family residential mortgage loans.....	RCONN025	CONF	M.7.a.
b. Securitizations of nontraditional 1-4 family residential mortgage loans.....	RCONN026	CONF	M.7.b.
8. "Higher-risk consumer loans" as defined for assessment purposes only in FDIC regulations:			M.8.
a. Higher-risk consumer loans.....	RCONN027	CONF	M.8.a.
b. Securitizations of higher-risk consumer loans.....	RCONN028	CONF	M.8.b.
9. "Higher-risk commercial and industrial loans and securities" as defined for assessment purposes only in FDIC regulations:			M.9.
a. Higher-risk commercial and industrial loans and securities.....	RCONN029	CONF	M.9.a.
b. Securitizations of higher-risk commercial and industrial loans and securities.....	RCONN030	CONF	M.9.b.
10. Commitments to fund construction, land development, and other land loans secured by real estate:			M.10.
a. Total unfunded commitments.....	RCONK676	NR	M.10.a.
b. Portion of unfunded commitments guaranteed or insured by the U.S. government (including the FDIC).....	RCONK677	NR	M.10.b.
11. Amount of other real estate owned recoverable from the U.S. government under guarantee or insurance provisions (excluding FDIC loss-sharing agreements).....	RCONK669	NR	M.11.
12. Nonbrokered time deposits of more than \$250,000 (included in Schedule RC-E, Memorandum item 2.d).....	RCONK678	NR	M.12.
<i>Memorandum item 13.a is to be completed by "large institutions" and "highly complex institutions" as defined in FDIC regulations. Memorandum items 13.b through 13.h are to be completed by "large institutions" only.</i>			M.13.
13. Portion of funded loans and securities guaranteed or insured by the U.S. government (including FDIC loss-sharing agreements):			
a. Construction, land development, and other land loans secured by real estate.....	RCONN177	NR	M.13.a.
b. Loans secured by multifamily residential and nonfarm nonresidential properties.....	RCONN178	NR	M.13.b.
c. Closed-end loans secured by first liens on 1-4 family residential properties.....	RCONN179	NR	M.13.c.
d. Closed-end loans secured by junior liens on 1-4 family residential properties and revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....	RCONN180	NR	M.13.d.
e. Commercial and industrial loans.....	RCONN181	NR	M.13.e.
f. Credit card loans to individuals for household, family, and other personal expenditures.....	RCONN182	NR	M.13.f.
g. All other loans to individuals for household, family, and other personal expenditures.....	RCONN183	NR	M.13.g.
h. Non-agency residential mortgage-backed securities.....	RCONM963	NR	M.13.h.
<i>Memorandum items 14 and 15 are to be completed by "highly complex institutions" as defined in FDIC regulations.</i>			
14. Amount of the institution's largest counterparty exposure.....	RCONK673	CONF	M.14.
15. Total amount of the institution's 20 largest counterparty exposures.....	RCONK674	CONF	M.15.
<i>Memorandum item 16 is to be completed by "large institutions" and "highly complex institutions" as defined in FDIC regulations.</i>			
16. Portion of loans restructured in troubled debt restructurings that are in compliance with their modified terms and are guaranteed or insured by the U.S. government (including the FDIC) (included in Schedule RC-C, part I, Memorandum item 1).....	RCONL189	NR	M.16.

3. Uninsured deposits should be estimated based on the deposit insurance limits set forth in Memorandum items 1.a through 1.d.

Dollar amounts in thousands

Memorandum item 17 is to be completed on a fully consolidated basis by those "large institutions" and "highly complex institutions" as defined in FDIC regulations that own another insured depository institution.

17. Selected fully consolidated data for deposit insurance assessment purposes:

			M.17.
a. Total deposit liabilities before exclusions (gross) as defined in Section 3(l) of the Federal Deposit Insurance Act and FDIC regulations.....	RCONL194	NR	M.17.a.
b. Total allowable exclusions, including interest accrued and unpaid on allowable exclusions.....	RCONL195	NR	M.17.b.
c. Unsecured "Other borrowings" with a remaining maturity of one year or less.....	RCONL196	NR	M.17.c.
d. Estimated amount of uninsured deposits, including related interest accrued and unpaid.....	RCONL197	NR	M.17.d.

	(Column A) Two-Year Probability of Default (PD) <= 1%	(Column B) Two-Year Probability of Default (PD) 1.01-4%	(Column C) Two-Year Probability of Default (PD) 4.01-7%	(Column D) Two-Year Probability of Default (PD) 7.01-10%	(Column E) Two-Year Probability of Default (PD) 10.01-14%	(Column F) Two-Year Probability of Default (PD) 14.01-16%	(Column G) Two-Year Probability of Default (PD) 16.01-18%	(Column H) Two-Year Probability of Default (PD) 18.01-20%	(Column I) Two-Year Probability of Default (PD) 20.01-22%	(Column J) Two-Year Probability of Default (PD) 22.01-26%	(Column K) Two-Year Probability of Default (PD) 26.01-30%	(Column L) Two-Year Probability of Default (PD) > 30%	(Column M) Two-Year Probability of Default (PD) Unscoreable	(Column N) Two-Year Probability of Default (PD) Total	(Column O) PDs Were Derived Using	
Dollar amounts in thousands																
18. Outstanding balance of 1-4 family residential mortgage loans, consumer loans, and consumer leases by two-year probability of default:															M18	
a. "Nontraditional 1-4 family residential mortgage loans" as defined for assessment purposes only in FDIC regulations.....	RCONM964 CONF	RCONM965 CONF	RCONM966 CONF	RCONM967 CONF	RCONM968 CONF	RCONM969 CONF	RCONM970 CONF	RCONM971 CONF	RCONM972 CONF	RCONM973 CONF	RCONM974 CONF	RCONM975 CONF	RCONM976 CONF	RCONM977 CONF	RCONM978 CONF	M18a
b. Closed-end loans secured by first liens on 1-4 family residential properties.....	RCONN979 CONF	RCONN980 CONF	RCONN981 CONF	RCONN982 CONF	RCONN983 CONF	RCONN984 CONF	RCONN985 CONF	RCONN986 CONF	RCONN987 CONF	RCONN988 CONF	RCONN989 CONF	RCONN990 CONF	RCONN991 CONF	RCONN992 CONF	RCONN993 CONF	M18b
c. Closed-end loans secured by junior liens on 1-4 family residential properties.....	RCONN994 CONF	RCONN995 CONF	RCONN996 CONF	RCONN997 CONF	RCONN998 CONF	RCONN999 CONF	RCONN001 CONF	RCONN002 CONF	RCONN003 CONF	RCONN004 CONF	RCONN005 CONF	RCONN006 CONF	RCONN007 CONF	RCONN008 CONF	RCONN009 CONF	M18c
d. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....	RCONN010 CONF	RCONN011 CONF	RCONN012 CONF	RCONN013 CONF	RCONN014 CONF	RCONN015 CONF	RCONN016 CONF	RCONN017 CONF	RCONN018 CONF	RCONN019 CONF	RCONN020 CONF	RCONN021 CONF	RCONN022 CONF	RCONN023 CONF	RCONN024 CONF	M18d
e. Credit cards.....	RCONN040 CONF	RCONN041 CONF	RCONN042 CONF	RCONN043 CONF	RCONN044 CONF	RCONN045 CONF	RCONN046 CONF	RCONN047 CONF	RCONN048 CONF	RCONN049 CONF	RCONN050 CONF	RCONN051 CONF	RCONN052 CONF	RCONN053 CONF	RCONN054 CONF	M18e
f. Automobile loans.....	RCONN055 CONF	RCONN056 CONF	RCONN057 CONF	RCONN058 CONF	RCONN059 CONF	RCONN060 CONF	RCONN061 CONF	RCONN062 CONF	RCONN063 CONF	RCONN064 CONF	RCONN065 CONF	RCONN066 CONF	RCONN067 CONF	RCONN068 CONF	RCONN069 CONF	M18f
g. Student loans.....	RCONN070 CONF	RCONN071 CONF	RCONN072 CONF	RCONN073 CONF	RCONN074 CONF	RCONN075 CONF	RCONN076 CONF	RCONN077 CONF	RCONN078 CONF	RCONN079 CONF	RCONN080 CONF	RCONN081 CONF	RCONN082 CONF	RCONN083 CONF	RCONN084 CONF	M18g
h. Other consumer loans and revolving credit plans other than credit cards.....	RCONN085 CONF	RCONN086 CONF	RCONN087 CONF	RCONN088 CONF	RCONN089 CONF	RCONN090 CONF	RCONN091 CONF	RCONN092 CONF	RCONN093 CONF	RCONN094 CONF	RCONN095 CONF	RCONN096 CONF	RCONN097 CONF	RCONN098 CONF	RCONN099 CONF	M18h
i. Consumer leases.....	RCONN100 CONF	RCONN101 CONF	RCONN102 CONF	RCONN103 CONF	RCONN104 CONF	RCONN105 CONF	RCONN106 CONF	RCONN107 CONF	RCONN108 CONF	RCONN109 CONF	RCONN110 CONF	RCONN111 CONF	RCONN112 CONF	RCONN113 CONF	RCONN114 CONF	M18i
j. Total.....	RCONN115 CONF	RCONN116 CONF	RCONN117 CONF	RCONN118 CONF	RCONN119 CONF	RCONN120 CONF	RCONN121 CONF	RCONN122 CONF	RCONN123 CONF	RCONN124 CONF	RCONN125 CONF	RCONN126 CONF	RCONN127 CONF	RCONN128 CONF		M18j

Schedule RC-P - 1-4 Family Residential Mortgage Banking Activities(Form Type - 041)

Schedule RC-P is to be completed by banks at which either 1-4 family residential mortgage loan originations and purchases for resale from all sources, loan sales, or quarter-end loans held for sale or trading exceed \$10 million for two consecutive quarters.

Dollar amounts in thousands

1. Retail originations during the quarter of 1-4 family residential mortgage loans for sale ¹	RCONHT81	NR	1.
2. Wholesale originations and purchases during the quarter of 1-4 family residential mortgage loans for sale ²	RCONHT82	NR	2.
3. 1-4 family residential mortgage loans sold during the quarter.....	RCONFT04	NR	3.
4. 1-4 family residential mortgage loans held for sale or trading at quarter-end (included in Schedule RC, items 4.a and 5).....	RCONFT05	NR	4.
5. Noninterest income for the quarter from the sale, securitization, and servicing of 1-4 family residential mortgage loans (included in Schedule RI, items 5.c, 5.f, 5.g, and 5.i).....	RIADHT85	NR	5.
6. Repurchases and indemnifications of 1-4 family residential mortgage loans during the quarter.....	RCONHT86	NR	6.
7. Representation and warranty reserves for 1-4 family residential mortgage loans sold:			7.
a. For representations and warranties made to U.S. government agencies and government-sponsored agencies..	RCONL191	CONF	7.a.
b. For representations and warranties made to other parties.....	RCONL192	CONF	7.b.
c. Total representation and warranty reserves (sum of items 7.a and 7.b).....	RCONM288	NR	7.c.

Schedule RC-Q - Assets and Liabilities Measured at Fair Value on a Recurring Basis(Form Type - 041)

Schedule RC-Q is to be completed by banks that:

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

Dollar amounts in thousands

	(Column A) Total Fair Value Reported on Schedule RC	(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	
1. Available-for-sale debt securities and equity securities with readily determinable fair values not held for trading ¹	RCONJA36 396,974	RCONG474 0	RCONG475 39,098	RCONG476 347,108	RCONG477 10,768	1.
2. Not applicable						2.
3. Loans and leases held for sale.....	RCONG483 0	RCONG484 0	RCONG485 0	RCONG486 0	RCONG487 0	3.
4. Loans and leases held for investment.....	RCONG488 0	RCONG489 0	RCONG490 0	RCONG491 0	RCONG492 0	4.
5. Trading assets:						5.
a. Derivative assets.....	RCON3543 89,976	RCONG493 0	RCONG494 0	RCONG495 89,976	RCONG496 0	5.a.
b. Other trading assets.....	RCONG497 3,027	RCONG498 0	RCONG499 0	RCONG500 3,027	RCONG501 0	5.b.
1. Nontrading securities at fair value with changes in fair value reported in current earnings (included in Schedule RC-Q, item 5.b, above).....	RCONF240 0	RCONF684 0	RCONF692 0	RCONF241 0	RCONF242 0	5.b.1.
6. All other assets.....	RCONG391 46,461	RCONG392 0	RCONG395 0	RCONG396 46,461	RCONG804 0	6.
7. Total assets measured at fair value on a recurring basis (sum of items 1 through 5.b plus item 6).....	RCONG502 536,438	RCONG503 0	RCONG504 39,098	RCONG505 486,572	RCONG506 10,768	7.
8. Deposits.....	RCONF252 0	RCONF686 0	RCONF694 0	RCONF253 0	RCONF254 0	8.
9. Not applicable						9.
10. Trading liabilities:						10.
a. Derivative liabilities.....	RCON3547 85,578	RCONG512 0	RCONG513 0	RCONG514 85,578	RCONG515 0	10.a.
b. Other trading liabilities.....	RCONG516 0	RCONG517 0	RCONG518 0	RCONG519 0	RCONG520 0	10.b.
11. Not applicable						11.
12. Not applicable						12.

1. Exclude originations and purchases of 1-4 family residential mortgage loans that are held for investment.
 2. Exclude originations and purchases of 1-4 family residential mortgage loans that are held for investment.
 1. The amount reported in item 1, column A, must equal the sum of Schedule RC, items 2.b and 2.c.

Dollar amounts in thousands						
	(Column A) Total Fair Value Reported on Schedule RC	(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	
13. All other liabilities.....	RCONG805 61,069	RCONG806 0	RCONG807 0	RCONG808 61,069	RCONG809 0	13.
14. Total liabilities measured at fair value on a recurring basis (sum of items 8 through 13).....	RCONG531 146,647	RCONG532 0	RCONG533 0	RCONG534 146,647	RCONG535 0	14.
1. All other assets (itemize and describe amounts included in Schedule RC-Q, item 6, that are greater than \$100,000 and exceed 25% of item 6):						M.1.
a. Mortgage servicing assets.....	RCONG536 NR	RCONG537 NR	RCONG538 NR	RCONG539 NR	RCONG540 NR	M.1.a.
b. Nontrading derivative assets.....	RCONG541 31,664	RCONG542 NR	RCONG543 NR	RCONG544 31,664	RCONG545 NR	M.1.b.

Dollar amounts in thousands		
c. Disclose component and the dollar amount of that component:		M.1.c.
1. Describe component.....	TEXTG546 Click here for value	M.1.c.1.

(TEXTG546) Nonqualified Deferred Compensation Assets

	(Column A) Total Fair Value Reported on Schedule RC	(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	
Dollar amounts in thousands						
2. Amount of component.....	RCONG546 14,796	RCONG547 NR	RCONG548 NR	RCONG549 14,796	RCONG550 NR	M.1.c.2.

Dollar amounts in thousands		
d. Disclose component and the dollar amount of that component:		
1. Describe component.....	TEXTG551	NR

	(Column A) Total Fair Value Reported on Schedule RC	(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	
Dollar amounts in thousands						
2. Amount of component.....	RCONG551 NR	RCONG552 NR	RCONG553 NR	RCONG554 NR	RCONG555 NR	M.1.d.2.

Dollar amounts in thousands		
e. Disclose component and the dollar amount of that component:		
1. Describe component.....	TEXTG556	NR

	(Column A) Total Fair Value Reported on Schedule RC	(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	
Dollar amounts in thousands						
2. Amount of component.....	RCONG556 NR	RCONG557 NR	RCONG558 NR	RCONG559 NR	RCONG560 NR	M.1.e.2.

Dollar amounts in thousands		
f. Disclose component and the dollar amount of that component:		
1. Describe component.....	TEXTG561	NR

	(Column A) Total Fair Value Reported on Schedule RC	(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	
Dollar amounts in thousands						
2. Amount of component.....	RCONG561 NR	RCONG562 NR	RCONG563 NR	RCONG564 NR	RCONG565 NR	M.1.f.2.
2. All other liabilities (itemize and describe amounts included in Schedule RC-Q, item 13, that are greater than \$100,000 and exceed 25% of item 13):						M.2.
a. Loan commitments (not accounted for as derivatives).....	RCONF261 NR	RCONF689 NR	RCONF697 NR	RCONF262 NR	RCONF263 NR	M.2.a.
b. Nontrading derivative liabilities.....	RCONG566 61,069	RCONG567 NR	RCONG568 NR	RCONG569 61,069	RCONG570 NR	M.2.b.

Dollar amounts in thousands		
c. Disclose component and the dollar amount of that component:		
1. Describe component.....	TEXTG571	NR

	(Column A) Total Fair Value Reported on Schedule RC	(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	
Dollar amounts in thousands						
2. Amount of component.....	RCONG571 NR	RCONG572 NR	RCONG573 NR	RCONG574 NR	RCONG575 NR	M.2.c.2.

Dollar amounts in thousands		
d. Disclose component and the dollar amount of that component:		M.2.d.
1. Describe component.....	TEXTG576	NR M.2.d.1.

	(Column A) Total Fair Value Reported on Schedule RC	(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	
Dollar amounts in thousands						
2. Amount of component.....	RCONG576 NR	RCONG577 NR	RCONG578 NR	RCONG579 NR	RCONG580 NR	M.2.d.2.

Dollar amounts in thousands		
e. Disclose component and the dollar amount of that component:		M.2.e.
1. Describe component.....	TEXTG581	NR M.2.e.1.

	(Column A) Total Fair Value Reported on Schedule RC	(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	
Dollar amounts in thousands						
2. Amount of component.....	RCONG581 NR	RCONG582 NR	RCONG583 NR	RCONG584 NR	RCONG585 NR	M.2.e.2.

Dollar amounts in thousands		
f. Disclose component and the dollar amount of that component:		M.2.f.
1. Describe component.....	TEXTG586	NR M.2.f.1.

	(Column A) Total Fair Value Reported on Schedule RC	(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	
Dollar amounts in thousands						
2. Amount of component.....	RCONG586 NR	RCONG587 NR	RCONG588 NR	RCONG589 NR	RCONG590 NR	M.2.f.2.

Dollar amounts in thousands

3. Loans measured at fair value (included in Schedule RC-C, Part I, items 1 through 9):			M.3.
a. Loans secured by real estate:			M.3.a.
1. Secured by 1-4 family residential properties.....	RCONHT87	0	M.3.a.1.
2. All other loans secured by real estate.....	RCONHT88	0	M.3.a.2.
b. Commercial and industrial loans.....	RCONF585	0	M.3.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....	RCONHT89	0	M.3.c.
d. Other loans.....	RCONF589	0	M.3.d.
4. Unpaid principal balance of loans measured at fair value (reported in Schedule RC-Q, Memorandum item 3):			M.4.
a. Loans secured by real estate:			M.4.a.
1. Secured by 1-4 family residential properties.....	RCONHT91	0	M.4.a.1.
2. All other loans secured by real estate.....	RCONHT92	0	M.4.a.2.
b. Commercial and industrial loans.....	RCONF597	0	M.4.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....	RCONHT93	0	M.4.c.
d. Other loans.....	RCONF601	0	M.4.d.

Schedule RC-R Part I - Regulatory Capital Components and Ratios(Form Type - 041)

Part I is to be completed on a consolidated basis.

Dollar amounts in thousands

1. Common stock plus related surplus, net of treasury stock and unearned employee stock ownership plan (ESOP) shares.....	RCOAP742	387,602	1.
2. Retained earnings ¹	RCOAKW00	698,858	2.
<i>To be completed only by institutions that have adopted ASU 2016-13:</i>			
a. Does your institution have a CECL transition election in effect as of the quarter-end report date? (enter "0" for No; enter "1" for Yes with a 3-year CECL transition election; enter "2" for Yes with a 5-year 2020 CECL transition election.).....	RCOAJJ29	2	2.a.
3. Accumulated other comprehensive income (AOCI).....	RCOAB530	-57,258	3.
a. AOCI opt-out election (enter "1" for Yes; enter "0" for No.).....	RCOAP838	1	3.a.
4. Common equity tier 1 minority interest includable in common equity tier 1 capital.....	RCOAP839	0	4.
5. Common equity tier 1 capital before adjustments and deductions (sum of items 1 through 4).....	RCOAP840	1,029,202	5.
6. LESS: Goodwill net of associated deferred tax liabilities (DTLs).....	RCOAP841	55,570	6.
7. LESS: Intangible assets (other than goodwill and mortgage servicing assets (MSAs)), net of associated DTLs.....	RCOAP842	2,261	7.
8. LESS: Deferred tax assets (DTAs) that arise from net operating loss and tax credit carryforwards, net of any related valuation allowances and net of DTLs.....	RCOAP843	0	8.
9. AOCI-related adjustments (items 9.a through 9.e are effective January 1, 2015) (if entered "1" for Yes in item 3.a, complete only items 9.a through 9.e; if entered "0" for No in item 3.a, complete only item 9.f):			9.
a. LESS: Net unrealized gains (losses) on available-for-sale debt securities (if a gain, report as a positive value; if a loss, report as a negative value).....	RCOAP844	-39,828	9.a.
b. Not applicable.			9.b.
c. LESS: Accumulated net gains (losses) on cash flow hedges (if a gain, report as a positive value; if a loss, report as a negative value).....	RCOAP846	-17,302	9.c.
d. LESS: Amounts recorded in AOCI attributed to defined benefit postretirement plans resulting from the initial and subsequent application of the relevant GAAP standards that pertain to such plans (if a gain, report as a positive value; if a loss, report as a negative value).....	RCOAP847	0	9.d.
e. LESS: Net unrealized gains (losses) on held-to-maturity securities that are included in AOCI (if a gain, report as a positive value; if a loss, report as a negative value).....	RCOAP848	11	9.e.
f. LESS: Accumulated net gain (loss) on cash flow hedges included in AOCI, net of applicable income taxes, that relate to the hedging of items that are not recognized at fair value on the balance sheet (if a gain, report as a positive value; if a loss, report as a negative value) (To be completed only by institutions that entered "0" for No in item 3.a.).....	RCOAP849	NR	9.f.
10. Other deductions from (additions to) common equity tier 1 capital before threshold-based deductions:			10.
a. LESS: Unrealized net gain (loss) related to changes in the fair value of liabilities that are due to changes in own credit risk (if a gain, report as a positive value; if a loss, report as a negative value).....	RCOAP850	0	10.a.
b. LESS: All other deductions from (additions to) common equity tier 1 capital before threshold-based deductions.	RCOAP851	0	10.b.
11. Not applicable			11.
12. Subtotal (item 5 minus items 6 through 10.b.).....	RCOAP852	1,028,490	12.
13. LESS: Investments in the capital of unconsolidated financial institutions, net of associated DTLs, that exceed 25 percent of item 12.....	RCOALB58	0	13.
14. LESS: MSAs, net of associated DTLs, that exceed 25 percent of item 12.....	RCOALB59	0	14.
15. LESS: DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs, that exceed 25 percent of item 12.....	RCOALB60	0	15.
16. Not applicable			16.
17. LESS: Deductions applied to common equity tier 1 capital due to insufficient amounts of additional tier 1 capital and tier 2 capital to cover deductions ¹	RCOAP857	0	17.
18. Total adjustments and deductions for common equity tier 1 capital (sum of items 13 through 17).....	RCOAP858	0	18.
19. Common equity tier 1 capital (item 12 minus item 18).....	RCOAP859	1,028,490	19.
20. Additional tier 1 capital instruments plus related surplus.....	RCOAP860	0	20.
21. Non-qualifying capital instruments subject to phase out from additional tier 1 capital	RCOAP861	0	21.
22. Tier 1 minority interest not included in common equity tier 1 capital.....	RCOAP862	0	22.
23. Additional tier 1 capital before deductions (sum of items 20, 21, and 22).....	RCOAP863	0	23.
24. LESS: Additional tier 1 capital deductions.....	RCOAP864	0	24.
25. Additional tier 1 capital (greater of item 23 minus item 24, or zero).....	RCOAP865	0	25.

1. Institutions that have adopted ASU 2016-13 and have elected to apply the 3-year or the 5-year 2020 CECL transition provision should include the applicable portion of the CECL transitional amount or the modified CECL transitional amount, respectively, in this item.
 1. An institution that has a CBLR framework election in effect as of the quarter-end report date is neither required to calculate tier 2 capital nor make any deductions that would have been taken from tier 2 capital as of the report date.

Dollar amounts in thousands

26. Tier 1 capital (sum of items 19 and 25).....	RCOA8274	1,028,490	26.
27. Average total consolidated assets ²	RCOAKW03	9,059,700	27.
28. LESS: Deductions from common equity tier 1 capital and additional tier 1 capital (sum of items 6, 7, 8, 10.b, 13 through 15, 17, and certain elements of item 24 - see instructions).....	RCOAP875	57,831	28.
29. LESS: Other deductions from (additions to) assets for leverage ratio purposes.....	RCOAB596	0	29.
30. Total assets for the leverage ratio (item 27 minus items 28 and 29).....	RCOAA224	9,001,869	30.
31. Leverage ratio (item 26 divided by 30).....	RCOA7204	11.4253%	31.
a. Does your institution have a community bank leverage ratio (CBLR) framework election in effect as of the quarter-end report date? (enter "1" for Yes; enter "0" for No).....	RCOALE74	0	31.a.

2. Institutions that have adopted ASU 2016-13 and have elected to apply the 3-year or the 5-year 2020 CECL transition provision should include the applicable portion of the CECL transitional amount or the modified CECL transitional amount, respectively, in item 27.

Dollar amounts in thousands

Item 31.b is to be completed only by non-advanced approaches institutions that elect to use the Standardized Approach for Counterparty Credit Risk (SA-CCR) for purposes of the standardized approach and supplementary leverage ratio.

b. Standardized Approach for Counterparty Credit Risk opt-in election (enter "1" for Yes; leave blank for No.)¹

RCOANC99	NR	31.b.
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Dollar amounts in thousands

	(Column A) Amount		(Column B) Percentage		
32. Total assets (Schedule RC, item 12); (must be less than \$10 billion).....	RCOA2170	NR			32.
33. Trading assets and trading liabilities (Schedule RC, sum of items 5 and 15). Report as a dollar amount in Column A and as a percentage of total assets (5% limit) in Column B.....	RCOAKX77	NR	RCOAKX78	NR	33.
34. Off-balance sheet exposures:					34.
a. Unused portion of conditionally cancellable commitments.....	RCOAKX79	NR			34.a.
b. Securities lent and borrowed (Schedule RC-L, sum of items 6.a and 6.b).....	RCOAKX80	NR			34.b.
c. Other off-balance sheet exposures.....	RCOAKX81	NR			34.c.
d. Total off-balance sheet exposures (sum of items 34.a through 34.c). Report as a dollar amount in Column A and as a percentage of total assets (25% limit) in Column B.....	RCOAKX82	NR	RCOAKX83	NR	34.d.

Dollar amounts in thousands

35. Unconditionally cancellable commitments.....	RCOAS540	NR			35.
36. Investments in the tier 2 capital of unconsolidated financial institutions.....	RCOALB61	NR			36.
37. Allocated transfer risk reserve.....	RCOA3128	NR			37.
38. Amount of allowances for credit losses on purchased credit-deteriorated assets: ¹					38.
a. Loans and leases held for investment.....	RCOAJJ30	NR			38.a.
b. Held-to-maturity debt securities.....	RCOAJJ31	NR			38.b.
c. Other financial assets measured at amortized cost.....	RCOAJJ32	NR			38.c.
39. Tier 2 capital instruments plus related surplus.....	RCOAP866	0			39.
40. Non-qualifying capital instruments subject to phase-out from tier 2 capital.....	RCOAP867	0			40.
41. Total capital minority interest that is not included in tier 1 capital.....	RCOAP868	0			41.
42. Allowance for loan and lease losses includable in tier 2 capital ²	RCOA5310	92,697			42.
43. Not applicable.					43.
44. Tier 2 capital before deductions (sum of items 39 through 42).....	RCOAP870	92,697			44.
45. LESS: Tier 2 capital deductions.....	RCOAP872	0			45.
46. Tier 2 capital (greater of item 44 minus item 45, or zero).....	RCOA5311	92,697			46.
47. Total capital (sum of items 26 and 46).....	RCOA3792	1,121,187			47.
48. Total risk-weighted assets (from Schedule RC-R, Part II, item 31).....	RCOAA223	8,930,050			48.

Dollar amounts in thousands

49. Common equity tier 1 capital ratio (item 19 divided by item 48).....	RCOAP793	11.5172%			49.
50. Tier 1 capital ratio (item 26 divided by item 48).....	RCOA7206	11.5172%			50.
51. Total capital ratio (item 47 divided by item 48).....	RCOA7205	12.5552%			51.

Dollar amounts in thousands

52. Institution-specific capital buffer necessary to avoid limitations on distributions and discretionary bonus payments:					52.
a. Capital conservation buffer.....	RCOAH311	4.5552%			52.a.
b. Institutions subject to Category III capital requirements only: Total applicable capital buffer.....	RCOWH312	NR			52.b.
53. Eligible retained income ³	RCOAH313	NR			53.
54. Distributions and discretionary bonus payments during the quarter ⁴	RCOAH314	NR			54.
55. Institutions subject to Category III capital standards only: Supplementary leverage ratio information:					55.
a. Total leverage exposure ⁵	RCOAH015	NR			55.a.
b. Supplementary leverage ratio.....	RCOAH036	NR			55.b.

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1. For the December 31, 2021, report date only, advanced approaches institutions that adopt SA-CCR prior to the mandatory compliance date should enter "1" in item 31.b.
 1. Items 38.a through 38.c should be completed only by institutions that have adopted ASU 2016-13.
 2. Institutions that have adopted ASU 2016-13 should report the adjusted allowances for credit losses (AACL), as defined in the regulatory capital rule, in item 30.a.
 3. Non-advanced approaches institutions other than Category III institutions must complete item 53 only if the amount reported in item 52.a above is less than or equal to 2.5000 percent. Category III institutions must complete item 53 only if the amount reported in item 52.a above is less than or equal to the amount reported in item 52.b above.
 4. Non-advanced approaches institutions other than Category III institutions must complete item 54 only if the amount reported in Schedule RC-R, Part I, item 52.a, in the Call Report for the previous calendar quarter-end report date was less than or equal to 2.5000 percent. Category III institutions must complete item 54 only if the amount reported in Schedule RC-R, Part I, item 52.a, in the Call Report for the previous calendar quarter-end report date was less than or equal to the amount reported in Schedule
 5. Institutions that have adopted ASU 2016-13 and have elected to apply the 3-year or the 5-year 2020 CECL transition provision should include the applicable portion of the CECL transitional amount or the modified CECL transitional amount, respectively, in item 55.a.

Schedule RC-R Part II - Risk-Weighted Assets(Form Type - 041)

Institutions are required to assign a 100 percent risk weight to all assets not specifically assigned a risk weight under Subpart D of the federal banking agencies' regulatory capital rules and not deducted from tier 1 or tier 2 capital.

Dollar amounts in thousands											
(Column A) Totals from Schedule RC	(Column B) Adjustments to Totals Reported in Column A	(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20%	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100%	(Column J) Allocation by Risk-Weight Category 150%		
1. Cash and balances due from depository institutions.....	RCOND957 358,531	RCONS396 0	RCOND958 309,726				RCOND959 48,805	RCONS397 0	RCOND960 0	RCONS398 0	1.
2. Securities:											2.
a. Held-to-maturity securities ³	RCOND961 210,026	RCONS399 -54	RCOND962 0	RCONHJ74 0	RCONHJ75 0		RCOND963 176,765	RCOND964 27,132	RCOND965 6,183	RCONS400 0	2.a.
b. Available-for-sale debt securities and equity securities with readily determinable fair values not held for trading.....	RCONJA21 396,974	RCONS402 -54,869	RCOND967 37,678	RCONHJ76 0	RCONHJ77 0		RCOND968 402,819	RCOND969 427	RCOND970 10,919	RCONS403 0	2.b.
3. Federal funds sold and securities purchased under agreements to resell:											3.
a. Federal funds sold.....	RCOND971 60,004		RCOND972 0				RCOND973 60,004	RCONS410 0	RCOND974 0	RCONS411 0	3.a.
b. Securities purchased under agreements to resell.....	RCONH171 0	RCONH172 0									3.b.
4. Loans and leases held for sale:											4.
a. Residential mortgage exposures.....	RCONS413 0	RCONS414 0	RCONH173 0				RCONS415 0	RCONS416 0	RCONS417 0		4.a.
b. High volatility commercial real estate exposures.....	RCONS419 0	RCONS420 0	RCONH174 0				RCONH175 0	RCONH176 0	RCONH177 0	RCONS421 0	4.b.
c. Exposures past due 90 days or more or on nonaccrual ³	RCONS423 0	RCONS424 0	RCONS425 0	RCONHJ78 0	RCONHJ79 0		RCONS426 0	RCONS427 0	RCONS428 0	RCONS429 0	4.c.

Dollar amounts in thousands											
(Column K) Allocation by Risk-Weight Category 250%	(Column L) Allocation by Risk-Weight Category 300%	(Column M) Allocation by Risk-Weight Category 400%	(Column N) Allocation by Risk-Weight Category 600%	(Column O) Allocation by Risk-Weight Category 625%	(Column P) Allocation by Risk-Weight Category 937.5%	(Column Q) Allocation by Risk-Weight Category 1,250%	(Column R) Application of Other Risk-Weighting Approaches Exposure Amount	(Column S) Application of Other Risk-Weighting Approaches Risk-Weighted Asset Amount			
1. Cash and balances due from depository institutions											1.
2. Securities:											2.
a. Held-to-maturity securities											2.a.
b. Available-for-sale debt securities and equity securities with readily determinable fair values not held for trading.....		RCONS405 0		RCONS406 0			RCONH271 0	RCONH272 0			2.b.
3. Federal funds sold and securities purchased under agreements to resell:											3.
a. Federal funds sold											3.a.

3. Institutions that have adopted ASU 2016-13 should report as a negative number allowances eligible for inclusion in tier 2 capital in Column B, which excludes PC D allowances.
 3. For loans and leases held for sale, exclude residential mortgage exposures, high volatility commercial real estate exposures, or sovereign exposures that are past due 90 days or more or on nonaccrual.

	(Column K) Allocation by Risk-Weight Category 250%	(Column L) Allocation by Risk-Weight Category 300%	(Column M) Allocation by Risk-Weight Category 400%	(Column N) Allocation by Risk-Weight Category 600%	(Column O) Allocation by Risk-Weight Category 625%	(Column P) Allocation by Risk-Weight Category 937.5%	(Column Q) Allocation by Risk-Weight Category 1,250%	(Column R) Application of Other Risk-Weighting Approaches Exposure Amount	(Column S) Application of Other Risk-Weighting Approaches Risk-Weighted Asset Amount	
Dollar amounts in thousands										
b. Securities purchased under agreements to resell										3.b.
4. Loans and leases held for sale:										4.
a. Residential mortgage exposures.....								RCONH273 0	RCONH274 0	4.a.
b. High volatility commercial real estate exposures.....								RCONH275 0	RCONH276 0	4.b.

	(Column K) Allocation by Risk-Weight Category 250%	(Column L) Allocation by Risk-Weight Category 300%	(Column M) Allocation by Risk-Weight Category 400%	(Column N) Allocation by Risk-Weight Category 600%	(Column O) Allocation by Risk-Weight Category 625%	(Column P) Allocation by Risk-Weight Category 937.5%	(Column Q) Allocation by Risk-Weight Category 1,250%	(Column R) Application of Other Risk-Weighting Approaches Exposure Amount	(Column S) Application of Other Risk-Weighting Approaches Risk-Weighted Asset Amount	
Dollar amounts in thousands										
4. Loans and leases held for sale (continued):										4.
d. All other exposures.....								RCONH279 0	RCONH280 0	4.d.
5. Loans and leases held for investment:										5.
a. Residential mortgage exposures.....								RCONH281 0	RCONH282 0	5.a.
b. High volatility commercial real estate exposures.....								RCONH283 0	RCONH284 0	5.b.
c. Exposures past due 90 days or more or on nonaccrual ¹¹								RCONH285 0	RCONH286 0	5.c.
d. All other exposures.....								RCONH287 0	RCONH288 0	5.d.
6. LESS: Allowance for loan and lease losses										6.
7. Trading assets.....		RCONH186 0	RCONH290 0	RCONH187 0				RCONH291 0	RCONH292 0	7.
8. All other assets ¹²	RCONH293 0	RCONH188 0	RCONS470 0	RCONS471 0				RCONH294 0	RCONH295 0	8.
a. Separate account bank-owned life insurance.....								RCONH296 27,569	RCONH297 27,569	8.a.
b. Default fund contributions to central counterparties.....								RCONH298 0	RCONH299 0	8.b.

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

7. For loans and leases, net of unearned income, exclude residential mortgage exposures, high volatility commercial real estate exposures, or sovereign exposures that are past due 90 days or more or on nonaccrual.

8. 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.

11. For loans and leases, net of unearned income, exclude residential mortgage exposures, high volatility commercial real estate exposures, or sovereign exposures that are past due 90 days or more or on nonaccrual.

12. 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.

Dollar amounts in thousands						
	(Column A) Totals	(Column B) Adjustments to Totals Reported in Column A	(Column Q) Exposure Amount 1,250%	(Column T) Total Risk-Weighted Asset Amount by Calculation Methodology SSFA	(Column U) Total Risk-Weighted Asset Amount by Calculation Methodology Gross-Up	
9. On-balance sheet securitization exposures:						9.
a. Held-to-maturity securities.....	RCONS475 0	RCONS476 0	RCONS477 0	RCONS478 0	RCONS479 0	9.a.
b. Available-for-sale securities.....	RCONS480 0	RCONS481 0	RCONS482 0	RCONS483 0	RCONS484 0	9.b.
c. Trading assets.....	RCONS485 0	RCONS486 0	RCONS487 0	RCONS488 0	RCONS489 0	9.c.
d. All other on-balance sheet securitization exposures.....	RCONS490 0	RCONS491 0	RCONS492 0	RCONS493 0	RCONS494 0	9.d.
10. Off-balance sheet securitization exposures.....	RCONS495 0	RCONS496 0	RCONS497 0	RCONS498 0	RCONS499 0	10.

	(Column A) Totals From Schedule RC	(Column B) Adjustments to Totals Reported in Column A	(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20%	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100%	(Column J) Allocation by Risk-Weight Category 150%
Dollar amounts in thousands										
11. Total balance sheet assets ¹⁴	RCON2170 9,160,144	RCONS500 66,317	RCOND987 399,589	RCONHJ90 0	RCONHJ91 0		RCOND988 758,594	RCOND989 783,800	RCOND990 7,105,149	RCONS503 19,126

	(Column K) Allocation by Risk-Weight Category 250%	(Column L) Allocation by Risk-Weight Category 300%	(Column M) Allocation by Risk-Weight Category 400%	(Column N) Allocation by Risk-Weight Category 600%	(Column O) Allocation by Risk-Weight Category 625%	(Column P) Allocation by Risk-Weight Category 937.5%	(Column Q) Allocation by Risk-Weight Category 1,250%	(Column R) Application of Other Risk-Weighting Approaches Exposure Amount
Dollar amounts in thousands								
11. Total balance sheet assets ¹⁴	RCONS504 0	RCONS505 0	RCONS506 0	RCONS507 0			RCONS510 0	RCONH300 27,569

	(Column A) Face, Notional, or Other Amount	(Column B) Credit Equivalent Amount	(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20%	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100%	(Column J) Allocation by Risk-Weight Category 150%
Dollar amounts in thousands										
12. Financial standby letters of credit	RCOND991 104,756	RCOND992 104,756	RCOND993 15,563	RCONHJ92 0	RCONHJ93 0		RCOND994 12,301	RCOND995 0	RCOND996 76,892	RCONS511 0
13. Performance standby letters of credit and transaction-related contingent items	RCOND997 12,859	RCOND998 6,430	RCOND999 1,171				RCONG603 2,103	RCONG604 0	RCONG605 3,156	RCONS512 0
14. Commercial and similar letters of credit with an original maturity of one year or less	RCONG606 125	RCONG607 25	RCONG608 0	RCONHJ94 0	RCONHJ95 0		RCONG609 0	RCONG610 0	RCONG611 25	RCONS513 0
15. Retained recourse on small business obligations sold with recourse	RCONG612 0	RCONG613 0	RCONG614 0				RCONG615 0	RCONG616 0	RCONG617 0	RCONS514 0

	(Column A) Face, Notional, or Other Amount	(Column B) Credit Equivalent Amount	(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20%	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100%	(Column J) Allocation by Risk-Weight Category 150%
Dollar amounts in thousands										
16. Repo-style transactions ²¹	RCONS515 0	RCONS516 0	RCONS517 0	RCONS518 0	RCONS519 0		RCONS520 0	RCONS521 0	RCONS522 0	RCONS523 0
17. All other off-balance sheet liabilities	RCONG618 0	RCONG619 0	RCONG620 0				RCONG621 0	RCONG622 0	RCONG623 0	RCONS524 0
18. Unused commitments: [*]										
a. Original maturity of one year or less	RCONS525 350,912	RCONS526 70,182	RCONS527 1,418	RCONHJ96 0	RCONHJ97 0		RCONS528 0	RCONS529 84	RCONS530 68,680	RCONS531 0

14. For each of columns A through R of item 11, report the sum of items 1 through 9. For item 11, the sum of columns B through R must equal column A. Item 11, column A, must equal Schedule RC, item 12.

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

*. Excludes unused commitments to asset-backed commercial paper conduits.

	(Column A) Face, Notional, or Other Amount	(Column B) Credit Equivalent Amount	(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20%	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100%	(Column J) Allocation by Risk-Weight Category 150%	
Dollar amounts in thousands											
b. Original maturity exceeding one year.....	RCONG624 2,067,874	RCONG625 1,033,937	RCONG626 0	RCONHJ98 0	RCONHJ99 0		RCONG627 0	RCONG628 2,453	RCONG629 1,030,911	RCONS539 573	18.b.
19. Unconditionally cancelable commitments.....	RCONS540 104,703	RCONS541 0									19.
20. Over-the-counter derivatives.....		RCONS542 173,306	RCONS543 0	RCONHK00 0	RCONHK01 0	RCONS544 0	RCONS545 154,341	RCONS546 18,965	RCONS547 0	RCONS548 0	20.
21. Centrally cleared derivatives.....		RCONS549 0	RCONS550 0	RCONS551 0	RCONS552 0		RCONS554 0	RCONS555 0	RCONS556 0	RCONS557 0	21.
22. Unsettled transactions (failed trades) ²²	RCONH191 0		RCONH193 0				RCONH194 0	RCONH195 0	RCONH196 0	RCONH197 0	22.

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

	(Column O) Allocation by Risk-Weight Category 625%	(Column P) Allocation by Risk-Weight Category 937.5%	(Column Q) Allocation by Risk-Weight Category 1,250%	(Column R) Application of Other Risk-Weighting Approaches Credit Equivalent Amount	(Column S) Application of Other Risk-Weighting Approaches Risk-Weighted Asset Amount	
Dollar amounts in thousands						
16. Repo-style transactions ²⁴				RCONH301 0	RCONH302 0	16.
17. All other off-balance sheet liabilities						17.
18. Unused commitments: [*]						18.
a. Original maturity of one year or less.....				RCONH303 0	RCONH304 0	18.a.
b. Original maturity exceeding one year.....				RCONH307 0	RCONH308 0	18.b.
19. Unconditionally cancelable commitments						19.
20. Over-the-counter derivatives.....				RCONH309 0	RCONH310 0	20.
21. Centrally cleared derivatives						21.
22. Unsettled transactions (failed trades) ²⁵	RCONH198 0	RCONH199 0	RCONH200 0			22.

24. Includes securities purchased under agreements to resell (reverse repos), securities sold under agreements to repurchase (repos), securities borrowed, and securities lent.
 *. Excludes unused commitments to asset-backed commercial paper conduits.
 25. For item 22, the sum of columns C through Q must equal column A.

Dollar amounts in thousands		(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20%	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100%	(Column J) Allocation by Risk-Weight Category 150%	
23. Total assets, derivatives, off-balance sheet items, and other items subject to risk weighting by risk-weight category (for each of columns C through P, sum of items 11 through 22; for column Q, sum of items 10 through 22).....	RCONG630 417,741	RCONS558 0	RCONS559 0	RCONS560 0	RCONG631 927,339	RCONG632 805,302	RCONG633 8,284,813	RCONS561 19,699	23.	
24. Risk weight factor									24.	
25. Risk-weighted assets by risk-weight category (for each column, item 23 multiplied by item 24).....	RCONG634 0	RCONS569 0	RCONS570 0	RCONS571 0	RCONG635 185,468	RCONG636 402,651	RCONG637 8,284,813	RCONS572 29,549	25.	

Dollar amounts in thousands		(Column K) Allocation by Risk-Weight Category 250%	(Column L) Allocation by Risk-Weight Category 300%	(Column M) Allocation by Risk-Weight Category 400%	(Column N) Allocation by Risk-Weight Category 600%	(Column O) Allocation by Risk-Weight Category 625%	(Column P) Allocation by Risk-Weight Category 937.5%	(Column Q) Allocation by Risk-Weight Category 1,250%	
23. Total assets, derivatives, off-balance sheet items, and other items subject to risk weighting by risk-weight category (for each of columns C through P, sum of items 11 through 22; for column Q, sum of items 10 through 22).....	RCONS562 0	RCONS563 0	RCONS564 0	RCONS565 0	RCONS566 0	RCONS567 0	RCONS568 0	23.	
24. Risk weight factor								24.	
25. Risk-weighted assets by risk-weight category (for each column, item 23 multiplied by item 24).....	RCONS573 0	RCONS574 0	RCONS575 0	RCONS576 0	RCONS577 0	RCONS578 0	RCONS579 0	25.	

Dollar amounts in thousands

26. Risk-weighted assets base for purposes of calculating the allowance for loan and lease losses 1.25 percent threshold.....	RCONS580	8,930,050	26.
27. Standardized market-risk weighted assets (applicable only to banks that are covered by the market risk capital rule).....	RCONS581	0	27.
28. Risk-weighted assets before deductions for excess allowance of loan and lease losses and allocated risk transfer risk reserve ²⁷	RCONB704	8,930,050	28.
29. LESS: Excess allowance for loan and lease losses.....	RCONA222	0	29.
30. LESS: Allocated transfer risk reserve.....	RCON3128	0	30.
31. Total risk-weighted assets (item 28 minus items 29 and 30).....	RCONG641	8,930,050	31.
1. Current credit exposure across all derivative contracts covered by the regulatory capital rules.....	RCONG642	121,640	M.1.

Dollar amounts in thousands

	(Column A) With a remaining maturity of One year or less	(Column B) With a remaining maturity of Over one year through five years	(Column C) With a remaining maturity of Over five years				
2. Notional principal amounts of over-the-counter derivative contracts:				M.2.			
a. Interest rate.....	RCONS582	753,762	RCONS583	7,193,921	RCONS584	860,461	M.2.a.
b. Foreign exchange rate and gold.....	RCONS585	29,425	RCONS586	22,844	RCONS587	0	M.2.b.
c. Credit (investment grade reference asset).....	RCONS588	0	RCONS589	0	RCONS590	0	M.2.c.
d. Credit (non-investment grade reference asset).....	RCONS591	0	RCONS592	0	RCONS593	0	M.2.d.
e. Equity.....	RCONS594	0	RCONS595	0	RCONS596	0	M.2.e.
f. Precious metals (except gold).....	RCONS597	0	RCONS598	0	RCONS599	0	M.2.f.
g. Other.....	RCONS600	10,988	RCONS601	2,117	RCONS602	0	M.2.g.
3. Notional principal amounts of centrally cleared derivative contracts:				M.3.			
a. Interest rate.....	RCONS603	0	RCONS604	0	RCONS605	0	M.3.a.
b. Foreign exchange rate and gold.....	RCONS606	0	RCONS607	0	RCONS608	0	M.3.b.
c. Credit (investment grade reference asset).....	RCONS609	0	RCONS610	0	RCONS611	0	M.3.c.
d. Credit (non-investment grade reference asset).....	RCONS612	0	RCONS613	0	RCONS614	0	M.3.d.
e. Equity.....	RCONS615	0	RCONS616	0	RCONS617	0	M.3.e.
f. Precious metals (except gold).....	RCONS618	0	RCONS619	0	RCONS620	0	M.3.f.
g. Other.....	RCONS621	0	RCONS622	0	RCONS623	0	M.3.g.

Dollar amounts in thousands

4. Amount of allowances for credit losses on purchased credit-deteriorated assets: ¹			M.4.
a. Loans and leases held for investment.....	RCONJJ30	9	M.4.a.
b. Held-to-maturity debt securities.....	RCONJJ31	76	M.4.b.
c. Other financial assets measured at amortized cost.....	RCONJJ32	0	M.4.c.

Schedule RC-S - Servicing Securitization and Asset Sale Activities(Form Type - 041)

Dollar amounts in thousands

	(Column A) 1-4 Family Residential Loans	(Column G) All Other Loans, All Leases, and All Other Assets			
1. Outstanding principal balance of assets sold and securitized by the reporting bank with servicing retained or with recourse or other seller-provided credit enhancements.....	RCONB705	0	RCONB711	0	1.
2. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to structures reported in item 1.....	RCONHU09	0	RCONHU15	0	2.
3. Not applicable					3.
4. Past due loan amounts included in item 1:					4.
a. 30-89 days past due.....	RCONB733	0	RCONB739	0	4.a.
b. 90 days or more past due.....	RCONB740	0	RCONB746	0	4.b.

27. Sum of items 2.b through 20, column S; items 9.a, 9.b, 9.c, 9.d, and 10, columns T and U; item 25, columns C through Q; and item 27 (if applicable).
 1. Memorandum items 4.a through 4.c should be completed only by institutions that have adopted ASU 2016-13.

Dollar amounts in thousands		(Column A) 1-4 Family Residential Loans		(Column G) All Other Loans, All Leases, and All Other Assets	
5. Charge-offs and recoveries on assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements (calendar year-to-date):					
a. Charge-offs.....					
RIADB747	0	RIADB753	0	5.a.	
b. Recoveries.....					
RIADB754	0	RIADB760	0	5.b.	
<i>Item 6 is to be completed by banks with \$10 billion or more in total assets.</i>					
6. Total amount of ownership (or seller's) interest carried as securities or loans ¹					
		RCONHU19	NR	6.	
7. Not applicable					
8. Not applicable					
9. Maximum amount of credit exposure arising from credit enhancements provided by the reporting bank to other institutions' securitization structures in the form of standby letters of credit, purchased subordinated securities, and other enhancements.....					
RCONB776	0	RCONB782	0	9.	
<i>Item 10 is to be completed by banks with \$10 billion or more in total assets.</i>					
10. Reporting bank's unused commitments to provide liquidity to other institutions' securitization structures ¹					
RCONB783	NR	RCONB789	NR	10.	
11. Assets sold with recourse or other seller-provided credit enhancements and not securitized by the reporting bank.....					
RCONB790	0	RCONB796	0	11.	
12. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to assets reported in item 11.....					
RCONB797	0	RCONB803	0	12.	

Dollar amounts in thousands				
1. Not applicable				M.1.
2. Outstanding principal balance of assets serviced for others (includes participations serviced for others):				M.2.
a. Closed-end 1-4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements.....		RCONB804	0	M.2.a.
b. Closed-end 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements.....		RCONB805	33	M.2.b.
c. Other financial assets (includes home equity lines) ¹		RCONA591	2,137,691	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).....		RCONF699	0	M.2.d.
<i>Memorandum item 3 is to be completed by banks with \$10 billion or more in total assets.</i>				M.3.
3. Asset-backed commercial paper conduits: ²				M.3.a.
a. Maximum amount of credit exposure arising from credit enhancements provided to conduit structures in the form of standby letters of credit, subordinated securities, and other enhancements:				M.3.a.
1. Conduits sponsored by the bank, a bank affiliate, or the bank's holding company.....		RCONB806	NR	M.3.a.1.
2. Conduits sponsored by other unrelated institutions.....		RCONB807	NR	M.3.a.2.
b. Unused commitments to provide liquidity to conduit structures:				M.3.b.
1. Conduits sponsored by the bank, a bank affiliate, or the bank's holding company.....		RCONB808	NR	M.3.b.1.
2. Conduits sponsored by other unrelated institutions.....		RCONB809	NR	M.3.b.2.
4. Outstanding credit card fees and finance charges ²		RCONC407	NR	M.4.

1. The \$10 billion asset-size test is based on the total assets reported on the June 30, 2022, Report of Condition.
 1. The \$10 billion asset-size test is based on the total assets reported on the June 30, 2022, Report of Condition.
 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. The \$10 billion asset-size test is based on the total assets reported on the June 30, 2022, Report of Condition.
 2. Memorandum item 4 is to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date, or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.

Schedule RC-T - Fiduciary and Related Services(Form Type - 041)

Dollar amounts in thousands

1. Does the institution have fiduciary powers? (If "NO," do not complete Schedule RC-T.).....	RCONA345	No	1.
2. Does the institution exercise the fiduciary powers it has been granted?.....	RCONA346	No	2.
3. Does the institution have any fiduciary or related activity (in the form of assets or accounts) to report in this schedule? (If "NO," do not complete the rest of Schedule RC-T.).....	RCONB867	No	3.

Dollar amounts in thousands

	(Column A) Managed Assets		(Column B) Non-Managed Assets		(Column C) Number of Managed Accounts		(Column D) Number of Non-Managed Accounts		
4. Personal trust and agency accounts.....	RCONB868	NR	RCONB869	NR	RCONB870	NR	RCONB871	NR	4.
5. Employee benefit and retirement-related trust and agency accounts:									5.
a. Employee benefit - defined contribution.....	RCONB872	NR	RCONB873	NR	RCONB874	NR	RCONB875	NR	5.a.
b. Employee benefit - defined benefit.....	RCONB876	NR	RCONB877	NR	RCONB878	NR	RCONB879	NR	5.b.
c. Other employee benefit and retirement-related accounts.....	RCONB880	NR	RCONB881	NR	RCONB882	NR	RCONB883	NR	5.c.
6. Corporate trust and agency accounts.....	RCONB884	NR	RCONB885	NR	RCONC001	NR	RCONC002	NR	6.
7. Investment management and investment advisory agency accounts.....	RCONB886	NR	RCONJ253	NR	RCONB888	NR	RCONJ254	NR	7.
8. Foundation and endowment trust and agency accounts.....	RCONJ255	NR	RCONJ256	NR	RCONJ257	NR	RCONJ258	NR	8.
9. Other fiduciary accounts.....	RCONB890	NR	RCONB891	NR	RCONB892	NR	RCONB893	NR	9.
10. Total fiduciary accounts (sum of items 4 through 9).....	RCONB894	NR	RCONB895	NR	RCONB896	NR	RCONB897	NR	10.
11. Custody and safekeeping accounts.....			RCONB898	NR			RCONB899	NR	11.
12. Not applicable									12.
13. Individual Retirement Accounts, Health Savings Accounts, and other similar accounts (included in items 5.c and 11).....	RCONJ259	NR	RCONJ260	NR	RCONJ261	NR	RCONJ262	NR	13.

Dollar amounts in thousands

14. Personal trust and agency accounts.....	RIADB904	NR	14.
15. Employee benefit and retirement-related trust and agency accounts:			15.
a. Employee benefit - defined contribution.....	RIADB905	NR	15.a.
b. Employee benefit - defined benefit.....	RIADB906	NR	15.b.
c. Other employee benefit and retirement-related accounts.....	RIADB907	NR	15.c.
16. Corporate trust and agency accounts.....	RIADA479	NR	16.
17. Investment management and investment advisory agency accounts.....	RIADJ315	NR	17.
18. Foundation and endowment trust and agency accounts.....	RIADJ316	NR	18.
19. Other fiduciary accounts.....	RIADA480	NR	19.
20. Custody and safekeeping accounts.....	RIADB909	NR	20.
21. Other fiduciary and related services income.....	RIADB910	NR	21.
22. Total gross fiduciary and related services income (sum of items 14 through 21) (must equal Schedule RI, item 5.a).....	RIAD4070	0	22.
23. Less: Expenses.....	RIADC058	NR	23.
24. Less: Net losses from fiduciary and related services.....	RIADA488	NR	24.
25. Plus: Intracompany income credits for fiduciary and related services.....	RIADB911	NR	25.
26. Net fiduciary and related services income.....	RIADA491	NR	26.

Dollar amounts in thousands	(Column A) Personal Trust and Agency and Investment Management Agency Accounts		(Column B) Employee Benefit and Retirement-Related Trust and Agency Accounts		(Column C) All Other Accounts		
1. Managed assets held in fiduciary accounts:							M.1.
a. Noninterest-bearing deposits.....	RCONJ263	NR	RCONJ264	NR	RCONJ265	NR	M.1.a.
b. Interest-bearing deposits.....	RCONJ266	NR	RCONJ267	NR	RCONJ268	NR	M.1.b.
c. U.S. Treasury and U.S. Government agency obligations.....	RCONJ269	NR	RCONJ270	NR	RCONJ271	NR	M.1.c.
d. State, county, and municipal obligations.....	RCONJ272	NR	RCONJ273	NR	RCONJ274	NR	M.1.d.
e. Money market mutual funds.....	RCONJ275	NR	RCONJ276	NR	RCONJ277	NR	M.1.e.
f. Equity mutual funds.....	RCONJ278	NR	RCONJ279	NR	RCONJ280	NR	M.1.f.
g. Other mutual funds.....	RCONJ281	NR	RCONJ282	NR	RCONJ283	NR	M.1.g.
h. Common trust funds and collective investment funds.....	RCONJ284	NR	RCONJ285	NR	RCONJ286	NR	M.1.h.
i. Other short-term obligations.....	RCONJ287	NR	RCONJ288	NR	RCONJ289	NR	M.1.i.
j. Other notes and bonds.....	RCONJ290	NR	RCONJ291	NR	RCONJ292	NR	M.1.j.
k. Investments in unregistered funds and private equity investments.....	RCONJ293	NR	RCONJ294	NR	RCONJ295	NR	M.1.k.
l. Other common and preferred stocks.....	RCONJ296	NR	RCONJ297	NR	RCONJ298	NR	M.1.l.
m. Real estate mortgages.....	RCONJ299	NR	RCONJ300	NR	RCONJ301	NR	M.1.m.
n. Real estate.....	RCONJ302	NR	RCONJ303	NR	RCONJ304	NR	M.1.n.
o. Miscellaneous assets.....	RCONJ305	NR	RCONJ306	NR	RCONJ307	NR	M.1.o.
p. Total managed assets held in fiduciary accounts (for each column, sum of Memorandum items 1.a through 1.o).....	RCONJ308	NR	RCONJ309	NR	RCONJ310	NR	M.1.p.

Dollar amounts in thousands	(Column A) Managed Assets		(Column B) Number of Managed Accounts		
q. Investments of managed fiduciary accounts in advised or sponsored mutual funds.....	RCONJ311	NR	RCONJ312	NR	M.1.q.

Dollar amounts in thousands	(Column A) Number of Issues		(Column B) Principal Amount Outstanding		
2. Corporate trust and agency accounts:					M.2.
a. Corporate and municipal trusteeships.....	RCONB927	NR	RCONB928	NR	M.2.a.
1. Issues reported in Memorandum item 2.a that are in default.....	RCONJ313	NR	RCONJ314	NR	M.2.a.1.
b. Transfer agent, registrar, paying agent, and other corporate agency.....	RCONB929	NR			M.2.b.

Dollar amounts in thousands	(Column A) Number of Funds		(Column B) Market Value of Fund Assets		
<i>Memoranda items 3.a through 3.g are to be completed by banks with collective investment funds and common trust funds with a total market value of \$1 billion or more as of the preceding December 31.</i>					M.3.
3. Collective investment funds and common trust funds:					
a. Domestic equity.....	RCONB931	NR	RCONB932	NR	M.3.a.
b. International/Global equity.....	RCONB933	NR	RCONB934	NR	M.3.b.
c. Stock/Bond blend.....	RCONB935	NR	RCONB936	NR	M.3.c.
d. Taxable bond.....	RCONB937	NR	RCONB938	NR	M.3.d.
e. Municipal bond.....	RCONB939	NR	RCONB940	NR	M.3.e.
f. Short term investments/Money market.....	RCONB941	NR	RCONB942	NR	M.3.f.
g. Specialty/Other.....	RCONB943	NR	RCONB944	NR	M.3.g.
h. Total collective investment funds (sum of Memorandum items 3.a through 3.g).....	RCONB945	NR	RCONB946	NR	M.3.h.

Dollar amounts in thousands	(Column A) Gross Losses		(Column B) Gross Losses		(Column C) Recoveries		
	Managed Accounts		Non-Managed Accounts				
4. Fiduciary settlements, surcharges, and other losses:							M.4.
a. Personal trust and agency accounts.....	RIADB947	NR	RIADB948	NR	RIADB949	NR	M.4.a.
b. Employee benefit and retirement-related trust and agency accounts.....	RIADB950	NR	RIADB951	NR	RIADB952	NR	M.4.b.
c. Investment management agency accounts.....	RIADB953	NR	RIADB954	NR	RIADB955	NR	M.4.c.
d. Other fiduciary accounts and related services.....	RIADB956	NR	RIADB957	NR	RIADB958	NR	M.4.d.
e. Total fiduciary settlements, surcharges, and other losses (sum of Memorandum items 4.a through 4.d) (sum of columns A and B minus column C must equal Schedule RC-T, item 24).....	RIADB959	NR	RIADB960	NR	RIADB961	NR	M.4.e.

Schedule RC-V - Variable Interest Entities(Form Type - 041)

Dollar amounts in thousands	(Column A) Securitization Vehicles		(Column B) Other VIEs		
1. Assets of consolidated variable interest entities (VIEs) that can be used only to settle obligations of the consolidated VIEs:					1.
a. Cash and balances due from depository institutions.....	RCONJ981	0	RCONJF84	0	1.a.
b. Securities not held for trading.....	RCONHU20	0	RCONHU21	0	1.b.
c. Loans and leases held for investment, net of allowance, and held for sale.....	RCONHU22	0	RCONHU23	0	1.c.
d. Other real estate owned.....	RCONK009	0	RCONJF89	0	1.d.
e. Other assets.....	RCONJF91	0	RCONJF90	0	1.e.
2. Liabilities of consolidated VIEs for which creditors do not have recourse to the general credit of the reporting bank:					2.
a. Other borrowed money.....	RCONJF92	0	RCONJF85	0	2.a.
b. Other liabilities.....	RCONJF93	0	RCONJF86	0	2.b.
3. All other assets of consolidated VIEs (not included in items 1.a. through 1.e above).....	RCONK030	0	RCONJF87	0	3.
4. All other liabilities of consolidated VIEs (not included in items 2.a and 2.b above).....	RCONK033	0	RCONJF88	0	4.

Dollar amounts in thousands				
5. Total assets of asset-backed commercial paper (ABCP) conduit VIEs.....	RCONJF77		0	5.
6. Total liabilities of ABCP conduit VIEs.....	RCONJF78		0	6.

Optional Narrative Statement Concerning the Amounts Reported in the Consolidated Reports of Condition and Income(Form Type - 041)

Dollar amounts in thousands				
1. Comments?.....	RCON6979		No	1.
2. Bank Management Statement.....	TEXT6980		NR	2.

Federal Financial Institutions Examination Council



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

Institution Name	WINTRUST BANK, NATIONAL ASSOCIATION
City	CHICAGO
State	IL
Zip Code	60604
Call Report Report Date	9/30/2022
Report Type	041
RSSD-ID	2239288
FDIC Certificate Number	33935
OCC Charter Number	25196
ABA Routing Number	71925444
Last updated on	10/28/2022



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

Report at the close of business September 30, 2022

(20220930)
(RCON 9999)

This report is required by law: 12 U.S.C. §324 (State member banks); 12 U.S.C. §1817 (State non member banks); 12 U.S.C. §161 (National banks); and 12 U.S.C. §1464 (Savings associations).

Unless the context indicates otherwise, the term "bank" in this report form refers to both banks and savings associations.

NOTE: Each bank's board of directors and senior management are responsible for establishing and maintaining an effective system of internal control, including controls over the Reports of Condition and Income. The Reports of Condition and Income are to be prepared in accordance with federal regulatory authority instructions. The Reports of Condition and Income must be signed by the Chief Financial Officer (CFO) of the reporting bank (or by the individual performing an equivalent function) and attested to by not less than two directors (trustees) for state non member banks and three directors for state member banks, national banks, and savings associations.

schedules) for this report date have been prepared in conformance with the instructions issued by the appropriate Federal regulatory authority and are true and correct to the best of my knowledge and belief.

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

I, the undersigned CFO (or equivalent) of the named bank, attest that the Reports of Condition and Income (including the supporting

Signature of Chief Financial Officer (or Equivalent)

Director (Trustee)

Date of Signature

Director (Trustee)

Director (Trustee)

Submission of Reports

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

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

FDIC Certificate Number **33935** (RSSD 9050)

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

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

For technical assistance with submissions to the CDR, please contact the CDR Help Desk by telephone at (888) CDR-3111, by fax at (703) 774-3946, or by e-mail at CDR.Help@cdr.ffiec.gov.

WINTRUST BANK, NATIONAL ASSOCIATION

Legal Title of Bank (RSSD 9017)

CHICAGO

City (RSSD 9130)

IL

State Abbreviation (RSSD 9200)

60604

Zip Code (RSSD 9220)

The estimated average burden associated with this information collection is 50.4 hours per respondent and is estimated to vary from 20 to 775 hours per response, depending on individual circumstances. Burden estimates include the time for reviewing instructions, gathering and maintaining data in the required form, and completing the information collection, but exclude the time for compiling and maintaining business records in the normal course of a respondent's activities. A Federal agency 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. Comments concerning the accuracy of this burden estimate and suggestions for reducing this burden should be directed to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503, and to one of the following: Secretary, Board of Governors of the Federal Reserve System, 20th and C Streets, NW, Washington, DC 20551; Legislative and Regulatory Analysis Division, Office of the Comptroller of the Currency, Washington, DC 20219; Assistant Executive Secretary, Federal Deposit Insurance Corporation, Washington, DC 20429.

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

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For information or assistance, national banks, state nonmember banks, and savings associations should contact the FDIC's Data Collection and Analysis Section, 550 17th Street, NW, Washington, DC 20429, toll free on (800) 688-FDIC(3342), Monday through Friday between 8:00 a.m. and 5:00 p.m., Eastern Time. State member banks should contact their Federal Reserve District Bank.

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For information or assistance, national banks, state nonmember banks, and savings associations should contact the FDIC's Data Collection and Analysis Section, 550 17th Street, NW, Washington, DC 20429, toll free on (800) 688-FDIC(3342), Monday through Friday between 8:00 a.m. and 5:00 p.m., Eastern Time. State member banks should contact their Federal Reserve District Bank.

Board of Governors of the Federal Reserve System, Federal Deposit Insurance Corporation, Office of the Comptroller of the Currency
Legend: NR - Not Reported, CONF - Confidential

Contact Information for the Reports of Condition and Income

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

Chief Financial Officer (or Equivalent) Signing the Reports

CONF
Name (TEXT C490)

CONF
Title (TEXT C491)

CONF
E-mail Address (TEXT C492)

CONF
Area Code / Phone Number / Extension (TEXT C493)

CONF
Area Code / FAX Number (TEXT C494)

Other Person to Whom Questions about the Reports Should be Directed

CONF
Name (TEXT C495)

CONF
Title (TEXT C496)

CONF
E-mail Address (TEXT 4086)

CONF
Area Code / Phone Number / Extension (TEXT 8902)

CONF
Area Code / FAX Number (TEXT 9116)

Primary Contact

CONF
Name (TEXT C366)

CONF
Title (TEXT C367)

CONF
E-mail Address (TEXT C368)

CONF
Area Code / Phone Number / Extension (TEXT C369)

CONF
Area Code / FAX Number (TEXT C370)

Secondary Contact

CONF
Name (TEXT C371)

CONF
Title (TEXT C372)

CONF
E-mail Address (TEXT C373)

CONF
Area Code / Phone Number / Extension (TEXT C374)

CONF
Area Code / FAX Number (TEXT C375)

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

Contact Information

This information is being requested to identify points-of-contact who are in charge of your bank's USA PATRIOT Act Section 314(a) information requests. Bank personnel listed could be contacted by law enforcement officers or the Financial Crimes Enforcement Network (FinCEN) for additional information related to specific Section 314(a) search requests or other anti-terrorist financing and anti- money laundering matters. Communications sent by FinCEN to the bank for purposes other than Section 314(a) notifications will state the intended purpose and should be directed to the appropriate bank personnel for review. Any disclosure of customer records to law enforcement officers or FinCEN must be done in compliance with applicable law, including the Right to Financial Privacy Act (12 U.S.C. 3401 et seq.).

Please provide information for a primary and secondary contact. Information for a third and fourth contact may be provided at the bank's option. Enter "none" for the contact's e-mail address if not available. This contact information is for the confidential use of the Agencies, FinCEN, and law enforcement officers and will not be released to the public.

Primary Contact

CONF
Name (TEXT C437)

CONF
Title (TEXT C438)

CONF
E-mail Address (TEXT C439)

CONF
Area Code / Phone Number / Extension (TEXT C440)

Secondary Contact

CONF
Name (TEXT C442)

CONF
Title (TEXT C443)

CONF
E-mail Address (TEXT C444)

CONF
Area Code / Phone Number / Extension (TEXT 8902)

Third Contact

CONF
Name (TEXT C870)

CONF
Title (TEXT C871)

CONF
E-mail Address (TEXT C368)

CONF
Area Code / Phone Number / Extension (TEXT C873)

Fourth Contact

CONF
Name (TEXT C875)

CONF
Title (TEXT C876)

CONF
E-mail Address (TEXT C877)

CONF
Area Code / Phone Number / Extension (TEXT C878)

Contact Information(Form Type - 041)

Dollar amounts in thousands

1. Contact Information for the Reports of Condition and Income			1.
a. Chief Financial Officer (or Equivalent) Signing the Reports			1.a.
1. Name.....	TEXTC490	CONF	1.a.1.
2. Title.....	TEXTC491	CONF	1.a.2.
3. E-mail Address.....	TEXTC492	CONF	1.a.3.
4. Telephone.....	TEXTC493	CONF	1.a.4.
5. FAX.....	TEXTC494	CONF	1.a.5.
b. Other Person to Whom Questions about the Reports Should be Directed			1.b.
1. Name.....	TEXTC495	CONF	1.b.1.
2. Title.....	TEXTC496	CONF	1.b.2.
3. E-mail Address.....	TEXT4086	CONF	1.b.3.
4. Telephone.....	TEXT8902	CONF	1.b.4.
5. FAX.....	TEXT9116	CONF	1.b.5.
2. Person to whom questions about Schedule RC-T - Fiduciary and Related Services should be directed			2.
a. Name and Title.....	TEXTB962	CONF	2.a.
b. E-mail Address.....	TEXTB926	CONF	2.b.
c. Telephone.....	TEXTB963	CONF	2.c.
d. FAX.....	TEXTB964	CONF	2.d.
3. Emergency Contact Information			3.
a. Primary Contact			3.a.
1. Name.....	TEXTC366	CONF	3.a.1.
2. Title.....	TEXTC367	CONF	3.a.2.
3. E-mail Address.....	TEXTC368	CONF	3.a.3.
4. Telephone.....	TEXTC369	CONF	3.a.4.
5. FAX.....	TEXTC370	CONF	3.a.5.
b. Secondary Contact			3.b.
1. Name.....	TEXTC371	CONF	3.b.1.
2. Title.....	TEXTC372	CONF	3.b.2.
3. E-mail Address.....	TEXTC373	CONF	3.b.3.
4. Telephone.....	TEXTC374	CONF	3.b.4.
5. FAX.....	TEXTC375	CONF	3.b.5.
4. USA PATRIOT Act Section 314(a) Anti-Money Laundering Contact Information			4.
a. Primary Contact			4.a.
1. Name.....	TEXTC437	CONF	4.a.1.
2. Title.....	TEXTC438	CONF	4.a.2.
3. E-mail Address.....	TEXTC439	CONF	4.a.3.
4. Telephone.....	TEXTC440	CONF	4.a.4.
b. Secondary Contact			4.b.
1. Name.....	TEXTC442	CONF	4.b.1.
2. Title.....	TEXTC443	CONF	4.b.2.
3. E-mail Address.....	TEXTC444	CONF	4.b.3.
4. Telephone.....	TEXTC445	CONF	4.b.4.
c. Third Contact			4.c.
1. Name.....	TEXTC870	CONF	4.c.1.
2. Title.....	TEXTC871	CONF	4.c.2.
3. E-mail Address.....	TEXTC872	CONF	4.c.3.
4. Telephone.....	TEXTC873	CONF	4.c.4.
d. Fourth Contact			4.d.
1. Name.....	TEXTC875	CONF	4.d.1.

Dollar amounts in thousands

2. Title.....	TEXTC876	CONF	4.d.2.
3. E-mail Address.....	TEXTC877	CONF	4.d.3.
4. Telephone.....	TEXTC878	CONF	4.d.4.
5. Chief Executive Officer Contact Information			5.
a. Chief Executive Officer			5.a.
1. Name.....	TEXTFT42	CONF	5.a.1.
2. E-mail Address.....	TEXTFT44	CONF	5.a.2.
3. Telephone.....	TEXTFT43	CONF	5.a.3.
4. FAX.....	TEXTFT45	CONF	5.a.4.

Schedule RI - Income Statement(Form Type - 041)

Dollar amounts in thousands

1. Interest income:			1.
a. Interest and fee income on loans:			1.a.
1. Loans secured by real estate:			1.a.1.
a. Loans secured by 1-4 family residential properties.....	RIAD4435	9,535	1.a.1.a.
b. All other loans secured by real estate.....	RIAD4436	73,635	1.a.1.b.
2. Commercial and industrial loans.....	RIAD4012	99,511	1.a.2.
3. Loans to individuals for household, family, and other personal expenditures:			1.a.3.
a. Credit cards.....	RIADB485	0	1.a.3.a.
b. Other (includes revolving credit plans other than credit cards, automobile loans, and other consumer loans).....	RIADB486	14,210	1.a.3.b.
4. Not applicable			1.a.4.
5. All other loans ¹	RIAD4058	3,484	1.a.5.
6. Total interest and fee income on loans (sum of items 1.a.(1)(a) through 1.a.(5)).....	RIAD4010	200,375	1.a.6.
b. Income from lease financing receivables.....	RIAD4065	4,209	1.b.
c. Interest income on balances due from depository institutions ²	RIAD4115	3,977	1.c.
d. Interest and dividend income on securities:			1.d.
1. U.S. Treasury securities and U.S. Government agency obligations (excluding mortgage-backed securities).....	RIADB488	886	1.d.1.
2. Mortgage-backed securities.....	RIADB489	7,864	1.d.2.
3. All other securities (includes securities issued by states and political subdivisions in the U.S.).....	RIAD4060	1,141	1.d.3.
e. Not applicable			1.e.
f. Interest income on federal funds sold and securities purchased under agreements to resell.....	RIAD4020	1,467	1.f.
g. Other interest income.....	RIAD4518	722	1.g.
h. Total interest income (sum of items 1.a.(6) through 1.g.).....	RIAD4107	220,641	1.h.
2. Interest expense:			2.
a. Interest on deposits:			2.a.
1. Transaction accounts (interest-bearing demand deposits, NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts).....	RIAD4508	993	2.a.1.
2. Nontransaction accounts:			2.a.2.
a. Savings deposits (includes MMDAs).....	RIAD0093	8,357	2.a.2.a.
b. Time deposits of \$250,000 or less.....	RIADHK03	1,487	2.a.2.b.
c. Time deposits of more than \$250,000.....	RIADHK04	1,010	2.a.2.c.
b. Expense of federal funds purchased and securities sold under agreements to repurchase.....	RIAD4180	7	2.b.
c. Interest on trading liabilities and other borrowed money.....	RIAD4185	1,080	2.c.
d. Interest on subordinated notes and debentures.....	RIAD4200	0	2.d.
e. Total interest expense (sum of items 2.a through 2.d.).....	RIAD4073	12,934	2.e.
3. Net interest income (item 1.h minus 2.e.).....	RIAD4074	207,707	3.
4. Provision for loan and lease losses ³	RIADJJ33	-738	4.
5. Noninterest income:			5.
a. Income from fiduciary activities ²	RIAD4070	0	5.a.
b. Service charges on deposit accounts.....	RIAD4080	12,532	5.b.
c. Trading revenue.....	RIADA220	6,378	5.c.
d. Income from securities-related and insurance activities:			5.d.
1. Fees and commissions from securities brokerage.....	RIADC886	10,037	5.d.1.
2. Investment banking, advisory, and underwriting fees and commissions.....	RIADC888	29,545	5.d.2.

1. Includes interest and fee income on "Loans to depository institutions and acceptances of other banks," "Loans to finance agricultural production and other loans to farmers," "Obligations (other than securities and leases) of states and political subdivisions in the U.S.," and "Other loans."
 2. Includes interest income on time certificates of deposit not held for trading.
 3. Institutions that have adopted ASU 2016-13 should report in item 4 the provisions for credit losses for all financial assets and off-balance-sheet credit exposures that fall within the scope of the standard.
 2. For banks required to complete Schedule RC-T, items 14 through 22, income from fiduciary activities reported in Schedule RI, item 5.a, must equal the amount reported in Schedule RC-T, item 22.

Dollar amounts in thousands

3. Fees and commissions from annuity sales.....	RIADC887	0	5.d.3.
4. Underwriting income from insurance and reinsurance activities.....	RIADC386	0	5.d.4.
5. Income from other insurance activities.....	RIADC387	1,403	5.d.5.
e. Venture capital revenue.....	RIADB491	0	5.e.
f. Net servicing fees.....	RIADB492	62	5.f.
g. Net securitization income.....	RIADB493	0	5.g.
h. Not applicable			5.h.
i. Net gains (losses) on sales of loans and leases.....	RIAD5416	-13	5.i.
j. Net gains (losses) on sales of other real estate owned.....	RIAD5415	0	5.j.
k. Net gains (losses) on sales of other assets ³	RIADB496	1,955	5.k.
l. Other noninterest income [*]	RIADB497	24,370	5.l.
m. Total noninterest income (sum of items 5.a through 5.l.).....	RIAD4079	86,269	5.m.
6. Not available			6.
a. Realized gains (losses) on held-to-maturity securities.....	RIAD3521	0	6.a.
b. Realized gains (losses) on available-for-sale debt securities.....	RIAD3196	1	6.b.
7. Noninterest expense:			7.
a. Salaries and employee benefits.....	RIAD4135	75,707	7.a.
b. Expenses of premises and fixed assets (net of rental income) (excluding salaries and employee benefits and mortgage interest).....	RIAD4217	13,592	7.b.
c. Not available			7.c.
1. Goodwill impairment losses.....	RIADC216	0	7.c.1.
2. Amortization expense and impairment losses for other intangible assets.....	RIADC232	1,011	7.c.2.
d. Other noninterest expense [*]	RIAD4092	47,823	7.d.
e. Total noninterest expense (sum of items 7.a through 7.d.).....	RIAD4093	138,133	7.e.
8. Not available			8.
a. Income (loss) before change in net unrealized holding gains (losses) on equity securities not held for trading, applicable income taxes, and discontinued operations (item 3 plus or minus items 4, 5.m, 6.a, 6.b, and 7.e.).....	RIADHT69	156,582	8.a.
b. Change in net unrealized holding gains (losses) on equity securities not held for trading ⁴	RIADHT70	-204	8.b.
c. Income (loss) before applicable income taxes and discontinued operations (sum of items 8.a and 8.b.).....	RIAD4301	156,378	8.c.
9. Applicable income taxes (on item 8.c.).....	RIAD4302	42,573	9.
10. Income (loss) before discontinued operations (item 8.c minus item 9.).....	RIAD4300	113,805	10.
11. Discontinued operations, net of applicable income taxes (Describe on Schedule RI-E - Explanations) [*]	RIADFT28	0	11.
12. Net income (loss) attributable to bank and noncontrolling (minority) interests (sum of items 10 and 11.).....	RIADG104	113,805	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).....	RIADG103	0	13.
14. Net income (loss) attributable to bank (item 12 minus item 13).....	RIAD4340	113,805	14.
1. Interest expense incurred to carry tax-exempt securities, loans, and leases acquired after August 7, 1986, that is not deductible for federal income tax purposes.....	RIAD4513	393	M.1.
<i>Memorandum item 2 is to be completed by banks with \$1 billion or more in total assets</i>			
2. Income from the sale and servicing of mutual funds and annuities (included in Schedule RI, item 8) ¹	RIAD8431	6,874	M.2.
3. Income on tax-exempt loans and leases to states and political subdivisions in the U.S. (included in Schedule RI, items 1.a and 1.b.).....	RIAD4313	3,239	M.3.
4. Income on tax-exempt securities issued by states and political subdivisions in the U.S. (included in Schedule RI, item 1.d.(3)).....	RIAD4507	653	M.4.
5. Number of full-time equivalent employees at end of current period (round to nearest whole number).....	RIAD4150	571	M.5.
<i>Memorandum item 6 is to be completed by:</i> <i>* banks with \$300 million or more in total assets, and</i> <i>* banks with less than \$300 million in total assets that have loans to finance agricultural product and other loans to farmers (Schedule RC-C, Part I, item 3) exceeding 5 percent of total loans</i>			
6. Interest and fee income on loans to finance agricultural production and other loans to farmers (included in Schedule RI, item 1.a.(5)) ¹	RIAD4024	15	M.6.

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

*. Describe on Schedule RI-E-Explanations

*. Describe on Schedule RI-E - Explanations.

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

1. The asset size tests and the 5 percent of total loans test are based on the total assets and total loans reported in the June 30, 2018, Report of Condition.

1. The asset size tests and the 5 percent of total loans test are based on the total assets and total loans reported in the June 30, 2018, Report of Condition.

Dollar amounts in thousands

7. If the reporting institution has applied pushdown accounting this calendar year, report the date of the institution's acquisition (see instructions) ²	RIAD9106	0000000	M.7.
8. Not applicable			M.8.
<i>Memorandum items 9.a and 9.b are to be completed by banks with \$10 billion or more in total assets.</i>			
9. Net gains (losses) recognized in earnings on credit derivatives that economically hedge credit exposures held outside the trading account: ¹			M.9.
a. Net gains (losses) on credit derivatives held for trading.....	RIADC889	NR	M.9.a.
b. Net gains (losses) on credit derivatives held for purposes other than trading.....	RIADC890	NR	M.9.b.
<i>Memorandum item 10 is to be completed by banks with \$300 million or more in total assets.</i>			
10. Credit losses on derivatives (see instructions) ¹	RIADA251	0	M.10.
11. Does the reporting bank have a Subchapter S election in effect for federal income tax purposes for the current tax year?.....	RIADA530	No	M.11.
<i>Memorandum item 12 is to be completed by banks that are required to complete Schedule RC-C, Part I, Memorandum items 8.b and 8.c and is to be completed semiannually in the June and December reports only.</i>			
12. Noncash income from negative amortization on closed-end loans secured by 1-4 family residential properties (included in Schedule RI, item 1.a.(1)(a)).....	RIADF228	NR	M.12.
<i>Memorandum item 13 is to be completed by banks that have elected to account for assets and liabilities under a fair value option.</i>			
13. Net gains (losses) recognized in earnings on assets and liabilities that are reported at fair value under a fair value option:			M.13.
a. Net gains (losses) on assets.....	RIADF551	-1	M.13.a.
1. Estimated net gains (losses) on loans attributable to changes in instrument-specific credit risk.....	RIADF552	0	M.13.a.1.
b. Net gains (losses) on liabilities.....	RIADF553	0	M.13.b.
1. Estimated net gains (losses) on liabilities attributable to changes in instrument-specific credit risk.....	RIADF554	0	M.13.b.1.
14. Other-than-temporary impairment losses on held-to-maturity and available-for-sale debt securities recognized in earnings (included in Schedule RI, items 6.a and 6.b) ²	RIADJ321	NR	M.14.
<i>Memorandum item 15 is to be completed by institutions with \$1 billion or more in total assets that answered "Yes" to Schedule RC-E, Memorandum item 5.</i>			
15. Components of service charges on deposit accounts in domestic offices (sum of Memorandum items 15.a through 15.d must equal Schedule RI, item 5.b): ¹			M.15.
a. Consumer overdraft-related service charges levied on those transaction account and nontransaction savings account deposit products intended primarily for individuals for personal, household, or family use.....	RIADH032	816	M.15.a.
b. Consumer account periodic maintenance charges levied on those transaction account and nontransaction savings account deposit products intended primarily for individuals for personal, household, or family use.....	RIADH033	134	M.15.b.
c. Consumer customer automated teller machine (ATM) fees levied on those transaction account and nontransaction savings account deposit products intended primarily for individuals for personal, household, or family use.....	RIADH034	0	M.15.c.
d. All other service charges on deposit accounts.....	RIADH035	11,582	M.15.d.

2. Report the date in YYYYMMDD format. For example, a bank acquired on March 1, 2022, would report 20220301.
 1. The asset size tests and the 5 percent of total loans test are based on the total assets and total loans reported in the June 30, 2018, Report of Condition.
 1. The asset size tests and the 5 percent of total loans test are based on the total assets and total loans reported in the June 30, 2018, Report of Condition.
 2. Memorandum item 14 is to be completed only by institutions that have not adopted ASU 2016-13.
 1. The \$1 billion asset-size test is based on the total assets reported on the June 30, 2018, Report of Condition.

Schedule RI-A - Changes in Bank Equity Capital(Form Type - 041)

Dollar amounts in thousands

1. Total bank equity capital most recently reported for the December 31, 2021, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income).....	RIAD3217	897,890	1.
2. Cumulative effect of changes in accounting principles and corrections of material accounting errors *	RIADB507	0	2.
3. Balance end of previous calendar year as restated (sum of items 1 and 2).....	RIADB508	897,890	3.
4. Net income (loss) attributable to bank (must equal Schedule RI, item 14).....	RIAD4340	113,805	4.
5. Sale, conversion, acquisition, or retirement of capital stock, net (excluding treasury stock transactions).....	RIADB509	3,540	5.
6. Treasury stock transactions, net.....	RIADB510	0	6.
7. Changes incident to business combinations, net.....	RIAD4356	0	7.
8. LESS: Cash dividends declared on preferred stock.....	RIAD4470	0	8.
9. LESS: Cash dividends declared on common stock.....	RIAD4460	0	9.
10. Other comprehensive income ¹	RIADB511	-53,291	10.
11. Other transactions with stockholders (including a parent holding company) (not included in items 5, 6, 8, or 9 above) *	RIAD4415	0	11.
12. Total bank equity capital end of current period (sum of items 3 through 11) (must equal Schedule RC, item 27.a)..	RIAD3210	961,944	12.

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

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

Schedule RI-B Part I - Charge-offs and Recoveries on Loans and Leases (Form Type - 041)

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

Dollar amounts in thousands		(Column A) Charge-offs Calendar year-to-date		(Column B) Recoveries Calendar year-to-date		
1. Loans secured by real estate:						1.
a. Construction, land development, and other land loans:						1.a.
1. 1-4 family residential construction loans.....	RIADC891	0	RIADC892	0		1.a.1.
2. Other construction loans and all land development and other land loans.....	RIADC893	0	RIADC894	0		1.a.2.
b. Secured by farmland.....	RIAD3584	0	RIAD3585	0		1.b.
c. Secured by 1-4 family residential properties:						1.c.
1. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....	RIAD5411	43	RIAD5412	34		1.c.1.
2. Closed-end loans secured by 1-4 family residential properties:						1.c.2.
a. Secured by first liens.....	RIADC234	18	RIADC217	1		1.c.2.a.
b. Secured by junior liens.....	RIADC235	46	RIADC218	0		1.c.2.b.
d. Secured by multifamily (5 or more) residential properties.....	RIAD3588	4	RIAD3589	0		1.d.
e. Secured by nonfarm nonresidential properties:						1.e.
1. Loans secured by owner-occupied nonfarm nonresidential properties.....	RIADC895	24	RIADC896	0		1.e.1.
2. Loans secured by other nonfarm nonresidential properties.....	RIADC897	24	RIADC898	0		1.e.2.
2. Not applicable						2.
3. Not applicable						3.
4. Commercial and industrial loans.....	RIAD4638	2,723	RIAD4608	941		4.
5. Loans to individuals for household, family, and other personal expenditures:						5.
a. Credit cards.....	RIADB514	0	RIADB515	0		5.a.
b. Automobile loans.....	RIADK129	0	RIADK133	0		5.b.
c. Other (includes revolving credit plans other than credit cards and other consumer loans).....	RIADK205	7	RIADK206	7		5.c.
6. Not applicable						6.
7. All other loans ²	RIAD4644	303	RIAD4628	9		7.
8. Lease financing receivables.....	RIAD4266	0	RIAD4267	0		8.
9. Total (sum of items 1 through 8).....	RIAD4635	3,192	RIAD4605	992		9.
1. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RI-B, part I, items 4 and 7, above.....	RIAD5409	0	RIAD5410	0		M.1.
2. Not available						M.2.
<i>Memorandum items 2.a. through 2.d. are to be completed by banks with \$300 million or more in total assets:</i>						
a. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RI-B, part I, item 1, above) ²	RIAD4652	0	RIAD4662	0		M.2.a.
b. Not applicable						M.2.b.
c. Commercial and industrial loans to non-U.S. addressees (domicile) (included in Schedule RI-B, part I, item 4, above).....	RIAD4646	0	RIAD4618	0		M.2.c.
d. Leases to individuals for household, family, and other personal expenditures (included in Schedule RI-B, part I, item 8, above).....	RIADF185	0	RIADF187	0		M.2.d.
<i>Memorandum item 3 are to be completed by:</i>						
<i>* banks with \$300 million or more in total assets, and</i>						
<i>* banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, Part I, item 3) exceeding 5 percent of total loans:</i>						
3. Loans to finance agricultural production and other loans to farmers (included in Schedule RI-B, part I, item 7, above) ²	RIAD4655	0	RIAD4665	0		M.3.

Dollar amounts in thousands

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

4. Uncollectible retail credit card fees and finance charges reversed against income (i.e., not included in charge-offs against the allowance for loan and lease losses)³.....

RIADC388	NR	M.4.
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Schedule RI-B Part II - Changes in Allowances for Credit Losses(Form Type - 041)

Dollar amounts in thousands	(Column A) Loans and Leases Held for Investment		(Column B) Held-to-maturity Debt Securities		(Column C) Available-for-sale Debt Securities	
1. Balance most recently reported for the December 31, 2021, Reports of Condition and Income (i.e., after adjustments from amended Reports of Income).....	RIADB522	66,711	RIADJH88	14	RIADJH94	0
2. Recoveries (column A must equal Part I, item 9, column B, above).....	RIAD4605	992	RIADJH89	0	RIADJH95	0
3. LESS: Charge-offs (column A must equal Part I, item 9, column A, above less Schedule RI-B, Part II, item 4, column A).....	RIADC079	3,192	RIADJH92	0	RIADJH98	0
4. LESS: Write-downs arising from transfers of financial assets ³	RIAD5523	0	RIADJJ00	0	RIADJJ01	0
5. Provisions for credit losses ⁴	RIAD4230	-5,038	RIADJH90	30	RIADJH96	0
6. Adjustments (see instructions for this schedule) [*]	RIADC233	0	RIADJH91	0	RIADJH97	0
7. Balance end of current period (sum of items 1, 2, 5, and 6, less items 3 and 4) (column A must equal Schedule RC, item 4.c).....	RIAD3123	59,473	RIADJH93	44	RIADJH99	0

Dollar amounts in thousands			
1. Allocated transfer risk reserve included in Schedule RI-8, Part II, item 7, column A, above.....	RIADC435	NR	M.1.
<i>Memorandum items 2 and 3 are to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date, or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.</i>	RIADC389	NR	M.2.
2. Separate valuation allowance for uncollectible retail credit card fees and finance charges.....	RIADC390	NR	M.3.
3. Amount of allowance for loan and lease losses attributable to retail credit card fees and finance charges ¹	RIADC781	NR	M.4.
4. Amount of allowance for post-acquisition credit losses on purchased credit-impaired loans accounted for in accordance with FASB ASC 310-30 (former AICPA Statement of Position 03-3) (included in Schedule RI-B, Part II, item 7, column A, above) ²	RIADJJ02	0	M.5.
5. Provisions for credit losses on other financial assets measured at amortized cost (not included in item 5, above) ³ ...	RCONJJ03	0	M.6.
6. Allowance for credit losses on other financial assets measured at amortized cost (not included in item 7, above) ³ ...	RIADMG93	4,270	M.7.
7. Provisions for credit losses on off-balance-sheet credit exposures ³	RIADMG94	0	M.8.
8. Estimated amount of expected recoveries of amounts previously written off included within the allowance for credit losses on loans and leases held for investment (included in item 7, column A, "Balance end of current period," above) ³			

2. Includes charge-offs and recoveries on "Loans to finance agricultural production and other loans to farmers," "Obligations (other than securities and leases) of states and political subdivisions in the U.S.," and "Loans to nondepository financial institutions and other loans."

2. The \$300 million asset size test and the 5 percent of total loans test are based on the total assets and total loans reported on the June 30, 2018, Report of Condition.

2. The \$300 million asset size test and the 5 percent of total loans test are based on the total assets and total loans reported on the June 30, 2018, Report of Condition.

3. Institutions that have adopted ASU 2016-13 should report in Memorandum item 4 uncollectible retail credit card fees and finance charges reversed against income (i.e. not included in charge-offs against the allowance for credit losses on loans and leases).

3. Institutions that have not yet adopted ASU 2016-13 should report write-downs arising from transfers of loans to a held-for-sale account in item 4, column A.

4. Institutions that have not yet adopted ASU 2016-13 should report the provision for loan and lease losses in item 5, column A and the amount reported must equal Schedule RI, item 4.

*. Describe on Schedule RI-E - Explanations.

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

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

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

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

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

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

Schedule RI-C Part I - Disaggregated Data on the Allowance for Loan and Lease Losses(Form Type - 041)

Schedule RI-C is to be completed by institutions with \$1 billion or more in total assets

Dollar amounts in thousands		(Column A) Recorded Investment: Individually Evaluated for Impairment and Determined to be Impaired (ASC 310-10-35)	(Column B) Allowance Balance: Individually Evaluated for Impairment and Determined to be Impaired (ASC 310-10-35)	(Column C) Recorded Investment: Collectively Evaluated for Impairment (ASC 450-20)	(Column D) Allowance Balance: Collectively Evaluated for Impairment (ASC 450-20)	(Column E) Recorded Investment: Purchased Credit-Impaired Loans (ASC 310-30)	(Column F) Allowance Balance: Purchased Credit-Impaired Loans (ASC 310-30)	
1. Real estate loans:								1.
a. Construction loans.....	RCONM708 NR	RCONM709 NR	RCONM710 NR	RCONM711 NR	RCONM712 NR	RCONM713 NR		1.a.
b. Commercial real estate loans.....	RCONM714 NR	RCONM715 NR	RCONM716 NR	RCONM717 NR	RCONM719 NR	RCONM720 NR		1.b.
c. Residential real estate loans.....	RCONM721 NR	RCONM722 NR	RCONM723 NR	RCONM724 NR	RCONM725 NR	RCONM726 NR		1.c.
2. Commercial loans ³	RCONM727 NR	RCONM728 NR	RCONM729 NR	RCONM730 NR	RCONM731 NR	RCONM732 NR		2.
3. Credit cards.....	RCONM733 NR	RCONM734 NR	RCONM735 NR	RCONM736 NR	RCONM737 NR	RCONM738 NR		3.
4. Other consumer loans.....	RCONM739 NR	RCONM740 NR	RCONM741 NR	RCONM742 NR	RCONM743 NR	RCONM744 NR		4.
5. Unallocated, if any.....				RCONM745 NR				5.
6. Total (for each column, sum of items 1.a through 5) ⁴	RCONM746 NR	RCONM747 NR	RCONM748 NR	RCONM749 NR	RCONM750 NR	RCONM751 NR		6.

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

4. The sum of item 6, columns B, D, and F, must equal Schedule RC, item 4.c. Item 6, column E, must equal Schedule RC-C, Part I, Memorandum item 7.b. Item 6, column F, must equal Schedule RI-B, Part II, Memorandum item 4.

Schedule RI-C Part II - Disaggregated Data on the Allowances for Credit Losses (Form Type - 041)

Dollar amounts in thousands		(Column A) Amortized Cost	(Column B) Allowance Balance		
1. Real estate loans:				1.	
a. Construction loans.....	RCONJJ04	456,310	RCONJJ12	5,242	1.a.
b. Commercial real estate loans.....	RCONJJ05	1,536,696	RCONJJ13	18,709	1.b.
c. Residential real estate loans.....	RCONJJ06	973,057	RCONJJ14	5,756	1.c.
2. Commercial loans ³	RCONJJ07	3,883,916	RCONJJ15	26,214	2.
3. Credit cards.....	RCONJJ08	0	RCONJJ16	0	3.
4. Other consumer loans.....	RCONJJ09	720,726	RCONJJ17	3,552	4.
5. Unallocated, if any.....			RCONJJ18	0	5.
6. Total (sum of items 1.a. through 5).....	RCONJJ11	7,570,705	RCONJJ19	59,473	6.

Dollar amounts in thousands				
7. Securities issued by states and political subdivisions in the U.S.....	RCONJJ20		44	7.
8. Mortgage-backed securities (MBS) (including CMOs, REMICs, and stripped MBS).....	RCONJJ21		0	8.
9. Asset-backed securities and structured financial products.....	RCONJJ23		0	9.
10. Other debt securities.....	RCONJJ24		0	10.
11. Total (sum of items 7 through 10) ⁵	RCONJJ25		44	11.

Schedule RI-E - Explanations (Form Type - 041)

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

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

Dollar amounts in thousands				
1. Other noninterest income (from Schedule RI, item 5.) Itemize and describe amounts greater than \$100,000 that exceed 7 percent of Schedule RI, item 5.1:				1.
a. Income and fees from the printing and sale of checks.....	RIADC013		NR	1.a.
b. Earnings on/increase in value of cash surrender value of life insurance.....	RIADC014		-2,605	1.b.
c. Income and fees from automated teller machines (ATMs).....	RIADC016		NR	1.c.
d. Rent and other income from other real estate owned.....	RIAD4042		NR	1.d.
e. Safe deposit box rent.....	RIADC015		NR	1.e.
f. Bank card and credit card interchange fees.....	RIADF555		2,491	1.f.
g. Income and fees from wire transfers.....	RIADT047		NR	1.g.
h. Disclose component and the dollar amount of that component:				1.h.
(TEXT4461) Affiliated Wealth Management Fees	RIAD4461		2,770	1.h.1.
i. Disclose component and the dollar amount of that component:				1.i.
(TEXT4462) Affiliated Service Revenue	RIAD4462		4,608	1.i.1.
j. Disclose component and the dollar amount of that component:				1.j.
(TEXT4463) Operating & Capital Lease Income	RIAD4463		7,759	1.j.1.
2. Other noninterest expense (from Schedule RI, item 7.d) Itemize and describe amounts greater than \$100,000 that exceed 7 percent of Schedule RI, item 7.d:				2.
a. Data processing expenses.....	RIADC017		10,264	2.a.
b. Advertising and marketing expenses.....	RIAD0497		NR	2.b.
c. Directors' fees.....	RIAD4136		NR	2.c.
d. Printing, stationery, and supplies.....	RIADC018		NR	2.d.
e. Postage.....	RIAD8403		NR	2.e.

3. Include all loans and leases not reported as real estate loans, credit cards, or other consumer loans in items 1, 3, or 4 of Schedule RI-C, Part II.
 5. Item 11 must equal Schedule RI-B, Part II, item 7, column B.

Dollar amounts in thousands

f. Legal fees and expenses.....	RIAD4141	NR	2.f.
g. FDIC deposit insurance assessments.....	RIAD4146	CONF	2.g.
h. Accounting and auditing expenses.....	RIADF556	NR	2.h.
i. Consulting and advisory expenses.....	RIADF557	NR	2.i.
j. Automated teller machine (ATM) and interchange expenses.....	RIADF558	NR	2.j.
k. Telecommunications expenses.....	RIADF559	NR	2.k.
l. Other real estate owned expenses.....	RIADY923	NR	2.l.
m. Insurance expenses (not included in employee expenses, premises and fixed asset expenses, and other real estate owned expenses).....	RIADY924	NR	2.m.
n. Disclose component and the dollar amount of that component:			2.n.
(TEXT4464) Loan Expenses	RIAD4464	8,045	2.n.1.
o. Disclose component and the dollar amount of that component:			2.o.
(TEXT4467) NR	RIAD4467	NR	2.o.1.
p. Disclose component and the dollar amount of that component:			2.p.
(TEXT4468) NR	RIAD4468	NR	2.p.1.
3. Discontinued operations and applicable income tax effect (from Schedule RI, item 11) (itemize and describe each discontinued operation):			3.
a. Disclose component, the gross dollar amount of that component, and its related income tax:			3.a.
(TEXTFT29) NR	RIADFT29	0	3.a.1.
3. Applicable income tax effect.....	RIADFT30	0	3.a.3.
b. Disclose component, the gross dollar amount of that component, and its related income tax:			3.b.
(TEXTFT31) NR	RIADFT31	0	3.b.1.
3. Applicable income tax effect.....	RIADFT32	0	3.b.3.
4. Cumulative effect of changes in accounting principles and corrections of material accounting errors (from Schedule RI-A, item 2) (itemize and describe all such effects):			4.
a. Effect of adoption of Current Expected Credit Losses Methodology - ASU 2016-13 ¹	RIADJJ26	NR	4.a.
b. Effect of adoption of lease accounting standard - ASC Topic 842.....	RIADKW17	NR	4.b.
c. Disclose component and the dollar amount of that component:			4.c.
(TEXTB526) NR	RIADB526	0	4.c.1.
d. Disclose component and the dollar amount of that component:			4.d.
(TEXTB527) NR	RIADB527	0	4.d.1.
5. Other transactions with stockholders (including a parent holding company) (from Schedule RI-A, item 11) (itemize and describe all such transactions):			5.
a. Disclose component and the dollar amount of that component:			5.a.
(TEXT4498) NR	RIAD4498	0	5.a.1.
b. Disclose component and the dollar amount of that component:			5.b.
(TEXT4499) NR	RIAD4499	0	5.b.1.
6. Adjustments to allowance for loan and lease losses (from Schedule RI-B, part II, item 6) (itemize and describe all adjustments):			6.
a. Initial allowances for credit losses recognized upon the acquisition of purchased credit-deteriorated assets on or after the effective date of ASU 2016-13 ¹	RIADJJ27	0	6.a.
b. Effect of adoption of current expected credit losses methodology on allowances for credit losses ¹	RIADJJ28	NR	6.b.
c. Disclose component and the dollar amount of that component:			6.c.
(TEXT4521) NR	RIAD4521	0	6.c.1.
d. Disclose component and the dollar amount of that component:			6.d.
(TEXT4522) NR	RIAD4522	0	6.d.1.
7. Other explanations (the space below is provided for the bank to briefly describe, at its option, any other significant items affecting the Report of Income):			7.
a. Comments?.....	RIAD4769	Yes	7.a.
b. Other explanations.....	TEXT4769	Click here for value	7.b.

1. Only institutions that have adopted ASU 2016-13 should report amounts in items 4.a, 6.a and 6.b, if applicable.
 1. Only institutions that have adopted ASU 2016-13 should report amounts in items 4.a, 6.a and 6.b, if applicable.
 1. Only institutions that have adopted ASU 2016-13 should report amounts in items 4.a, 6.a and 6.b, if applicable.

(TEXT4769) Other Non-interest Income 1.m. Loan Commitment Fees \$3,889

Schedule RC - Balance Sheet(Form Type - 041)

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

Dollar amounts in thousands

1. Cash and balances due from depository institutions (from Schedule RC-A):			1.
a. Noninterest-bearing balances and currency and coin ¹	RCON0081	59,884	1.a.
b. Interest-bearing balances ²	RCON0071	844,776	1.b.
2. Securities:			2.
a. Held-to-maturity securities (from Schedule RC-B, column A) ³	RCONJJ34	213,427	2.a.
b. Available-for-sale debt securities (from Schedule RC-B, column D).....	RCON1773	296,659	2.b.
c. Equity securities with readily determinable fair values not held for trading ⁴	RCONJA22	33,004	2.c.
3. Federal funds sold and securities purchased under agreements to resell:			3.
a. Federal funds sold.....	RCONB987	4	3.a.
b. Securities purchased under agreements to resell ⁵	RCONB989	0	3.b.
4. Loans and lease financing receivables (from Schedule RC-C):			4.
a. Loans and leases held for sale.....	RCON5369	0	4.a.
b. Loans and leases held for investment.....	RCONB528	7,570,705	4.b.
c. LESS: Allowance for loan and lease losses.....	RCON3123	59,473	4.c.
d. Loans and leases held for investment, net of allowance (item 4.b minus 4.c) ⁷	RCONB529	7,511,232	4.d.
5. Trading assets (from Schedule RC-D).....	RCON3545	89,657	5.
6. Premises and fixed assets (including capitalized leases).....	RCON2145	118,002	6.
7. Other real estate owned (from Schedule RC-M).....	RCON2150	318	7.
8. Investments in unconsolidated subsidiaries and associated companies.....	RCON2130	0	8.
9. Direct and indirect investments in real estate ventures.....	RCON3656	0	9.
10. Intangible assets (from Schedule RC-M).....	RCON2143	61,663	10.
11. Other assets (from Schedule RC-F) ⁶	RCON2160	236,786	11.
12. Total assets (sum of items 1 through 11).....	RCON2170	9,465,412	12.
13. Deposits:			13.
a. In domestic offices (sum of totals of columns A and C from Schedule RC-E).....	RCON2200	8,227,963	13.a.
1. Noninterest-bearing ⁸	RCON6631	3,718,920	13.a.1.
2. Interest-bearing.....	RCON6636	4,509,043	13.a.2.
b. Not applicable			13.b.
14. Federal funds purchased and securities sold under agreements to repurchase:			14.
a. Federal funds purchased ⁹	RCONB993	0	14.a.
b. Securities sold under agreements to repurchase ¹⁰	RCONB995	8,370	14.b.
15. Trading liabilities (from Schedule RC-D).....	RCON3548	91,389	15.
16. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) (from Schedule RC-M).....	RCON3190	85,984	16.
17. Not applicable			17.
18. Not applicable			18.
19. Subordinated notes and debentures ⁸	RCON3200	0	19.
20. Other liabilities (from Schedule RC-G).....	RCON2930	89,762	20.
21. Total liabilities (sum of items 13 through 20).....	RCON2948	8,503,468	21.

1. Includes cash items in process of collection and unposted debits.
2. Includes time certificates of deposit not held for trading.
3. Institutions that have adopted ASU 2016-13 should report in item 2.a, amounts net of any applicable allowance for credit losses, and should equal to Schedule RC-B, item 8, column A less Schedule RI-B, Part II, item 7, column B.
4. Item 2.c is to be completed by all institutions. See the instructions for this item and the Glossary entry for "Securities Activities" for further detail on accounting for investments in equity securities.
5. Includes all securities resale agreements, regardless of maturity.
7. Institutions that have adopted ASU 2016-13 should report in item 4.c the allowance for credit losses on loans and leases.
6. Institutions that have adopted ASU 2016-13 should report in items 3.b and 11 amounts net of any applicable allowance for credit losses.
8. Includes noninterest-bearing demand, time, and savings deposits.
9. Report overnight Federal Home Loan Bank advances in Schedule RC, item 16, "Other borrowed money."
10. Includes all securities repurchase agreements, regardless of maturity.
8. Includes limited-life preferred stock and related surplus.

Dollar amounts in thousands

22. Not applicable			22.
23. Perpetual preferred stock and related surplus.....	RCON3838	0	23.
24. Common stock.....	RCON3230	2,850	24.
25. Surplus (exclude all surplus related to preferred stock).....	RCON3839	381,218	25.
26. Not available			26.
a. Retained earnings.....	RCON3632	621,326	26.a.
b. Accumulated other comprehensive income ¹	RCONB530	-43,450	26.b.
c. Other equity capital components ²	RCONA130	0	26.c.
27. Not available			27.
a. Total bank equity capital (sum of items 23 through 26.c).....	RCON3210	961,944	27.a.
b. Noncontrolling (minority) interests in consolidated subsidiaries.....	RCON3000	0	27.b.
28. Total equity capital (sum of items 27.a and 27.b).....	RCONG105	961,944	28.
29. Total liabilities and equity capital (sum of items 21 and 28).....	RCON3300	9,465,412	29.
1. Indicate in the box at the right the number of the statement below that best describes the most comprehensive level of auditing work performed for the bank by independent external auditors as of any date during 2021.....	RCON6724	NR	M.1.
2. Bank's fiscal year-end date (report the date in MMDD format).....	RCON8678	NR	M.2.

Schedule RC-A - Cash and Balances Due From Depository Institutions(Form Type - 041)

Schedule RC-A is to be completed only by banks with \$300 million or more in total assets.
 Exclude assets held for trading.

Dollar amounts in thousands

1. Cash items in process of collection, unposted debits, and currency and coin:			1.
a. Cash items in process of collection and unposted debits.....	RCON0020	28,199	1.a.
b. Currency and coin.....	RCON0080	19,226	1.b.
2. Balances due from depository institutions in the U.S.....	RCON0082	29,329	2.
3. Balances due from banks in foreign countries and foreign central banks.....	RCON0070	52	3.
4. Balances due from Federal Reserve Banks.....	RCON0090	827,854	4.
5. Total.....	RCON0010	904,660	5.

1. Includes, but is not limited to, net unrealized holding gains (losses) on available-for-sale securities, accumulated net gains (losses) on cash flow hedges, and accumulated defined benefit pension and other postretirement plan adjustments.
 2. Includes treasury stock and unearned Employee Stock Ownership Plan shares.

Schedule RC-B - Securities(Form Type - 041)

Exclude assets held for trading.

Dollar amounts in thousands	(Column A) Held-to-maturity Amortized Cost		(Column B) Held-to-maturity Fair Value		(Column C) Available-for-sale Amortized Cost		(Column D) Available-for-sale Fair Value		
1. U.S. Treasury securities.....	RCON0211	0	RCON0213	0	RCON1286	0	RCON1287	0	1.
2. U.S. Government agency and sponsored agency obligations (exclude mortgage-backed securities) ¹	RCONHT50	30,000	RCONHT51	25,332	RCONHT52	10,000	RCONHT53	9,122	2.
3. Securities issued by states and political subdivisions in the U.S.....	RCON8496	23,794	RCON8497	22,745	RCON8498	9,843	RCON8499	9,055	3.
4. Mortgage-backed securities (MBS):									4.
a. Residential mortgage pass-through securities:									4.a.
1. Guaranteed by GNMA.....	RCONG300	0	RCONG301	0	RCONG302	0	RCONG303	0	4.a.1.
2. Issued by FNMA and FHLMC.....	RCONG304	132,626	RCONG305	103,944	RCONG306	321,663	RCONG307	266,970	4.a.2.
3. Other pass-through securities.....	RCONG308	0	RCONG309	0	RCONG310	0	RCONG311	0	4.a.3.
b. Other residential mortgage-backed securities (include CMOs, REMICs, and stripped MBS):									4.b.
1. Issued or guaranteed by U.S. Government agencies or sponsored agencies ¹	RCONG312	0	RCONG313	0	RCONG314	0	RCONG315	0	4.b.1.
2. Collateralized by MBS issued or guaranteed by U.S. Government agencies or sponsored agencies ¹	RCONG316	0	RCONG317	0	RCONG318	0	RCONG319	0	4.b.2.
3. All other residential MBS.....	RCONG320	22,811	RCONG321	19,967	RCONG322	0	RCONG323	0	4.b.3.
c. Commercial MBS:									4.c.
1. Commercial mortgage pass-through securities:									4.c.1.
a. Issued or guaranteed by FNMA, FHLMC, or GNMA.....	RCONK142	0	RCONK143	0	RCONK144	0	RCONK145	0	4.c.1a.
b. Other pass-through securities.....	RCONK146	0	RCONK147	0	RCONK148	0	RCONK149	0	4.c.1b.
2. Other commercial MBS:									4.c.2.
a. Issued or guaranteed by U.S. Government agencies or sponsored agencies ¹	RCONK150	0	RCONK151	0	RCONK152	0	RCONK153	0	4.c.2a.
b. All other commercial MBS.....	RCONK154	0	RCONK155	0	RCONK156	0	RCONK157	0	4.c.2b.
5. Asset-backed securities and structured financial products:									5.
a. Asset-backed securities (ABS).....	RCONC026	0	RCONC988	0	RCONC989	0	RCONC027	0	5.a.
b. Structured financial products.....	RCONHT58	0	RCONHT59	0	RCONHT60	0	RCONHT61	0	5.b.
6. Other debt securities:									6.
a. Other domestic debt securities.....	RCON1737	4,240	RCON1738	3,780	RCON1739	12,499	RCON1741	11,512	6.a.
b. Other foreign debt securities.....	RCON1742	0	RCON1743	0	RCON1744	0	RCON1746	0	6.b.
7. Unallocated portfolio layer fair value hedge basis adjustments...					RCONMG95	NR			7.
8. Total (sum of items 1 through 7) ²	RCON1754	213,471	RCON1771	175,768	RCON1772	354,005	RCON1773	296,659	8.

Dollar amounts in thousands

1. Pledged securities ¹	RCON0416	250,453	M.1.
2. Maturity and repricing data for debt securities (excluding those in nonaccrual status): ¹			M.2.
a. Securities issued by the U.S. Treasury, U.S. Government agencies, and states and political subdivisions in the U.S.; other non-mortgage debt securities; and mortgage pass-through securities other than those backed by closed-end first lien 1-4 family residential mortgages with a remaining maturity or next repricing date of: ²			M.2.a.
1. Three months or less.....	RCONA549	10,511	M.2.a.1.
2. Over three months through 12 months.....	RCONA550	2,952	M.2.a.2.
3. Over one year through three years.....	RCONA551	1,645	M.2.a.3.
4. Over three years through five years.....	RCONA552	7,360	M.2.a.4.
5. Over five years through 15 years.....	RCONA553	54,627	M.2.a.5.
6. Over 15 years.....	RCONA554	10,628	M.2.a.6.
b. Mortgage pass-through securities backed by closed-end first lien 1-4 family residential mortgages with a remaining maturity or next repricing date of: ²			M.2.b.
1. Three months or less.....	RCONA555	0	M.2.b.1.
2. Over three months through 12 months.....	RCONA556	0	M.2.b.2.
3. Over one year through three years.....	RCONA557	0	M.2.b.3.
4. Over three years through five years.....	RCONA558	2,498	M.2.b.4.
5. Over five years through 15 years.....	RCONA559	26,809	M.2.b.5.
6. Over 15 years.....	RCONA560	370,289	M.2.b.6.
c. Other mortgage-backed securities (include CMOs, REMICs, and stripped MBS; exclude mortgage pass-through securities) with an expected average life of: ⁵			M.2.c.
1. Three years or less.....	RCONA561	0	M.2.c.1.
2. Over three years.....	RCONA562	22,811	M.2.c.2.
d. Debt securities with a REMAINING MATURITY of one year or less (included in Memorandum items 2.a through 2.c above).....	RCONA248	4,902	M.2.d.
<i>Memorandum item 3 is to be completed semiannually in the June and December reports only.</i>			
3. Amortized cost of held-to-maturity securities sold or transferred to available-for-sale or trading securities during the calendar year-to-date (report the amortized cost at date of sale or transfer).....	RCON1778	NR	M.3.
4. Structured notes (included in the held-to-maturity and available-for-sale accounts in Schedule RC-B, items 2, 3, 5, and 6):			M.4.
a. Amortized cost.....	RCON8782	0	M.4.a.
b. Fair value.....	RCON8783	0	M.4.b.

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

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

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2. For institutions that have adopted ASU 2016-13, the total reported in column A must equal Schedule RC, item 2.a, plus Schedule RI-B, Part II, item 7, column B. For institutions that have not adopted ASU 2016-13, the total reported in column A must equal Schedule RC, item 2.a. For all institutions, the total reported in column D must equal Schedule RC, item 2.b.

Dollar amounts in thousands		(Column A) Held-to-maturity Amortized Cost	(Column B) Held-to-maturity Fair Value	(Column C) Available-for-sale Amortized Cost	(Column D) Available-for-sale Fair Value		
<i>Memorandum items 5.a through 5.f are to be completed by banks with \$10 billion or more in total assets.</i>							
5. Asset-backed securities (ABS) (for each column, sum of Memorandum items 5.a through 5.f must equal Schedule RC-B, item 5.a): ¹						M.5.	
a. Credit card receivables.....	RCONB838	NR	RCONB839	NR	RCONB840	NR	M5a
b. Home equity lines.....	RCONB842	NR	RCONB843	NR	RCONB844	NR	M5b
c. Automobile loans.....	RCONB846	NR	RCONB847	NR	RCONB848	NR	M5c
d. Other consumer loans.....	RCONB850	NR	RCONB851	NR	RCONB852	NR	M5d
e. Commercial and industrial loans.....	RCONB854	NR	RCONB855	NR	RCONB856	NR	M5e
f. Other.....	RCONB858	NR	RCONB859	NR	RCONB860	NR	M5.f
<i>Memorandum items 6.a through 6.g are to be completed by banks with \$10 billion or more in total assets.</i>							
6. Structured financial products by underlying collateral or reference assets (for each column, sum of Memorandum items 6.a through 6.g must equal Schedule RC-B, item 5.b): ¹						M.6.	
a. Trust preferred securities issued by financial institutions.....	RCONG348	NR	RCONG349	NR	RCONG350	NR	M6a
b. Trust preferred securities issued by real estate investment trusts.....	RCONG352	NR	RCONG353	NR	RCONG354	NR	M6b
c. Corporate and similar loans.....	RCONG356	NR	RCONG357	NR	RCONG358	NR	M6c
d. 1-4 family residential MBS issued or guaranteed by U.S. government-sponsored enterprises (GSEs).....	RCONG360	NR	RCONG361	NR	RCONG362	NR	M6d
e. 1-4 family residential MBS not issued or guaranteed by GSEs.....	RCONG364	NR	RCONG365	NR	RCONG366	NR	M6e
f. Diversified (mixed) pools of structured financial products.....	RCONG368	NR	RCONG369	NR	RCONG370	NR	M6.f
g. Other collateral or reference assets.....	RCONG372	NR	RCONG373	NR	RCONG374	NR	M6g

1. Includes held-to-maturity securities at amortized cost, available-for-sale debt securities at fair value, and equity securities with readily determinable fair values not held for trading (reported in Schedule RC, item 2.c) at fair value.

1. Includes held-to-maturity securities at amortized cost, available-for-sale debt securities at fair value, and equity securities with readily determinable fair values not held for trading (reported in Schedule RC, item 2.c) at fair value.

2. Report fixed-rate debt securities by remaining maturity and floating-rate debt securities by next repricing date.

2. Report fixed-rate debt securities by remaining maturity and floating-rate debt securities by next repricing date.

5. Sum of Memorandum items 2.c.(1) and 2.c.(2) plus any nonaccrual "Other mortgage-backed securities" included in Schedule RC-N, item 10, column C, must equal Schedule RC-B, sum of items 4.b and 4.c.(2), columns A and D.

1. The \$10 billion asset size test is based on the total assets reported on the June 30, 2018, Report of Condition.

1. The \$10 billion asset size test is based on the total assets reported on the June 30, 2018, Report of Condition.

Schedule RC-C Part I - Loans and Leases(Form Type - 041)

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

Dollar amounts in thousands		(Column A) To Be Completed by Banks with \$300 Million or More in Total Assets	(Column B) To Be Completed by All Banks	
1. Loans secured by real estate:				
a. Construction, land development, and other land loans:				
1. 1-4 family residential construction loans.....		RCONF158	26,945	1.a.1.
2. Other construction loans and all land development and other land loans.....		RCONF159	429,365	1.a.2.
b. Secured by farmland (including farm residential and other improvements).....				
		RCON1420	0	1.b.
c. Secured by 1-4 family residential properties:				
1. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....		RCON1797	64,501	1.c.1.
2. Closed-end loans secured by 1-4 family residential properties:				1.c.2.
a. Secured by first liens.....		RCON5367	456,776	1.c.2.a.
b. Secured by junior liens.....		RCON5368	2,047	1.c.2.b.
d. Secured by multifamily (5 or more) residential properties.....				
		RCON1460	449,733	1.d.
e. Secured by nonfarm nonresidential properties:				
1. Loans secured by owner-occupied nonfarm nonresidential properties.....		RCONF160	350,400	1.e.1.
2. Loans secured by other nonfarm nonresidential properties.....		RCONF161	1,186,296	1.e.2.
2. Loans to depository institutions and acceptances of other banks.....				
a. To commercial banks in the U.S.....	RCONB531	0		2.a.
b. To other depository institutions in the U.S.....	RCONB534	0		2.b.
c. To banks in foreign countries.....	RCONB535	12,681		2.c.
3. Loans to finance agricultural production and other loans to farmers.....				
		RCON1590	505	3.
4. Commercial and industrial loans.....				
a. To U.S. addressees (domicile).....	RCON1763	3,625,159		4.a.
b. To non-U.S. addressees (domicile).....	RCON1764	0		4.b.
5. Not applicable				
6. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper):				
a. Credit cards.....		RCONB538	0	6.a.
b. Other revolving credit plans.....		RCONB539	5,149	6.b.
c. Automobile loans.....		RCONK137	14	6.c.
d. Other consumer loans (includes single payment and installment loans other than automobile loans and all student loans).....		RCONK207	715,563	6.d.
7. Not applicable				
8. Obligations (other than securities and leases) of states and political subdivisions in the U.S.....				
		RCON2107	23,926	8.
9. Loans to nondepository financial institutions and other loans:				
a. Loans to nondepository financial institutions.....		RCONJ454	40,484	9.a.
b. Other loans.....		RCONJ464	21,732	9.b.
1. Loans for purchasing or carrying securities (secured and unsecured).....	RCON1545	20,328		9.b.1.
2. All other loans (exclude consumer loans).....	RCONJ451	1,404		9.b.2.
10. Lease financing receivables (net of unearned income).....				
a. Leases to individuals for household, family, and other personal expenditures (i.e., consumer leases).....	RCONF162	0		10.a.
b. All other leases.....	RCONF163	159,429		10.b.
11. LESS: Any unearned income on loans reflected in items 1-9 above.....				
		RCON2123	0	11.
12. Total loans and leases held for investment and held for sale (sum of items 1 through 10 minus item 11) (must equal Schedule RC, sum of items 4.a and 4.b).....				
		RCON2122	7,570,705	12.

Dollar amounts in thousands

1. Loans restructured in troubled debt restructurings that are in compliance with their modified terms (included in Schedule RC-C, part 1, and not reported as past due or nonaccrual in Schedule RC-N, Memorandum item 1):			M.1.
a. Construction, land development, and other land loans:			M.1.a.
1. 1-4 family residential construction loans.....	RCONK158	0	M.1.a.1.
2. Other construction loans and all land development and other land loans.....	RCONK159	0	M.1.a.2.
b. Loans secured by 1-4 family residential properties.....	RCONF576	2,143	M.1.b.
c. Secured by multifamily (5 or more) residential properties.....	RCONK160	0	M.1.c.
d. Secured by nonfarm nonresidential properties:			M.1.d.
1. Loans secured by owner-occupied nonfarm nonresidential properties.....	RCONK161	0	M.1.d.1.
2. Loans secured by other nonfarm nonresidential properties.....	RCONK162	2,672	M.1.d.2.
e. Commercial and industrial loans.....	RCONK256	326	M.1.e.
<i>Memorandum items 1.e.(1) and (2) are to be completed by banks with \$300 million or more in total assets (sum of Memorandum items 1.e.(1) and (2) must equal Memorandum item 1.e):</i>			
1. To U.S. addressees (domicile).....	RCONK163	326	M.1.e.1.
2. To non-U.S. addressees (domicile).....	RCONK164	0	M.1.e.2.
f. All other loans (include loans to individuals for household, family, and other personal expenditures).....	RCONK165	0	M.1.f.
1. Loans secured by farmland.....	RCONK166	0	M.1.f.1.
2. Not applicable			M.1.f.2.
3. Not applicable			M.1.f.3.
4. Loans to individuals for household, family, and other personal expenditures:			M.1.f.4.
a. Credit cards.....	RCONK098	0	M.1.f.4.a.
b. Automobile loans.....	RCONK203	0	M.1.f.4.b.
c. Other (includes revolving credit plans other than credit cards and other consumer loans).....	RCONK204	0	M.1.f.4.c.
<i>Memorandum item 1.f.(5) is to be completed by:</i>			
* Banks with \$300 million or more in total assets			
* Banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, Part I, item 3) exceeding 5 percent of total loans			
5. Loans to finance agricultural production and other loans to farmers included in Schedule RC-C, part I, Memorandum item 1.f, above ¹	RCONK168	0	M.1.f.5.
g. Total loans restructured in troubled debt restructurings that are in compliance with their modified terms (sum of Memorandum items 1.a.(1) through 1.f.).....	RCONHK25	5,141	M.1.g.
2. Maturity and repricing data for loans and leases (excluding those in nonaccrual status):			M.2.
a. Closed-end loans secured by first liens on 1-4 family residential properties (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B, above) with a remaining maturity or next repricing date of:			M.2.a.
1. Three months or less.....	RCONA564	21,363	M.2.a.1.
2. Over three months through 12 months.....	RCONA565	13,404	M.2.a.2.
3. Over one year through three years.....	RCONA566	44,215	M.2.a.3.
4. Over three years through five years.....	RCONA567	69,761	M.2.a.4.
5. Over five years through 15 years.....	RCONA568	234,275	M.2.a.5.
6. Over 15 years.....	RCONA569	71,231	M.2.a.6.
b. All loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column B, above) EXCLUDING closed-end loans secured by first liens on 1-4 family residential properties (reported in Schedule RC-C, part I, item 1.c.(2)(a), column B, above) with a remaining maturity or next repricing date of:			M.2.b.
1. Three months or less.....	RCONA570	4,616,573	M.2.b.1.
2. Over three months through 12 months.....	RCONA571	1,280,900	M.2.b.2.
3. Over one year through three years.....	RCONA572	512,821	M.2.b.3.
4. Over three years through five years.....	RCONA573	458,587	M.2.b.4.
5. Over five years through 15 years.....	RCONA574	238,412	M.2.b.5.
6. Over 15 years.....	RCONA575	1,066	M.2.b.6.
c. Loans and leases (reported in Schedule RC-C, part I, items 1 through 10, column B, above) with a REMAINING MATURITY of one year or less (excluding those in nonaccrual status).....	RCONA247	2,891,396	M.2.c.
3. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-C, part I, items 4 and 9, column B ⁶	RCON2746	40,144	M.3.
4. Adjustable rate closed-end loans secured by first liens on 1-4 family residential properties (included in Schedule RC-C, part I, item 1.c.(2)(a), column B).....	RCON5370	309,812	M.4.

1. The \$300 million asset size test and the 5 percent of total loans test are based on the total assets and total loans reported on the June 30, 2018, Report of Condition.

6. Exclude loans secured by real estate that are included in Schedule RC-C, Part I, items 1.a through 1.e, column B.

Dollar amounts in thousands

<i>To be completed by banks with \$300 million or more in total assets:</i>			
5. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RC-C, Part I, items 1.a through 1.e, column B) ²	RCONB837	0	M.5.
<i>Memorandum item 6 is to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.</i>			
6. Outstanding credit card fees and finance charges included in Schedule RC-C, part I, item 6.a.....	RCONC391	NR	M.6.
<i>Memorandum items 7.a, 7.b, and 8.a are to be completed by all banks semiannually in the June and December reports only.</i>			
7. Purchased credit-impaired loans held for investment accounted for in accordance with FASB ASC 310-30 (former AICPA Statement of Position 03-3) (exclude loans held for sale): ³			M.7.
a. Outstanding balance.....	RCONC779	NR	M.7.a.
b. Amount included in Schedule RC-C, part I, items 1 through 9.....	RCONC780	NR	M.7.b.
8. Closed-end loans with negative amortization features secured by 1-4 family residential properties:			M.8.
a. Total amount of closed-end loans with negative amortization features secured by 1-4 family residential properties (included in Schedule RC-C, part I, items 1.c.(2)(a) and 1.c.(2)(b)).....	RCONF230	NR	M.8.a.
<i>Memorandum items 8.b and 8.c are to be completed semiannually in the June and December reports only by banks that had closed-end loans with negative amortization features secured by 1-4 family residential properties (as reported in Schedule RC-C, Part I, Memorandum item 8.a) as of December 31, 2021, that exceeded the lesser of \$100 million or 5 percent of total loans and leases held for investment and held for sale (as reported in Schedule RC-C, Part I, 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.....	RCONF231	NR	M.8.b.
c. Total amount of negative amortization on closed-end loans secured by 1-4 family residential properties included in the amount reported in Memorandum item 8.a above.....	RCONF232	NR	M.8.c.
9. Loans secured by 1-4 family residential properties in process of foreclosure (included in Schedule RC-C, part I, items 1.c.(1), 1.c.(2)(a), and 1.c.(2)(b)).....	RCONF577	102	M.9.
10. Not applicable			M.10.

2. The \$300 million asset size test is based on the total assets reported on the June 30, 2021, Report of Condition.
 3. Memorandum item 7 is to be completed only by institutions that have not yet adopted ASU 2016-13.

Dollar amounts in thousands

11. Not applicable			M.11.
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Dollar amounts in thousands	(Column A) Fair value of acquired loans and leases at acquisition date	(Column B) Gross contractual amounts receivable at acquisition date	(Column C) Best estimate at acquisition date of contractual cash flows not expected to be collected				
<i>Memorandum items 12.a, 12.b, 12.c, and 12.d are to be completed semiannually in the June and December reports only.</i>							
12. Loans (not subject to the requirements of FASB ASC 310-30 (former AICPA Statement of Position 03-3)) and leases held for investment that were acquired in business combinations with acquisition dates in the current calendar year: ¹				M.12.			
a. Loans secured by real estate.....	RCONG091	NR	RCONG092	NR	RCONG093	NR	M12a
b. Commercial and industrial loans.....	RCONG094	NR	RCONG095	NR	RCONG096	NR	M12b
c. Loans to individuals for household, family, and other personal expenditures.....	RCONG097	NR	RCONG098	NR	RCONG099	NR	M12c
d. All other loans and all leases.....	RCONG100	NR	RCONG101	NR	RCONG102	NR	M12d

Dollar amounts in thousands

<i>Memoranda item 13 is to be completed by banks that had construction, land development, and other land loans (as reported in Schedule RC-C, Part I, item 1.a, column B) that exceeded the sum of tier 1 capital (as reported in Schedule RC-R, Part I, item 26) plus the allowance for loan and lease losses or the allowance for credit losses on loans and leases, as applicable (as reported in Schedule RC, item 4.c) as of December 31, 2021.</i>					M.13.	
13. Construction, land development, and other land loans in domestic offices with interest reserves:						
a. Amount of loans that provide for the use of interest reserves (included in Schedule RC-C, part I, item 1.a, column B).....	RCONG376			NR		M.13.a.
b. Amount of interest capitalized from interest reserves on construction, land development, and other land loans that is included in interest and fee income on loans during the quarter (included in Schedule RI, item 1.a.(1)(a)(2)).	RIADG377			NR		M.13.b.
<i>Memorandum item 14 is to be completed by all banks.</i>						
14. Pledged loans and leases.....	RCONG378			1,754,593		M.14.
<i>Memorandum item 15 is to be completed for the December report only.</i>						
15. Reverse mortgages:						
a. Reverse mortgages outstanding that are held for investment (included in Schedule RC-C, item 1.c, above):						
1. Home Equity Conversion Mortgage (HECM) reverse mortgages.....	RCONJ466			NR		M.15.a.1.
2. Proprietary reverse mortgages.....	RCONJ467			NR		M.15.a.2.
b. Estimated number of reverse mortgage loan referrals to other lenders during the year from whom compensation has been received for services performed in connection with the origination of the reverse mortgages:						
1. Home Equity Conversion Mortgage (HECM) reverse mortgages.....	RCONJ468			NR		M.15.b.1.
2. Proprietary reverse mortgages.....	RCONJ469			NR		M.15.b.2.
c. Principal amount of reverse mortgage originations that have been sold during the year:						
1. Home Equity Conversion Mortgage (HECM) reverse mortgages.....	RCONJ470			NR		M.15.c.1.
2. Proprietary reverse mortgages.....	RCONJ471			NR		M.15.c.2.
<i>Memorandum item 16 is to be completed by all banks.</i>						
16. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit that have converted to non-revolving closed-end status (included in item 1.c.(1) above).....	RCONLE75			0		M.16.
<i>Amounts reported in Memorandum items 17.a and 17.b will not be made available to the public on an individual institution basis.</i>						
17. Eligible loan modifications under Section 4013, Temporary Relief from Troubled Debt Restructurings, of the 2020 Coronavirus Aid, Relief, and Economic Security Act:						
a. Number of Section 4013 loans outstanding.....	RCONLG24			CONF		M.17.a.
b. Outstanding balance of Section 4013 loans.....	RCONLG25			CONF		M.17.b.

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

Schedule RC-C Part II - Loans to Small Businesses and Small Farms(Form Type - 041)

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

Dollar amounts in thousands

1. Indicate in the appropriate box at the right whether all or substantially all of the dollar volume of your bank's "Loans secured by nonfarm nonresidential properties" reported in Schedule RC-C, part I, items 1.e.(1) and 1.e.(2), and all or substantially all of the dollar volume of your bank's "Commercial and industrial loans" reported in Schedule RC-C, part I, item 4, have original amounts of \$100,000 or less.....	RCON6999	No	1.
<i>If YES, complete items 2.a and 2.b below, skip items 3 and 4, and go to item 5. If NO and your bank has loans outstanding in either loan category, skip items 2.a and 2.b, complete items 3 and 4 below, and go to item 5. If NO and your bank has no loans outstanding in both loan categories, skip items 2 through 4, and go to item 5</i>			2.
2. Report the total number of loans currently outstanding for each of the following Schedule RC-C, part I, loan categories: a. "Loans secured by nonfarm nonresidential properties" reported in Schedule RC-C, part I, items 1.e.(1) and 1.e.(2).....	RCON5562	NR	2.a.
b. "Commercial and industrial loans" reported in Schedule RC-C, part I, item 4 ¹	RCON5563	NR	2.b.

Dollar amounts in thousands

	(Column A) Number of Loans	(Column B) Amount Currently Outstanding	
3. Number and amount currently outstanding of "Loans secured by nonfarm nonresidential properties" reported in Schedule RC-C, part I, items 1.e.(1) and 1.e.(2):			3.
a. With original amounts of \$100,000 or less.....	RCON5564 13	RCON5565 712	3.a.
b. With original amounts of more than \$100,000 through \$250,000.....	RCON5566 79	RCON5567 11,929	3.b.
c. With original amounts of more than \$250,000 through \$1,000,000.....	RCON5568 274	RCON5569 126,152	3.c.
4. Number and amount currently outstanding of "Commercial and industrial loans" reported in Schedule RC-C, part I, item 4:			4.
a. With original amounts of \$100,000 or less.....	RCON5570 19910	RCON5571 177,820	4.a.
b. With original amounts of more than \$100,000 through \$250,000.....	RCON5572 1285	RCON5573 117,746	4.b.
c. With original amounts of more than \$250,000 through \$1,000,000.....	RCON5574 906	RCON5575 280,875	4.c.

Dollar amounts in thousands

5. Indicate in the appropriate box at the right whether all or substantially all of the dollar volume of your bank's "Loans secured by farmland (including farm residential and other improvements)" reported in Schedule RC-C, part I, item 1.b, and all or substantially all of the dollar volume of your bank's "Loans to finance agricultural production and other loans to farmers" reported in Schedule RC-C, part I, item 3, have original amounts of \$100,000 or less.....	RCON6860	No	5.
<i>If YES, complete items 6.a and 6.b below, and do not complete items 7 and 8. If NO and your bank has loans outstanding in either loan category, skip items 6.a and 6.b and complete items 7 and 8 below. If NO and your bank has no loans outstanding in both loan categories, do not complete items 6 through 8.</i>			6.
6. Report the total number of loans currently outstanding for each of the following Schedule RC-C, part I, loan categories: a. "Loans secured by farmland (including farm residential and other improvements)" reported in Schedule RC-C, part I, item 1.b.....	RCON5576	NR	6.a.
b. "Loans to finance agricultural production and other loans to farmers" reported in Schedule RC-C, part I, item 3.....	RCON5577	NR	6.b.

Dollar amounts in thousands

	(Column A) Number of Loans	(Column B) Amount Currently Outstanding	
7. Number and amount currently outstanding of "Loans secured by farmland (including farm residential and other improvements)" reported in Schedule RC-C, part I, item 1.b:			7.
a. With original amounts of \$100,000 or less.....	RCON5578 0	RCON5579 0	7.a.
b. With original amounts of more than \$100,000 through \$250,000.....	RCON5580 0	RCON5581 0	7.b.
c. With original amounts of more than \$250,000 through \$500,000.....	RCON5582 0	RCON5583 0	7.c.
8. Number and amount currently outstanding of "Loans to finance agricultural production and other loans to farmers" reported in Schedule RC-C, part I, item 3:			8.
a. With original amounts of \$100,000 or less.....	RCON5584 0	RCON5585 0	8.a.
b. With original amounts of more than \$100,000 through \$250,000.....	RCON5586 0	RCON5587 0	8.b.
c. With original amounts of more than \$250,000 through \$500,000.....	RCON5588 0	RCON5589 0	8.c.

Schedule RC-D - Trading Assets and Liabilities(Form Type - 041)

RC-D is to be completed by banks that reported total trading assets of \$10 million or more in any of the four preceding calendar quarters and all banks meeting the FDIC's definition of a large or highly complex institution for deposit insurance assessment purposes.

Dollar amounts in thousands

1. U.S. Treasury securities.....	RCON3531	0	1.
2. U.S. Government agency obligations (exclude mortgage-backed securities).....	RCON3532	0	2.
3. Securities issued by states and political subdivisions in the U.S.....	RCON3533	179	3.
4. Mortgage-backed securities (MBS):			4.
a. Residential mortgage pass-through securities issued or guaranteed by FNMA, FHLMC, or GNMA.....	RCONG379	0	4.a.
b. Other residential MBS issued or guaranteed by U.S. Government agencies or sponsored agencies (include CMOs, REMICs, and stripped MBS).....	RCONG380	0	4.b.
c. All other residential MBS.....	RCONG381	0	4.c.
d. Commercial MBS issued or guaranteed by U.S. Government agencies or sponsored agencies ¹	RCONK197	0	4.d.
e. All other commercial MBS.....	RCONK198	0	4.e.
5. Other debt securities:			5.
a. Structured financial products.....	RCONHT62	0	5.a.
b. All other debt securities.....	RCONG386	0	5.b.
6. Loans:			6.
a. Loans secured by real estate:			6.a.
1. Loans secured by 1-4 family residential properties.....	RCONHT63	0	6.a.1.
2. All other loans secured by real estate.....	RCONHT64	0	6.a.2.
b. Commercial and industrial loans.....	RCONF614	0	6.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....	RCONHT65	0	6.c.
d. Other loans.....	RCONF618	0	6.d.
7. Not applicable			7.
8. Not applicable			8.
9. Other trading assets.....	RCON3541	0	9.
10. Not applicable			10.
11. Derivatives with a positive fair value.....	RCON3543	89,478	11.
12. Total trading assets (sum of items 1 through 11) (must equal Schedule RC, item 5).....	RCON3545	89,657	12.
13. Not available			13.
a. Liability for short positions	RCON3546	0	13.a.
b. Other trading liabilities.....	RCONF624	0	13.b.
14. Derivatives with a negative fair value.....	RCON3547	91,389	14.
15. Total trading liabilities (sum of items 13.a through 14) (must equal Schedule RC, item 15).....	RCON3548	91,389	15.
1. Unpaid principal balance of loans measured at fair value (reported in Schedule RC-D, items 6.a.(1) through 6.d):			M.1.
a. Loans secured by real estate:			M.1.a.
1. Loans secured by 1-4 family residential properties.....	RCONHT66	0	M.1.a.1.
2. All other loans secured by real estate.....	RCONHT67	0	M.1.a.2.
b. Commercial and industrial loans.....	RCONF632	0	M.1.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....	RCONHT68	0	M.1.c.
d. Other loans.....	RCONF636	0	M.1.d.

1. Banks with \$300 million or more in total assets should provide the requested information for "Commercial and industrial loans" based on the loans reported in Schedule RC-C, Part I, item 4.a, column A, "Commercial and industrial loans to U.S. addressees."
 1. U.S. Government agencies include, but are not limited to, such agencies as the Government National Mortgage Association (GNMA), the Federal Deposit Insurance Corporation (FDIC), and the National Credit Union Administration (NCUA). U.S. Government-sponsored agencies include, but are not limited to, such agencies as the Federal Home Loan Mortgage Corporation (FHLMC) and the Federal National Mortgage Association (FNMA).

Schedule RC-E - Deposit Liabilities(Form Type - 041)

Dollar amounts in thousands		(Column A) Transaction Accounts Total transaction accounts (including total demand deposits)		(Column B) Transaction Accounts Memo: Total demand deposits (included in column A)		(Column C) Nontransaction Accounts Total nontransaction accounts (including MMDAs)	
Deposits of:							
1. Individuals, partnerships, and corporations (include all certified and official checks).....	RCONB549	3,855,650			RCONB550	4,114,974	1.
2. U.S. Government.....	RCON2202	3			RCON2520	0	2.
3. States and political subdivisions in the U.S.....	RCON2203	139,515			RCON2530	99,818	3.
4. Commercial banks and other depository institutions in the U.S.....	RCONB551	17,257			RCONB552	746	4.
5. Banks in foreign countries.....	RCON2213	0			RCON2236	0	5.
6. Foreign governments and official institutions (including foreign central banks).....	RCON2216	0			RCON2377	0	6.
7. Total (sum of items 1 through 6) (sum of columns A and C must equal Schedule RC, item 13.a).....	RCON2215	4,012,425	RCON2210	3,995,834	RCON2385	4,215,538	7.

Dollar amounts in thousands

1. Selected components of total deposits (i.e., sum of item 7, columns A and C):			M.1.
a. Total Individual Retirement Accounts (IRAs) and Keogh Plan accounts.....	RCON6835	167,433	M.1.a.
b. Total brokered deposits.....	RCON2365	655,958	M.1.b.
c. Brokered deposits of \$250,000 or less (fully insured brokered deposits) ²	RCONHK05	653,299	M.1.c.
d. Maturity data for brokered deposits:			M.1.d.
1. Brokered deposits of \$250,000 or less with a remaining maturity of one year or less (included in Memorandum item 1.c above).....	RCONHK06	652,064	M.1.d.1.
2. Not applicable			M.1.d.2.
3. Brokered deposits of more than \$250,000 with a remaining maturity of one year or less (included in Memorandum item 1.b above).....	RCONK220	2,659	M.1.d.3.
e. Preferred deposits (uninsured deposits of states and political subdivisions in the U.S. reported in item 3 above which are secured or collateralized as required under state law) (to be completed for the December report only).	RCON5590	NR	M.1.e.
f. Estimated amount of deposits obtained through the use of deposit listing services that are not brokered deposits.....	RCONK223	497	M.1.f.
g. Total reciprocal deposits (as of the report date).....	RCONJH83	164,390	M.1.g.
h. Sweep deposits:			M.1.h.
1. Fully insured, affiliate sweep deposits.....	RCONMT87	5,688	M.1.h.1.
2. Not fully insured, affiliate sweep deposits.....	RCONMT89	112,579	M.1.h.2.
3. Fully insured, non-affiliate sweep deposits.....	RCONMT91	481,196	M.1.h.3.
4. Not fully insured, non-affiliate sweep deposits.....	RCONMT93	1,909	M.1.h.4.
i. Total sweep deposits that are not brokered deposits.....	RCONMT95	118,268	M.1.i.
2. Components of total nontransaction accounts (sum of Memorandum items 2.a through 2.d must equal item 7, column C above):			M.2.
a. Savings deposits:			M.2.a.
1. Money market deposit accounts (MMDAs).....	RCON6810	2,794,569	M.2.a.1.
2. Other savings deposits (excludes MMDAs).....	RCON0352	611,847	M.2.a.2.
b. Total time deposits of less than \$100,000.....	RCON6648	304,594	M.2.b.
c. Total time deposits of \$100,000 through \$250,000.....	RCONJ473	298,904	M.2.c.
d. Total time deposits of more than \$250,000.....	RCONJ474	205,624	M.2.d.
e. Individual Retirement Accounts (IRAs) and Keogh Plan accounts of \$100,000 or more included in Memorandum items 2.c and 2.d above.....	RCONF233	30,690	M.2.e.
3. Maturity and repricing data for time deposits of \$250,000 or less:			M.3.
a. Time deposits of \$250,000 or less with a remaining maturity or next repricing date of: ^{1, 2}			M.3.a.
1. Three months or less.....	RCONHK07	222,754	M.3.a.1.
2. Over three months through 12 months.....	RCONHK08	262,318	M.3.a.2.
3. Over one year through three years.....	RCONHK09	115,955	M.3.a.3.
4. Over three years.....	RCONHK10	2,471	M.3.a.4.
b. Time deposits of \$250,000 or less with a REMAINING MATURITY of one year or less (included in Memorandum items 3.a.(1) and 3.a.(2) above) ³	RCONHK11	485,072	M.3.b.
4. Maturity and repricing data for time deposits of more than \$250,000:			M.4.
a. Time deposits of more than \$250,000 with a remaining maturity or next repricing date of: ^{1, 4}			M.4.a.
1. Three months or less.....	RCONHK12	40,732	M.4.a.1.
2. Over three months through 12 months.....	RCONHK13	105,052	M.4.a.2.
3. Over one year through three years.....	RCONHK14	58,903	M.4.a.3.
4. Over three years.....	RCONHK15	937	M.4.a.4.
b. Time deposits of more than \$250,000 with a REMAINING MATURITY of one year or less (included in Memorandum items 4.a.(1) and 4.a.(2) above) ³	RCONK222	145,784	M.4.b.
5. Does your institution offer one or more consumer deposit account products, i.e., transaction account or nontransaction savings account deposit products intended primarily for individuals for personal, household, or family use?.....	RCONP752	Yes	M.5.

2. The dollar amount used as the basis for reporting in Memorandum item 1.c reflects the deposit insurance limit in effect on the report date.

1, 2. Report fixed-rate time deposits by remaining maturity and floating rate time deposits by next repricing date.

3. Report both fixed-and floating-rate time deposits by remaining maturity. Exclude floating-rate time deposits with a next repricing date of one year or less that have a remaining maturity of over one year.

1, 4. Report fixed-rate time deposits by remaining maturity and floating rate time deposits by next repricing date.

3. Report both fixed-and floating-rate time deposits by remaining maturity. Exclude floating-rate time deposits with a next repricing date of one year or less that have a remaining maturity of over one year.

Dollar amounts in thousands

<i>Memorandum items 6 and 7 are to be completed by institutions with \$1 billion or more in total assets that answered "Yes" to Memorandum item 5 above.</i>		
6. Components of total transaction account deposits of individuals, partnerships, and corporations (sum of Memorandum items 6.a and 6.b must be less than or equal to item 1, column A, above): ⁵		M.6.
a. Total deposits in those noninterest-bearing transaction account deposit products intended primarily for individuals for personal, household, or family use.....	RCONP753	428,809 M.6.a.
b. Total deposits in those interest-bearing transaction account deposit products intended primarily for individuals for personal, household, or family use.....	RCONP754	12,990 M.6.b.
7. Components of total nontransaction account deposits of individuals, partnerships, and corporations (sum of Memorandum items 7.a.(1), 7.a.(2), 7.b.(1), and 7.b.(2) plus all time deposits of individuals, partnerships, and corporations must equal item 1, column C, above):		M.7.
a. Money market deposit accounts (MMDAs) of individuals, partnerships, and corporations (sum of Memorandum items 7.a.(1) and 7.a.(2) must be less than or equal to Memorandum item 2.a.(1) above):		M.7.a.
1. Total deposits in those MMDA deposit products intended primarily for individuals for personal, household, or family use.....	RCONP756	948,833 M.7.a.1.
2. Deposits in all other MMDAs of individuals, partnerships, and corporations.....	RCONP757	1,777,954 M.7.a.2.
b. Other savings deposit accounts of individuals, partnerships, and corporations (sum of Memorandum items 7.b.(1) and 7.b.(2) must be less than or equal to Memorandum item 2.a.(2) above):		M.7.b.
1. Total deposits in those other savings deposit account deposit products intended primarily for individuals for personal, household, or family use.....	RCONP758	29,619 M.7.b.1.
2. Deposits in all other savings deposit accounts of individuals, partnerships, and corporations.....	RCONP759	582,228 M.7.b.2.

5. The \$1 billion asset size test is based on the total assets reported on the June 30, 2018, Report of Condition.

Schedule RC-F - Other Assets(Form Type - 041)

Dollar amounts in thousands

1. Accrued interest receivable ²	RCONB556	29,388	1.
2. Net deferred tax assets ³	RCON2148	0	2.
3. Interest-only strips receivable (not in the form of a security) ⁴	RCONHT80	0	3.
4. Equity investments without readily determinable fair values ⁵	RCON1752	22,286	4.
5. Life insurance assets:			5.
a. General account life insurance assets.....	RCONK201	17,612	5.a.
b. Separate account life insurance assets.....	RCONK202	0	5.b.
c. Hybrid account life insurance assets.....	RCONK270	26,490	5.c.
6. All other assets (itemize and describe amounts greater than \$100,000 that exceed 25% of this item).....	RCON2168	141,010	6.
a. Prepaid expenses.....	RCON2166	NR	6.a.
b. Repossessed personal property (including vehicles).....	RCON1578	NR	6.b.
c. Derivatives with a positive fair value held for purposes other than trading.....	RCONC010	NR	6.c.
d. FDIC loss-sharing indemnification assets.....	RCONJ448	NR	6.d.
e. Computer software.....	RCONFT33	NR	6.e.
f. Accounts receivable.....	RCONFT34	NR	6.f.
g. Receivables from foreclosed government-guaranteed mortgage loans.....	RCONFT35	NR	6.g.
h. Disclose component and the dollar amount of that component:			6.h.
1. Describe component.....	TEXT3549	Click here for value	6.h.1.
2. Amount of component.....	RCON3549	76,923	6.h.2.
i. Disclose component and the dollar amount of that component:			6.i.
1. Describe component.....	TEXT3550	NR	6.i.1.
2. Amount of component.....	RCON3550	NR	6.i.2.
j. Disclose component and the dollar amount of that component:			6.j.
1. Describe component.....	TEXT3551	NR	6.j.1.
2. Amount of component.....	RCON3551	NR	6.j.2.
7. Total (sum of items 1 through 6) (must equal Schedule RC, item 11).....	RCON2160	236,786	7.

(TEXT3549) Operating Lease Equipment

2. Include accrued interest receivable on loans, leases, debt securities, and other interest-bearing assets. Exclude accrued interest receivables on financial assets that are reported elsewhere on the balance sheet.
 3. See discussion of deferred income taxes in Glossary entry on "income taxes."
 4. Report interest-only strips receivable in the form of a security as available-for-sale securities in Schedule RC, item 2.b, or as trading assets in Schedule RC, item 5, as appropriate.
 5. Include Federal Reserve stock, Federal Home Loan Bank stock, and bankers' bank stock.

Schedule RC-G - Other Liabilities(Form Type - 041)

Dollar amounts in thousands

1. Not available			1.
a. Interest accrued and unpaid on deposits ¹	RCON3645	622	1.a.
b. Other expenses accrued and unpaid (includes accrued income taxes payable).....	RCON3646	20,458	1.b.
2. Net deferred tax liabilities ²	RCON3049	3,285	2.
3. Allowance for credit losses on off-balance sheet credit exposures ³	RCONB557	17,845	3.
4. All other liabilities (itemize and describe amounts greater than \$100,000 that exceed 25 percent of this item).....	RCON2938	47,552	4.
a. Accounts payable.....	RCON3066	NR	4.a.
b. Deferred compensation liabilities.....	RCONC011	13,416	4.b.
c. Dividends declared but not yet payable.....	RCON2932	NR	4.c.
d. Derivatives with a negative fair value held for purposes other than trading.....	RCONC012	26,330	4.d.
e. Operating lease liabilities.....	RCONLB56	NR	4.e.
f. Disclose component and the dollar amount of that component:			4.f.
1. Describe component.....	TEXT3552	NR	4.f.1.
2. Amount of component.....	RCON3552	NR	4.f.2.
g. Disclose component and the dollar amount of that component:			4.g.
1. Describe component.....	TEXT3553	NR	4.g.1.
2. Amount of component.....	RCON3553	NR	4.g.2.
h. Disclose component and the dollar amount of that component:			4.h.
1. Describe component.....	TEXT3554	NR	4.h.1.
2. Amount of component.....	RCON3554	NR	4.h.2.
5. Total.....	RCON2930	89,762	5.

1. For savings banks, include "dividends" accrued and unpaid on deposits.
 2. See discussion of deferred income taxes in Glossary entry on "income taxes."
 3. Institutions that have adopted ASU 2016-13 should report in item 3 the allowance for credit losses on those off-balance sheet credit exposures that are not unconditionally cancelable.

Schedule RC-K - Quarterly Averages(Form Type - 041)

Dollar amounts in thousands

1. Interest-bearing balances due from depository institutions.....	RCON3381	444,465	1.
2. U.S. Treasury securities and U.S. Government agency obligations (excluding mortgage-backed securities) ²	RCONB558	40,000	2.
3. Mortgage-backed securities ²	RCONB559	485,433	3.
4. All other debt securities and equity securities with readily determinable fair values not held for trading ²	RCONB560	83,660	4.
5. Federal funds sold and securities purchased under agreements to resell.....	RCON3365	109,156	5.
6. Loans:			6.
a. Total loans.....	RCON3360	7,324,764	6.a.
b. Loans secured by real estate:			6.b.
1. Loans secured by 1-4 family residential properties.....	RCON3465	433,273	6.b.1.
2. All other loans secured by real estate.....	RCON3466	2,502,741	6.b.2.
c. Commercial and industrial loans.....	RCON3387	3,393,870	6.c.
d. Loans to individuals for household, family, and other personal expenditures:			6.d.
1. Credit cards.....	RCONB561	0	6.d.1.
2. Other (includes revolving credit plans other than credit cards, automobile loans, and other consumer loans).....	RCONB562	688,041	6.d.2.
<i>Item 7 is to be completed by banks with total trading assets of \$10 million or more in any of the four preceding calendar quarters and all banks meeting the FDIC's definition of a large or highly complex institution for deposit insurance assessment purposes.</i>	RCON3401	53,447	7.
7. Trading assets.....			
8. Lease financing receivables (net of unearned income).....	RCON3484	162,645	8.
9. Total assets ⁴	RCON3368	9,097,281	9.
10. Interest-bearing transaction accounts (interest-bearing demand deposits, NOW accounts, ATS accounts, and telephone and preauthorized transfer accounts).....	RCON3485	293,183	10.
11. Nontransaction accounts:			11.
a. Savings deposits (includes MMDAs).....	RCONB563	3,269,143	11.a.
b. Time deposits of \$250,000 or less.....	RCONHK16	448,138	11.b.
c. Time deposits of more than \$250,000.....	RCONHK17	214,751	11.c.
12. Federal funds purchased and securities sold under agreements to repurchase.....	RCON3353	13,791	12.
<i>To be completed by banks with \$100 million or more in total assets:</i>			
13. Other borrowed money (includes mortgage indebtedness and obligations under capitalized leases) ⁵	RCON3355	86,001	13.
<i>Memorandum item 1 is to be completed by:</i> <ul style="list-style-type: none"> • banks with \$300 million or more in total assets, and • banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, Part 1, item 3) exceeding 5 percent of total loans. 			
1. Loans to finance agricultural production and other loans to farmers ²	RCON3386	0	M.1.

2. Quarterly averages for all debt securities should be based on amortized cost.
 2. Quarterly averages for all debt securities should be based on amortized cost.
 4. The quarterly average for total assets should reflect securities not held for trading as follows: a) Debt securities at amortized cost, b) Equity securities with readily determinable fair values at fair value, and c) Equity investments without readily determinable fair values, their balance sheet carrying values (i.e., fair value or, if elected, cost minus impairment, if any, plus or minus changes resulting from observable price changes).
 5. The \$100 million asset-size test is based on the total assets reported on the June 30, 2021, Report of Condition.
 2. The \$300 million asset-size test and the 5 percent of total loans test are based on the total assets and total loans reported on the June 30, 2018, Report of Condition.

Schedule RC-L - Derivatives and Off-Balance Sheet Items(Form Type - 041)

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

Dollar amounts in thousands

1. Unused commitments:					1.
a. Revolving, open-end lines secured by 1-4 family residential properties, i.e., home equity lines.....	RCON3814		111,745		1.a.
<i>Item 1.a.(1) is to be completed for the December report only.</i>					
1. Unused commitments for reverse mortgages outstanding that are held for investment in domestic offices (included in item 1.a. above).....	RCONHT72		NR		1.a.1.
b. Credit card lines (Sum of items 1.b.(1) and 1.b.(2) must equal item 1.b.).....	RCON3815		0		1.b.
<i>Items 1.b.(1) and 1.b.(2) are to be completed semiannually in the June and December reports only by banks with either \$300 million or more in total assets or \$300 million or more in credit card lines (sum of items 1.b.(1) and 1.b.(2) must equal item 1.b.)</i>					
1. Unused consumer credit card lines ¹	RCONJ455		NR		1.b.1.
2. Other unused credit card lines.....	RCONJ456		NR		1.b.2.
c. Commitments to fund commercial real estate, construction, and land development loans:					1.c.
1. Secured by real estate:					1.c.1.
a. 1-4 family residential construction loan commitments.....	RCONF164		18,598		1.c.1.a.
b. Commercial real estate, other construction loan, and land development loan commitments.....	RCONF165		530,456		1.c.1.b.
2. Not secured by real estate.....	RCON6550		0		1.c.2.
d. Securities underwriting.....	RCON3817		0		1.d.
e. Other unused commitments:					1.e.
1. Commercial and industrial loans.....	RCONJ457		1,571,015		1.e.1.
2. Loans to financial institutions.....	RCONJ458		0		1.e.2.
3. All other unused commitments.....	RCONJ459		156,482		1.e.3.
2. Financial standby letters of credit.....	RCON3819		102,751		2.
<i>Item 2.a is to be completed by banks with \$1 billion or more in total assets.</i>					
a. Amount of financial standby letters of credit conveyed to others ¹	RCON3820		49,278		2.a.
3. Performance standby letters of credit.....	RCON3821		9,554		3.
<i>Item 3.a is to be completed by banks with \$1 billion or more in total assets</i>					
a. Amount of performance standby letters of credit conveyed to others ¹	RCON3822		1,807		3.a.
4. Commercial and similar letters of credit.....	RCON3411		1,201		4.
5. Not applicable					5.
6. Securities lent and borrowed:					6.
a. Securities lent (including customers' securities lent where the customer is indemnified against loss by the reporting bank).....	RCON3433		0		6.a.
b. Securities borrowed.....	RCON3432		0		6.b.

Dollar amounts in thousands

	(Column A) Sold Protection		(Column B) Purchased Protection		
7. Credit derivatives:					7.
a. Notional amounts:					7.a.
1. Credit default swaps.....	RCONC968	0	RCONC969	0	7.a.1.
2. Total return swaps.....	RCONC970	0	RCONC971	0	7.a.2.
3. Credit options.....	RCONC972	0	RCONC973	0	7.a.3.
4. Other credit derivatives.....	RCONC974	0	RCONC975	0	7.a.4.
b. Gross fair values:					7.b.
1. Gross positive fair value.....	RCONC219	0	RCONC221	0	7.b.1.
2. Gross negative fair value.....	RCONC220	0	RCONC222	0	7.b.2.

Dollar amounts in thousands

c. Notional amounts by regulatory capital treatment: ¹				7.c.
1. Positions covered under the Market Risk Rule:				7.c.1.
a. Sold protection.....	RCONG401		0	7.c.1.a.
b. Purchased protection.....	RCONG402		0	7.c.1.b.
2. All other positions:				7.c.2.
a. Sold protection.....	RCONG403		0	7.c.2.a.
b. Purchased protection that is recognized as a guarantee for regulatory capital purposes.....	RCONG404		0	7.c.2.b.
c. Purchased protection that is not recognized as a guarantee for regulatory capital purposes.....	RCONG405		0	7.c.2.c.

Dollar amounts in thousands

	(Column A) Remaining Maturity of One Year or Less		(Column B) Remaining Maturity of Over One Year Through Five Years		(Column C) Remaining Maturity of Over Five Years		
d. Notional amounts by remaining maturity:							7.d.
1. Sold credit protection: ²							7.d.1.
a. Investment grade.....	RCONG406	0	RCONG407	0	RCONG408	0	7d1a.
b. Subinvestment grade.....	RCONG409	0	RCONG410	0	RCONG411	0	7d1b.
2. Purchased credit protection: ³							7.d.2.
a. Investment grade.....	RCONG412	0	RCONG413	0	RCONG414	0	7d2a.
b. Subinvestment grade.....	RCONG415	0	RCONG416	0	RCONG417	0	7d2b.

1. The asset-size tests and the \$300 million credit card lines test are based on the total assets and credit card lines reported in the June 30, 2018, Report of Condition.
 1. The asset-size tests and the \$300 million credit card lines test are based on the total assets and credit card lines reported in the June 30, 2018, Report of Condition.
 1. The asset-size tests and the \$300 million credit card lines test are based on the total assets and credit card lines reported in the June 30, 2018, Report of Condition.

Dollar amounts in thousands

8. Not applicable			8.
9. All other off-balance sheet liabilities (exclude derivatives) (itemize and describe each component of this item over 25% of Schedule RC, item 27.a, "Total bank equity capital").....	RCON3430	0	9.
a. Not applicable			9.a.
b. Commitments to purchase when-issued securities.....	RCON3434	0	9.b.
c. Standby letters of credit issued by another party (e.g., a Federal Home Loan Bank) on the bank's behalf.....	RCONC978	0	9.c.
d. Disclose component and the dollar amount of that component:			9.d.
1. Describe component.....	TEXT3555	NR	9.d.1.
2. Amount of component.....	RCON3555	0	9.d.2.
e. Disclose component and the dollar amount of that component:			9.e.
1. Describe component.....	TEXT3556	NR	9.e.1.
2. Amount of component.....	RCON3556	0	9.e.2.
f. Disclose component and the dollar amount of that component:			9.f.
(TEXT3557) NR	RCON3557	0	9.f.1.
10. All other off-balance sheet assets (exclude derivatives) (itemize and describe each component of this item over 25% of Schedule RC, item 27.a, "Total bank equity capital").....	RCON5591	0	10.
a. Commitments to sell when-issued securities.....	RCON3435	0	10.a.
b. Disclose component and the dollar amount of that component:			10.b.
1. Describe component.....	TEXT5592	NR	10.b.1.
2. Amount of component.....	RCON5592	0	10.b.2.
c. Disclose component and the dollar amount of that component:			10.c.
1. Describe component.....	TEXT5593	NR	10.c.1.
2. Amount of component.....	RCON5593	0	10.c.2.
d. Disclose component and the dollar amount of that component:			10.d.
1. Describe component.....	TEXT5594	NR	10.d.1.
2. Amount of component.....	RCON5594	0	10.d.2.
e. Disclose component and the dollar amount of that component:			10.e.
1. Describe component.....	TEXT5595	NR	10.e.1.
2. Amount of component.....	RCON5595	0	10.e.2.
<i>Items 11.a and 11.b are to be completed semiannually in the June and December reports only.</i>			11.
11. Year-to-date merchant credit card sales volume:			
a. Sales for which the reporting bank is the acquiring bank.....	RCONC223	NR	11.a.
b. Sales for which the reporting bank is the agent bank with risk.....	RCONC224	NR	11.b.

1. Sum of items 7.c.(1)(a) and 7.c.(2)(a), must equal sum of items 7.a.(1) through (4), column A. Sum of items 7.c.(1)(b), 7.c.(2)(b), and 7.c.(2)(c) must equal sum of items 7.a.(1) through (4), column B.

2. Sum of items 7.d.(1)(a) and (b), columns A through C, must equal sum of items 7.a.(1) through (4), column A.

3. Sum of items 7.d.(2)(a) and (b), columns A through C, must equal sum of items 7.a.(1) through (4), column B.

Dollar amounts in thousands		(Column A) Interest Rate Contracts	(Column B) Foreign Exchange Contracts	(Column C) Equity Derivative Contracts	(Column D) Commodity and Other Contracts				
12. Gross amounts (e.g., notional amounts):						12.			
a. Futures contracts.....	RCON8693	0	RCON8694	0	RCON8695	0	RCON8696	0	12.a.
b. Forward contracts.....	RCON8697	0	RCON8698	144,407	RCON8699	0	RCON8700	0	12.b.
c. Exchange-traded option contracts:									12.c.
1. Written options.....	RCON8701	0	RCON8702	0	RCON8703	0	RCON8704	0	12c1.
2. Purchased options.....	RCON8705	0	RCON8706	0	RCON8707	0	RCON8708	0	12c2.
d. Over-the-counter option contracts:									12.d.
1. Written options.....	RCON8709	0	RCON8710	0	RCON8711	0	RCON8712	0	12d1.
2. Purchased options.....	RCON8713	1,655,231	RCON8714	0	RCON8715	0	RCON8716	0	12d2.
e. Swaps.....	RCON3450	2,652,943	RCON3826	0	RCON8719	0	RCON8720	0	12.e.
13. Total gross notional amount of derivative contracts held for trading.....	RCONA126	2,963,400	RCONA127	144,407	RCON8723	0	RCON8724	0	13.
14. Total gross notional amount of derivative contracts held for purposes other than trading.....	RCON8725	1,344,774	RCON8726	0	RCON8727	0	RCON8728	0	14.
a. Interest rate swaps where the bank has agreed to pay a fixed rate.....	RCONA589	244,775							14.a.
15. Gross fair values of derivative contracts:									15.
a. Contracts held for trading:									15.a.
1. Gross positive fair value.....	RCON8733	88,717	RCON8734	761	RCON8735	0	RCON8736	0	15a1.
2. Gross negative fair value.....	RCON8737	88,738	RCON8738	2,651	RCON8739	0	RCON8740	0	15a2.
b. Contracts held for purposes other than trading:									15.b.
1. Gross positive fair value.....	RCON8741	16,074	RCON8742	0	RCON8743	0	RCON8744	0	15b1.
2. Gross negative fair value.....	RCON8745	26,330	RCON8746	0	RCON8747	0	RCON8748	0	15b2.

Dollar amounts in thousands		(Column A) Banks and Securities Firms	(Column B)	(Column C) Hedge Funds	(Column D) Sovereign Governments	(Column E) Corporations and All Other Counterparties		
<i>Item 16 is to be completed only by banks with total assets of \$10 billion or more</i>								
16. Over-the counter derivatives: ¹							16.	
a. Net current credit exposure.....	RCONG418	NR				RCONG422	NR	16.a.
b. Fair value of collateral:								16.b.
1. Cash - U.S. dollar.....	RCONG423	NR				RCONG427	NR	16.b.1.
2. Cash - Other currencies.....	RCONG428	NR				RCONG432	NR	16.b.2.
3. U.S. Treasury securities.....	RCONG433	NR				RCONG437	NR	16.b.3.
4. Not applicable								16.b.4.
5. Not applicable								16.b.5.
6. Not applicable								16.b.6.
7. All other collateral.....	RCONG453	NR				RCONG457	NR	16.b.7.
8. Total fair value of collateral (sum of items 16.b.(1) through (7)).....	RCONG458	NR				RCONG462	NR	16.b.8.

1. The \$10 billion asset-size test is based on the total assets reported on the June 30, 2018, Report of Condition.

Schedule RC-M - Memoranda(Form Type - 041)

Dollar amounts in thousands

1. Extensions of credit by the reporting bank to its executive officers, directors, principal shareholders, and their related interests as of the report date:			1.
a. Aggregate amount of all extensions of credit to all executive officers, directors, principal shareholders, and their related interests.....	RCON6164	570	1.a.
b. Number of executive officers, directors, and principal shareholders to whom the amount of all extensions of credit by the reporting bank (including extensions of credit to related interests) equals or exceeds the lesser of \$500,000 or 5 percent of total capital as defined for this purpose in agency regulations.....	RCON6165	1	1.b.
2. Intangible assets:			2.
a. Mortgage servicing assets.....	RCON3164	0	2.a.
1. Estimated fair value of mortgage servicing assets.....	RCONA590	0	2.a.1.
b. Goodwill.....	RCON3163	57,691	2.b.
c. All other intangible assets.....	RCONJF76	3,972	2.c.
d. Total (sum of items 2.a, 2.b, and 2.c) (must equal Schedule RC, item 10).....	RCON2143	61,663	2.d.
3. Other real estate owned:			3.
a. Construction, land development, and other land.....	RCON5508	0	3.a.
b. Farmland.....	RCON5509	0	3.b.
c. 1-4 family residential properties.....	RCON5510	318	3.c.
d. Multifamily (5 or more) residential properties.....	RCON5511	0	3.d.
e. Nonfarm nonresidential properties.....	RCON5512	0	3.e.
f. Total (sum of items 3.a through 3.e) (must equal Schedule RC, item 7).....	RCON2150	318	3.f.
4. Cost of equity securities with readily determinable fair values not held for trading (the fair value of which is reported in Schedule RC, item 2.c) ¹	RCONJA29	NR	4.
5. Other borrowed money:			5.
a. Federal Home Loan Bank advances:			5.a.
1. Advances with a remaining maturity or next repricing date of: ¹			5.a.1.
a. One year or less.....	RCONF055	0	5.a.1.a.
b. Over one year through three years.....	RCONF056	5,000	5.a.1.b.
c. Over three years through five years.....	RCONF057	0	5.a.1.c.
d. Over five years.....	RCONF058	80,000	5.a.1.d.
2. Advances with a remaining maturity of one year or less (included in item 5.a.(1)(a) above) ²	RCON2651	0	5.a.2.
3. Structured advances (included in items 5.a.(1)(a) - (d) above).....	RCONF059	0	5.a.3.
b. Other borrowings:			5.b.
1. Other borrowings with a remaining maturity or next repricing date of: ³			5.b.1.
a. One year or less.....	RCONF060	403	5.b.1.a.
b. Over one year through three years.....	RCONF061	196	5.b.1.b.
c. Over three years through five years.....	RCONF062	385	5.b.1.c.
d. Over five years.....	RCONF063	0	5.b.1.d.
2. Other borrowings with a remaining maturity of one year or less (included in item 5.b.(1)(a) above) ⁴	RCONB571	403	5.b.2.
c. Total (sum of items 5.a.(1)(a)-(d) and items 5.b.(1)(a)-(d)) (must equal Schedule RC, item 16).....	RCON3190	85,984	5.c.
6. Does the reporting bank sell private label or third party mutual funds and annuities?.....	RCONB569	Yes	6.
7. Assets under the reporting bank's management in proprietary mutual funds and annuities.....	RCONB570	0	7.
8. Internet Web site addresses and physical office trade names:			8.
a. Uniform Resource Locator (URL) of the reporting institution's primary Internet Web site (home page), if any (Example: www.examplebank.com):.....	TEXT4087	Click here for value	8.a.

1. Item 4 is to be completed only by insured state banks that have been approved by the FDIC to hold grandfathered equity investments. See instructions for this item and the Glossary entry for "Securities Activities" for further detail on accounting for investments in equity securities

1. Report fixed-rate advances by remaining maturity and floating-rate advances by next repricing date.

2. Report both fixed- and floating-rate advances by remaining maturity. Exclude floating-rate advances with a next repricing date of one year or less that have a remaining maturity of over one year

3. Report fixed-rate other borrowings by remaining maturity and floating-rate other borrowings by next repricing date.

4. Report both fixed- and floating-rate other borrowings by remaining maturity. Exclude floating-rate other borrowings with a next repricing date of one year or less that have a remaining maturity of over one year.

Dollar amounts in thousands

b. URLs of all other public-facing Internet Web sites that the reporting institution uses to accept or solicit deposits from the public, if any (Example: www.examplebank.biz): ¹			8.b.
1. URL 1.....	TE01N528	Click here for value	8.b.1.
2. URL 2.....	TE02N528	Click here for value	8.b.2.
3. URL 3.....	TE03N528	NR	8.b.3.
4. URL 4.....	TE04N528	NR	8.b.4.
5. URL 5.....	TE05N528	NR	8.b.5.
6. URL 6.....	TE06N528	NR	8.b.6.
7. URL 7.....	TE07N528	NR	8.b.7.
8. URL 8.....	TE08N528	NR	8.b.8.
9. URL 9.....	TE09N528	NR	8.b.9.
10. URL 10.....	TE10N528	NR	8.b.10.
c. Trade names other than the reporting institution's legal title used to identify one or more of the institution's physical offices at which deposits are accepted or solicited from the public, if any:			8.c.
1. Trade name 1.....	TE01N529	Click here for value	8.c.1.
2. Trade name 2.....	TE02N529	Click here for value	8.c.2.
3. Trade name 3.....	TE03N529	NR	8.c.3.
4. Trade name 4.....	TE04N529	NR	8.c.4.
5. Trade name 5.....	TE05N529	NR	8.c.5.
6. Trade name 6.....	TE06N529	NR	8.c.6.
9. Do any of the bank's Internet Web sites have transactional capability, i.e., allow the bank's customers to execute transactions on their accounts through the Web site?.....	RC0N4088	NR	9.
10. Secured liabilities:			10.
a. Amount of "Federal funds purchased" that are secured (included in Schedule RC, item 14.a).....	RCONF064	0	10.a.
b. Amount of "Other borrowings" that are secured (included in Schedule RC-M, items 5.b.(1)(a) - (d)).....	RCONF065	984	10.b.
11. Does the bank act as trustee or custodian for Individual Retirement Accounts, Health Savings Accounts, and other similar accounts?.....	RCONG463	Yes	11.
12. Does the bank provide custody, safekeeping, or other services involving the acceptance of orders for the sale or purchase of securities?.....	RCONG464	No	12.
13. Assets covered by loss-sharing agreements with the FDIC:			13.
a. Loans and leases (included in Schedule RC, items 4.a and 4.b):			13.a.
1. Loans secured by real estate:			13.a.1.
a. Construction, land development, and other land loans:			13.a.1.a.
1. 1-4 family residential construction loans.....	RCONK169	0	13.a.1.a.1.
2. Other construction loans and all land development and other land loans.....	RCONK170	0	13.a.1.a.2.
b. Secured by farmland.....	RCONK171	0	13.a.1.b.
c. Secured by 1-4 family residential properties:			13.a.1.c.
1. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....	RCONK172	0	13.a.1.c.1.
2. Closed-end loans secured by 1-4 family residential properties:			13.a.1.c.2.
a. Secured by first liens.....	RCONK173	0	13.a.1.c.2a.
b. Secured by junior liens.....	RCONK174	0	13.a.1.c.2b.
d. Secured by multifamily (5 or more) residential properties.....	RCONK175	0	13.a.1.d.
e. Secured by nonfarm nonresidential properties:			13.a.1.e.
1. Loans secured by owner-occupied nonfarm nonresidential properties.....	RCONK176	0	13.a.1.e.1.
2. Loans secured by other nonfarm nonresidential properties.....	RCONK177	0	13.a.1.e.2.
2. Not applicable			13.a.2.
3. Not applicable			13.a.3.
4. Not applicable			13.a.4.
5. All other loans and all leases.....	RCONK183	0	13.a.5.
b. Other real estate owned (included in Schedule RC, item 7):			13.b.

1. Report only highest level URLs (for example, report www.examplebank.biz, but do not also report www.examplebank.biz/checking). Report each top level domain name used (for example, report both www.examplebank.biz and www.examplebank.net).

Dollar amounts in thousands

1. Construction, land development, and other land.....	RCONK187	0	13.b.1.
2. Farmland.....	RCONK188	0	13.b.2.
3. 1-4 family residential properties.....	RCONK189	0	13.b.3.
4. Multifamily (5 or more) residential properties.....	RCONK190	0	13.b.4.
5. Nonfarm nonresidential properties.....	RCONK191	0	13.b.5.
6. Not applicable			13.b.6.
7. Portion of covered other real estate owned included in items 13.b.(1) through (5) above that is protected by FDIC loss-sharing agreements.....	RCONK192	0	13.b.7.
c. Debt securities (included in Schedule RC, items 2.a and 2.b).....	RCONJ461	0	13.c.
d. Other assets (exclude FDIC loss-sharing indemnification assets).....	RCONJ462	0	13.d.
<i>Items 14.a and 14.b are to be completed annually in the December report only.</i>			
14. Captive insurance and reinsurance subsidiaries:			14.
a. Total assets of captive insurance subsidiaries ¹	RCONK193	NR	14.a.
b. Total assets of captive reinsurance subsidiaries ¹	RCONK194	NR	14.b.
<i>Item 15 is to be completed by institutions that are required or have elected to be treated as a Qualified Thrift Lender.</i>			
15. Qualified Thrift Lender (QTL) test:			15.
a. Does the institution use the Home Owners' Loan Act (HOLA) QTL test or the Internal Revenue Service Domestic Building and Loan Association (IRS DBLA) test to determine its QTL compliance? (for the HOLA QTL test, enter 1; for the IRS DBLA test, enter 2).....	RCONL133	NR	15.a.
b. Has the institution been in compliance with the HOLA QTL test as of each month end during the quarter or the IRS DBLA test for its most recent taxable year, as applicable?.....	RCONL135	NR	15.b.
<i>Item 16.a and, if appropriate, items 16.b.(1) through 16.b.(3) are to be completed annually in the December report only.</i>			
16. International remittance transfers offered to consumers: ¹			16.
a. Estimated number of international remittance transfers provided by your institution during the calendar year ending on the report date.....	RCONN523	NR	16.a.
<i>Items 16.b.(1) through 16.b.(3) are to be completed by institutions that reported 501 or more international remittance transfers in item 16.a in either or both of the current report or the most recent prior report in which item 16.a was required to be completed.</i>			
b. Estimated dollar value of remittance transfers provided by your institution and usage of regulatory exceptions during the calendar year ending on the report date:			16.b.
1. Estimated dollar value of international remittance transfers.....	RCONN524	NR	16.b.1.
2. Estimated number of international remittance transfers for which your institution applied the permanent exchange rate exception.....	RCONMM07	NR	16.b.2.
3. Estimated number of international remittance transfers for which your institution applied the permanent covered third-party fee exception.....	RCONMQ52	NR	16.b.3.
17. U.S. Small Business Administration Paycheck Protection Program (PPP) loans and the Federal Reserve PPP Liquidity Facility (PPPLF): ²			17.
a. Number of PPP loans outstanding.....	RCONLG26	50	17.a.
b. Outstanding balance of PPP loans.....	RCONLG27	29,687	17.b.
c. Outstanding balance of PPP loans pledged to the PPPLF.....	RCONLG28	0	17.c.
d. Outstanding balance of borrowings from Federal Reserve Banks under the PPPLF with a remaining maturity of:			17.d.
1. One year or less.....	RCONLL59	0	17.d.1.
2. More than one year.....	RCONLL60	0	17.d.2.
e. Quarterly average amount of PPP loans pledged to the PPPLF and excluded from "Total assets for the leverage ratio" reported in Schedule RC-R, Part I, item 30.....	RCONLL57	0	17.e.
18. Money Market Mutual Fund Liquidity Facility (MMLF):			18.
a. Outstanding balance of assets purchased under the MMLF.....	RCONLL61	0	18.a.
b. Quarterly average amount of assets purchased under the MMLF and excluded from "Total assets for the leverage ratio" reported in Schedule RC-R, Part I, item 30.....	RCONLL58	0	18.b.

(TE01N528) www.nscbank.com

(TE01N529) North Shore Community Bank & Trust Company

- Report total assets before eliminating intercompany transactions between the consolidated insurance or reinsurance subsidiary and other offices or consolidated subsidiaries of the reporting bank.
- Report information about international electronic transfers of funds offered to consumers in the United States that: (a) are "remittance transfers" as defined by subpart B of Regulation E (12 CFR § 1005.30(e)), or (b) would qualify as "remittance transfers" under subpart B of Regulation E (12 CFR § 1005.30(e)) but are excluded from that definition only because the provider is not providing those transfers in the normal course of its business. See 12 CFR § 1005.30(f). For purposes of this item 16, such transfers
- Paycheck Protection Program (PPP) covered loans as defined in sections 7(a)(36) and 7(a)(37) of the Small Business Act (15 U.S.C. 636(a)(36) and (37)).

(TE02N528) bankevanston.com

(TE02N529) Evanston Community Bank & Trust

(TEXT4087) www.wintrustbank.com

Schedule RC-N - Past Due and Nonaccrual Loans Leases and Other Assets(Form Type - 041)

Amounts reported in Schedule RC-N, items 1 through 8, include guaranteed and unguaranteed portions of past due and nonaccrual loans and leases. Report in items 10 and 11 below certain guaranteed loans and leases that have already been included in the amounts reported in items 1 through 8

Dollar amounts in thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
1. Loans secured by real estate:							1.
a. Construction, land development, and other land loans:							1.a.
1. 1-4 family residential construction loans.....	RCONF172	0	RCONF174	0	RCONF176	150	1.a.1.
2. Other construction loans and all land development and other land loans.....	RCONF173	497	RCONF175	0	RCONF177	0	1.a.2.
b. Secured by farmland.....	RCON3493	0	RCON3494	0	RCON3495	0	1.b.
c. Secured by 1-4 family residential properties:							1.c.
1. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....	RCON5398	1,927	RCON5399	0	RCON5400	39	1.c.1.
2. Closed-end loans secured by 1-4 family residential properties:							1.c.2.
a. Secured by first liens.....	RCONC236	0	RCONC237	0	RCONC229	2,527	1.c.2a.
b. Secured by junior liens.....	RCONC238	12	RCONC239	0	RCONC230	62	1.c.2b.
d. Secured by multifamily (5 or more) residential properties.....	RCON3499	0	RCON3500	0	RCON3501	0	1.d.
e. Secured by nonfarm nonresidential properties:							1.e.
1. Loans secured by owner-occupied nonfarm nonresidential properties.....	RCONF178	1,040	RCONF180	0	RCONF182	280	1.e.1.
2. Loans secured by other nonfarm nonresidential properties.....	RCONF179	761	RCONF181	0	RCONF183	0	1.e.2.
2. Loans to depository institutions and acceptances of other banks.....	RCONB834	0	RCONB835	0	RCONB836	0	2.
3. Not applicable							3.
4. Commercial and industrial loans.....	RCON1606	35,176	RCON1607	808	RCON1608	4,232	4.
5. Loans to individuals for household, family, and other personal expenditures:							5.
a. Credit cards.....	RCONB575	0	RCONB576	0	RCONB577	0	5.a.
b. Automobile loans.....	RCONK213	0	RCONK214	0	RCONK215	0	5.b.
c. Other (includes revolving credit plans other than credit cards and other consumer loans).....	RCONK216	17,385	RCONK217	0	RCONK218	0	5.c.
6. Not applicable							6.
7. All other loans ¹	RCON5459	145	RCON5460	7	RCON5461	0	7.
8. Lease financing receivables.....	RCON1226	3,049	RCON1227	237	RCON1228	807	8.
9. Total loans and leases (sum of items 1 through 8).....	RCON1406	59,992	RCON1407	1,052	RCON1403	8,097	9.
10. Debt securities and other assets (exclude other real estate owned and other repossessed assets).....	RCON3505	0	RCON3506	0	RCON3507	0	10.
11. Loans and leases reported in items 1 through 8 above that are wholly or partially guaranteed by the U.S. Government, excluding loans and leases covered by loss-sharing agreements with the FDIC:.....	RCONK036	0	RCONK037	0	RCONK038	0	11.
a. Guaranteed portion of loans and leases included in item 11 above, excluding rebooked "GNMA loans".....	RCONK039	0	RCONK040	0	RCONK041	0	11.a.
b. Rebooked "GNMA loans" that have been repurchased or are eligible for repurchase included in item 11 above.....	RCONK042	0	RCONK043	0	RCONK044	0	11.b.
12. Loans and leases reported in items 1 through 8 above that are covered by loss-sharing agreements with the FDIC:							12.
a. Loans secured by real estate:							12.a.
1. Construction, land development, and other land loans:							12.a.1.
a. 1-4 family residential construction loans.....	RCONK045	0	RCONK046	0	RCONK047	0	12a1a.
b. Other construction loans and all land development and other land loans.....	RCONK048	0	RCONK049	0	RCONK050	0	12a1b.
2. Secured by farmland.....	RCONK051	0	RCONK052	0	RCONK053	0	12.a.2.
3. Secured by 1-4 family residential properties:							12.a.3.
a. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....	RCONK054	0	RCONK055	0	RCONK056	0	12a3a.

1. Includes past due and nonaccrual "Loans to finance agricultural productions and other loans to farmers," "Obligations (other than securities and leases) of states and political subdivisions in the U.S.," and "Loans to nondepository financial institutions and other loans."

Dollar amounts in thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
b. Closed-end loans secured by 1-4 family residential properties:							12a3b
1. Secured by first liens.....	RCONK057	0	RCONK058	0	RCONK059	0	12a3b1
2. Secured by junior liens.....	RCONK060	0	RCONK061	0	RCONK062	0	12a3b2
4. Secured by multifamily (5 or more) residential properties.....	RCONK063	0	RCONK064	0	RCONK065	0	12a.4.
5. Secured by nonfarm nonresidential properties:							12a.5.
a. Loans secured by owner-occupied nonfarm nonresidential properties.....	RCONK066	0	RCONK067	0	RCONK068	0	12a5a
b. Loans secured by other nonfarm nonresidential properties.....	RCONK069	0	RCONK070	0	RCONK071	0	12a5b
b. Not applicable							12.b.
c. Not applicable							12.c.
d. Not applicable							12.d.
e. All other loans and all leases.....	RCONK087	0	RCONK088	0	RCONK089	0	12.e.
f. Portion of covered loans and leases included in items 12.a through 12.e above that is protected by FDIC loss-sharing agreements.....	RCONK102	0	RCONK103	0	RCONK104	0	12.f.
1. Loans restructured in troubled debt restructurings included in Schedule RC-N, items 1 through 7, above (and not reported in Schedule RC-C, Part 1, Memorandum item 1):							M.1.
a. Construction, land development, and other land loans:							M.1.a.
1. 1-4 family residential construction loans.....	RCONK105	0	RCONK106	0	RCONK107	150	M1a1.
2. Other construction loans and all land development and other land loans.....	RCONK108	0	RCONK109	0	RCONK110	0	M1a2
b. Loans secured by 1-4 family residential properties.....	RCONF661	0	RCONF662	0	RCONF663	780	M.1.b.
c. Secured by multifamily (5 or more) residential properties.....	RCONK111	0	RCONK112	0	RCONK113	0	M.1.c.
d. Secured by nonfarm nonresidential properties:							M.1.d.
1. Loans secured by owner-occupied nonfarm nonresidential properties.....	RCONK114	0	RCONK115	0	RCONK116	0	M1d1.
2. Loans secured by other nonfarm nonresidential properties.....	RCONK117	0	RCONK118	0	RCONK119	0	M1d2
e. Commercial and industrial loans.....	RCONK257	0	RCONK258	0	RCONK259	1,820	M.1.e.
<i>Memorandum items 1.e.(1) and (2) are to be completed by banks with \$300 million or more in total assets (sum of Memorandum items 1.e.(1) and (2) must equal Memorandum item 1.e):</i>							
1. To U.S. addressees (domicile) ¹	RCONK120	0	RCONK121	0	RCONK122	1,820	M1e1.
2. To non-U.S. addressees (domicile).....	RCONK123	0	RCONK124	0	RCONK125	0	M1e2
f. All other loans (include loans to individuals for household, family, and other personal expenditures).....	RCONK126	0	RCONK127	0	RCONK128	0	M.1.f.
<i>Itemize loan categories included in Memorandum item 1.f, above that exceed 10 percent of total loans restructured in troubled debt restructurings that are past due 30 days or more or in nonaccrual status (sum of Memorandum items 1.a through 1.e plus 1.f, columns A through C):</i>							
1. Loans secured by farmland.....	RCONK130	0	RCONK131	0	RCONK132	0	M1f1.
2. Not applicable							M1f2.
3. Not applicable							M1f3.
4. Loans to individuals for household, family, and other personal expenditures:							M1f4.
a. Credit cards.....	RCONK274	0	RCONK275	0	RCONK276	0	M1f4a
b. Automobile loans.....	RCONK277	0	RCONK278	0	RCONK279	0	M1f4b
c. Other (includes revolving credit plans other than credit cards and other consumer loans).....	RCONK280	0	RCONK281	0	RCONK282	0	M1f4c
5. Loans to finance agricultural production and other loans to farmers included in Schedule RC-N, Memorandum item 1.f, above ¹	RCONK138	0	RCONK139	0	RCONK140	0	M1f5.

1. The \$300 million asset-size test is based on the total assets reported on the June 30, 2018, Report of Condition.
 1. The \$300 million asset-size test and the 5 percent of total loans test are based on the total assets and total loans reported on the June 30, 2018, Report of Condition.

Dollar amounts in thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
g. Total loans restructured in troubled debt restructurings included in Schedule RC-N, items 1 through 7, above and not reported in Schedule RC-C, Part I, Memorandum item 1 (sum of items Memorandum item 1.a.(1) through Memorandum item 1.f). ²	RCONHK26	0	RCONHK27	0	RCONHK28	2,750	M.1.g.
2. Loans to finance commercial real estate, construction, and land development activities (not secured by real estate) included in Schedule RC-N, items 4 and 7, above.....	RCON6558	900	RCON6559	0	RCON6560	0	M.2.
3. Not available							M.3.
<i>Memorandum items 3.a through 3.d are to be completed by banks with \$300 million or more in total assets:</i>							
a. Loans secured by real estate to non-U.S. addressees (domicile) (included in Schedule RC-N, item 1, above) ¹	RCON1248	0	RCON1249	0	RCON1250	0	M.3.a.
b. Loans to and acceptances of foreign banks (included in Schedule RC-N, item 2, above).....	RCON5380	0	RCON5381	0	RCON5382	0	M.3.b.
c. Commercial and industrial loans to non-U.S. addressees (domicile) (included in Schedule RC-N, item 4, above).....	RCON1254	0	RCON1255	0	RCON1256	0	M.3.c.
d. Leases to individuals for household, family, and other personal expenditures (included in Schedule RC-N, item 8, above).....	RCONF166	0	RCONF167	0	RCONF168	0	M.3.d.
<i>Memorandum item 4 is to be completed by:</i> <i>* banks with \$300 million or more in total assets</i> <i>* banks with less than \$300 million in total assets that have loans to finance agricultural production and other loans to farmers (Schedule RC-C, Part I, item 3) exceeding 5 percent of total loans:</i>							
4. Loans to finance agricultural production and other loans to farmers (included in Schedule RC-N, item 7, above) ¹	RCON1594	0	RCON1597	0	RCON1583	0	M.4.
5. Loans and leases held for sale (included in Schedule RC-N, items 1 through 8, above).....	RCONC240	0	RCONC241	0	RCONC226	0	M.5.

Dollar amounts in thousands		
6. Not applicable		

Dollar amounts in thousands		
<i>Memorandum items 7, 8, 9.a, and 9.b are to be completed semiannually in the June and December reports only.</i>		
7. Additions to nonaccrual assets during the previous six months.....	RCONC410	NR
8. Nonaccrual assets sold during the previous six months.....	RCONC411	NR

Dollar amounts in thousands	(Column A) Past due 30 through 89 days and still accruing		(Column B) Past due 90 days or more and still accruing		(Column C) Nonaccrual		
9. Purchased credit-impaired loans accounted for in accordance with FASB ASC 310-30 (former AICPA Statement of Position 03-3). ²							M.9.
a. Outstanding balance.....	RCONL183	NR	RCONL184	NR	RCONL185	NR	M.9.a.
b. Amount included in Schedule RC-N, items 1 through 7, above.....	RCONL186	NR	RCONL187	NR	RCONL188	NR	M.9.b.

2. Exclude amounts reported in Memorandum items 1.f.(1) through 1.f.(5) when calculating the total in Memorandum item 1.g.
 1. The \$300 million asset-size test and the 5 percent of total loans test are based on the total assets and total loans reported on the June 30, 2018, Report of Condition.
 1. The \$300 million asset-size test and the 5 percent of total loans test are based on the total assets and total loans reported on the June 30, 2018, Report of Condition.
 2. Memorandum items 9.a and 9.b should be completed only by institutions that have not yet adopted ASU 2016-13.

Schedule RC-O - Other Data for Deposit Insurance and FICO Assessments(Form Type - 041)

All FDIC-insured depository institutions must complete items 1 and 2, 4 through 9,10, and 11, Memorandum item 1, and, if applicable, item 9.a, Memorandum items 2, 3, and 6 through 18 each quarter. Unless otherwise indicated, complete items 1 through 11 and Memorandum items 1 through 3 on an "unconsolidated single FDIC certificate number basis" (see instructions) and complete Memorandum items 6 through 18 on a fully consolidated basis.

Dollar amounts in thousands

1. Total deposit liabilities before exclusions (gross) as defined in Section 3(l) of the Federal Deposit Insurance Act and FDIC regulations.....	RCONF236	8,228,585	1.
2. Total allowable exclusions, including interest accrued and unpaid on allowable exclusions.....	RCONF237	0	2.
3. Not applicable			3.
4. Average consolidated total assets for the calendar quarter.....	RCONK652	9,097,281	4.
a. Averaging method used (for daily averaging, enter 1; for weekly averaging, enter 2).....	RCONK653	1	4.a.
5. Average tangible equity for the calendar quarter ¹	RCONK654	939,232	5.
6. Holdings of long-term unsecured debt issued by other FDIC-insured depository institutions.....	RCONK655	0	6.
7. Unsecured "Other borrowings" with a remaining maturity of (sum of items 7.a through 7.d must be less than or equal to Schedule RC-M, items 5.b.(1)(a)-(d) minus item 10.b):			7.
a. One year or less.....	RCONG465	0	7.a.
b. Over one year through three years.....	RCONG466	0	7.b.
c. Over three years through five years.....	RCONG467	0	7.c.
d. Over five years.....	RCONG468	0	7.d.
8. Subordinated notes and debentures with a remaining maturity of (sum of items 8.a through 8.d must equal Schedule RC, item 19):			8.
a. One year or less.....	RCONG469	0	8.a.
b. Over one year through three years.....	RCONG470	0	8.b.
c. Over three years through five years.....	RCONG471	0	8.c.
d. Over five years.....	RCONG472	0	8.d.
9. Brokered reciprocal deposits (included in Schedule RC-E, Memorandum item 1.b).....	RCONG803	0	9.
<i>Item 9.a is to be completed on a fully consolidated basis by all institutions that own another insured depository institution.</i>			
a. Fully consolidated brokered reciprocal deposits.....	RCONL190	NR	9.a.
10. Banker's bank certification: Does the reporting institution meet both the statutory definition of a banker's bank and the business conduct test set forth in FDIC regulations? If the answer to item 10 is "YES," complete items 10.a and 10.b.....	RCONK656	No	10.
<i>If the answer to item 10 is "YES," complete items 10.a and 10.b.</i>			
a. Banker's bank deduction.....	RCONK657	NR	10.a.
b. Banker's bank deduction limit.....	RCONK658	NR	10.b.
11. Custodial bank certification: Does the reporting institution meet the definition of a custodial bank set forth in FDIC regulations? If the answer to item 11 is "YES," complete items 11.a and 11.b.....	RCONK659	No	11.
<i>If the answer to item 11 is "YES," complete items 11.a and 11.b.</i>			
a. Custodial bank deduction.....	RCONK660	NR	11.a.
b. Custodial bank deduction limit.....	RCONK661	NR	11.b.
1. Total deposit liabilities of the bank (including related interest accrued and unpaid) less allowable exclusions (including related interest accrued and unpaid) (sum of Memorandum items 1.a.(1), 1.b.(1), 1.c.(1), and 1.d.(1) must equal Schedule RC-O, item 1 less item 2):			M.1.
a. Deposit accounts (excluding retirement accounts) of \$250,000 or less: ¹			M.1.a.
1. Amount of deposit accounts (excluding retirement accounts) of \$250,000 or less.....	RCONF049	2,579,161	M.1.a.1.
2. Number of deposit accounts (excluding retirement accounts) of \$250,000 or less.....	RCONF050	93107	M.1.a.2.
b. Deposit accounts (excluding retirement accounts) of more than \$250,000: ¹			M.1.b.
1. Amount of deposit accounts (excluding retirement accounts) of more than \$250,000.....	RCONF051	5,481,973	M.1.b.1.
2. Number of deposit accounts (excluding retirement accounts) of more than \$250,000.....	RCONF052	3926	M.1.b.2.
c. Retirement deposit accounts of \$250,000 or less: ¹			M.1.c.
1. Amount of retirement deposit accounts of \$250,000 or less.....	RCONF045	157,615	M.1.c.1.
2. Number of retirement deposit accounts of \$250,000 or less.....	RCONF046	2480	M.1.c.2.
d. Retirement deposit accounts of more than \$250,000: ¹			M.1.d.

1. See instructions for averaging methods. For deposit insurance assessment purposes, tangible equity is defined as Tier 1 capital as set forth in the banking agencies' regulatory capital standards and reported in Schedule RC-R, Part I, item 26, except as described in the instructions.
 1. The dollar amounts used as the basis for reporting in Memorandum items 1.a through 1.d reflect the deposit insurance limits in effect on the report date.

Dollar amounts in thousands

1. Amount of retirement deposit accounts of more than \$250,000.....	RCONF047	9,836	M.1.d.1.
2. Number of retirement deposit accounts of more than \$250,000.....	RCONF048	24	M.1.d.2.
<i>Memorandum item 2 is to be completed by banks with \$1 billion or more in total assets.</i>			
2. Estimated amount of uninsured deposits, including related interest accrued and unpaid (see instructions) ³	RCON5597	4,416,798	M.2.
3. Has the reporting institution been consolidated with a parent bank or savings association in that parent bank's or parent savings association's Call Report? If so, report the legal title and FDIC Certificate Number of the parent bank or parent savings association:			M.3.
a. Legal title.....	TEXTA545	NR	M.3.a.
b. FDIC Certificate Number.....	RCONA545	0	M.3.b.
4. Not applicable			M.4.
<i>Memorandum items 5 through 12 are to be completed by "large institutions" and "highly complex institutions" as defined in FDIC regulations.</i>			
5. Applicable portion of the CECL transitional amount or modified CECL transitional amount that has been added to retained earnings for regulatory capital purposes as of the current report date and is attributable to loans and leases held for investment.....	RCONMW53	NR	M.5.
6. Criticized and classified items:			M.6.
a. Special mention.....	RCONK663	CONF	M.6.a.
b. Substandard.....	RCONK664	CONF	M.6.b.
c. Doubtful.....	RCONK665	CONF	M.6.c.
d. Loss.....	RCONK666	CONF	M.6.d.
7. "Nontraditional 1-4 family residential mortgage loans" as defined for assessment purposes only in FDIC regulations:			M.7.
a. Nontraditional 1-4 family residential mortgage loans.....	RCONN025	CONF	M.7.a.
b. Securitizations of nontraditional 1-4 family residential mortgage loans.....	RCONN026	CONF	M.7.b.
8. "Higher-risk consumer loans" as defined for assessment purposes only in FDIC regulations:			M.8.
a. Higher-risk consumer loans.....	RCONN027	CONF	M.8.a.
b. Securitizations of higher-risk consumer loans.....	RCONN028	CONF	M.8.b.
9. "Higher-risk commercial and industrial loans and securities" as defined for assessment purposes only in FDIC regulations:			M.9.
a. Higher-risk commercial and industrial loans and securities.....	RCONN029	CONF	M.9.a.
b. Securitizations of higher-risk commercial and industrial loans and securities.....	RCONN030	CONF	M.9.b.
10. Commitments to fund construction, land development, and other land loans secured by real estate:			M.10.
a. Total unfunded commitments.....	RCONK676	NR	M.10.a.
b. Portion of unfunded commitments guaranteed or insured by the U.S. government (including the FDIC).....	RCONK677	NR	M.10.b.
11. Amount of other real estate owned recoverable from the U.S. government under guarantee or insurance provisions (excluding FDIC loss-sharing agreements).....	RCONK669	NR	M.11.
12. Nonbrokered time deposits of more than \$250,000 (included in Schedule RC-E, Memorandum item 2.d).....	RCONK678	NR	M.12.
<i>Memorandum item 13.a is to be completed by "large institutions" and "highly complex institutions" as defined in FDIC regulations. Memorandum items 13.b through 13.h are to be completed by "large institutions" only.</i>			
13. Portion of funded loans and securities guaranteed or insured by the U.S. government (including FDIC loss-sharing agreements):			M.13.
a. Construction, land development, and other land loans secured by real estate.....	RCONN177	NR	M.13.a.
b. Loans secured by multifamily residential and nonfarm nonresidential properties.....	RCONN178	NR	M.13.b.
c. Closed-end loans secured by first liens on 1-4 family residential properties.....	RCONN179	NR	M.13.c.
d. Closed-end loans secured by junior liens on 1-4 family residential properties and revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....	RCONN180	NR	M.13.d.
e. Commercial and industrial loans.....	RCONN181	NR	M.13.e.
f. Credit card loans to individuals for household, family, and other personal expenditures.....	RCONN182	NR	M.13.f.
g. All other loans to individuals for household, family, and other personal expenditures.....	RCONN183	NR	M.13.g.
h. Non-agency residential mortgage-backed securities.....	RCONM963	NR	M.13.h.
<i>Memorandum items 14 and 15 are to be completed by "highly complex institutions" as defined in FDIC regulations.</i>			
14. Amount of the institution's largest counterparty exposure.....	RCONK673	CONF	M.14.
15. Total amount of the institution's 20 largest counterparty exposures.....	RCONK674	CONF	M.15.
<i>Memorandum item 16 is to be completed by "large institutions" and "highly complex institutions" as defined in FDIC regulations.</i>			
16. Portion of loans restructured in troubled debt restructurings that are in compliance with their modified terms and are guaranteed or insured by the U.S. government (including the FDIC) (included in Schedule RC-C, part I, Memorandum item 1).....	RCONL189	NR	M.16.

3. Uninsured deposits should be estimated based on the deposit insurance limits set forth in Memorandum items 1.a through 1.d.

Dollar amounts in thousands

Memorandum item 17 is to be completed on a fully consolidated basis by those "large institutions" and "highly complex institutions" as defined in FDIC regulations that own another insured depository institution.

17. Selected fully consolidated data for deposit insurance assessment purposes:

			M.17.
a. Total deposit liabilities before exclusions (gross) as defined in Section 3(l) of the Federal Deposit Insurance Act and FDIC regulations.....	RCONL194	NR	M.17.a.
b. Total allowable exclusions, including interest accrued and unpaid on allowable exclusions.....	RCONL195	NR	M.17.b.
c. Unsecured "Other borrowings" with a remaining maturity of one year or less.....	RCONL196	NR	M.17.c.
d. Estimated amount of uninsured deposits, including related interest accrued and unpaid.....	RCONL197	NR	M.17.d.

	(Column A) Two-Year Probability of Default (PD) <= 1%	(Column B) Two-Year Probability of Default (PD) 1.01-4%	(Column C) Two-Year Probability of Default (PD) 4.01-7%	(Column D) Two-Year Probability of Default (PD) 7.01-10%	(Column E) Two-Year Probability of Default (PD) 10.01-14%	(Column F) Two-Year Probability of Default (PD) 14.01-16%	(Column G) Two-Year Probability of Default (PD) 16.01-18%	(Column H) Two-Year Probability of Default (PD) 18.01-20%	(Column I) Two-Year Probability of Default (PD) 20.01-22%	(Column J) Two-Year Probability of Default (PD) 22.01-26%	(Column K) Two-Year Probability of Default (PD) 26.01-30%	(Column L) Two-Year Probability of Default (PD) > 30%	(Column M) Two-Year Probability of Default (PD) Unscoreable	(Column N) Two-Year Probability of Default (PD) Total	(Column O) PDs Were Derived Using	
Dollar amounts in thousands																
18. Outstanding balance of 1-4 family residential mortgage loans, consumer loans, and consumer leases by two-year probability of default:															M18	
a. "Nontraditional 1-4 family residential mortgage loans" as defined for assessment purposes only in FDIC regulations.....	RCONM964 CONF	RCONM965 CONF	RCONM966 CONF	RCONM967 CONF	RCONM968 CONF	RCONM969 CONF	RCONM970 CONF	RCONM971 CONF	RCONM972 CONF	RCONM973 CONF	RCONM974 CONF	RCONM975 CONF	RCONM976 CONF	RCONM977 CONF	RCONM978 CONF	M18a
b. Closed-end loans secured by first liens on 1-4 family residential properties.....	RCONN979 CONF	RCONN980 CONF	RCONN981 CONF	RCONN982 CONF	RCONN983 CONF	RCONN984 CONF	RCONN985 CONF	RCONN986 CONF	RCONN987 CONF	RCONN988 CONF	RCONN989 CONF	RCONN990 CONF	RCONN991 CONF	RCONN992 CONF	RCONN993 CONF	M18b
c. Closed-end loans secured by junior liens on 1-4 family residential properties.....	RCONN994 CONF	RCONN995 CONF	RCONN996 CONF	RCONN997 CONF	RCONN998 CONF	RCONN999 CONF	RCONN001 CONF	RCONN002 CONF	RCONN003 CONF	RCONN004 CONF	RCONN005 CONF	RCONN006 CONF	RCONN007 CONF	RCONN008 CONF	RCONN009 CONF	M18c
d. Revolving, open-end loans secured by 1-4 family residential properties and extended under lines of credit.....	RCONN010 CONF	RCONN011 CONF	RCONN012 CONF	RCONN013 CONF	RCONN014 CONF	RCONN015 CONF	RCONN016 CONF	RCONN017 CONF	RCONN018 CONF	RCONN019 CONF	RCONN020 CONF	RCONN021 CONF	RCONN022 CONF	RCONN023 CONF	RCONN024 CONF	M18d
e. Credit cards.....	RCONN040 CONF	RCONN041 CONF	RCONN042 CONF	RCONN043 CONF	RCONN044 CONF	RCONN045 CONF	RCONN046 CONF	RCONN047 CONF	RCONN048 CONF	RCONN049 CONF	RCONN050 CONF	RCONN051 CONF	RCONN052 CONF	RCONN053 CONF	RCONN054 CONF	M18e
f. Automobile loans.....	RCONN055 CONF	RCONN056 CONF	RCONN057 CONF	RCONN058 CONF	RCONN059 CONF	RCONN060 CONF	RCONN061 CONF	RCONN062 CONF	RCONN063 CONF	RCONN064 CONF	RCONN065 CONF	RCONN066 CONF	RCONN067 CONF	RCONN068 CONF	RCONN069 CONF	M18f
g. Student loans.....	RCONN070 CONF	RCONN071 CONF	RCONN072 CONF	RCONN073 CONF	RCONN074 CONF	RCONN075 CONF	RCONN076 CONF	RCONN077 CONF	RCONN078 CONF	RCONN079 CONF	RCONN080 CONF	RCONN081 CONF	RCONN082 CONF	RCONN083 CONF	RCONN084 CONF	M18g
h. Other consumer loans and revolving credit plans other than credit cards.....	RCONN085 CONF	RCONN086 CONF	RCONN087 CONF	RCONN088 CONF	RCONN089 CONF	RCONN090 CONF	RCONN091 CONF	RCONN092 CONF	RCONN093 CONF	RCONN094 CONF	RCONN095 CONF	RCONN096 CONF	RCONN097 CONF	RCONN098 CONF	RCONN099 CONF	M18h
i. Consumer leases.....	RCONN100 CONF	RCONN101 CONF	RCONN102 CONF	RCONN103 CONF	RCONN104 CONF	RCONN105 CONF	RCONN106 CONF	RCONN107 CONF	RCONN108 CONF	RCONN109 CONF	RCONN110 CONF	RCONN111 CONF	RCONN112 CONF	RCONN113 CONF	RCONN114 CONF	M18i
j. Total.....	RCONN115 CONF	RCONN116 CONF	RCONN117 CONF	RCONN118 CONF	RCONN119 CONF	RCONN120 CONF	RCONN121 CONF	RCONN122 CONF	RCONN123 CONF	RCONN124 CONF	RCONN125 CONF	RCONN126 CONF	RCONN127 CONF	RCONN128 CONF		M18j

Schedule RC-P - 1-4 Family Residential Mortgage Banking Activities(Form Type - 041)

Schedule RC-P is to be completed by banks at which either 1-4 family residential mortgage loan originations and purchases for resale from all sources, loan sales, or quarter-end loans held for sale or trading exceed \$10 million for two consecutive quarters.

Dollar amounts in thousands

1. Retail originations during the quarter of 1-4 family residential mortgage loans for sale ¹	RCONHT81	NR	1.
2. Wholesale originations and purchases during the quarter of 1-4 family residential mortgage loans for sale ²	RCONHT82	NR	2.
3. 1-4 family residential mortgage loans sold during the quarter.....	RCONFT04	NR	3.
4. 1-4 family residential mortgage loans held for sale or trading at quarter-end (included in Schedule RC, items 4.a and 5).....	RCONFT05	NR	4.
5. Noninterest income for the quarter from the sale, securitization, and servicing of 1-4 family residential mortgage loans (included in Schedule RI, items 5.c, 5.f, 5.g, and 5.i).....	RIADHT85	NR	5.
6. Repurchases and indemnifications of 1-4 family residential mortgage loans during the quarter.....	RCONHT86	NR	6.
7. Representation and warranty reserves for 1-4 family residential mortgage loans sold:			7.
a. For representations and warranties made to U.S. government agencies and government-sponsored agencies..	RCONL191	CONF	7.a.
b. For representations and warranties made to other parties.....	RCONL192	CONF	7.b.
c. Total representation and warranty reserves (sum of items 7.a and 7.b).....	RCONM288	NR	7.c.

Schedule RC-Q - Assets and Liabilities Measured at Fair Value on a Recurring Basis(Form Type - 041)

Schedule RC-Q is to be completed by banks that:

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

Dollar amounts in thousands

	(Column A) Total Fair Value Reported on Schedule RC	(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	
1. Available-for-sale debt securities and equity securities with readily determinable fair values not held for trading ¹	RCONJA36 329,663	RCONG474 0	RCONG475 33,004	RCONG476 289,061	RCONG477 7,598	1.
2. Not applicable						2.
3. Loans and leases held for sale.....	RCONG483 0	RCONG484 0	RCONG485 0	RCONG486 0	RCONG487 0	3.
4. Loans and leases held for investment.....	RCONG488 0	RCONG489 0	RCONG490 0	RCONG491 0	RCONG492 0	4.
5. Trading assets:						5.
a. Derivative assets.....	RCON3543 89,478	RCONG493 0	RCONG494 0	RCONG495 89,478	RCONG496 0	5.a.
b. Other trading assets.....	RCONG497 179	RCONG498 0	RCONG499 0	RCONG500 179	RCONG501 0	5.b.
1. Nontrading securities at fair value with changes in fair value reported in current earnings (included in Schedule RC-Q, item 5.b, above).....	RCONF240 0	RCONF684 0	RCONF692 0	RCONF241 0	RCONF242 0	5.b.1.
6. All other assets.....	RCONG391 29,461	RCONG392 0	RCONG395 0	RCONG396 29,461	RCONG804 0	6.
7. Total assets measured at fair value on a recurring basis (sum of items 1 through 5.b plus item 6).....	RCONG502 448,781	RCONG503 0	RCONG504 33,004	RCONG505 408,179	RCONG506 7,598	7.
8. Deposits.....	RCONF252 0	RCONF686 0	RCONF694 0	RCONF253 0	RCONF254 0	8.
9. Not applicable						9.
10. Trading liabilities:						10.
a. Derivative liabilities.....	RCON3547 91,389	RCONG512 0	RCONG513 0	RCONG514 91,389	RCONG515 0	10.a.
b. Other trading liabilities.....	RCONG516 0	RCONG517 0	RCONG518 0	RCONG519 0	RCONG520 0	10.b.
11. Not applicable						11.
12. Not applicable						12.

1. Exclude originations and purchases of 1-4 family residential mortgage loans that are held for investment.
 2. Exclude originations and purchases of 1-4 family residential mortgage loans that are held for investment.
 1. The amount reported in item 1, column A, must equal the sum of Schedule RC, items 2.b and 2.c.

Dollar amounts in thousands						
	(Column A) Total Fair Value Reported on Schedule RC	(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	
13. All other liabilities.....	RCONG805 26,330	RCONG806 0	RCONG807 0	RCONG808 26,330	RCONG809 0	13.
14. Total liabilities measured at fair value on a recurring basis (sum of items 8 through 13).....	RCONG531 117,719	RCONG532 0	RCONG533 0	RCONG534 117,719	RCONG535 0	14.
1. All other assets (itemize and describe amounts included in Schedule RC-Q, item 6, that are greater than \$100,000 and exceed 25% of item 6):						M.1.
a. Mortgage servicing assets.....	RCONG536 NR	RCONG537 NR	RCONG538 NR	RCONG539 NR	RCONG540 NR	M.1.a.
b. Nontrading derivative assets.....	RCONG541 16,074	RCONG542 NR	RCONG543 NR	RCONG544 16,074	RCONG545 NR	M.1.b.

Dollar amounts in thousands		
c. Disclose component and the dollar amount of that component:		M.1.c.
1. Describe component.....	TEXTG546	M.1.c.1.

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(TEXTG546) Nonqualified Deferred Compensation Assets

	(Column A) Total Fair Value Reported on Schedule RC	(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	
Dollar amounts in thousands						
2. Amount of component.....	RCONG546 13,387	RCONG547 NR	RCONG548 NR	RCONG549 13,387	RCONG550 NR	M.1.c.2.

Dollar amounts in thousands		
d. Disclose component and the dollar amount of that component:		
1. Describe component.....	TEXTG551	NR

	(Column A) Total Fair Value Reported on Schedule RC	(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	
Dollar amounts in thousands						
2. Amount of component.....	RCONG551 NR	RCONG552 NR	RCONG553 NR	RCONG554 NR	RCONG555 NR	M.1.d.2.

Dollar amounts in thousands		
e. Disclose component and the dollar amount of that component:		
1. Describe component.....	TEXTG556	NR

	(Column A) Total Fair Value Reported on Schedule RC	(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	
Dollar amounts in thousands						
2. Amount of component.....	RCONG556 NR	RCONG557 NR	RCONG558 NR	RCONG559 NR	RCONG560 NR	M.1.e.2.

Dollar amounts in thousands		
f. Disclose component and the dollar amount of that component:		
1. Describe component.....	TEXTG561	NR

	(Column A) Total Fair Value Reported on Schedule RC	(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	
Dollar amounts in thousands						
2. Amount of component.....	RCONG561 NR	RCONG562 NR	RCONG563 NR	RCONG564 NR	RCONG565 NR	M.1.f.2.
2. All other liabilities (itemize and describe amounts included in Schedule RC-Q, item 13, that are greater than \$100,000 and exceed 25% of item 13):						M.2.
a. Loan commitments (not accounted for as derivatives).....	RCONF261 NR	RCONF689 NR	RCONF697 NR	RCONF262 NR	RCONF263 NR	M.2.a.
b. Nontrading derivative liabilities.....	RCONG566 26,330	RCONG567 NR	RCONG568 NR	RCONG569 26,330	RCONG570 NR	M.2.b.

Dollar amounts in thousands		
c. Disclose component and the dollar amount of that component:		
1. Describe component.....	TEXTG571	NR

Dollar amounts in thousands		(Column A) Total Fair Value Reported on Schedule RC	(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
2. Amount of component.....		RCONG571 NR	RCONG572 NR	RCONG573 NR	RCONG574 NR	RCONG575 NR

M.2.c.2.

Dollar amounts in thousands			
d. Disclose component and the dollar amount of that component:			
1. Describe component.....		TEXTG576	NR

M.2.d.

M.2.d.1.

Dollar amounts in thousands		(Column A) Total Fair Value Reported on Schedule RC	(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
2. Amount of component.....		RCONG576 NR	RCONG577 NR	RCONG578 NR	RCONG579 NR	RCONG580 NR

M.2.d.2.

Dollar amounts in thousands			
e. Disclose component and the dollar amount of that component:			
1. Describe component.....		TEXTG581	NR

M.2.e.

M.2.e.1.

Dollar amounts in thousands		(Column A) Total Fair Value Reported on Schedule RC	(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
2. Amount of component.....		RCONG581 NR	RCONG582 NR	RCONG583 NR	RCONG584 NR	RCONG585 NR

M.2.e.2.

Dollar amounts in thousands			
f. Disclose component and the dollar amount of that component:			
1. Describe component.....		TEXTG586	NR

M.2.f.

M.2.f.1.

Dollar amounts in thousands		(Column A) Total Fair Value Reported on Schedule RC	(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
2. Amount of component.....		RCONG586 NR	RCONG587 NR	RCONG588 NR	RCONG589 NR	RCONG590 NR

M.2.f.2.

Dollar amounts in thousands

3. Loans measured at fair value (included in Schedule RC-C, Part I, items 1 through 9):			M.3.
a. Loans secured by real estate:			M.3.a.
1. Secured by 1-4 family residential properties.....	RCONHT87	0	M.3.a.1.
2. All other loans secured by real estate.....	RCONHT88	0	M.3.a.2.
b. Commercial and industrial loans.....	RCONF585	0	M.3.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....	RCONHT89	0	M.3.c.
d. Other loans.....	RCONF589	0	M.3.d.
4. Unpaid principal balance of loans measured at fair value (reported in Schedule RC-Q, Memorandum item 3):			M.4.
a. Loans secured by real estate:			M.4.a.
1. Secured by 1-4 family residential properties.....	RCONHT91	0	M.4.a.1.
2. All other loans secured by real estate.....	RCONHT92	0	M.4.a.2.
b. Commercial and industrial loans.....	RCONF597	0	M.4.b.
c. Loans to individuals for household, family, and other personal expenditures (i.e., consumer loans) (includes purchased paper).....	RCONHT93	0	M.4.c.
d. Other loans.....	RCONF601	0	M.4.d.

Schedule RC-R Part I - Regulatory Capital Components and Ratios(Form Type - 041)

Part I is to be completed on a consolidated basis.

Dollar amounts in thousands

1. Common stock plus related surplus, net of treasury stock and unearned employee stock ownership plan (ESOP) shares.....	RCOAP742	384,068	1.
2. Retained earnings ¹	RCOAKW00	633,273	2.
<i>To be completed only by institutions that have adopted ASU 2016-13:</i>			
a. Does your institution have a CECL transition election in effect as of the quarter-end report date? (enter "0" for No; enter "1" for Yes with a 3-year CECL transition election; enter "2" for Yes with a 5-year 2020 CECL transition election.).....	RCOAJJ29	2	2.a.
3. Accumulated other comprehensive income (AOCI).....	RCOAB530	-43,450	3.
a. AOCI opt-out election (enter "1" for Yes; enter "0" for No.).....	RCOAP838	1	3.a.
4. Common equity tier 1 minority interest includable in common equity tier 1 capital.....	RCOAP839	0	4.
5. Common equity tier 1 capital before adjustments and deductions (sum of items 1 through 4).....	RCOAP840	973,891	5.
6. LESS: Goodwill net of associated deferred tax liabilities (DTLs).....	RCOAP841	55,570	6.
7. LESS: Intangible assets (other than goodwill and mortgage servicing assets (MSAs)), net of associated DTLs.....	RCOAP842	2,913	7.
8. LESS: Deferred tax assets (DTAs) that arise from net operating loss and tax credit carryforwards, net of any related valuation allowances and net of DTLs.....	RCOAP843	0	8.
9. AOCI-related adjustments (items 9.a through 9.e are effective January 1, 2015) (if entered "1" for Yes in item 3.a, complete only items 9.a through 9.e; if entered "0" for No in item 3.a, complete only item 9.f):			9.
a. LESS: Net unrealized gains (losses) on available-for-sale debt securities (if a gain, report as a positive value; if a loss, report as a negative value).....	RCOAP844	-41,645	9.a.
b. Not applicable.			9.b.
c. LESS: Accumulated net gains (losses) on cash flow hedges (if a gain, report as a positive value; if a loss, report as a negative value).....	RCOAP846	-1,681	9.c.
d. LESS: Amounts recorded in AOCI attributed to defined benefit postretirement plans resulting from the initial and subsequent application of the relevant GAAP standards that pertain to such plans (if a gain, report as a positive value; if a loss, report as a negative value).....	RCOAP847	0	9.d.
e. LESS: Net unrealized gains (losses) on held-to-maturity securities that are included in AOCI (if a gain, report as a positive value; if a loss, report as a negative value).....	RCOAP848	15	9.e.
f. LESS: Accumulated net gain (loss) on cash flow hedges included in AOCI, net of applicable income taxes, that relate to the hedging of items that are not recognized at fair value on the balance sheet (if a gain, report as a positive value; if a loss, report as a negative value) (To be completed only by institutions that entered "0" for No in item 3.a.).....	RCOAP849	NR	9.f.
10. Other deductions from (additions to) common equity tier 1 capital before threshold-based deductions:			10.
a. LESS: Unrealized net gain (loss) related to changes in the fair value of liabilities that are due to changes in own credit risk (if a gain, report as a positive value; if a loss, report as a negative value).....	RCOAP850	0	10.a.
b. LESS: All other deductions from (additions to) common equity tier 1 capital before threshold-based deductions.	RCOAP850	0	10.b.
11. Not applicable			11.
12. Subtotal (item 5 minus items 6 through 10.b.).....	RCOAP852	958,719	12.
13. LESS: Investments in the capital of unconsolidated financial institutions, net of associated DTLs, that exceed 25 percent of item 12.....	RCOALB58	0	13.
14. LESS: MSAs, net of associated DTLs, that exceed 25 percent of item 12.....	RCOALB59	0	14.
15. LESS: DTAs arising from temporary differences that could not be realized through net operating loss carrybacks, net of related valuation allowances and net of DTLs, that exceed 25 percent of item 12.....	RCOALB60	0	15.
16. Not applicable			16.
17. LESS: Deductions applied to common equity tier 1 capital due to insufficient amounts of additional tier 1 capital and tier 2 capital to cover deductions ¹	RCOAP857	0	17.
18. Total adjustments and deductions for common equity tier 1 capital (sum of items 13 through 17).....	RCOAP858	0	18.
19. Common equity tier 1 capital (item 12 minus item 18).....	RCOAP859	958,719	19.
20. Additional tier 1 capital instruments plus related surplus.....	RCOAP860	0	20.
21. Non-qualifying capital instruments subject to phase out from additional tier 1 capital	RCOAP861	0	21.
22. Tier 1 minority interest not included in common equity tier 1 capital.....	RCOAP862	0	22.
23. Additional tier 1 capital before deductions (sum of items 20, 21, and 22).....	RCOAP863	0	23.
24. LESS: Additional tier 1 capital deductions.....	RCOAP864	0	24.
25. Additional tier 1 capital (greater of item 23 minus item 24, or zero).....	RCOAP865	0	25.

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

1. An institution that has a CBLR framework election in effect as of the quarter-end report date is neither required to calculate tier 2 capital nor make any deductions that would have been taken from tier 2 capital as of the report date.

Dollar amounts in thousands

26. Tier 1 capital (sum of items 19 and 25).....	RCOA8274	958,719	26.
27. Average total consolidated assets ²	RCOAKW03	9,109,228	27.
28. LESS: Deductions from common equity tier 1 capital and additional tier 1 capital (sum of items 6, 7, 8, 10.b, 13 through 15, 17, and certain elements of item 24 - see instructions).....	RCOAP875	58,483	28.
29. LESS: Other deductions from (additions to) assets for leverage ratio purposes.....	RCOAB596	0	29.
30. Total assets for the leverage ratio (item 27 minus items 28 and 29).....	RCOAA224	9,050,745	30.
31. Leverage ratio (item 26 divided by 30).....	RCOA7204	10.5927%	31.
a. Does your institution have a community bank leverage ratio (CBLR) framework election in effect as of the quarter-end report date? (enter "1" for Yes; enter "0" for No).....	RCOALE74	0	31.a.

2. Institutions that have adopted ASU 2016-13 and have elected to apply the 3-year or the 5-year 2020 CECL transition provision should include the applicable portion of the CECL transitional amount or the modified CECL transitional amount, respectively, in item 27.

Dollar amounts in thousands

Item 31.b is to be completed only by non-advanced approaches institutions that elect to use the Standardized Approach for Counterparty Credit Risk (SA-CCR) for purposes of the standardized approach and supplementary leverage ratio.

b. Standardized Approach for Counterparty Credit Risk opt-in election (enter "1" for Yes; leave blank for No.)¹.....

RCOANC99	NR	31.b.
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Dollar amounts in thousands

	(Column A) Amount		(Column B) Percentage		
32. Total assets (Schedule RC, item 12); (must be less than \$10 billion).....	RCOA2170	NR			32.
33. Trading assets and trading liabilities (Schedule RC, sum of items 5 and 15). Report as a dollar amount in Column A and as a percentage of total assets (5% limit) in Column B.....	RCOAKX77	NR	RCOAKX78	NR	33.
34. Off-balance sheet exposures:					34.
a. Unused portion of conditionally cancellable commitments.....	RCOAKX79	NR			34.a.
b. Securities lent and borrowed (Schedule RC-L, sum of items 6.a and 6.b).....	RCOAKX80	NR			34.b.
c. Other off-balance sheet exposures.....	RCOAKX81	NR			34.c.
d. Total off-balance sheet exposures (sum of items 34.a through 34.c). Report as a dollar amount in Column A and as a percentage of total assets (25% limit) in Column B.....	RCOAKX82	NR	RCOAKX83	NR	34.d.

Dollar amounts in thousands

35. Unconditionally cancellable commitments.....	RCOAS540	NR			35.
36. Investments in the tier 2 capital of unconsolidated financial institutions.....	RCOALB61	NR			36.
37. Allocated transfer risk reserve.....	RCOA3128	NR			37.
38. Amount of allowances for credit losses on purchased credit-deteriorated assets: ¹					38.
a. Loans and leases held for investment.....	RCOAJJ30	NR			38.a.
b. Held-to-maturity debt securities.....	RCOAJJ31	NR			38.b.
c. Other financial assets measured at amortized cost.....	RCOAJJ32	NR			38.c.
39. Tier 2 capital instruments plus related surplus.....	RCOAP866	0			39.
40. Non-qualifying capital instruments subject to phase-out from tier 2 capital.....	RCOAP867	0			40.
41. Total capital minority interest that is not included in tier 1 capital.....	RCOAP868	0			41.
42. Allowance for loan and lease losses includable in tier 2 capital ²	RCOA5310	62,902			42.
43. Not applicable.					43.
44. Tier 2 capital before deductions (sum of items 39 through 42).....	RCOAP870	62,902			44.
45. LESS: Tier 2 capital deductions.....	RCOAP872	0			45.
46. Tier 2 capital (greater of item 44 minus item 45, or zero).....	RCOA5311	62,902			46.
47. Total capital (sum of items 26 and 46).....	RCOA3792	1,021,621			47.
48. Total risk-weighted assets (from Schedule RC-R, Part II, item 31).....	RCOAA223	8,758,694			48.

Dollar amounts in thousands

49. Common equity tier 1 capital ratio (item 19 divided by item 48).....	RCOAP793	10.9459%			49.
50. Tier 1 capital ratio (item 26 divided by item 48).....	RCOA7206	10.9459%			50.
51. Total capital ratio (item 47 divided by item 48).....	RCOA7205	11.6641%			51.

Dollar amounts in thousands

52. Institution-specific capital buffer necessary to avoid limitations on distributions and discretionary bonus payments:					52.
a. Capital conservation buffer.....	RCOAH311	3.6641%			52.a.
b. Institutions subject to Category III capital requirements only: Total applicable capital buffer.....	RCOWH312	NR			52.b.
53. Eligible retained income ³	RCOAH313	NR			53.
54. Distributions and discretionary bonus payments during the quarter ⁴	RCOAH314	NR			54.
55. Institutions subject to Category III capital standards only: Supplementary leverage ratio information:					55.
a. Total leverage exposure ⁵	RCOAH015	NR			55.a.
b. Supplementary leverage ratio.....	RCOAH036	NR			55.b.

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1. For the December 31, 2021, report date only, advanced approaches institutions that adopt SA-CCR prior to the mandatory compliance date should enter "1" in item 31.b.
 1. Items 38.a through 38.c should be completed only by institutions that have adopted ASU 2016-13.
 2. Institutions that have adopted ASU 2016-13 should report the adjusted allowances for credit losses (AACL), as defined in the regulatory capital rule, in item 30.a.
 3. Non-advanced approaches institutions other than Category III institutions must complete item 53 only if the amount reported in item 52.a above is less than or equal to 2.5000 percent. Category III institutions must complete item 53 only if the amount reported in item 52.a above is less than or equal to the amount reported in item 52.b above.
 4. Non-advanced approaches institutions other than Category III institutions must complete item 54 only if the amount reported in Schedule RC-R, Part I, item 52.a, in the Call Report for the previous calendar quarter-end report date was less than or equal to 2.5000 percent. Category III institutions must complete item 54 only if the amount reported in Schedule RC-R, Part I, item 52.a, in the Call Report for the previous calendar quarter-end report date was less than or equal to the amount reported in Schedule
 5. Institutions that have adopted ASU 2016-13 and have elected to apply the 3-year or the 5-year 2020 CECL transition provision should include the applicable portion of the CECL transitional amount or the modified CECL transitional amount, respectively, in item 55.a.

Schedule RC-R Part II - Risk-Weighted Assets(Form Type - 041)

Institutions are required to assign a 100 percent risk weight to all assets not specifically assigned a risk weight under Subpart D of the federal banking agencies' regulatory capital rules and not deducted from tier 1 or tier 2 capital.

	(Column A) Totals from Schedule RC	(Column B) Adjustments to Totals Reported in Column A	(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20%	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100%	(Column J) Allocation by Risk-Weight Category 150%	
Dollar amounts in thousands											
1. Cash and balances due from depository institutions.....	RCOND957 904,660	RCONS396 0	RCOND958 862,086				RCOND959 42,574	RCONS397 0	RCOND960 0	RCONS398 0	1.
2. Securities:											2.
a. Held-to-maturity securities ³	RCOND961 213,427	RCONS399 -16	RCOND962 0	RCONHJ74 0	RCONHJ75 0		RCOND963 180,771	RCOND964 28,432	RCOND965 4,240	RCONS400 0	2.a.
b. Available-for-sale debt securities and equity securities with readily determinable fair values not held for trading.....	RCONJA21 329,663	RCONS402 -57,346	RCOND967 31,590	RCONHJ76 0	RCONHJ77 0		RCOND968 341,057	RCOND969 449	RCOND970 13,913	RCONS403 0	2.b.
3. Federal funds sold and securities purchased under agreements to resell:											3.
a. Federal funds sold.....	RCOND971 4		RCOND972 0				RCOND973 4	RCONS410 0	RCOND974 0	RCONS411 0	3.a.
b. Securities purchased under agreements to resell.....	RCONH171 0	RCONH172 0									3.b.
4. Loans and leases held for sale:											4.
a. Residential mortgage exposures.....	RCONS413 0	RCONS414 0	RCONH173 0				RCONS415 0	RCONS416 0	RCONS417 0		4.a.
b. High volatility commercial real estate exposures.....	RCONS419 0	RCONS420 0	RCONH174 0				RCONH175 0	RCONH176 0	RCONH177 0	RCONS421 0	4.b.
c. Exposures past due 90 days or more or on nonaccrual ³	RCONS423 0	RCONS424 0	RCONS425 0	RCONHJ78 0	RCONHJ79 0		RCONS426 0	RCONS427 0	RCONS428 0	RCONS429 0	4.c.

	(Column K) Allocation by Risk-Weight Category 250%	(Column L) Allocation by Risk-Weight Category 300%	(Column M) Allocation by Risk-Weight Category 400%	(Column N) Allocation by Risk-Weight Category 600%	(Column O) Allocation by Risk-Weight Category 625%	(Column P) Allocation by Risk-Weight Category 937.5%	(Column Q) Allocation by Risk-Weight Category 1,250%	(Column R) Application of Other Risk-Weighting Approaches Exposure Amount	(Column S) Application of Other Risk-Weighting Approaches Risk-Weighted Asset Amount	
Dollar amounts in thousands										
1. Cash and balances due from depository institutions										1.
2. Securities:										2.
a. Held-to-maturity securities										2.a.
b. Available-for-sale debt securities and equity securities with readily determinable fair values not held for trading.....		RCONS405 0		RCONS406 0				RCONH271 0	RCONH272 0	2.b.
3. Federal funds sold and securities purchased under agreements to resell:										3.
a. Federal funds sold										3.a.

3. Institutions that have adopted ASU 2016-13 should report as a negative number allowances eligible for inclusion in tier 2 capital in Column B, which excludes PC D allowances.
 3. For loans and leases held for sale, exclude residential mortgage exposures, high volatility commercial real estate exposures, or sovereign exposures that are past due 90 days or more or on nonaccrual.

	(Column K) Allocation by Risk-Weight Category 250%	(Column L) Allocation by Risk-Weight Category 300%	(Column M) Allocation by Risk-Weight Category 400%	(Column N) Allocation by Risk-Weight Category 600%	(Column O) Allocation by Risk-Weight Category 625%	(Column P) Allocation by Risk-Weight Category 937.5%	(Column Q) Allocation by Risk-Weight Category 1,250%	(Column R) Application of Other Risk-Weighting Approaches Exposure Amount	(Column S) Application of Other Risk-Weighting Approaches Risk-Weighted Asset Amount	
Dollar amounts in thousands										
b. Securities purchased under agreements to resell										3.b.
4. Loans and leases held for sale:										4.
a. Residential mortgage exposures.....								RCONH273 0	RCONH274 0	4.a.
b. High volatility commercial real estate exposures.....								RCONH275 0	RCONH276 0	4.b.

	(Column K) Allocation by Risk-Weight Category 250%	(Column L) Allocation by Risk-Weight Category 300%	(Column M) Allocation by Risk-Weight Category 400%	(Column N) Allocation by Risk-Weight Category 600%	(Column O) Allocation by Risk-Weight Category 625%	(Column P) Allocation by Risk-Weight Category 937.5%	(Column Q) Allocation by Risk-Weight Category 1,250%	(Column R) Application of Other Risk-Weighting Approaches Exposure Amount	(Column S) Application of Other Risk-Weighting Approaches Risk-Weighted Asset Amount	
Dollar amounts in thousands										
4. Loans and leases held for sale (continued):										4.
d. All other exposures.....								RCONH279 0	RCONH280 0	4.d.
5. Loans and leases held for investment:										5.
a. Residential mortgage exposures.....								RCONH281 0	RCONH282 0	5.a.
b. High volatility commercial real estate exposures.....								RCONH283 0	RCONH284 0	5.b.
c. Exposures past due 90 days or more or on nonaccrual ¹¹								RCONH285 0	RCONH286 0	5.c.
d. All other exposures.....								RCONH287 0	RCONH288 0	5.d.
6. LESS: Allowance for loan and lease losses										6.
7. Trading assets.....		RCONH186 0	RCONH290 0	RCONH187 0				RCONH291 0	RCONH292 0	7.
8. All other assets ¹²	RCONH293 0	RCONH188 0	RCONS470 0	RCONS471 0				RCONH294 0	RCONH295 0	8.
a. Separate account bank-owned life insurance.....								RCONH296 26,490	RCONH297 26,490	8.a.
b. Default fund contributions to central counterparties.....								RCONH298 0	RCONH299 0	8.b.

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

7. For loans and leases, net of unearned income, exclude residential mortgage exposures, high volatility commercial real estate exposures, or sovereign exposures that are past due 90 days or more or on nonaccrual.

8. 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.

11. For loans and leases, net of unearned income, exclude residential mortgage exposures, high volatility commercial real estate exposures, or sovereign exposures that are past due 90 days or more or on nonaccrual.

12. 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.

Dollar amounts in thousands						
	(Column A) Totals	(Column B) Adjustments to Totals Reported in Column A	(Column Q) Exposure Amount 1,250%	(Column T) Total Risk-Weighted Asset Amount by Calculation Methodology SSFA	(Column U) Total Risk-Weighted Asset Amount by Calculation Methodology Gross-Up	
9. On-balance sheet securitization exposures:						9.
a. Held-to-maturity securities.....	RCONS475 0	RCONS476 0	RCONS477 0	RCONS478 0	RCONS479 0	9.a.
b. Available-for-sale securities.....	RCONS480 0	RCONS481 0	RCONS482 0	RCONS483 0	RCONS484 0	9.b.
c. Trading assets.....	RCONS485 0	RCONS486 0	RCONS487 0	RCONS488 0	RCONS489 0	9.c.
d. All other on-balance sheet securitization exposures.....	RCONS490 0	RCONS491 0	RCONS492 0	RCONS493 0	RCONS494 0	9.d.
10. Off-balance sheet securitization exposures.....	RCONS495 0	RCONS496 0	RCONS497 0	RCONS498 0	RCONS499 0	10.

	(Column A) Totals From Schedule RC	(Column B) Adjustments to Totals Reported in Column A	(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20%	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100%	(Column J) Allocation by Risk-Weight Category 150%
Dollar amounts in thousands										
11. Total balance sheet assets ¹⁴	RCON2170 9,465,412	RCONS500 50,380	RCOND987 954,768	RCONHJ90 0	RCONHJ91 0		RCOND988 627,494	RCOND989 652,432	RCOND990 7,141,000	RCONS503 12,848

	(Column K) Allocation by Risk-Weight Category 250%	(Column L) Allocation by Risk-Weight Category 300%	(Column M) Allocation by Risk-Weight Category 400%	(Column N) Allocation by Risk-Weight Category 600%	(Column O) Allocation by Risk-Weight Category 625%	(Column P) Allocation by Risk-Weight Category 937.5%	(Column Q) Allocation by Risk-Weight Category 1,250%	(Column R) Application of Other Risk-Weighting Approaches Exposure Amount
Dollar amounts in thousands								
11. Total balance sheet assets ¹⁴	RCONS504 0	RCONS505 0	RCONS506 0	RCONS507 0			RCONS510 0	RCONH300 26,490

	(Column A) Face, Notional, or Other Amount	(Column B) Credit Equivalent Amount	(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20%	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100%	(Column J) Allocation by Risk-Weight Category 150%
Dollar amounts in thousands										
12. Financial standby letters of credit	RCOND991 102,751	RCOND992 102,751	RCOND993 17,597	RCONHJ92 0	RCONHJ93 0		RCOND994 20,661	RCOND995 0	RCOND996 64,493	RCONS511 0
13. Performance standby letters of credit and transaction-related contingent items	RCOND997 9,554	RCOND998 4,777	RCOND999 0				RCONG603 1,836	RCONG604 0	RCONG605 2,941	RCONS512 0
14. Commercial and similar letters of credit with an original maturity of one year or less	RCONG606 0	RCONG607 0	RCONG608 0	RCONHJ94 0	RCONHJ95 0		RCONG609 0	RCONG610 0	RCONG611 0	RCONS513 0
15. Retained recourse on small business obligations sold with recourse	RCONG612 0	RCONG613 0	RCONG614 0				RCONG615 0	RCONG616 0	RCONG617 0	RCONS514 0

	(Column A) Face, Notional, or Other Amount	(Column B) Credit Equivalent Amount	(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20%	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100%	(Column J) Allocation by Risk-Weight Category 150%
Dollar amounts in thousands										
16. Repo-style transactions ²¹	RCONS515 0	RCONS516 0	RCONS517 0	RCONS518 0	RCONS519 0		RCONS520 0	RCONS521 0	RCONS522 0	RCONS523 0
17. All other off-balance sheet liabilities	RCONG618 0	RCONG619 0	RCONG620 0				RCONG621 0	RCONG622 0	RCONG623 0	RCONS524 0
18. Unused commitments: [*]										
a. Original maturity of one year or less	RCONS525 415,937	RCONS526 83,187	RCONS527 2,009	RCONHJ96 0	RCONHJ97 0		RCONS528 0	RCONS529 76	RCONS530 81,102	RCONS531 0

14. For each of columns A through R of item 11, report the sum of items 1 through 9. For item 11, the sum of columns B through R must equal column A. Item 11, column A, must equal Schedule RC, item 12.

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

*. Excludes unused commitments to asset-backed commercial paper conduits.

	(Column A) Face, Notional, or Other Amount	(Column B) Credit Equivalent Amount	(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20%	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100%	(Column J) Allocation by Risk-Weight Category 150%	
Dollar amounts in thousands											
b. Original maturity exceeding one year.....	RCONG624 1,875,218	RCONG625 937,609	RCONG626 0	RCONHJ98 0	RCONHJ99 0		RCONG627 0	RCONG628 3,701	RCONG629 933,908	RCONS539 0	18.b.
19. Unconditionally cancelable commitments.....	RCONS540 98,342	RCONS541 0									19.
20. Over-the-counter derivatives.....		RCONS542 137,548	RCONS543 0	RCONHK00 0	RCONHK01 0	RCONS544 0	RCONS545 124,630	RCONS546 12,918	RCONS547 0	RCONS548 0	20.
21. Centrally cleared derivatives.....		RCONS549 0	RCONS550 0	RCONS551 0	RCONS552 0		RCONS554 0	RCONS555 0	RCONS556 0	RCONS557 0	21.
22. Unsettled transactions (failed trades) ²²	RCONH191 0		RCONH193 0				RCONH194 0	RCONH195 0	RCONH196 0	RCONH197 0	22.

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

	(Column O) Allocation by Risk-Weight Category 625%	(Column P) Allocation by Risk-Weight Category 937.5%	(Column Q) Allocation by Risk-Weight Category 1,250%	(Column R) Application of Other Risk-Weighting Approaches Credit Equivalent Amount	(Column S) Application of Other Risk-Weighting Approaches Risk-Weighted Asset Amount	
Dollar amounts in thousands						
16. Repo-style transactions ²⁴				RCONH301 0	RCONH302 0	16.
17. All other off-balance sheet liabilities						17.
18. Unused commitments: [*]						18.
a. Original maturity of one year or less.....				RCONH303 0	RCONH304 0	18.a.
b. Original maturity exceeding one year.....				RCONH307 0	RCONH308 0	18.b.
19. Unconditionally cancelable commitments						19.
20. Over-the-counter derivatives.....				RCONH309 0	RCONH310 0	20.
21. Centrally cleared derivatives						21.
22. Unsettled transactions (failed trades) ²⁵	RCONH198 0	RCONH199 0	RCONH200 0			22.

24. Includes securities purchased under agreements to resell (reverse repos), securities sold under agreements to repurchase (repos), securities borrowed, and securities lent.
 *. Excludes unused commitments to asset-backed commercial paper conduits.
 25. For item 22, the sum of columns C through Q must equal column A.

Dollar amounts in thousands		(Column C) Allocation by Risk-Weight Category 0%	(Column D) Allocation by Risk-Weight Category 2%	(Column E) Allocation by Risk-Weight Category 4%	(Column F) Allocation by Risk-Weight Category 10%	(Column G) Allocation by Risk-Weight Category 20%	(Column H) Allocation by Risk-Weight Category 50%	(Column I) Allocation by Risk-Weight Category 100%	(Column J) Allocation by Risk-Weight Category 150%	
23. Total assets, derivatives, off-balance sheet items, and other items subject to risk weighting by risk-weight category (for each of columns C through P, sum of items 11 through 22; for column Q, sum of items 10 through 22).....	RCONG630 974,374	RCONS558 0	RCONS559 0	RCONS560 0	RCONG631 774,621	RCONG632 669,127	RCONG633 8,223,444	RCONS561 12,848		23.
24. Risk weight factor										24.
25. Risk-weighted assets by risk-weight category (for each column, item 23 multiplied by item 24).....	RCONG634 0	RCONS569 0	RCONS570 0	RCONS571 0	RCONG635 154,924	RCONG636 334,564	RCONG637 8,223,444	RCONS572 19,272		25.

Dollar amounts in thousands		(Column K) Allocation by Risk-Weight Category 250%	(Column L) Allocation by Risk-Weight Category 300%	(Column M) Allocation by Risk-Weight Category 400%	(Column N) Allocation by Risk-Weight Category 600%	(Column O) Allocation by Risk-Weight Category 625%	(Column P) Allocation by Risk-Weight Category 937.5%	(Column Q) Allocation by Risk-Weight Category 1,250%	
23. Total assets, derivatives, off-balance sheet items, and other items subject to risk weighting by risk-weight category (for each of columns C through P, sum of items 11 through 22; for column Q, sum of items 10 through 22).....	RCONS562 0	RCONS563 0	RCONS564 0	RCONS565 0	RCONS566 0	RCONS567 0	RCONS568 0		23.
24. Risk weight factor									24.
25. Risk-weighted assets by risk-weight category (for each column, item 23 multiplied by item 24).....	RCONS573 0	RCONS574 0	RCONS575 0	RCONS576 0	RCONS577 0	RCONS578 0	RCONS579 0		25.

Dollar amounts in thousands

26. Risk-weighted assets base for purposes of calculating the allowance for loan and lease losses 1.25 percent threshold.....	RCONS580	8,758,694	26.
27. Standardized market-risk weighted assets (applicable only to banks that are covered by the market risk capital rule).....	RCONS581	0	27.
28. Risk-weighted assets before deductions for excess allowance of loan and lease losses and allocated risk transfer risk reserve ²⁷	RCONB704	8,758,694	28.
29. LESS: Excess allowance for loan and lease losses.....	RCONA222	0	29.
30. LESS: Allocated transfer risk reserve.....	RCON3128	0	30.
31. Total risk-weighted assets (item 28 minus items 29 and 30).....	RCONG641	8,758,694	31.
1. Current credit exposure across all derivative contracts covered by the regulatory capital rules.....	RCONG642	105,552	M.1.

Dollar amounts in thousands

	(Column A) With a remaining maturity of One year or less	(Column B) With a remaining maturity of Over one year through five years	(Column C) With a remaining maturity of Over five years				
2. Notional principal amounts of over-the-counter derivative contracts:				M.2.			
a. Interest rate.....	RCONS582	325,203	RCONS583	2,919,278	RCONS584	1,063,693	M.2.a.
b. Foreign exchange rate and gold.....	RCONS585	144,407	RCONS586	0	RCONS587	0	M.2.b.
c. Credit (investment grade reference asset).....	RCONS588	0	RCONS589	0	RCONS590	0	M.2.c.
d. Credit (non-investment grade reference asset).....	RCONS591	0	RCONS592	0	RCONS593	0	M.2.d.
e. Equity.....	RCONS594	0	RCONS595	0	RCONS596	0	M.2.e.
f. Precious metals (except gold).....	RCONS597	0	RCONS598	0	RCONS599	0	M.2.f.
g. Other.....	RCONS600	0	RCONS601	0	RCONS602	0	M.2.g.
3. Notional principal amounts of centrally cleared derivative contracts:				M.3.			
a. Interest rate.....	RCONS603	0	RCONS604	0	RCONS605	0	M.3.a.
b. Foreign exchange rate and gold.....	RCONS606	0	RCONS607	0	RCONS608	0	M.3.b.
c. Credit (investment grade reference asset).....	RCONS609	0	RCONS610	0	RCONS611	0	M.3.c.
d. Credit (non-investment grade reference asset).....	RCONS612	0	RCONS613	0	RCONS614	0	M.3.d.
e. Equity.....	RCONS615	0	RCONS616	0	RCONS617	0	M.3.e.
f. Precious metals (except gold).....	RCONS618	0	RCONS619	0	RCONS620	0	M.3.f.
g. Other.....	RCONS621	0	RCONS622	0	RCONS623	0	M.3.g.

Dollar amounts in thousands

4. Amount of allowances for credit losses on purchased credit-deteriorated assets: ¹			M.4.
a. Loans and leases held for investment.....	RCONJJ30	45	M.4.a.
b. Held-to-maturity debt securities.....	RCONJJ31	0	M.4.b.
c. Other financial assets measured at amortized cost.....	RCONJJ32	0	M.4.c.

Schedule RC-S - Servicing Securitization and Asset Sale Activities(Form Type - 041)

Dollar amounts in thousands

	(Column A) 1-4 Family Residential Loans	(Column G) All Other Loans, All Leases, and All Other Assets			
1. Outstanding principal balance of assets sold and securitized by the reporting bank with servicing retained or with recourse or other seller-provided credit enhancements.....	RCONB705	0	RCONB711	0	1.
2. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to structures reported in item 1.....	RCONHU09	0	RCONHU15	0	2.
3. Not applicable					3.
4. Past due loan amounts included in item 1:					4.
a. 30-89 days past due.....	RCONB733	0	RCONB739	0	4.a.
b. 90 days or more past due.....	RCONB740	0	RCONB746	0	4.b.

27. Sum of items 2.b through 20, column S; items 9.a, 9.b, 9.c, 9.d, and 10, columns T and U; item 25, columns C through Q; and item 27 (if applicable).

1. Memorandum items 4.a through 4.c should be completed only by institutions that have adopted ASU 2016-13.

Dollar amounts in thousands		(Column A) 1-4 Family Residential Loans		(Column G) All Other Loans, All Leases, and All Other Assets	
5. Charge-offs and recoveries on assets sold and securitized with servicing retained or with recourse or other seller-provided credit enhancements (calendar year-to-date):					
a. Charge-offs.....					
RIADB747	0	RIADB753	0	5.a.	
b. Recoveries.....					
RIADB754	0	RIADB760	0	5.b.	
<i>Item 6 is to be completed by banks with \$10 billion or more in total assets.</i>					
6. Total amount of ownership (or seller's) interest carried as securities or loans ¹					
		RCONHU19	NR	6.	
7. Not applicable					
8. Not applicable					
9. Maximum amount of credit exposure arising from credit enhancements provided by the reporting bank to other institutions' securitization structures in the form of standby letters of credit, purchased subordinated securities, and other enhancements.....					
RCONB776	0	RCONB782	0	9.	
<i>Item 10 is to be completed by banks with \$10 billion or more in total assets.</i>					
10. Reporting bank's unused commitments to provide liquidity to other institutions' securitization structures ¹					
RCONB783	NR	RCONB789	NR	10.	
11. Assets sold with recourse or other seller-provided credit enhancements and not securitized by the reporting bank.....					
RCONB790	0	RCONB796	0	11.	
12. Maximum amount of credit exposure arising from recourse or other seller-provided credit enhancements provided to assets reported in item 11.....					
RCONB797	0	RCONB803	0	12.	

Dollar amounts in thousands				
1. Not applicable				
2. Outstanding principal balance of assets serviced for others (includes participations serviced for others):				
a. Closed-end 1-4 family residential mortgages serviced with recourse or other servicer-provided credit enhancements.....				
RCONB804	0			M.2.a.
b. Closed-end 1-4 family residential mortgages serviced with no recourse or other servicer-provided credit enhancements.....				
RCONB805	54			M.2.b.
c. Other financial assets (includes home equity lines) ¹				
RCONA591	1,810,795			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).....				
RCONF699	0			M.2.d.
<i>Memorandum item 3 is to be completed by banks with \$10 billion or more in total assets.</i>				
3. Asset-backed commercial paper conduits: ²				
a. Maximum amount of credit exposure arising from credit enhancements provided to conduit structures in the form of standby letters of credit, subordinated securities, and other enhancements:				
1. Conduits sponsored by the bank, a bank affiliate, or the bank's holding company.....				
RCONB806	NR			M.3.a.1.
2. Conduits sponsored by other unrelated institutions.....				
RCONB807	NR			M.3.a.2.
b. Unused commitments to provide liquidity to conduit structures:				
1. Conduits sponsored by the bank, a bank affiliate, or the bank's holding company.....				
RCONB808	NR			M.3.b.1.
2. Conduits sponsored by other unrelated institutions.....				
RCONB809	NR			M.3.b.2.
4. Outstanding credit card fees and finance charges ²				
RCONC407	NR			M.4.

1. The \$10 billion asset-size test is based on the total assets reported on the June 30, 2018, Report of Condition.
 1. The \$10 billion asset-size test is based on the total assets reported on the June 30, 2018, Report of Condition.
 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. The \$10 billion asset-size test is based on the total assets reported on the June 30, 2018, Report of Condition.
 2. Memorandum item 4 is to be completed by banks that (1) together with affiliated institutions, have outstanding credit card receivables (as defined in the instructions) that exceed \$500 million as of the report date, or (2) are credit card specialty banks as defined for Uniform Bank Performance Report purposes.

Schedule RC-T - Fiduciary and Related Services(Form Type - 041)

Dollar amounts in thousands

1. Does the institution have fiduciary powers? (If "NO," do not complete Schedule RC-T.).....	RCONA345	No	1.
2. Does the institution exercise the fiduciary powers it has been granted?.....	RCONA346	No	2.
3. Does the institution have any fiduciary or related activity (in the form of assets or accounts) to report in this schedule? (If "NO," do not complete the rest of Schedule RC-T.).....	RCONB867	No	3.

Dollar amounts in thousands

	(Column A) Managed Assets		(Column B) Non-Managed Assets		(Column C) Number of Managed Accounts		(Column D) Number of Non-Managed Accounts		
4. Personal trust and agency accounts.....	RCONB868	NR	RCONB869	NR	RCONB870	NR	RCONB871	NR	4.
5. Employee benefit and retirement-related trust and agency accounts:									5.
a. Employee benefit - defined contribution.....	RCONB872	NR	RCONB873	NR	RCONB874	NR	RCONB875	NR	5.a.
b. Employee benefit - defined benefit.....	RCONB876	NR	RCONB877	NR	RCONB878	NR	RCONB879	NR	5.b.
c. Other employee benefit and retirement-related accounts.....	RCONB880	NR	RCONB881	NR	RCONB882	NR	RCONB883	NR	5.c.
6. Corporate trust and agency accounts.....	RCONB884	NR	RCONB885	NR	RCONC001	NR	RCONC002	NR	6.
7. Investment management and investment advisory agency accounts.....	RCONB886	NR	RCONJ253	NR	RCONB888	NR	RCONJ254	NR	7.
8. Foundation and endowment trust and agency accounts.....	RCONJ255	NR	RCONJ256	NR	RCONJ257	NR	RCONJ258	NR	8.
9. Other fiduciary accounts.....	RCONB890	NR	RCONB891	NR	RCONB892	NR	RCONB893	NR	9.
10. Total fiduciary accounts (sum of items 4 through 9).....	RCONB894	NR	RCONB895	NR	RCONB896	NR	RCONB897	NR	10.
11. Custody and safekeeping accounts.....			RCONB898	NR			RCONB899	NR	11.
12. Not applicable									12.
13. Individual Retirement Accounts, Health Savings Accounts, and other similar accounts (included in items 5.c and 11).....	RCONJ259	NR	RCONJ260	NR	RCONJ261	NR	RCONJ262	NR	13.

Dollar amounts in thousands

14. Personal trust and agency accounts.....	RIADB904	NR	14.
15. Employee benefit and retirement-related trust and agency accounts:			15.
a. Employee benefit - defined contribution.....	RIADB905	NR	15.a.
b. Employee benefit - defined benefit.....	RIADB906	NR	15.b.
c. Other employee benefit and retirement-related accounts.....	RIADB907	NR	15.c.
16. Corporate trust and agency accounts.....	RIADA479	NR	16.
17. Investment management and investment advisory agency accounts.....	RIADJ315	NR	17.
18. Foundation and endowment trust and agency accounts.....	RIADJ316	NR	18.
19. Other fiduciary accounts.....	RIADA480	NR	19.
20. Custody and safekeeping accounts.....	RIADB909	NR	20.
21. Other fiduciary and related services income.....	RIADB910	NR	21.
22. Total gross fiduciary and related services income (sum of items 14 through 21) (must equal Schedule RI, item 5.a).....	RIAD4070	0	22.
23. Less: Expenses.....	RIADC058	NR	23.
24. Less: Net losses from fiduciary and related services.....	RIADA488	NR	24.
25. Plus: Intracompany income credits for fiduciary and related services.....	RIADB911	NR	25.
26. Net fiduciary and related services income.....	RIADA491	NR	26.

Dollar amounts in thousands	(Column A) Personal Trust and Agency and Investment Management Agency Accounts		(Column B) Employee Benefit and Retirement-Related Trust and Agency Accounts		(Column C) All Other Accounts		
1. Managed assets held in fiduciary accounts:							M.1.
a. Noninterest-bearing deposits.....	RCONJ263	NR	RCONJ264	NR	RCONJ265	NR	M.1.a.
b. Interest-bearing deposits.....	RCONJ266	NR	RCONJ267	NR	RCONJ268	NR	M.1.b.
c. U.S. Treasury and U.S. Government agency obligations.....	RCONJ269	NR	RCONJ270	NR	RCONJ271	NR	M.1.c.
d. State, county, and municipal obligations.....	RCONJ272	NR	RCONJ273	NR	RCONJ274	NR	M.1.d.
e. Money market mutual funds.....	RCONJ275	NR	RCONJ276	NR	RCONJ277	NR	M.1.e.
f. Equity mutual funds.....	RCONJ278	NR	RCONJ279	NR	RCONJ280	NR	M.1.f.
g. Other mutual funds.....	RCONJ281	NR	RCONJ282	NR	RCONJ283	NR	M.1.g.
h. Common trust funds and collective investment funds.....	RCONJ284	NR	RCONJ285	NR	RCONJ286	NR	M.1.h.
i. Other short-term obligations.....	RCONJ287	NR	RCONJ288	NR	RCONJ289	NR	M.1.i.
j. Other notes and bonds.....	RCONJ290	NR	RCONJ291	NR	RCONJ292	NR	M.1.j.
k. Investments in unregistered funds and private equity investments.....	RCONJ293	NR	RCONJ294	NR	RCONJ295	NR	M.1.k.
l. Other common and preferred stocks.....	RCONJ296	NR	RCONJ297	NR	RCONJ298	NR	M.1.l.
m. Real estate mortgages.....	RCONJ299	NR	RCONJ300	NR	RCONJ301	NR	M.1.m.
n. Real estate.....	RCONJ302	NR	RCONJ303	NR	RCONJ304	NR	M.1.n.
o. Miscellaneous assets.....	RCONJ305	NR	RCONJ306	NR	RCONJ307	NR	M.1.o.
p. Total managed assets held in fiduciary accounts (for each column, sum of Memorandum items 1.a through 1.o).....	RCONJ308	NR	RCONJ309	NR	RCONJ310	NR	M.1.p.

Dollar amounts in thousands	(Column A) Managed Assets		(Column B) Number of Managed Accounts		
q. Investments of managed fiduciary accounts in advised or sponsored mutual funds.....	RCONJ311	NR	RCONJ312	NR	M.1.q.

Dollar amounts in thousands	(Column A) Number of Issues		(Column B) Principal Amount Outstanding		
2. Corporate trust and agency accounts:					M.2.
a. Corporate and municipal trusteeships.....	RCONB927	NR	RCONB928	NR	M.2.a.
1. Issues reported in Memorandum item 2.a that are in default.....	RCONJ313	NR	RCONJ314	NR	M.2.a.1.
b. Transfer agent, registrar, paying agent, and other corporate agency.....	RCONB929	NR			M.2.b.

Dollar amounts in thousands	(Column A) Number of Funds		(Column B) Market Value of Fund Assets		
<i>Memoranda items 3.a through 3.g are to be completed by banks with collective investment funds and common trust funds with a total market value of \$1 billion or more as of the preceding December 31.</i>					M.3.
3. Collective investment funds and common trust funds:					
a. Domestic equity.....	RCONB931	NR	RCONB932	NR	M.3.a.
b. International/Global equity.....	RCONB933	NR	RCONB934	NR	M.3.b.
c. Stock/Bond blend.....	RCONB935	NR	RCONB936	NR	M.3.c.
d. Taxable bond.....	RCONB937	NR	RCONB938	NR	M.3.d.
e. Municipal bond.....	RCONB939	NR	RCONB940	NR	M.3.e.
f. Short term investments/Money market.....	RCONB941	NR	RCONB942	NR	M.3.f.
g. Specialty/Other.....	RCONB943	NR	RCONB944	NR	M.3.g.
h. Total collective investment funds (sum of Memorandum items 3.a through 3.g).....	RCONB945	NR	RCONB946	NR	M.3.h.

Dollar amounts in thousands	(Column A) Gross Losses		(Column B) Gross Losses		(Column C) Recoveries		
	Managed Accounts		Non-Managed Accounts				
4. Fiduciary settlements, surcharges, and other losses:							M.4.
a. Personal trust and agency accounts.....	RIADB947	NR	RIADB948	NR	RIADB949	NR	M.4.a.
b. Employee benefit and retirement-related trust and agency accounts.....	RIADB950	NR	RIADB951	NR	RIADB952	NR	M.4.b.
c. Investment management agency accounts.....	RIADB953	NR	RIADB954	NR	RIADB955	NR	M.4.c.
d. Other fiduciary accounts and related services.....	RIADB956	NR	RIADB957	NR	RIADB958	NR	M.4.d.
e. Total fiduciary settlements, surcharges, and other losses (sum of Memorandum items 4.a through 4.d) (sum of columns A and B minus column C must equal Schedule RC-T, item 24).....	RIADB959	NR	RIADB960	NR	RIADB961	NR	M.4.e.

Schedule RC-V - Variable Interest Entities(Form Type - 041)

Dollar amounts in thousands	(Column A) Securitization Vehicles		(Column B) Other VIEs		
1. Assets of consolidated variable interest entities (VIEs) that can be used only to settle obligations of the consolidated VIEs:					1.
a. Cash and balances due from depository institutions.....	RCONJ981	0	RCONJF84	0	1.a.
b. Securities not held for trading.....	RCONHU20	0	RCONHU21	0	1.b.
c. Loans and leases held for investment, net of allowance, and held for sale.....	RCONHU22	0	RCONHU23	0	1.c.
d. Other real estate owned.....	RCONK009	0	RCONJF89	0	1.d.
e. Other assets.....	RCONJF91	0	RCONJF90	0	1.e.
2. Liabilities of consolidated VIEs for which creditors do not have recourse to the general credit of the reporting bank:					2.
a. Other borrowed money.....	RCONJF92	0	RCONJF85	0	2.a.
b. Other liabilities.....	RCONJF93	0	RCONJF86	0	2.b.
3. All other assets of consolidated VIEs (not included in items 1.a. through 1.e above).....	RCONK030	0	RCONJF87	0	3.
4. All other liabilities of consolidated VIEs (not included in items 2.a and 2.b above).....	RCONK033	0	RCONJF88	0	4.

Dollar amounts in thousands	
5. Total assets of asset-backed commercial paper (ABCP) conduit VIEs.....	RCONJF77 0 5.
6. Total liabilities of ABCP conduit VIEs.....	RCONJF78 0 6.

Optional Narrative Statement Concerning the Amounts Reported in the Consolidated Reports of Condition and Income(Form Type - 041)

Dollar amounts in thousands	
1. Comments?.....	RCON6979 No 1.
2. Bank Management Statement.....	TEXT6980 NR 2.